FIRST SUPPLEMENTAL AMENDMENT
TO
DECLARATION OF CONDOMINIUM OWNERSHIP
AND DRAWINGS
OF
HOMESTEAD AT HIGHLAND LAKES CONDOMINIUM

This is a First Supplemental Amendment to the Declaration of Condominium and Drawings of Homestead at Highland Lakes Condominium is made on or as of the 1st day of February, 2004.

Recitals

A. Homestead at Highland Lakes Condominium is a condominium created pursuant to the provisions of Chapter 5311 of the Revised Code of Ohio ("the Condominium Act") by the filing of the Declaration of Homestead at Highland Lakes Condominium Official Record Volume 135, pages 1304-1417, and Plat Cabinet 2, Slide 715, el 841, both of the records of the Recorder of Delaware County, Ohio, and all amendments thereto.

B. At the request of Homestead Highland Lakes, LLC, "the Declaration", whose approval and consent to this amendment is set forth at the end of this amendment, Unit owners exercising not less than seventy-five percent (75%) of the voting power of Unit owners in the Condominium, approve and consent to this amendment, which permits the construction and addition of new types of Units in the Condominium.

C. Pursuant to the provision of Article XIX, Section 1 of the Declaration, and Chapter 5311 of the Revised Code of Ohio, the Declaration may be amended in the respects modified and amended hereby with the consent of Unit owners exercising not less than seventy-five (75%) of the voting power of Unit owners and the consent of eligible holders of first mortgages on Units to which at least fifty-one percent (51%) of the votes of Units subject to mortgages held by eligible holders of first mortgages appertain has obtained.

D. Unit owners exercising seventy-five percent (75%) or more of the voting power of Unit owners, duly approved and consented to the adoption of this First Supplemental Amendment to the Declaration. There are no eligible holders of first mortgages on Units and so no such consents are necessary.

E. These amendments to the Declaration, do not, in any way, enlarge, diminish, or change the size, location, composition, scope or extent of any existing Unit, nor the Unit designation of any existing Unit.

(Continued next page)

CERTIFICATE OF AUDITOR

A copy of this First Supplemental Amendment to the Declaration for Homestead at Highland Lakes Condominium were filed with this office on March 2, 2004.

Todd A. Hanks
Delaware County Auditor

200400009194
Filed for Record in
DELaware COUNTY, OHIO
KEY E. CONKLIN
03-03-2004 At 11:36 AM.
DECLAR AMEN
40.00
OR Book 476 Page 932 - 934

Provisions contained in any deed or other instrument for the conveyance of a dwelling which restrict the sale, rental or use of the property because of race or color are invalid under federal law and are unenforceable.

200400009194
LOVELAND & BROSius
50 W MONROE ST STE 3300
COLUMBUS, OH 43215-3301
Amendment

NOW THEREFORE, the undersigned officers of Homestead at Highland Lakes Condominium Association hereby certify that Unit owners exercising not less than seventy-five percent (75%) of the voting power of Unit owners adopted the following amendments to the Declaration, as amended, and the Drawings, as amended, and that there are no eligible holders of first mortgages on Units in the Condominium.

1. Exhibit C of the Declaration is hereby amended by adding the following Unit types to the end of the types previously provided for on said Exhibit:

Devonshire (with crawl) Unit containing three bedrooms, two baths, kitchen, living room and dining area, and a two car attached garage at street level, and contains approximately 2,129 gross interior square feet. In addition, some Units may have a screened porch or sunroom containing an additional approximately 125 gross interior square feet.

Hampton (with crawl) Unit containing a bedroom, one and one-half baths, living room, study, kitchen with dining area, laundry room, and a two car attached garage at street level, two bedrooms and a bath on the partial second level, and contains approximately 2,737 gross interior square feet. In addition, some Units may have a screened porch or sunroom containing an additional 173 gross interior square feet. In addition, some Units may have an extended master suite containing an additional approximately 100 gross interior square feet.

Lexington (with crawl) Unit containing a bedroom, one and one-half baths, great room, kitchen, dining area, and a two car attached garage at street level, two bedrooms and a bath on the partial second level, and contains approximately 2,286 gross interior square feet. Some Units may have an optional enclosed or screened porch containing an additional approximately 144 gross interior square feet.

Carlyle Unit containing two bedrooms, two and one-half baths, kitchen with dining area, great room, laundry room, an oversized two car garage at street level, a loft and one bath on the partial second level, a partial basement, and contains approximately 3,780 gross interior square feet. Some Units may have an optional sun room or screened porch containing an additional approximately 150 gross interior square feet.

Carlyle (with crawl) Unit containing two bedrooms, two and one-half baths, kitchen with dining area, great room, laundry room, an oversized two car garage at street level, a loft and one bath on the partial second level, and contains approximately 2,507 gross interior square feet. Some Units may have an optional sun room or screened porch containing an additional approximately 150 gross interior square feet.

Ashton (modified) Unit containing three bedrooms, two baths, dining room, kitchen, great room, laundry room, hobby room, and a two car attached garage at street level, one bedroom, a loft, and a bath on the partial second level, a basement, and contains approximately 3,831 gross interior square feet. In addition, some Units may have a screened porch or sunroom containing an additional 174 gross interior square feet.

2. Exhibit C of the Declaration is hereby amended by adding the following par values to the list of par values provided for on said Exhibit:

<table>
<thead>
<tr>
<th>Unit Types</th>
<th>Par Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Devonshire (with crawl)</td>
<td>1.00</td>
</tr>
<tr>
<td>Hampton (with crawl)</td>
<td>1.00</td>
</tr>
<tr>
<td>Lexington (with crawl)</td>
<td>1.00</td>
</tr>
<tr>
<td>Carlyle (with crawl)</td>
<td>1.10</td>
</tr>
<tr>
<td>Ashton (modified)</td>
<td>1.05</td>
</tr>
</tbody>
</table>

3. Exhibit C of the Declaration is hereby amended by adding at the end of the definition of a Hampton type Unit, the following:

"Some Units may have a three car garage in lieu of a two car garage and contain an additional 216 gross interior square feet. In addition, some Units may have an extended master bedroom containing an additional 100 gross interior square feet."

4. Exhibit C of the Declaration is hereby amended by adding at the end of the definition of a Farmdale type Unit, the following:

"..."
"Some Units may have a three car garage in lieu of a two car garage and contain an additional 216 gross interior square feet. In addition, some Units may have an extended master bedroom containing an additional 111 gross interior square feet."

Except as specifically amended by the provisions of this First Supplemental Amendment, the Declaration, and all amendments thereto, and the Drawings, and all amendments thereto, remain unaffected hereby and shall continue in full force and effect.

IN TESTIMONY WHEREOF, the undersigned president and secretary of Homestead at Highland Lakes Condominium Association have executed this instrument, on or as of this 12th day of February 2004.

HOMESTEAD AT HIGHLAND LAKES
CONDOMINIUM ASSOCIATION

By

[Signature]
President

By

[Signature]
Secretary

STATE OF OHIO
COUNTY OF FRANKLIN, SS:

The foregoing instrument was executed before me this 12th day of February 2004, by [Signature], the President, and by [Signature], the Secretary, of Homestead at Highland Lakes Condominium Association, as such officers and on its behalf, who certified the adoption of the foregoing amendments as stated therein.

[Signature]
Notary Public

LAURA McLoughlin
Notary Public, State of Ohio
(Seal)
Expiration Date: 10-23-07

This instrument prepared by Calvin T. Johnson, Jr., attorney at law, Loveland & Brooks, 50 West Broad Street, Suite 3300, Columbus, Ohio 43215-5917.