

WHEREAS, the Declarant does hereby desire to subject the property described on the attached "Exhibit A" to additional covenants, conditions, and restrictions as set forth herein.

NOW, THEREFORE, in consideration of the premises and other valuable consideration, the receipt and sufficiency of which is hereby expressly acknowledged, the Declarant hereby covenants and agrees to supplement the aforesaid Brookstone Supplement, and any and all Amendments and/or Supplemental Declarations thereto, as follows:

1. The Declarant does hereby declare and submit the property described on the attached "Exhibit A", together with all other improvements located thereon, including all easements, rights and appurtenances thereto belonging, to be a portion of the Brookstone, and said property shall be held, transferred, sold, conveyed and occupied subject to the Declaration, and any and all Amendments and/or Supplemental Declarations thereto.

2. It is hereby agreed that the aforesaid Declaration, and any and all Amendments and/or Supplemental Declarations thereto, are ratified, confirmed and adopted in all respects and in all particulars as to each and every provision thereof; and it is further agreed that this document shall, and does hereby, constitute a Supplement to the aforesaid Declaration with regard to the matters and things set forth herein.

3. This Supplement shall be binding upon, and inure to the benefit of, all parties having any right, title or interest in the described properties or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner thereof.

SIGNATURE PAGES TO FOLLOW

EXHIBIT A

ALL AND SINGULAR, those certain pieces, parcels or tracts of land, situate, lying and being in the City of North Myrtle Beach, Horry County, South Carolina, designated as Lots 40 - 75 in that certain plat entitled "Map of Centex, Tract 'Y' - Phase 1 B, Final Subdivision Plat", prepared by DDC Engineers for Centex Homes dated January 4, 2006 and recorded July 21, 2006 in Plat Book 215 at page 167, records of the Office of the Registrar of Deeds for Horry County, South Carolina.

TMS# 142-22-01-048	TMS# 142-22-01-060	TMS# 142-22-01-072
TMS# 142-22-01-049	TMS# 142-22-01-061	TMS# 142-22-01-073
TMS# 142-22-01-050	TMS# 142-22-01-062	TMS# 142-22-01-074
TMS# 142-22-01-051	TMS# 142-22-01-063	TMS# 142-22-01-075
TMS# 142-22-01-052	TMS# 142-22-01-064	TMS# 142-22-01-076
TMS# 142-22-01-053	TMS# 142-22-01-065	TMS# 142-22-01-077
TMS# 142-22-01-054	TMS# 142-22-01-066	TMS# 142-22-01-078
TMS# 142-22-01-055	TMS# 142-22-01-067	TMS# 142-22-01-079
TMS# 142-22-01-056	TMS# 142-22-01-068	TMS# 142-22-01-080
TMS# 142-22-01-057	TMS# 142-22-01-069	TMS# 142-22-01-081
TMS# 142-22-01-058	TMS# 142-22-01-070	TMS# 142-22-01-082
TMS# 142-22-01-059	TMS# 142-22-01-071	TMS# 142-22-01-083

This being a portion of the property that was conveyed to Centex Homes, a Nevada general partnership from Centex Land Investments, LLC, a Delaware limited liability company by deed recorded June 20, 2003 in Deed Book 2609 at page 609 in the Horry County Register of Deeds.