

RIVER RUN CONDOMINIUM
THIRD AMENDMENT TO CONDOMINIUM DECLARATION

THIS THIRD AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 25th day of June, 1997 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO No. 2080, folio 521 (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 et seq. (the "First Expansion Plat") and that certain Second Amendment to Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 et seq. (The "Second Expansion Plat") (the Original Declaration as amended by the First and Second Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter

Liber RHO 2407 Folio 185

as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Third Expansion Property and has constructed a new building thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Third Amendment to Condominium Declaration

WITNESSETH, that the Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Buildings 15, 16, 17, each containing 2 units".
2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of nine (9) sheets prepared by L. E. Bunting Surveys, Inc., Surveyor, entitled "Expansion #3, River Run Condominium" (hereinafter referred to as, the "Third Expansion Plat"). The Third Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 4

Phase 4 of the Condominium consists of the improvements known as Buildings 15, 16 and 17, erected on Parcel 1-C and the land directly beneath Buildings 15, 16 and 17 as shown on Sheet 3 of the Third Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land

shown on Sheet 3 of the First Expansion Plat, and the land shown on Sheet 3 of the Second Expansion Plat.

Building 15, 16 and 17 each contain two (2) residential condominium units and common elements, all as more particularly shown on the Third Expansion Plat. The improvements are known as Units 79 through 84, inclusive.

The entire Condominium as hereby expanded now consists of seven (7) buildings and is divided into thirty (30) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment and the Third Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-thirtieth (1/30) undivided interest in the common elements and a one-thirtieth (1/30) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plats filed with the First Amendment, the Second Expansion Plats filed with the Second Amendment, and the Third Expansion Plat filed herewith.

ARTICLE V

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT
ASSOCIATES, LLC

Patricia Tamara

By: Lewis S. Meltzer (SEAL)
Lewis S. Meltzer, Member

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 25th day of JUNE, 1997, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Lewis S. Meltzer, Member of River Run Development Associates, LLC, a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.

Nanci Briguglio
Notary Public

My Commission Expires: 8/31/98

NANCI BRIGUGLIO
Notary Public, State of New York
No. 30-4627372
Qualified in Nassau County
Commission Expires 8/31/98

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.

Lewis S. Meltzer
RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: Lewis S. Meltzer, Member

After Recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, New York 11501

Plat Recorded in Plat Book R.H.O. _____ Folios _____ Thru

RIVER RUN CONDOMINIUM
FOURTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS FOURTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 11th day of June, 1999 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

FILED

99 JUN 15 PM 3:44

STEPHEN V. HABLES
CLK. CT. CT.
WOR. CO.

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 *et seq.* (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 *et seq.* (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 *et seq.* (the "Third Expansion Plat") (the Original Declaration as amended by the First, Second and Third Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

River Run Golf Club
11605 Masters Ln.
Berlin, MD 21801

D. Developer is the owner of the Fourth Expansion Property and has constructed new buildings thereon. Developer now intends to amend the Declaration to include those buildings and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Fourth Amendment to Condominium Declaration

WITNESSETH, that the Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Buildings 18 and 19, each containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of four (4) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 4, River Run Condominium" (hereinafter referred to as, the "Fourth Expansion Plat"). The Fourth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 5

Phase 5 of the Condominium consists of the improvements known as Buildings 18 and 19, erected on Parcel 1-C and the land directly beneath Buildings 18 and 19 as shown on Sheet 3 of the Fourth Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, and the land shown on Sheet 2 of the Fourth Expansion Plat.

Building 18 and 19 each contain two (2) residential condominium units and common elements, all as more particularly shown on the Fourth Expansion Plat. The improvements are known as Units 85 through 88, inclusive.

The entire Condominium as hereby expanded now consists of nine (9) buildings and is divided into thirty four (34) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Second Amendment and the Fourth Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-thirtyfourth (1/34) undivided interest in the common elements and a one-thirtyfourth (1/34) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plats filed with the First Amendment, the Second Expansion Plats filed with the Second Amendment, the Third Expansion Plats filed with the Third Amendment and the Fourth Expansion Plat filed herewith.

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES.
LLC

Devin Laffin

By: *Lewis S. Meltzer* (SEAL)
Lewis S. Meltzer, Member

STATE OF NEW YORK)
COUNTY OF NASSAU) TO WIT:

I HEREBY CERTIFY, that on this 11th day of June, 1999, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Lewis S. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.

Karen M. Goldberg
Notary Public

My Commission Expires: 4-30-2000

KAREN M. GOLDBERG
Notary Public, State of New York
No. 30-4662588
Qualified in Nassau County
Commission Expires 4-30-2000

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.

Lewis S. Meltzer
RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: Lewis S. Meltzer, Member

After recording. Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

IMP FD SIRE \$ 2.00
RECORDING FEE 28.00
TOTAL 22.00
Rec# 4002 Rpt # 51672
S# 3984 Blk # 1818
Jun 15, 1999 83:57 PM

Plat Recorded in Plat Book S.V.H. 159 Folios 28 Thru 31

JUN 15 1999 The foregoing instrument
filed for record and is accordingly recorded
among the land records of Worcester County,
Maryland.

