

STATE OF SOUTH CAROLINA)
)
COUNTY OF HORRY) NINETEENTH AMENDMENT TO
) MASTER DEED OF CLEARWATER BAY
) HORIZONTAL PROPERTY REGIME

THIS NINETEENTH AMENDMENT TO MASTER DEED OF CLEARWATER BAY HORIZONTAL PROPERTY REGIME (the "Nineteenth Amendment") is made this 26TH day of November, 2009, by Centex Homes, a Nevada general partnership, hereinafter called "Developer."

W I T N E S S E T H:

WHEREAS, the Developer, by "Master Deed of The Clearwater Bay Horizontal Property Regime", recorded February 2, 2007 in the Office of Recorder of Deeds for Horry County in Book 3220 Page 327 (hereinafter referred to as the "Master Deed"), created a horizontal property regime upon certain property situate in Horry County, South Carolina; and

WHEREAS, pursuant to Article XIV, Section 14.2 of the Master Deed, the Developer retained the right to expand the Regime by constructing additional Units on any portion of the Common Area previously submitted to the Regime; and

WHEREAS, Developer desires to amend the Master Deed to submit to the Regime additional Units it has constructed; and

WHEREAS, Developer wishes to further amend the Master Deed to describe in words a Limited Common Element shown and designated as such on the Plans.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that the Developer does hereby exercise its right under the Master Deed to expand the Regime by adding as Phases XIX and XX thereto two (2) Buildings, known as Building 18 and Building 24, each such Building containing three (3) Units, which shall be held, transferred, sold, conveyed, given, donated, leased and occupied subject to the Master Deed, as amended by this Nineteenth Amendment, and shall be held, transferred, sold, conveyed, given, donated, leased and occupied subject to the covenants, restrictions, conditions, easements and affirmative obligations set forth therein, and as further amended hereby, and does further amend the Master Deed's definition of "Limited Common Element" and declare as follows:

I. Definitions. Except as amended in subparagraph (a) hereof, the words used in this Nineteenth Amendment, unless the context shall clearly indicate otherwise, shall have the same meanings as set forth in the Master Deed.

(a) Amendment of "Limited Common Element." The definition of Limited Common Element is amended by adding at the end thereof a new sentence, which shall read as follows:

The term "Limited Common Element" shall also include the courtyard adjacent to each Unit, as well as any privacy wall, screening and gates thereto, and shown on the Plans.

II. Addition of Buildings 18 and 24 as Phase XIX and XX. Exhibit "B" to the Master Deed is hereby amended by the addition thereto of Exhibit "B-15" attached hereto and made a part hereof by this reference, and the Plans of the Regime shall include the site plans and floor plans for Buildings ^{18 and 24} recorded simultaneously herewith, as referred to in Exhibit "B-15."

III. Amendment of Exhibit "C". Exhibit "C" to the Master Deed, the schedule of "Schedule of Assigned Values and Percentage Interests " for the Regime, is deleted in its entirety; and a new Exhibit "C" which is attached hereto and made a part hereof by this reference, shall be substituted therefor.

IN WITNESS WHEREOF, the Developer has caused this NINETEENTH AMENDMENT TO MASTER DEED OF THE CLEARWATER BAY HORIZONTAL PROPERTY REGIME to be executed the day and year first above written.

WITNESSES:

CENTEX HOMES, a
Nevada general partnership

Ms. D.
(Witness No. 1)
Eileen Dowling
(Notary)

By: *Matthew M. Ravies*

Its: 2 / DIRECTOR OF L.D.

STATE OF SOUTH CAROLINA)
COUNTY OF HORRY)

PROBATE

PERSONALLY appeared before me the undersigned witness who, being duly sworn, deposes and says that (s)he saw the within-named Centex Homes, by Matthew M. Ravies, its Director of L.D., sign, seal and as its act and deed deliver the foregoing instrument, and that (s)he together with the other witness whose name appears as a witness, witnessed the execution thereof.

Ms. D.
(Witness #1)

SWORN and subscribed to before me
this 20th day of November, 2009.

