

STATE OF SOUTH CAROLINA) THIRD AMENDMENT TO MASTER DEED OF SIX FIFTY SIX HORIZONTAL

COUNTY OF CHARLESTON) PROPERTY REGIME

WHEREAS, WCB, LLC, a South Carolina limited liability company ("WCB") did execute that certain Master Deed of Six Fifty Six Horizontal Property Regime dated March 19, 2007 and recorded in the RMC Office for Charleston County on March 20, 2007 in Book E619 at Page 738, as amended by that certain First Amendment to Master Deed of Six Fifty Six Horizontal Property Regime dated December 23, 2008 and recorded in the RMC Office for Charleston County on December 23, 2008 in Book 0026 at Page 509; as further amended by that certain Second Amendment to Master Deed of Six Fifty Six Horizontal Property Regime dated August 22, 2012 and recorded in the RMC Office for Charleston County on August 22, 2012 in Book 272 at Page 83 (collectively, the "Master Deed");

WHEREAS, pursuant to that certain Assignment of Developers Rights dated December 30, 2008 and recorded in the RMC Office for Charleston County on December 31, 2008 in Book 0027 at Page 655, WCB assigned, set over and conveyed to 656 Coleman, LLC, a South Carolina limited liability company (the "Developer"), all of its rights, titles and interest as the Developer under the Master Deed;

WHEREAS, pursuant to Section 6.3 of the Master Deed, the Developer reserved the right to unilaterally amend the Master Deed so long as the Developer is a Unit Owner (as defined in the Master Deed) and such amendment does not materially effect the ownership interest of any Unit Owner;

WHEREAS, Units 101, 102, 103, 104, 105, 106, 107, and 108 (collectively, the "100 Units"); Units 201, 202, 203, 204, 205, 206, 207, and 208 (collectively, the "200 Units"); and Units 301, 302, 303, 304, 305, 306, 307, 308, 309, and 310 (collectively the "300 Units") are designated by the Master Deed as residential and associated live/work units as follows:

Residential Unit	Associated Live/Work Unit
102	101
104	103
106	105
108	107
202	201
204	203
206	205
208	207
302	301
304	303
306	305
308	307
310	309

WHEREAS, the 100 Units, 200 Units, and 300 Units have been constructed as residential units only with minor construction changes to facilitate the singular, residential use of such units;

WHEREAS, the Developer is also the owner of the 100 Units, 200 Units, and 300 Units, and consent to this Amendment.

NOW, THEREFORE, Developer hereby amends the Master Deed as follows:

- 1. The foregoing recitals are incorporated by reference herein. All capitalized terms in this Amendment to the extent not otherwise expressly defined or as modified herein, including the above recitals, will have the same meanings given to such term in the Master Deed. Except as amended herein, the terms and conditions of the Master Deed shall continue in full force and effect and hereby ratified and reinstated in their entirety.
- 2. The 100 Units are hereby designated as Residential Units and all references in the Master Deed to the 100 Units as Live/Work Units are hereby deleted. The 100 Units shall be combined and referred to as follows:
 - a. Units 102 and 101 shall be referred to collectively as Unit 101.
 - b. Units 104 and 103 shall be referred to collectively as Unit 102.
 - c. Units 106 and 105 shall be referred to collectively as Unit 103.
 - d. Units 108 and 107 shall be referred to collectively as Unit 104.
- 3. The 200 Units are hereby designated as Residential Units and all references in the Master Deed to the 200 Units as Live/Work Units are hereby deleted. The 200 Units shall be combined and referred to as follows:
 - a. Units 202 and 201 shall be referred to collectively as Unit 201.
 - b. Units 204 and 203 shall be referred to collectively as Unit 202.
 - c. Units 206 and 205 shall be referred to collectively as Unit 203.
 - d. Units 208 and 207 shall be referred to collectively as Unit 204.
- 4. The 300 Units are hereby designated as Residential Units and all references in the Master Deed to the 300 Units as Live/Work Units are hereby deleted. The 300 Units shall be combined and referred to as follows:
 - a. Units 302 and 301 shall be referred to collectively as Unit 301.
 - b. Units 304 and 303 shall be referred to collectively as Unit 302.

- c. Units 306 and 305 shall be referred to collectively as Unit 303.
- d. Units 308 and 307 shall be referred to collectively as Unit 304.
- e. Units 310 and 309 shall be referred to collectively as Unit 305.
- 5. Without limitation, the following provisions of the Master Deed are amended to reflect the following:
 - a. Sections 2.4(A), 2.4(C), and 2.4(E) are hereby amended to reflect fifty-three total units.
 - b. Section 2.4(A) is hereby amended to reflect zero (0) Units as designated live/work units.
 - c. The table set forth in Section 5.4(A) is hereby amended to remove Units 101, 103, 105, 107, 201, 203, 305, 207, 301, 303, 305, 307, and 309 from the "Associated Live/Work Column".
 - d. Exhibit "B" is hereby amended with respect to Building 100, Building 200, and Building 300 to remove reference to Live/Work Units and to reflect the following:
 - a. Building 100 Residential Units Unit 101, Unit 102, Unit 103, and Unit 104.
 - b. Building 200 Residential Units Unit 201, Unit 202, Unit 203, and Unit 204.
 - c. Building 300 Residential Units Unit 301, Unit 302, Unit 303, Unit 304 and Unit 305.
 - e. Exhibit "C" is hereby amended as follows:
 - i. All references to Units 101, 103, 105, 107, 201, 203, 205, 207, 301, 303, 305, 307, and 309 are hereby deleted.
 - ii. The descriptions for Units 102, 104, 106, 108, 202, 204, 206, 208, 302, 304, 306, 308 and 310 are hereby deleted in their entirety and replaced with the following:
 - Unit 101. This Residential Unit is located in Building 100 and contains approximately 570 square feet on the first floor, approximately 924 square feet on the second floor and approximately 1,100 square feet on the third floor, for a total of approximately 2,594 square feet of Unit space.