Richard J. Baker
Clerk

RIVER RUN CONDOMINIUM
FIFTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS FIFTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 28th day of March, 2000 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 *et seq.* (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 *et seq.* (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 *et seq.* (the "Third Expansion Plat") and that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber RHO No. 2708 folio 591 *et seq.* (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book ~~RHO~~ ^{RHO} 163 folio 11 *et seq.* (the "Fourth Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment and Fourth Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

FILED

00 MAR 28 PM 3: 54

STEPHEN V. HALES
CLK. CT. CT.
WOR. CO.

Sharon Alwine
River Run Dev. Assocs, LLC
11605 Masters Lane
Berlin, MD 21811

Re: to:

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Fifth Expansion Property and has constructed new buildings thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Fifth Amendment to Condominium Declaration

WITNESSETH, that the Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 20, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of four (4) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 5, River Run Condominium" (hereinafter referred to as, the "Fifth Expansion Plat"). The Fifth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 6

Phase 6 of the Condominium consists of the improvements known as Building 20, erected on Parcel 1-C and the land directly beneath Building 20 as shown on Sheet 3 of the Fifth Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet ___ of the Third Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat and the land shown on Sheet ___ of the Fifth Expansion Plat.

Building 20 contains two (2) residential condominium units and common elements, all as more particularly shown on the Fourth Expansion Plat. The improvements are

known as Units 89 and 90.

The entire Condominium as hereby expanded now consists of ten (10) buildings and is divided into thirty-six (36) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment and the Fifth Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-thirtysixth (1/36) undivided interest in the common elements and a one-thirtysixth (1/36) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment and the Fifth Expansion Plat filed herewith.

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES,
LLC

[Handwritten Signature]

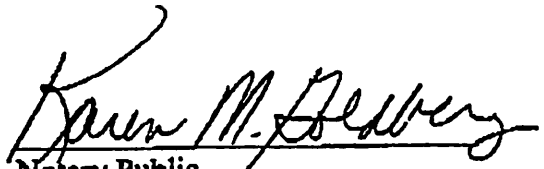
By: *[Handwritten Signature]* (SEAL)
Lewis S. Meltzer, Member

IMP FD SURE \$ 2.00
RECORDING FEE 20.00
TOTAL 22.00
Rest # 4001 Rcpt # 60004
SVH 9219 Blk # 1847
Mar 28, 2000 04:00 PM

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 27th day of March, 2000, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Lewis S. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.


Notary Public

My Commission Expires: 4-30-2000

KAREN M. GOLDBERG
Notary Public, State of New York
No. 30-488288
Qualified in Nassau County
Commission Expires 4-30-2000

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.

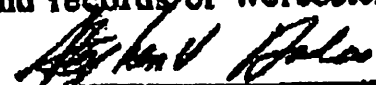

RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: Lewis S. Meltzer, Member

After recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

Plat Recorded in Plat Book S.V.H. 163 Folios 11 Thru 13

206310.1

MAR 28 2000 The foregoing instrument
filed for record and is accordingly recorded
among the land records of Worcester County,
Maryland.


Clerk

RIVER RUN CONDOMINIUM
SIXTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS SIXTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 26 day of October, 2000 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 *et seq.* (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 *et seq.* (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 *et seq.* (the "Third Expansion Plat") and that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber RHO No. 2708 folio 591 *et seq.* (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 159 folio 28 *et seq.* (the "Fourth Expansion Plat") and that certain Fifth Amendment to Condominium Declaration dated March 28, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2831 folio 026 *et seq.* (the "Fifth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 163 folio 11 *et seq.* (the "Fifth Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment and Fifth Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Sixth Expansion Property and has constructed new buildings thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Fifth Amendment to Condominium Declaration

WITNESSETH, that the Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 21, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of four (4) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 6, River Run Condominium" (hereinafter referred to as, the "Sixth Expansion Plat"). The Sixth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 6

Phase 7 of the Condominium consists of the improvements known as Building 21 erected on Parcel 1-C and the land directly beneath Building 21 as shown on Sheet 3 of the Sixth Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat, the land shown on Sheet 2 of the Fifth Expansion Plat and the land shown on Sheet 2 of the Sixth Expansion Plat.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES, LLC

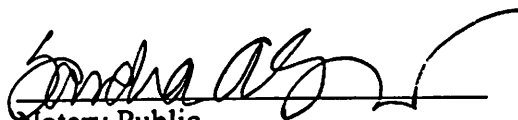
Mike Ward

By: Lewis S. Meltzer (SEAL)
Lewis S. Meltzer, Member

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 26 day of October, 2000, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Lewis S. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.



Notary Public

My Commission Expires: 3/01

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.



RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: Lewis S. Meltzer, Member

After recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

Plat Recorded in Plat Book S.V.H. 165 Folios 70 Thru 72

LIBER 2984 FOLIO 101

RIVER RUN CONDOMINIUM
SEVENTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS SEVENTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 22nd day of February, 2001 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 *et seq.* (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 *et seq.* (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 *et seq.* (the "Third Expansion Plat") and that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber RHO No. 2708 folio 591 *et seq.* (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 159 folio 28 *et seq.* (the "Fourth Expansion Plat") and that certain Fifth Amendment to Condominium Declaration dated March 28, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2831 folio 026 *et seq.* (the "Fifth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 163 folio 11 *et seq.* (the "Fifth Expansion Plat") and that certain Sixth Amendment to Condominium Declaration dated October 26, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2947 folio 500 *et seq.* (The "Sixth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH ~~168~~ folio 1 *et seq.* (the "Sixth Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment and Sixth Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted

FILED

2001 FEB 22 PM 11:09

**STEPHEN V. HALE
CLK. CT. CL.
WOR. CO.**

1188P. 2001/02/22 11:09 AM
S. V. Hale
11/09/01

certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Seventh Expansion Property and has constructed new buildings thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Seventh Amendment to Condominium Declaration

WITNESSETH, that the Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 24, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of four (4) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 7, River Run Condominium" (hereinafter referred to as, the "Seventh Expansion Plat"). The Seventh Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 8

Phase 8 of the Condominium consists of the improvements known as Building 22 erected on Parcel 1-C and the land directly beneath Building 22 as shown on Sheet 3 of the Seventh Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on

Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat, the land shown on Sheet 2 of the Fifth Expansion Plat, the land shown on Sheet 2 of the Sixth Expansion Plat and the land shown on Sheet 2 of the Seventh Expansion Plat.

Building 24 contains two (2) residential condominium units and common elements, all as more particularly shown on the Seventh Expansion Plat. The improvements are known as Units 93 and 94.

The entire Condominium as hereby expanded now consists of eleven (12) buildings and is divided into forty (40) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment and the Seventh Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-fortieth (1/40) undivided interest in the common elements and a one-fortieth (1/40) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment and the Seventh Expansion Plat filed herewith.

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

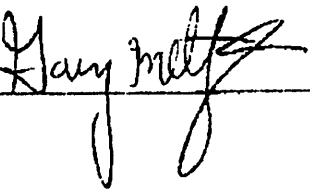
EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES, LLC



By:  (SEAL)

Lewis S. Meltzer, Member

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 21st day of February, 2001, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Lewis S. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.

Karen M. Goldberg
Notary Public

My Commission Expires: 4-30-2002

KAREN M. GOLDBERG
Notary Public, State of New York
No. 30-4662588
Qualified in Nassau County
Commission Expires 4-30-2002

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.

Lewis S. Meltzer
RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: Lewis S. Meltzer, Member

After recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

IMP FD SUR \$5 5.00
RECORDING FEE 20.00
TOTAL 25.00
Reg# M082 Rcpt # 78815
SV# 9681 Blk # 1661
Feb 22, 2001 01:19 PM

Plat Recorded in Plat Book S.V.H. 168 Folios 1 Thru 3

MLG:243908.1

FEB 22 2001 The foregoing instrument
filed for record and is accordingly recorded
among the land records of Worcester County,
Maryland.

Richard Pala
Clerk

RIVER RUN CONDOMINIUM
EIGHTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS EIGHTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 26 day of February, 2002 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

FILED
2002 FEB 26 PM 3:35
STEPHEN W. HALES
CLERK, CT. CL.
WOR. CO.

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 *et seq.* (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 *et seq.* (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 *et seq.* (the "Third Expansion Plat") and that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber RHO No. 2708 folio 591 *et seq.* (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 159 folio 28 *et seq.* (the "Fourth Expansion Plat") and that certain Fifth Amendment to Condominium Declaration dated March 28, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2831 folio 026 *et seq.* (the "Fifth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 163 folio 11 *et seq.* (the "Fifth Expansion Plat") and that certain Sixth Amendment to Condominium Declaration dated October 26, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2947 folio 500 *et seq.* (the "Sixth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 168 folio 1 *et seq.* (the "Sixth Expansion Plat") and that certain Seventh Amendment to Condominium Declaration dated February 22, 2001, and recorded among the Land Records as aforesaid at Liber RHO No. 2984 folio 101 *et seq.* (the "Seventh Amendment") together with associated plats recorded among the Land Records at Plat Book SVH

11816
Berlin, Maryland
Nov 12 2001

174 folio 602 et seq. (the "Seventh Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment and Seventh Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Eighth Expansion Property and has constructed new buildings thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Eighth Amendment to Condominium Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 25, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of three (3) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 8, River Run Condominium" (hereinafter referred to as, the "Eighth Expansion Plat"). The Eighth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II**DESCRIPTION OF CONDOMINIUM - PHASE 8**

Phase 8 of the Condominium consists of the improvements known as Building 25 erected on Parcel 1-D and the land directly beneath Building 25 as shown on Sheet 3 of the Eighth Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat, the land shown on Sheet 2 of the Fifth Expansion Plat, the land shown on Sheet 2 of the Sixth Expansion Plat, the land shown on Sheet 2 of the Seventh Expansion Plat and the land shown on Sheet 2 of the Eighth Expansion Plat.

Building 25 contains two (2) residential condominium units and common elements, all as more particularly shown on the Eighth Expansion Plat. The improvements are known as Units 95 and 96.

The entire Condominium as hereby expanded now consists of thirteen (13) buildings and is divided into forty-two (42) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment, the Seventh Expansion Plat filed with the Seventh Amendment and the Eighth Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III**PERCENTAGE INTEREST IN COMMON ELEMENTS**

The owner of each unit in the Condominium, as expanded, shall have an equal one-forty-second (1/42) undivided interest in the common elements and a one-forty-second (1/42) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment, the Seventh Expansion Plat filed with the Seventh Amendment and the Eighth Expansion Plat filed herewith.