Eileen Dowling (L.S.)
Notary Public for South Carolina
My commission expires: 6/20/18

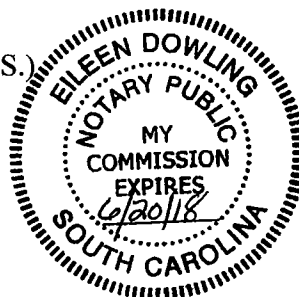


Exhibit "B-15"

SITE PLANS AND FLOOR PLANS

THE CLEARWATER BAY HORIZONTAL PROPERTY REGIME

PHASES XIX AND XX

BUILDINGS 18 AND 24

NOTE

Exhibit "B-15" is composed of a survey showing the locations of Building 18 and Building 24 and other improvements, as well as the vertical locations of each floor and the Units located therein. Exhibit "B-15" also includes a set of floor plans for Building 18 and a set of floor plans for Building 24, which shows graphically the dimensions, area and location of each Unit in the respective Building, and the dimensions, area and location affording access to each such Unit.

The survey for Buildings 18 and 24 has been recorded in Plat Book 246 at Page 282. The floor plans for Building 18 have been recorded in Condominium Cabinet 246 at Page 283; and The floor plans for Building 24 have been recorded in Condominium Cabinet 246 at Page 288.

Exhibit "B-15" further includes the matters set forth below, and includes the attached certification letters for Building 18 and Building 24 by Miller Design Services, P.A., architect of the above referenced plans, each dated November 9, 2009 and recorded herewith.

Building 18 contains three (3) Units. Each Unit is individually numbered and described as Unit 1811, Unit 1812 and Unit 1813. Each Unit is two stories in height. Unit 1811 is located on the northwest end of Building 18, and Unit 1813 is located on the southeast end of Building 18. All the Units have both garage and living area on the ground floor, and a Limited Common Element courtyard adjacent to each of the Units. Unit 1811 has a master bedroom, master bathroom, a second bedroom and full bath, great room, dining area and kitchen on the first floor; and a second floor loft space with two adjoining bedrooms and a bathroom in between. Unit 1812 has an owner's suite with adjoining sitting room and a second bedroom and two full baths, a great room, dining area and kitchen on the first floor, and a third bedroom and full bath on the second floor over the garage. Unit 1813 has a master and second bedroom and 2½ baths, a great room, dining area and kitchen on the first floor, and a loft area, third bedroom and a bath on the second floor.

Building 24 contains three (3) Units. Each Unit is individually numbered and described as Unit 2411, Unit 2412 and Unit 2413. Each Unit is two stories in height. Unit 2411 is located on the northeast end of Building 24, and Unit 2413 is located on the southwest end of Building 24. All the Units have both garage and living area on the ground floor, and a Limited Common Element courtyard adjacent to each of the Units. Unit 2411 has a master bedroom, master bathroom, a second bedroom and full bath, great room, dining area and kitchen on the first floor;

and a second floor loft space with two adjoining bedrooms and a bathroom in between. Unit 2412 has an owner's suite with adjoining sitting room and a second bedroom and two full baths, a great room, dining area and kitchen on the first floor, and a third bedroom and full bath on the second floor over the garage. Unit 2413 has a master and second bedroom and 2½ baths, a great room, dining area and kitchen on the first floor, and a loft area, third bedroom and a bath on the second floor.

The locations of each Unit and the floor plans for Buildings 18 and 24 are graphically shown on the floor plans of Miller Design Services, P.A., each dated November 9, 2009. The as-built survey of Robert L. Arrington, PLS, dated November 10, 2009 shows the ground locations of Buildings 18 and 24, the elevations of each floor of the respective Buildings, and the Common Elements, which as-built survey is made a part hereof and recorded simultaneously herewith.

As to each Unit: All built-in kitchen appliances, any refrigerator, air conditioner units and condensers and hot water heater located in each Unit are part of the Unit in which they are located and are not Common Elements. The entry stoop, patio or courtyard adjacent to each Unit, including the railing thereof, is a Limited Common Element and is subject to restrictions as set forth elsewhere in this Master Deed.

