

**TWENTY-THIRD AMENDMENT
TO DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS AND RESERVATION OF EASEMENTS
AND DECLARATION FOR HOMEOWNERS ASSOCIATION
FOR
PLANTATION POINTE**

THIS TWENTY THIRD AMENDMENT to Declaration of Covenants, Conditions and Restrictions and Reservation of Easements and Declaration for Homeowners Association for Plantation Pointe (the "Amendment"), is made effective as of October 21st, 2002, by A & K Enterprise, Inc., a Kentucky corporation ("Declarant"), and ERPS, Inc., a Kentucky corporation ("ERPS").

WITNESSETH:

WHEREAS, Declarant recorded in Miscellaneous Book 521, page 57 of the Boone County, Kentucky recorder's office at Burlington, Kentucky, the Declaration of Covenants, Conditions and Restrictions and Reservation of Easements and Declaration for Homeowners Association (the "Declaration") of Plantation Pointe (the "Project"); and

WHEREAS, ERPS is the fee simple title holder of those two certain parcels of real estate described in Exhibit A attached hereto and made a part hereof (the "Real Estate"); and

WHEREAS, Declarant and ERPS both desire to subject the Real Estate to the Association as said term is defined in the Declaration as provided in Article II, Section 3 of the Declaration.

NOW, THEREFORE, for the purposes and pursuant to the procedures set forth in the Declaration, Declarant hereby amends the Declaration as follows:

1. Pursuant to Article II, Section 3 of the Declaration, Declarant and ERPS hereby annex to the Project as Additional Property, the Real Estate as described in Exhibit A attached hereto and made a part hereof so as to fully and completely subject said Additional Property to the terms and provisions of the Declaration.

Except as expressly modified by this Amendment or as may be necessary to effect the terms of this Amendment, the Declaration remains unchanged and is in full force and effect.

IN WITNESS WHEREOF, the Declarant, A & K Enterprise, Inc., a Kentucky corporation, has caused its name to be hereunto subscribed by its President, Thomas W. Erpenbeck, effective as of the first date written above and ERPS, Inc., a Kentucky corporation, owner in fee simple of the Real Estate, has caused its name to be hereunto subscribed by its Vice President, Raymond Erpenbeck, effective as of the date first written above.

A & K ENTERPRISE, INC.,
a Kentucky corporation

By: W. Thomas Erpenbeck
W. Thomas Erpenbeck
Its: President

ERPS, INC., a Kentucky corporation

By: Raymond Erpenbeck
Printed Name: Raymond Erpenbeck
Its: Vice President

STATE OF KENTUCKY)
)
COUNTY OF KENTON)

The foregoing instrument was acknowledged before me this 21st day of October, 2002, by Thomas Erpenbeck, President of A & K Enterprise, Inc., a Kentucky corporation, as its and his free and voluntary act and deed.

Susan Begnoche (Fritsch)
Notary Public
My Commission Expires: 3-29-04

STATE OF KENTUCKY)
)
COUNTY OF KENTON)

The foregoing instrument was acknowledged before me this 21st day of October, 2002, by Raymond Erpenbeck, Vice President of ERPS, Inc., a Kentucky corporation, as its and his free and voluntary act and deed.

Susan Begnoche (Fritsch)
Notary Public
My Commission Expires: 3-29-04

This instrument was prepared by:

Pete A. Smith (ESQ)
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Strauss & Troy
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Covington, Kentucky 41011
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Exhibit "A"

Parcel A

Group No.: 2047

Being a certain tract of land in Florence, Boone County, Kentucky, more particularly described as follows:

Unless stated otherwise, any monument referred to herein as a "set iron pin and cap" is a set of 5/8" diameter rebar, eighteen (18") in length, with a yellow plastic cap stamped "LPS 2930, LPS 2931". All bearings stated herein are based on plats of record for Tara at Plantation Pointe Subdivision.

