



MODEL HOME NOTICE

(Amends Declaration of Covenants, Conditions & Restrictions)

RECITALS

A. Savannah Properties Associates, L.P., a Delaware limited partnership (the "**Declarant**"), developed Savannah, a planned development in Denton County, which is subject to the Declaration of Covenants, Conditions & Restrictions for Savannah, recorded on October 24, 2003, as Document No. 2003-R0176314, in Volume 5546, Page 2083, Real Property Records, Denton County, Texas (the "**Declaration**").

B. In connection with its development and marketing of Savannah, Declarant is creating the model home park described in Section 5.4 of the Declaration, with the intention that the model homes will be moved from the Model Tract to house lots in Savannah during or at the end of Declarant's marketing program. Declarant may also create or authorize one or more additional or alternate model home areas, such as on all or some of Lots 1 - 16, Block 2, Savannah Phase 1.

C. Model homes may have modifications that are approved by the Architectural Reviewer for the marketing period, but which are not permitted for the house that ceases to be a model home, such as the enclosure of a garage for use as a sales center.

D. Pursuant to the authority granted to Declarant by Section C.3.10 of Appendix C of the Declaration, Declarant hereby amends the Declaration to create a special construction and architectural provision for model homes that are authorized by Declarant in connection with the initial development and marketing of Savannah.

MODEL HOME NOTICE

1. Effective Application. The terms of this Model Home Notice apply to a particular house and lot when (1) a model home is moved from the Model Tract to any house lot in Savannah, or (2) when a model home that was constructed on a house lot ceases to be used as a model home.

2. Deemed Approval. Any model home authorized by Declarant is deemed to have been approved by the Architectural Reviewer and does not require an additional application for architectural approval.

3. Specific Criteria. Notwithstanding the house's previous use as a model home, after a model home is moved to a house lot or ceases to serve as a model home, the house and lot must comply with the following criteria unless a criteria-specific and house-specific variance is granted by the Architectural Reviewer:

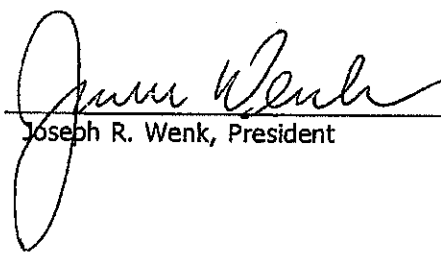
- (1) Garage. If the garage area of a model home was used for a purpose other than parking vehicles, the garage area must be converted to its intended use as a vehicle parking garage. Enhancements may remain as long as the entire garage area functions as a garage.
 - (2) Windows & Doors. If the model home has windows or doors that were installed for marketing purposes and that are inconsistent by number, style, or appearance with similar types of nearby houses in Savannah, the inconsistent windows and doors must be removed. The replacement material must be approved by the Architectural Reviewer.
 - (3) Grounds. The landscaping, fencing, sidewalks, and driveway on the lot must meet the same Architectural Standards for Savannah as for a non-model house lot.
 - (4) Color & Elevation. The model home must conform to the color and architectural schemes for the street on which the model home is located.
 - (5) Alley Lots. A model home with a front entry garage may not be moved to a lot with an alley.
 - (6) Setbacks. A model home that is moved to a lot must be placed within the lot's building setback guidelines.
4. Other Restrictions. The provisions of this Model Home Notice are and will remain effective for the duration of this Notice, regardless of any provision now existing or hereinafter adopted in any Savannah Document that requires stick-built in-place construction on Savannah house lots, or that prohibits the installation of houses moved from other sites.
5. Amendment. The provisions of this Model Home Notice may not be amended without the prior written consent of Declarant and the owner of any Model Lot that would be affected by the amendment.
6. Duration. This Model Home Notice automatically expires when each of the Model Lots is improved with a dwelling - either a model home moved from the Model Tract, or a house constructed for the Model Lot. When that event occurs, either Declarant or the Association may publicly record a statement that this Model Home Notice ceases to apply to Savannah.

(Executed on next page.)

SIGNED on the 11 day of ^{March} February 2004.

SAVANNAH PROPERTIES ASSOCIATES, L.P.,
a Delaware limited partnership

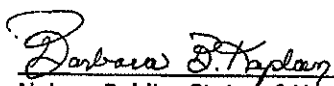
By: **FIRST REGENCY ENTERPRISES, INC.,** a
Delaware corporation, its general partner

By: 
Joseph R. Wenk, President

THE STATE OF NEW YORK §
 §
COUNTY OF NEW YORK §

This instrument was acknowledged before me on the 11 day of ^{March} February 2004 by Joseph R. Wenk, President of First Regency Enterprises, Inc., a Delaware corporation, on behalf of the corporation in its capacity as general partner of Savannah Properties Associates, L.P., a Delaware limited partnership, on behalf of the limited partnership.

BARBARA B. KAPLAN
Notary Public, State of New York
No. 01KA8105145
Qualified in New York County
Commission Expires February 2, 20 08


Notary Public, State of New York

After recording, please return to:
Ms. Sharon Reuler
SETTLEPOU > Attorneys
4131 N. Central Expwy., Suite 1000
Dallas, Texas 75204

Denton County
Cynthia Mitchell
County Clerk
Denton, TX 76202



70 2004 00044149

Instrument Number: 2004-44149

Recorded On: April 08, 2004

As
Notice

Parties: SAVANNAH PROPERTIES ASSOCIATES

To

Billable Pages: 4
Number of Pages: 4

Comment:

**** Examined and Charged as Follows: ****

Notice	20 00
Total Recording:	20.00

******* THIS PAGE IS PART OF THE INSTRUMENT *******

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law

File Information:

Document Number. 2004-44149
Receipt Number: 100580
Recorded Date/Time: April 08, 2004 01:57P

Record and Return To:

SETTLEPOU
4131 N CENTRAL EXPY STE 1000
MS SHARON REULER
DALLAS TX 75204

User / Station: E McCorkle - Cash Station 2



THE STATE OF TEXAS }
COUNTY OF DENTON }

I hereby certify that this Instrument was FILED in the File Number sequence on the date/time printed hereon, and was duly RECORDED in the Official Records of Denton County, Texas.

Cynthia Mitchell

County Clerk
Denton County, Texas

4-8-04