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 25th day of February, 2002, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Gary M. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.

Elaine Springer
Notary Public

My Commission Expires: Aug 20, 2002

ELAINE SPRINGER
Notary Public, State of New York
No: 30-4970773
Qualified in Nassau County
Commission Expires Aug. 20, 2002

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.

Gary Meltzer
RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: Gary M. Meltzer, Member

After recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

IMP FD SUR \$5 5.00
RECORDING FEE 20.00
TOTAL 25.00
Reg # 14002 Rcpt # 84271
SVH 3470 Bk # 2857
Feb 26, 2002 03:38 PM

Plat Recorded in Plat Book S.V.H. 174 Folios 60 Thru 62

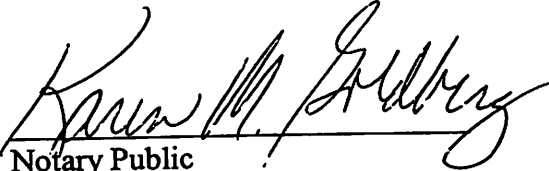
FEB 26 2002 The foregoing instrument
filed for record and is accordingly recorded
among the land records of Worcester County,
Maryland.

Stephen D. Baker

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 21st day of August, 2002, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Gary M. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.


Notary Public

My Commission Expires: 4-30-06

KAREN M. GOLDBERG
Notary Public, State of New York
No. 30-4882588
Qualified in Nassau County
Commission Expires 4-30-06

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.


RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: ~~Gary M.~~ Lewis S. Meltzer, Member

After recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

Plat Recorded in Plat Book S.V.H. 178 Folios 48 Thru 30

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES, LLC

Shan Brown

By: Gary Meltzer (SEAL)
Gary M. Meltzer, Member

RIVER RUN CONDOMINIUM
NINTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS NINTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 21st day of August, 2002 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 et seq. (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 et seq. (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 et seq. (the "Third Expansion Plat") and that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber RHO No. 2708 folio 591 et seq. (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 159 folio 28 et seq. (the "Fourth Expansion Plat") and that certain Fifth Amendment to Condominium Declaration dated March 28, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2831 folio 026 et seq. (the "Fifth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 163 folio 11 et seq. (the "Fifth Expansion Plat") and that certain Sixth Amendment to Condominium Declaration dated October 26, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2947 folio 500 et seq. (the "Sixth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 165 folio 70 et seq. (the "Sixth Expansion Plat"), that certain Seventh Amendment to Condominium Declaration dated February 22, 2001, and recorded among the Land Records as aforesaid at Liber RHO No. 2984 folio 101 et seq. (the "Seventh Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 168 folio 1 et seq. (the "Seventh Expansion Plat") and that certain Eighth Amendment to

Condominium Declaration dated February 26, 2002, and recorded among the Land Records as aforesaid at Liber RHO No. 3261 folio 506 et seq. (the "Eighth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 174 folio 60 et seq. (the "Eighth Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment, Seventh Amendment and Eighth Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded among the Land Records in Liber 2282 Folio 436, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Ninth Expansion Property and has constructed new buildings thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Ninth Amendment to Condominium Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 26, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of three (3) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 9, River Run Condominium" (hereinafter referred to as, the "Ninth Expansion Plat"). The Ninth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 9

Phase 9 of the Condominium consists of the improvements known as Building 26 erected on Parcel 1-D and the land directly beneath Building 26 as shown on Sheet 3 of the Ninth Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat, the land shown on Sheet 2 of the Fifth Expansion Plat, the land shown on Sheet 2 of the Sixth Expansion Plat, the land shown on Sheet 2 of the Seventh Expansion Plat, the land shown on Sheet 2 of the Eighth Expansion Plat and the land shown on Sheet 2 of the Ninth Expansion Plat.

Building 26 contains two (2) residential condominium units and common elements, all as more particularly shown on the Ninth Expansion Plat. The improvements are known as Units 97 and 98.

The entire Condominium as hereby expanded now consists of fourteen (14) buildings and is divided into forty-four (44) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment, the Seventh Expansion Plat filed with the Seventh Amendment, the Eighth Expansion Plat filed with the Eighth Amendment and the Ninth Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-fourth (1/44) undivided interest in the common elements and a one-fourth (1/44) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment, the Seventh Expansion Plat filed with the Seventh Amendment, the Eighth Expansion Plat filed with the Eighth Amendment and the Ninth Expansion Plat filed herewith.

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES, LLC

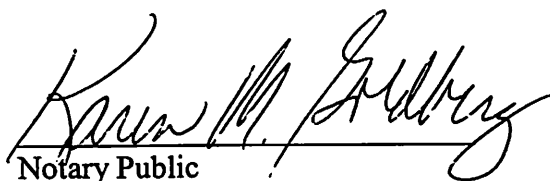
Deborah Frasier

By: Gary Meltzer (SEAL)
Gary M. Meltzer, Member

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 21st day of August, 2002, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Gary M. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.


Notary Public

My Commission Expires: 4-30-06

KAREN M. GOLDBERG
Notary Public, State of New York
No. 30-4882588
Qualified in Nassau County
Commission Expires 4-30-06

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.


RIVER RUN DEVELOPMENT ASSOCIATES, LLC
By: ~~Gary M.~~ Lewis S. Meltzer, Member
Lewis

After recording. Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

Plat Recorded in Plat Book S.V.H. 178 Folios 48 Thru 50

NATURE SAVER™ FAX MEMO 01618

To <u>Monica</u>	Date <u>2/12</u>	# of Pages <u>6</u>
Co. Dept.	From <u>Karen</u>	
Phone #	Co.	
Fax #	Phone # <u>410-641-8400</u>	
	Fax #	

CONDOMINIUM
CONDOMINIUM DECLARATION

THIS TENTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 9th day of February, 2003 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer").

THIS AMENDMENT shall amend, supercede and replace in its entirety that certain River Run Condominium amendment dated February 4, 2003 and incorrectly titled "Ninth Amendment to Condominium Declaration," which should have been titled "Tenth Amendment to Condominium Declaration".

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO 2080, folio 521, (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139, folio 42 *et seq.* (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292, folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 *et seq.* (the "Second Expansion Plat") and that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407, folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO 151 folio 45 *et seq.* (the "Third Expansion Plat") and that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber RHO No. 2708 folio 591 *et seq.* (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 159 folio 28 *et seq.* (the "Fourth Expansion Plat") and that certain Fifth Amendment to Condominium Declaration dated March 28, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2831 folio 026 *et seq.* (the "Fifth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 163 folio 11 *et seq.* (the "Fifth Expansion Plat") and that certain Sixth Amendment to Condominium Declaration dated October 26, 2000, and recorded among the Land Records as aforesaid at Liber RHO No. 2947 folio 500 *et seq.* (the "Sixth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 168 folio 1 *et seq.* (the "Sixth Expansion Plat") and that certain Seventh Amendment to Condominium Declaration dated February 22, 2001, and recorded

among the Land Records as aforesaid at Liber RHO No. 2984 folio 101 et seq. (the "Seventh Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 174 folio 60 et seq. (the "Seventh Expansion Plat") and that certain Eighth Amendment to Condominium Declaration dated February 26, 2002, and recorded among the Land Records as aforesaid at Liber RHO No. 3261 folio 506 et seq. (the "Eighth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 174 folio 60 et seq. (the "Eighth Expansion Plat") and that certain Ninth Amendment to Condominium Declaration dated August 21, 2002, and recorded among the Land Records as aforesaid at Liber RHO No. ___ folio ___ et seq. (the "Ninth Amendment") together with associated plats recorded among the Land Records at Plat Book SVH 178 folio 48 et seq. (the "Ninth Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment, Seventh Amendment, Eighth Amendment and Ninth Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership, submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Annotated Code of Maryland.

B. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration the right to expand the Condominium by adding to it certain properties.

C. By Assignment dated as of December 27, 1995, and recorded, or intended to be recorded, among the Land Records immediately prior hereto, River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

D. Developer is the owner of the Tenth Expansion Plat (as hereinafter defined) and has constructed new buildings thereon. Developer now intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, this Tenth Amendment to Condominium Declaration is amended in the following respects:

ARTICLE I

AMENDMENTS TO DECLARATION

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 27, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of three (3) sheets prepared by David Bowen & Friedel, Inc., Surveyors entitled "Expansion 10, River Run Condominium" (hereinafter referred to as, the "Tenth")

Expansion Plat^o). The Tenth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE II

DESCRIPTION OF CONDOMINIUM - PHASE 10

Phase 10 of the Condominium consists of the improvements known as Building 27 erected on Parcel 1-D and the land directly beneath Building 27 as shown on Sheet 3 of the Ninth Expansion Plat, and the appurtenances thereto and the improvements erected thereon. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat, the land shown on Sheet 2 of the Fifth Expansion Plat, the land shown on Sheet 2 of the Sixth Expansion Plat, the land shown on Sheet 2 of the Seventh Expansion Plat, the land shown on Sheet 2 of the Eighth Expansion Plat, the land shown on Sheet 2 of the Ninth Expansion Plat and the land shown on Sheet 2 of the Tenth Expansion Plat.

Building 27 contains two (2) residential condominium units and common elements, all as more particularly shown on the Ninth Expansion Plat. The improvements are known as Units 99 and 100.

The entire Condominium as hereby expanded now consists of fifteen (15) buildings and is divided into forty-six (46) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment, the Seventh Expansion Plat filed with the Seventh Amendment, the Eighth Expansion Plat filed with the Eighth Amendment, the Ninth Expansion Plat filed with the Ninth Amendment and the Tenth Expansion Plat filed herewith. The common elements are further subdivided into limited common elements and general common elements.

ARTICLE III

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-forty-sixth (1/46) undivided interest in the common elements and a one-forty-six (1/46) interest in the common expenses and common profits of the council of unit owners.