Beginning at a pin and cap on the northeast corner of a 36.20 acre parcel previously conveyed by the Grantor to the Grantee and recorded in Deed Book 716, page 44; thence with a new division line of the Grantor's property N 82° 23' 09" E, 39.93 feet to a set iron pin and cap; thence N 63° 11' 57" E, 255.58 feet to a point of the Grantor's east property line and being in the South Fork of Gunpowder Creek; thence with the Grantor's said east property line and the said South Fork of Gunpowder Creek S 26° 48' 03" E, 88.94 feet; S 13° 08' 03" E, 412.50 feet; S 11° 21' 57" W, 214.90 feet; S 12° 38' 03" E, 121.55 feet to a point, said point being the northeast corner of a 10.570 acre tract previously conveyed to the Grantee and recorded in Deed Book 796, page 544; thence with the north line of said 10.570 acre tract S 77° 10' 25" W, 37.07 feet to a point, said point being the southeast corner of the said 36.200 acre previously conveyed to the Grantee; thence with the east line of said 36.200 acre parcel N 26° 36' 13" W, 780.74 feet to the Point of Beginning and containing 3.508 acres more or less, according to a survey by Robert Westermeyer PLS #2931 with Raymond Erpenbeck Consulting Engineers, PLLC, October, 2002 and being a part of Tracts I and II of the property conveyed to ERPS, Inc. June 10, 1990 and recorded in Deed Book 432, page 210 of the Boone County Clerks records, Burlington, Kentucky.

Parcel B

Group 2047

Being a certain tract of land in Florence, Boone County, Kentucky, more particularly described as follows:

Unless stated otherwise, any monument referred to herein as a "set iron pin and cap" is a set of 5/8" diameter rebar, eighteen (18") in length, with a yellow plastic cap stamped "LPS 2930, LPS 2931". All bearings stated herein are based on plats of record for Tara at Plantation Pointe Subdivision.

Beginning at a set iron pin and cap on the east right of way line of Wetherington Boulevard said point being the southwest corner of a 36.200 acre tract previously conveyed by the Grantor to the Grantee and recorded in Deed Book 716, page 44; thence with the south line of said 36.200 acre tract S 69° 02' 00" E, 462.85 feet to a set iron pin and cap; N 20° 58' 00" E, 158.04 feet to a set iron pin and cap; S 83° 48' 57" E, 250.00 feet to a set iron pin and cap and being the northwest corner of a 10.570 acre tract previously conveyed by the Grantor to the Grantee and recorded in Deed Book 796, page 544; thence with the west line of said 10.570 acre tract S 06° 11' 03" W, 185.00 feet to a set iron pin and cap; S 83° 48' 57" E, 97.05 feet to a set iron pin and cap; S 12° 59' 35" E, 165.19 feet to a set iron pin and cap; thence leaving said west line of said 10.570 acre tract and along a new division of the Grantors property S 77° 00' 25" W, 45.00 feet to a set iron pin and cap; S 12° 59' 35" E, 75.00 feet to a set iron pin and cap; S 77° 00' 25" W, 155.00 feet to a set iron pin and cap; N 72° 59' 35" W, 173.77 feet to a set iron pin and cap; S 77° 00' 25" W, 370.18 feet to a set iron pin and cap, and being a point on the east right of way line of Wetherington Boulevard; thence with said east right of way line N 26° 48' 59" W, 224.42 feet to a set iron pin and cap; said point being the PC of a curve (R=461.50); thence with said curve to the north, 232.38 feet to the PT of said curve set iron pin and cap (Chord: N 12° 23' 29" W, 229.93'); thence leaving said curve and continuing along said east right of way line N 02° 02' 01" E, 125.99 feet to the Point of Beginning and containing 7.581 acres more or less, according to a survey by Robert Westermeyer, PLS #2931, with Raymond Erpenbeck Consulting Engineers, PLLC, October, 2002, and being a part of Tracts III, IV and VI of the property conveyed to Erps, Inc. on June 10, 1990 and recorded in Deed Book 432, page 210 of the Boone County Clerk's office, Burlington, Kentucky.

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DOCUMENT NO: 138238
RECORDED ON: OCTOBER 22, 2002 04:00:15PM
TOTAL FEES: \$11.00
GROUP : 2047
COUNTY CLERK: MARILYN K ROUSE
COUNTY: BOONE COUNTY CLERK
DEPUTY CLERK: JENNY

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