The Developer shall provide either to the Owner or to the Association plywood sheets that may be placed over all of the windows in Buildings 18 and 24 in the event of an impending hurricane or storm. If given to the Association, the Association shall make such plywood sheets available to each Owner in Buildings 18 and 24 in the event of such impending hurricane or storm and if the Association is not to undertake such installation and removal, which the Association is not otherwise obligated to undertake as further provided in Section 4.2 of the Master Deed to which this Exhibit is attached and incorporated by reference. Unless specifically provided in this Exhibit "B-15" or any amendment or addition to this Exhibit for future phases and as may be required by law, the Developer shall not be obligated to provide plywood sheets or other hurricane covering for windows in the Regime's Buildings, other than is covenanted to be provided for Buildings 18 and 24, as herein stated.

Reference to areas as Common Elements or elements in this paragraph will be in addition to and read in conjunction with the further designations of Common Elements and elements set out in other portions of this Master Deed and the survey and floor plans making up the balance of this Exhibit "B-15". The asphalt parking areas designated on the as-built survey are Common Elements.

ARCHITECT'S CERTIFICATION LETTER
Attached Hereto

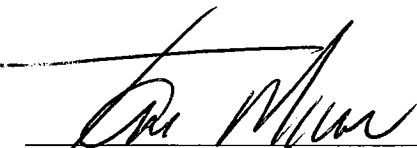


**Brian F. Kernaghan, Esq.
Nexsen Pruet, LLC
P.O. Drawer 14610
Surfside Beach, SC 29587**

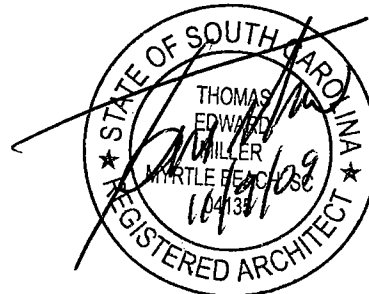
**Re: Clearwater Bay, Building No. 18
6244 Catalina Drive 1811, 1812, and 1813**

This letter is to serve as the Architect's Certification for the above referenced project as requested by you for attachment to the Master Deed.

The undersigned Architect, registered to practice in the State of South Carolina, certifies that these documents reflect, to the best of the Architect's knowledge, information and belief, the observable and accessible configuration of the structures. They show floor plans and elevations of the building, and graphically show the dimensions, area and location of the common elements affording access to each apartment.


Thomas E. Miller, AIA
Miller Design Services, P.A.
South Carolina Architect
License No. 04135

Myrtle Beach, SC
November 9, 2009





Brian F. Kernaghan, Esq.
Nexsen Pruet, LLC
P.O. Drawer 14610
Surfside Beach, SC 29587

Re: Clearwater Bay, Building No. 24
6244 Catalina Drive 2411, 2412, and 2413

This letter is to serve as the Architect's Certification for the above referenced project as requested by you for attachment to the Master Deed.

The undersigned Architect, registered to practice in the State of South Carolina, certifies that these documents reflect, to the best of the Architect's knowledge, information and belief, the observable and accessible configuration of the structures. They show floor plans and elevations of the building, and graphically show the dimensions, area and location of the common elements affording access to each apartment.



Thomas E. Miller, AIA
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Myrtle Beach, SC
November 9, 2009

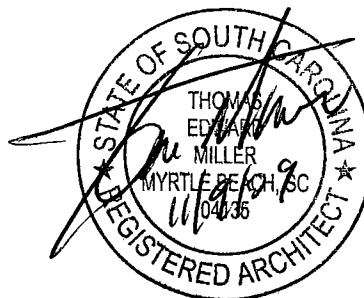


Exhibit "C"

Schedule of Assigned Values and Percentage Interests in the Common Elements

This is a schedule of Assigned Values and Percentage Interests in the Common Elements appurtenant to Units in Clearwater Bay. The Developer's current plan provides for sixty-two (62) Buildings developed in sixty-two (62) phases, which the Developer may, but is not obligated to, develop; provided, the Developer has also reserved the right to expand the Regime further by adding an additional sixty-third (63rd) Phase Building. At the date hereof, the Declarant has completed construction of twenty (20) Buildings, Buildings 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 22 and 24, and being development Phases I –XX. The Developer has reserved the right, but not the obligation, to develop Phases XXI through LXIII, inclusive. The Assigned Value is for statutory purposes only and has no relationship to the actual value of each Unit.

Clearwater Bay			
Buildings / Units Numbering Per Horizontal Property Regime Act	Assigned Value	Percentage Interests	Propane Tank Ltd Common Element
0111	\$2,000	1.66667%	
0112	\$2,000	1.66667%	
0113	\$2,000	1.66667%	
0211	\$2,000	1.66667%	
0212	\$2,000	1.66667%	
0213	\$2,000	1.66667%	
0311	\$2,000	1.66667%	
0312	\$2,000	1.66667%	
0313	\$2,000	1.66667%	
0411	\$2,000	1.66667%	
0412	\$2,000	1.66667%	
0413	\$2,000	1.66667%	
0511	\$2,000	1.66667%	
0512	\$2,000	1.66667%	
0513	\$2,000	1.66667%	
0611	\$2,000	1.66667%	
0612	\$2,000	1.66667%	
0613	\$2,000	1.66667%	
0711	\$2,000	1.66667%	
0712	\$2,000	1.66667%	
0713	\$2,000	1.66667%	

Clearwater Bay			
Buildings / Units Numbering Per Horizontal Property Regime Act	Assigned Value	Percentage Interests	Propane Tank Ltd Common Element
0811	\$2,000	1.66667%	
0812	\$2,000	1.66667%	
0813	\$2,000	1.66667%	
0911	\$2,000	1.66667%	
0912	\$2,000	1.66667%	
0913	\$2,000	1.66667%	
1011	\$2,000	1.66667%	
1012	\$2,000	1.66667%	
1013	\$2,000	1.66667%	
1111	\$2,000	1.66667%	
1112	\$2,000	1.66667%	
1113	\$2,000	1.66667%	
1211	\$2,000	1.66667%	
1212	\$2,000	1.66667%	
1213	\$2,000	1.66667%	
1311	\$2,000	1.66667%	
1312	\$2,000	1.66667%	
1313	\$2,000	1.66667%	
1411	\$2,000	1.66667%	
1412	\$2,000	1.66667%	
1413	\$2,000	1.66667%	
1511	\$2,000	1.66667%	
1512	\$2,000	1.66667%	
1513	\$2,000	1.66667%	
1611	\$2,000	1.66667%	
1612	\$2,000	1.66667%	
1613	\$2,000	1.66667%	
1711	\$2,000	1.66667%	
1712	\$2,000	1.66667%	
1713	\$2,000	1.66667%	

Clearwater Bay			
Buildings / Units Numbering Per Horizontal Property Regime Act	Assigned Value	Percentage Interests	Propane Tank Ltd Common Element
1811	\$2,000	1.66667%	
1812	\$2,000	1.66667%	
1813	\$2,000	1.66667%	
2211	\$2,000	1.66667%	
2212	\$2,000	1.66667%	
2213	\$2,000	1.66667%	
2411	\$2,000	1.66667%	
2412	\$2,000	1.66667%	
2413	\$2,000	1.66667%	
	\$120,000	100.00020%	

Buildings 19 through 23, and 25 through and including 63, or any of them, may be submitted in any order as Phases XXI through LXIII of The Clearwater Bay Horizontal Property Regime. As each phase is added, the total Assigned Value of all phases submitted and constituting The Clearwater Bay Horizontal Property Regime at that time and the Percentage Interest of each Unit may be determined. In determining the Percentage Interest of each Unit, a formula is employed using the Assigned Value of each Unit set forth in this Exhibit "C", as amended for each phase added, as the numerator and the total Assigned Values of all Units (including the phase being submitted and all phases previously submitted to the Regime) as the denominator. The resulting fraction will then be expressed as a percentage rounded to the nearest .00001. The total Assigned Values assigned to each Building currently a part of the Regime and that may be constructed and submitted to the Regime as Phases XXI through LXIII, if constructed and submitted, will be in accordance with the following schedule.