ARTICLE IV

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the First Expansion Plat filed with the First Amendment, the Second Expansion Plat filed with the Second Amendment, the Third Expansion Plat filed with the Third Amendment, the Fourth Expansion Plat filed with the Fourth Amendment, the Fifth Expansion Plat filed with the Fifth Amendment, the Sixth Expansion Plat filed with the Sixth Amendment, the Seventh Expansion Plat filed with the Seventh Amendment, the Eighth Expansion Plat filed with the Eighth Amendment, the Ninth Expansion Plat filed with the Ninth Amendment and the Tenth Expansion Plat filed herewith.

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the council of unit owners.

ARTICLE VI

FURTHER EXPANSION

Developer reserves the right to further expand the Condominium as provided in Article IX of the Declaration.

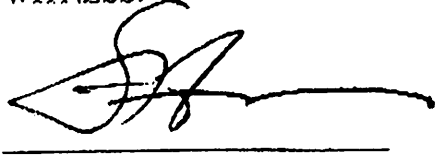
ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hand and seal of Developer, the day and year first above written.

WITNESS:



A handwritten signature in black ink, consisting of a large, stylized initial 'S' followed by a horizontal line extending to the right.

RIVER RUN DEVELOPMENT ASSOCIATES, LLC

By:  (SEAL)
Lewis S. Meltzer, Member

Subparagraph "(b)" of Article IX of Condominium Declaration

Notwithstanding the ten (10) year limitation expressed in Subparagraph (a), the Council expressly grants to the Developer, until February 28, 2009, the right to expand the Condominium by adding additional units constructed on land in River Run. Such amendments may be made by the Developer unilaterally recording amendments to the Declaration which specifically identify the buildings and land being added to the Condominium. After February 28, 2009, at the request of the Developer, the Board of Directors of the Council may, at the discretion of the Board, further extend the time for the Developer to further expand the Condominium in one year increments for a maximum of five (5) extensions to February 28, 2014. The Council also ratifies the Eleventh Amendment dated July 16, 2003 and confirms that the units added to the Condominium thereby are legal and valid units in the Condominium for all purposes since the date of recording of the Eleventh Amendment.

LIBER 4037 FOLIO 065

March 4, 2004

RIVER RUN CONDOMINIUM
TWELFTH AMENDMENT TO CONDOMINIUM DECLARATION

THIS TWELFTH AMENDMENT TO CONDOMINIUM DECLARATION ("Amendment"), made this 27th day of February, 2004 by RIVER RUN DEVELOPMENT ASSOCIATES, LLC, a New York limited liability company ("Developer") and by the Council of Unit Owners of River Run Condominium ("Council").

INTRODUCTORY STATEMENT

A. By Declaration Establishing a Horizontal Property Regime to be Known as River Run Condominium (the "Condominium") dated May 17, 1993, and recorded on June 24, 1993, among the Land Records of Worcester County, Maryland (the "Land Records") in Liber RHO No. 1944, folio 431 (the "Original Declaration"), and associated plats recorded in Plat Book RHO No. 136, folios 4-17 (the "Condominium Plats"), and that certain First Amendment to Condominium Declaration dated July 20, 1994, and recorded among the Land Records as aforesaid at Liber RHO No. 2080 folio 521 et seq. (the "First Amendment"), together with associated plats recorded among the Land Records at Plat Book RHO No. 139 folio 43 et seq. (the "First Expansion Plat"); that certain Second Amendment to the Condominium Declaration dated June 10, 1996, and recorded among the Land Records as aforesaid at Liber RHO No. 2292 folio 022 (the "Second Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 147 folio 28 et seq. (the "Second Expansion Plat"); that certain Third Amendment to Condominium Declaration dated June 25, 1997, and recorded among the Land Records as aforesaid at Liber RHO No. 2407 folio 185 (the "Third Amendment") together with associated plats recorded among the Land Records at Plat Book RHO No. 151 folio 45 et seq. (the "Third Expansion Plat"); that certain Fourth Amendment to Condominium Declaration dated June 11, 1999, and recorded among the Land Records as aforesaid at Liber No. 2708 folio 591 et seq. (the "Fourth Amendment") together with associated plats recorded among the Land Records at Plat Book No. 159 folio 28 et seq. (the "Fourth Expansion Plat"); that certain Fifth Amendment to Condominium Declaration dated March 28, 2000, and recorded among the Land Records as aforesaid at Liber No. 2831 folio 026 et seq. (the "Fifth Amendment") together with associated plats recorded among the Land Records at Plat Book No. 163 folio 11 et seq. (the "Fifth Expansion Plat"); that certain Sixth Amendment to Condominium Declaration dated October 26, 2000, and recorded among the Land Records as aforesaid at Liber No. 2927 folio 500 et seq. (the "Sixth Amendment") together with associated plats recorded among the Land Records at Plat Book No. 165 folio 70 et seq. (the "Sixth Expansion Plat"); that certain Seventh Amendment to Condominium Declaration dated February 22, 2001, and recorded among the Land Records as aforesaid at Liber No. 2984 folio 101 et seq. (the "Seventh Amendment") together with associated plats recorded among the Land Records at Plat Book No. 168 folio 1 et seq. (the "Seventh Expansion Plat"); that certain Eighth Amendment to Condominium Declaration dated February 26, 2002, and recorded among the Land Records as aforesaid at Liber No. 3261 folio 506 et seq. (the "Eighth Amendment") together with associated plats recorded among the Land Records at Plat Book No. 174 folio 60 et seq. (the "Eighth Expansion Plat"); that certain Ninth Amendment to Condominium

River Run Development
11605 Masters Lane
Berlin, MD 21811
Att Sandi

STEPHEN V. HALE
CLK. CT. CT.
WOR. CO.

