

**NINTH AMENDMENT
TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
OF
GAYTON GLEN HOMEOWNERS ASSOCIATION**

(Amendment Procedures)

This NINTH AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS is made this ____ day of _____, 2003, by Gayton Glen Homeowners Association, hereinafter called "the Association."

W I T N E S S E T H

WHEREAS, New Life-Raintree Corporation, a Virginia corporation (the "Declarant") submitted to record various restrictive covenants by Declaration of Covenants, Conditions and Restrictions (the "Declaration"), recorded in the Clerk's Office of the Circuit Court of the County of Henrico, Virginia, in Deed Book 1951, Page 453, on April 17, 1985, which Declaration has been amended from time to time; and

WHEREAS, it is in the best interests of the Association to amend the procedure by which the Declaration may be amended; and

WHEREAS, the Declaration may be amended pursuant to Article XIII, General Provisions, Section 3, Amendment, which allows amendment during the first twenty (20) year period of the Association by assent of not less than eighty percent (80%) of the votes of the Lot Owners at a meeting duly called for the purpose of discussion and approval of the amendment; and

WHEREAS, pursuant to Section 55-515.1.F of the Code of Virginia, 1950, as amended (a provision of the Property Owners' Association Act), and Article XIII, Section 3, of the Declaration, this Amendment shall become effective when the amendment is duly recorded in the Clerk's Office of the Circuit Court of the County of Henrico, Virginia.

GPIN: See Exhibit A Attached
Prepared By: Kaufman & Canoles, P.C.
4801 Courthouse Street, Suite 300
Williamsburg, VA 23185

NOW, THEREFORE, the Association does hereby amend its Declaration in the following manner:

1. Article XIII, General Provisions, Section 3, Amendment, shall be amended by deleting the third sentence of the provision and replacing the sentence with two sentences adopting language consistent with Section 55-515 of the Code of Virginia, 1950, as amended (a provision of the Property Owners' Association Act), the entire provision to read as follows:

The covenants and restrictions of this Declaration shall run with and bind the land, and shall inure to the benefit of and be enforceable by the Association, or the Owner of any Lot subject to this Declaration, their respective legal representatives, heirs, successors and assigns for a term of twenty (20) years from the date this Declaration is recorded, after which time said covenants shall be automatically extended for successive periods of twenty (20) years. This Declaration may be amended only by agreement of Owners to which two-thirds of the votes in the Association appertain. Agreement of the required majority of Owners shall be evidenced by their execution of a written statement consenting to adoption of the amendment as forwarded to the Owners for review. Any amendment must be properly executed and acknowledged (in the manner required by law for the execution and acknowledgement of deeds) by the Association and recorded in the land records of Henrico County, Virginia.

2. All provisions of the Declaration not expressly amended herein shall be and remain in full force and effect.

The undersigned President of the Association does hereby certify that this Amendment has been approved by assent of not less than eighty percent (80%) of the votes of the Lot Owners at a meeting duly called for the purpose of discussion and approval of the amendment, as required by Article XIII, Section 3, of the Declaration and as evidenced by their signatures on file with the Association.

EXECUTED on the date first written above by the duly authorized officer of the Association.

GAYTON GLEN HOMEOWNERS ASSOCIATION,
A Virginia Nonstock Corporation

By: _____
Gayle Hunter, President

CERTIFICATION PURSUANT TO VIRGINIA CODE SECTION 55-510.1.D

COMMONWEALTH OF VIRGINIA,
COUNTY OF HENRICO, to wit:

The foregoing instrument was acknowledged this _____ day of _____, 2003, before me, the undersigned Notary Public, by Gayle Hunter, President of Gayton Glen

Homeowners Association, who did state the requisite number of Lot Owners ratified the aforesaid amendment by signing a document so stating.

Notary Public

My Commission Expires: