

465124

Group Nos. 2047, 4966,
4967, 4968, and 4969

**THIRTY-FIFTH AMENDMENT AND SUPPLEMENT
TO DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS AND RESERVATION OF EASEMENTS
AND DECLARATION FOR HOMEOWNERS ASSOCIATION
FOR
PLANTATION POINTE**

THIS THIRTY-FIFTH AMENDMENT AND SUPPLEMENT 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 December 20th, 2007, by A & K Enterprise, Inc., a Kentucky corporation ("Declarant"), and ERPS, Inc., a Kentucky corporation ("ERPS") and Arlinghaus I, LLC, a Kentucky Limited Liability Company ("Owner").

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

WHEREAS, Declarant, ERPS, and Owner 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, with approval of ERPS and Owner, hereby amends the Declaration as follows:

1. Pursuant to Article II, Section 3 of the Declaration, Declarant, ERPS, and Owner 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, W. Thomas Erpenbeck, effective as of the first date written above; ERPS, Inc., a Kentucky corporation,

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BOONE COUNTY
MC1093 Pg 930

BOONE COUNTY

Return to: A & K Enterprise, Inc.
4205 Dixie Highway
Elmore, KY 41010

RETURN TO:

former owner in fee simple of the Real Estate, has caused its name to be hereunto subscribed by its Vice President, W. Thomas Erpenbeck, effective as of the date first written above; and Arlinghaus I, LLC, a Kentucky limited liability company, owner in fee simple of the Real Estate, has caused its name to be hereunto subscribed by its Executive Officer, Joe Arlinghaus, 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: W. Thomas Erpenbeck
W. Thomas Erpenbeck
Its: Vice President

ARLINGHAUS I, LLC, a Kentucky limited liability company

By: Joe Arlinghaus
Joe Arlinghaus
Its: Executive Officer

STATE OF KENTUCKY)
COUNTY OF Kenton)

The foregoing instrument was acknowledged before me this 20th day of December, 2007, by W. Thomas Erpenbeck, President of A & K Enterprise, Inc., a Kentucky corporation, and as Vice President of ERPS, Inc., a Kentucky corporation, as their and his free and voluntary act and deed.

[Signature]
Notary Public
My Commission Expires: 3-15-2011

STATE OF KENTUCKY)
COUNTY OF Bone)

The foregoing instrument was acknowledged before me this 20 day of December, 2007, by Joe Arlinghaus, Executive Officer of Arlinghaus I, LLC, a Kentucky limited liability company, as its and his free and voluntary act and deed.

Phet Shrock
Notary Public
My Commission Expires: 10/7/11

This instrument was prepared by:

Timothy B. Theissen by KTE

Timothy B. Theissen, Esq.
Strauss & Troy
50 East RiverCenter Blvd.
Suite 1400
Covington, Kentucky 41011
(513) 621-8900

Exhibit "A"

Being located in the City of Florence, Boone County, Kentucky and being more particularly described as follows:

Arbor Springs Subdivision

Section 12 Plat Cab 5 Pg 457 Group 4966 Lots 183-208, 216, 229 & 230, and Parcel 'A'
Section 13 Plat Cab 5 Pg 458 Group 4967 Lots 212, 213, 217-228 and Parcel 'B'
Section 14 Plat Cab 5 Pg 459 Group 4968 Lots 231-256 and Parcel 'C'
Section 15 Plat Cab 5 Pg 460 Group 4969 Parcel 'E'

Prior Deed References: Deed Book 730, page 293; Deed Book 730, page 299; Deed Book 775, page 119; and Deed Book 776, page 001, of the Boone County Clerk's records at Burlington, Kentucky.

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BOONE COUNTY

DOCUMENT NO: 447430
RECORDED ON: JANUARY 04, 2008 03:51:46PM
TOTAL FEES: \$16.00
GROUP : 2047
COUNTY CLERK: RENAI PING
COUNTY: BOONE COUNTY CLERK
DEPUTY CLERK: JULIE
BOOK MC1093 PAGES 930 - 933