LIBER 4 0 3 7 FOLIO 0 6 6

Declaration dated August 21, 2002, and recorded among the Land Records as aforesaid at Liber 3452 folio 581 et seq. (the "Ninth Amendment") together with associated plats recorded among the Land Records at Plat Book No. 178 folio 48 et seq. (the "Ninth Expansion Plat"); that certain Tenth Amendment to Condominium Declaration dated February 9, 2003, and recorded among the Land Records as aforesaid at Liber No. 3588 folio 001 et seq. (the "Tenth Amendment") together with associated plats recorded among the Land Records at Plat Book No. 180 folio 34 et seq. (the "Tenth Expansion Plat"); and that certain Eleventh Amendment to Condominium Declaration dated July 16, 2003, and recorded among the Land Records as aforesaid at Liber No. 3798 folio ~~378~~ et seq. (the "Eleventh Amendment") together with associated plats recorded among the Land Records at Plat Book No. 184 folio 61 et seq. (the "Eleventh Expansion Plat") (the Original Declaration as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment, Seventh Amendment, Eighth Amendment, Ninth Amendment, Tenth Amendment and Eleventh Amendment is sometimes referred to as, the "Declaration"), River Run Development Associates, a New York general partnership and the Developer have submitted certain property more particularly described in the Declaration to a condominium regime pursuant to the Maryland Condominium Act (the "Act").

B. By Assignment dated as of December 27, 1995, and recorded, among the Land Records at Liber 2282, folio 435 et seq., River Run Development Associates, a New York general partnership, assigned its status as Developer to River Run Development Associates, LLC, and designated the latter as the successor developer with respect to the entire Condominium, as contemplated by Article I, paragraph (h) of the Declaration.

C. Article IX of the Declaration reserved for a period of ten (10) years from the date of recording the Declaration (i.e., until June 23, 2003), the right to expand the Condominium by adding to it certain properties.

D. The Council of Unit Owners, unanimously by resolution adopted at a special meeting on February 7, 2004, approved an amendment to the Declaration pursuant to §11-103 of the Act granting to the Developer certain rights to further expand the Condominium.

E. Developer is the owner of Parcel 1D shown on the Twelfth Expansion Plat (as hereinafter defined) and has constructed building 29 also known as 12540 River Run Lane thereon. Developer, pursuant to Article IX of the Declaration as amended whereby, now desires to expand the Condominium intends to amend the Declaration to include that building and the land directly thereunder as a part of the Condominium.

NOW, THEREFORE, by this Twelfth Amendment to Condominium Declaration the Declaration is amended in the following respects:

ARTICLE I

FURTHER EXPANSION

LIBER 4037 FOLIO 67

Article IX of the Original Declaration is hereby amended as follows:

1, The existing paragraph under Article IX is retained and shall be designated as Subparagraph "(a)".

2. A new Subparagraph (b) under Article IX is added as follows:

Notwithstanding the ten (10) year limitation expressed in Subparagraph (a), the Council expressly grants to the Developer, until February 28, 2009, the right to expand the Condominium by adding additional units constructed on land in River Run. Such amendments may be made by the Developer unilaterally recording amendments to the Declaration which specifically identify the buildings and land being added to the Condominium. After February 28, 2009, at the request of the Developer, the Board of Directors of the Council may, at the discretion of the Board, further extend the time for the Developer to further expand the Condominium in one year increments for a maximum of five (5) extensions to February 28, 2014. The Council also ratifies the Eleventh Amendment dated July 16, 2003 and confirms that the units added to the Condominium thereby are legal and valid units in the Condominium for all purposes since the date of recording of the Eleventh Amendment.

ARTICLE II

ADDITION OF PHASE 12 TO CONDOMINIUM

1. The definition of "Buildings" in Article I, item (c) of the Declaration is amended by adding "Building 29, containing 2 units".

2. The definition of "Condominium Plat" in Article I, item (e) of the Declaration is expanded by adding the plat comprised of three (3) sheets prepared by Davis Bowen & Friedel, Inc., Surveyors entitled "Expansion 12, River Run Condominium" (hereinafter referred to as, the "Twelfth Expansion Plat"). The Twelfth Expansion Plat is recorded or intended to be recorded simultaneously herewith among the Land Records.

ARTICLE III

DESCRIPTION OF CONDOMINIUM - PHASE 12

Phase 12 of the Condominium consists of the improvements known as Building 29 erected on Parcel 1-D and the land directly beneath Building 29 as shown on Sheet 2 of the Twelfth Expansion Plat, and the hard-surfaced improvements erected thereon, including sidewalks and driveways. The Condominium, as expanded, consists of the land shown on Sheet 3 of the Plats, the land shown on Sheet 3 of the First Expansion Plat, the land shown on Sheet 3 of the Second Expansion Plat, the land shown on Sheet 2 of the Fourth Expansion Plat, the land shown on Sheet 2 of the Fifth Expansion Plat, the land shown on Sheet 2 of the Sixth Expansion Plat, the land shown on Sheet 2 of the Seventh Expansion Plat, the land shown on Sheet 2 of the Eighth Expansion Plat, the land shown on Sheet 2 of the Ninth Expansion Plat, land shown on Sheet 2 of the Tenth Expansion Plat the land shown on Sheet 2 of the Eleventh Expansion Plat, and the land shown on Sheet 2 of the Twelfth Expansion Plat.