Total Assigned Values in Building 24 Submitted Herewith	\$ 6,000
Total Assigned Values in Building 18 Submitted Herewith	\$ 6,000
Total Assigned Values in Building 22 Previously Submitted	6,000
Total Assigned Values in Building 13 Previously Submitted	6,000
Total Assigned Values in Building 17 Previously Submitted	6,000
Total Assigned Values in Building 11 Previously Submitted	6,000
Total Assigned Values in Building 14 Previously Submitted	6,000
Total Assigned Values in Building 16 Previously Submitted	6,000
Total Assigned Values in Building 1 Previously Submitted	6,000
Total Assigned Values in Building 10 Previously Submitted	6,000
Total Assigned Values in Building 12 Previously Submitted	6,000
Total Assigned Values in Building 7 Previously Submitted	6,000

Total Assigned Values in Building 15 Previously Submitted	6,000
Total Assigned Values in Building 6 Previously Submitted	6,000
Total Assigned Values in Building 8 Previously Submitted	6,000
Total Assigned Values in Building 9 Previously Submitted	6,000
Total Assigned Values in Building 4 Previously Submitted	6,000
Total Assigned Values in Building 5 Previously Submitted	6,000
Total Assigned Values in Building 3 Previously Submitted	6,000
Total Assigned Values in Building 2 Previously Submitted	6,000
Total Assigned Values in Proposed Building 19	6,000
Total Assigned Values in Proposed Building 20	6,000
Total Assigned Values in Proposed Building 21	6,000
Total Assigned Values in Proposed Building 23	6,000
Total Assigned Values in Proposed Building 25	6,000
Total Assigned Values in Proposed Building 26	6,000
Total Assigned Values in Proposed Building 27	6,000
Total Assigned Values in Proposed Building 28	6,000
Total Assigned Values in Proposed Building 29	6,000
Total Assigned Values in Proposed Building 30	6,000
Total Assigned Values in Proposed Building 31	6,000
Total Assigned Values in Proposed Building 32	6,000
Total Assigned Values in Proposed Building 33	6,000
Total Assigned Values in Proposed Building 34	6,000
Total Assigned Values in Proposed Building 35	6,000
Total Assigned Values in Proposed Building 36	6,000
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Total Assigned Values in Proposed Building 39	6,000
Total Assigned Values in Proposed Building 40	6,000
Total Assigned Values in Proposed Building 41	6,000
Total Assigned Values in Proposed Building 42	6,000
Total Assigned Values in Proposed Building 43	6,000
Total Assigned Values in Proposed Building 44	6,000
Total Assigned Values in Proposed Building 45	6,000
Total Assigned Values in Proposed Building 46	6,000
Total Assigned Values in Proposed Building 47	6,000
Total Assigned Values in Proposed Building 48	6,000
Total Assigned Values in Proposed Building 49	6,000
Total Assigned Values in Proposed Building 50	6,000
Total Assigned Values in Proposed Building 51	6,000
Total Assigned Values in Proposed Building 52	6,000
Total Assigned Values in Proposed Building 53	6,000
Total Assigned Values in Proposed Building 54	6,000
Total Assigned Values in Proposed Building 55	6,000
Total Assigned Values in Proposed Building 56	6,000

Total Assigned Values in Proposed Building 57	6,000
Total Assigned Values in Proposed Building 58	6,000
Total Assigned Values in Proposed Building 59	6,000
Total Assigned Values in Proposed Building 60	6,000
Total Assigned Values in Proposed Building 61	6,000
Total Assigned Values in Proposed Building 62	6,000
Total Assigned Values in Proposed Building 63 (TBD - 3 max. Units)	<u>6,000</u>

Total Assigned Values of the Project, If All Phases Remaining Are Constructed and Submitted	<u>\$ 378,000</u>
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As an example, if Building 32, composed of 3 Units, is added as Phase XXI, the total Assigned Values in Phases I – XX (\$120,000) would be added to the additional Assigned Values in Phase XXI (\$6,000), so that, following submission the total Assigned Values in Phases I – XXI would be \$126,000.00. To determine the Percentage Interest of Unit 3211 if Phase XXI is added to Phases I – XX and those phases constitute the entire Regime, the following formula would be used:

ASSIGNED VALUE	<u>\$ 2,000</u>	=	1.58730%
TOTAL ASSIGNED VALUES	\$126,000		