Interior stairs connect the first, second and third floors of the Unit.

Unit 102. This Residential Unit is located in Building 100 and contains approximately 515 square feet on the first floor, approximately 875 square feet on the second floor and approximately 990 square feet on the third floor, for a total of approximately 2,380 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 103. This Residential Unit is located in Building 100 and contains approximately 515 square feet on the first floor, approximately 875 square feet on the second floor and approximately 990 square feet on the third floor, for a total of approximately 2,380 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 104. This Residential Unit is located in Building 100 and contains approximately 570 square feet on the first floor, approximately 924 square feet on the second floor and approximately 1,100 square feet on the third floor, for a total of approximately 2,594 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 201. This Residential Unit is located in Building 200 and contains approximately 570 square feet on the first floor, approximately 924 square feet on the second floor and approximately 1,100 square feet on the third floor, for a total of approximately 2,594 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 202. This Residential Unit is located in Building 200 and contains approximately 515 square feet on the first floor, approximately 875 square feet on the second floor and approximately 990 square feet on the third floor, for a total of approximately 2,380 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 203. This Residential Unit is located in Building 200 and contains approximately 515 square feet on the first floor, approximately 875 square feet on the second floor

and approximately 990 square feet on the third floor, for a total of approximately 2,380 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 204. This Residential Unit is located in Building 200 and contains approximately 570 square feet on the first floor, approximately 924 square feet on the second floor and approximately 1,100 square feet on the third floor, for a total of approximately 2,594 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 301. This Residential Unit is located in Building 300 and contains approximately 570 square feet on the first floor, approximately 924 square feet on the second floor and approximately 1,100 square feet on the third floor, for a total of approximately 2,594 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 302. This Residential Unit is located in Building 300 and contains approximately 515 square feet on the first floor, approximately 875 square feet on the second floor and approximately 990 square feet on the third floor, for a total of approximately 2,380 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 303. This Residential Unit is located in Building 300 and contains approximately 515 square feet on the first floor, approximately 905 square feet on the second floor and approximately 1050 square feet on the third floor, for a total of approximately 2,470 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 304. This Residential Unit is located in Building 300 and contains approximately 515 square feet on the first floor, approximately 875 square feet on the second floor and approximately 990 square feet on the third floor, for a total of approximately 2,380 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

Unit 305. This Residential Unit is located in Building 300 and contains approximately 570 square feet on the first floor, approximately 924 square feet on the second floor and approximately 1100 square feet on the third floor, for a total of approximately 2,594 square feet of Unit space. Interior stairs connect the first, second and third floors of the Unit.

- f. Exhibit "D" to the Master Deed is hereby amended as follows:
 - i. The assigned values and percentage interests for Units 101, 102, 103, 104, 201, 202, 203, 204, 301, 302, 303, 304 and 305 are hereby deleted in their entirety and replaced with the following:

<u>Unit</u>	Square	<u>Value</u>	Interest Stated
	Footage		in Percentage
			Interest per Act
101	2,594	648,500	2.014%
102	2,380	595,000	1.853%
103	2,470	595,500	1.853%
104	2,380	595,000	2.014%
201	2,594	648,500	2.014%
202	2,380	648,500	1.853%
203	2,380	595,000	1.853%
204	2,594	648,500	2.014%
301	2,594	648,500	1.970%
302	2,381	595,000	1.851%
303	2,470	617,500	1.919%
304	2,380	595,000	1.851%
305	2,594	648,500	1.976%

[Signature Pages and Schedule to Follow.] [Remainder of Page Left Intentionally Blank.]

IN WITNESS WHEREOF, the Developer has caused this Third Amendment to the Master Deed of Six Fifty Six Horizontal Property Regime to be executed on this day of September, 2012.

DEVELOPER/OWNER:

656 COLEMAN, LLC, a South Carolina limited liability company

Name: Jonathan J. Thomas

Its: Manager

STATE OF <u>Massachusetts</u>)

COUNTY OF <u>Middlesex</u>)

ACKNOWLEDGMENT

I, <u>Susaw T. Howard</u> (Notary Public), do hereby certify that 656 Coleman, LLC, by Jonathan J. Thomas, its Manager, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

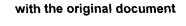
Witness my hand and seal this 6th day of September, 2012.

Notary Public for Coamonwealth of Mass My Commission Expires: 1/12/18



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BUIST, BYARS, & TAYLOR, LLC 652 COLEMAN BLVD. SUITE 200 MT. PLEASANT SC 29464-4018



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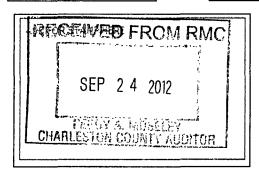
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> Charlie Lybrand, Register Charleston County, SC

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656 COLEMAN LLC	
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