LIBER 4 0 3 7 FOLIO 0 6 8

Building 29 contains two (2) residential condominium units and common elements, all as more particularly shown on the Twelfth Expansion Plat. The improvements are known as Units 103 and 104. The limited common elements and the unit(s) to which the same are appurtenant are as designated on Sheets 2 and 3 of the Twelfth Expansion Plat. The Condominium shall not include any land or landscaped areas outside the footprint of the buildings, sidewalks and driveways, as shown on Sheet 2 of the Twelfth Expansion Plat. The Developer will convey title and responsibility for such excluded areas to the River Run Community Association, which shall be responsible for their maintenance and upkeep.

The entire Condominium as hereby expanded now consists of seventeen (17) buildings and is divided into fifty (50) condominium units and common elements in the manner and to the extent depicted on the Condominium Plats filed with the Declaration, and all prior Amendments and the Twelfth Expansion Plat filed herewith. The common elements of Phase 12 are further subdivided into limited common elements and general common elements as shown on Sheet 2 of the Twelfth Expansion Plat.

ARTICLE IV

PERCENTAGE INTEREST IN COMMON ELEMENTS

The owner of each unit in the Condominium, as expanded, shall have an equal one-fiftieth (1/50) undivided interest in the common elements and a one-fiftieth (1/50) interest in the common expenses and common profits of the council of unit owners.

ARTICLE V

CONDOMINIUM PLATS

The term "Condominium Plats" as used in the Declaration and as used herein, is hereby defined to mean the Condominium Plats filed with the Declaration, the Expansion Plats filed with all prior Amendments, and the Twelfth Expansion Plat filed herewith.

ARTICLE VI

VOTES

Each unit in the Condominium after expansion is entitled to one vote in meetings of the Council of Unit Owners.

LIBER 4 0 3 7 FOLIO 6 9

ARTICLE VII

EFFECTIVE DATE

The amendments of the Declaration as set forth hereinabove shall be effective as of the date of recordation of this Amendment and from and after the effective date of this Amendment, each unit owner in the Condominium, as expanded, shall have the percentage interests in the common elements, and in the common expenses and common profits, and shall have the votes, as set forth in this Amendment.

WITNESS the hands and seals of the Council and the Developer, the day and year first above written.

WITNESS:

RIVER RUN DEVELOPMENT ASSOCIATES, LLC

Deum Laff

By: *Lewis S. Meltzer* (SEAL)
Lewis S. Meltzer, Member

WITNESS:

COUNCIL OF UNIT OWNERS OF
RIVER RUN CONDOMINIUM

Kathleen M. Beeman

By: *[Signature]* (SEAL)
Barry Beeman, President

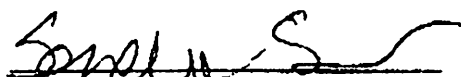
IMP FD SURE \$	20.00
RECORDING FEE	20.00
TOTAL	40.00
Rec# 14002	Rec# 13763
SUN 9681	Blk # 435
Mar 04, 2004	09:29 am

LIBER 4 0 3 7 FOLIO 0 7 0

STATE OF NEW YORK)
) TO WIT:
COUNTY OF NASSAU)

I HEREBY CERTIFY, that on this 3 day of March, 2004, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Lewis S. Meltzer, Member of River Run Development Associates, LLC a New York limited liability company, who acknowledged the foregoing Amendment to be the act of said limited liability company, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.



Notary Public

My Commission Expires: 3/1/06

STATE OF MARYLAND)
) TO WIT:
COUNTY OF WORCESTER)

I HEREBY CERTIFY, that on this 3 day of March, 2004, before me, the subscriber, a Notary Public in and for the State aforesaid, personally appeared Barry Beeman, President of the Council of Unit Owners of River Run Condominium a Maryland Condominium, who acknowledged the foregoing Amendment to be the act of said Council of Unit Owners, and that he executed the foregoing for the purposes therein contained.

AS WITNESS my hand and Notarial Seal.


Notary Public

My Commission Expires: 3/1/06



LIBER 4 0 3 7 FOLIO 0 7 1

I HEREBY CERTIFY, that the within instrument was prepared by or under the supervision of the undersigned, a party to the instrument.



RIVER RUN DEVELOPMENT ASSOCIATES, LLC

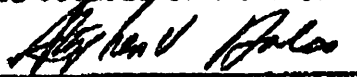
By: ~~C. M.~~ Meltzer, Member

Lewis S.

After recording, Return to:
Lewis S. Meltzer
190 Willis Avenue
Mineola, NY 11501

Plat Recorded in Plat Book S.V.H. 186 Folios 25 Thru 27

MAR 0 4 2004 The foregoing instrument
filed for record and is accordingly recorded
among the land records of Worcester County,
Maryland

 Clerk