

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

**THIRD AMENDMENT TO THE DECLARATION OF
PROTECTIVE COVENANTS AND RESTRICTIONS
FOR
OLD MILL SUBDIVISION**

On this 5th day of January, 2004, before the undersigned notary in and for the Parish of East Baton Rouge, State of Louisiana, and in the presence of the undersigned witnesses, personally appeared: Crabapple Properties, Ltd., a Louisiana corporation, herein represented by John H. Fetzer, III, it's President, duly authorized, hereinafter referred to as "Crabapple Properties" and Old Mill Development LLC, a Louisiana limited liability company, represented by John H. Fetzer, III, it's Manager, duly authorized, hereinafter referred to as "Old Mill Development".

WHEREAS, the Declaration of Protective Covenants and Restrictions for Old Mill Subdivision dated May 31, 2001 is recorded with the Clerk and Recorder of Mortgages for Ascension Parish, Louisiana, at Instrument Number 489115 (hereinafter referred to as "Declaration");

WHEREAS, the "First Amendment to the Declaration of Protective Covenants and Restrictions for Old Mill Subdivision" dated January 4, 2002 is recorded with the Clerk and Recorder of Mortgages for Ascension Parish, Louisiana, at Instrument Number 504353 (hereinafter referred to as "First Amendment");

WHEREAS, the "Second Amendment to the Declaration of Protective Covenants and Restrictions for Old Mill Subdivision" dated March 17, 2003 is recorded with the Clerk and Recorder of Mortgages for Ascension Parish, Louisiana, at Instrument Number 539080 (hereinafter referred to as "Second Amendment");

WHEREAS, Old Mill Development and Crabapple Properties have caused Lots 112 through 118, both inclusive Old Mill First Filing, Parts 1 and 2 to be resubdivided into Lots 112A, 113A, 114A, 114B, 115A, 115B, 116A, 116B, 117A and 118A ("Resubdivided Lots") as shown on the "Map Showing Resubdivision of Lots 112 thru 118, Old Mill – First Filing, Parts 1 & 2 into Lots 112-A, 113-A, 114-A, 114-B, 115-A, 115-B, 116-A, 116-B, 117-A & 118-A located in section 23, T-9-S, R-2-E Southeastern Land District east of the Mississippi River, Ascension Parish, Louisiana for Old Mill Development LLC" prepared by GWS Engineering, Inc. (hereinafter referred to as "Resub Map");

WHEREAS, the Resubdivided Lots shall be and are hereby subjected to the covenants, restrictions, servitudes, easements, assessments and liens set forth in the Declaration, the First Amendment and Second Amendment and this Third Amendment of the Declaration and the Resubdivided Lots shall be held, transferred, sold, conveyed, used, occupied and mortgaged or otherwise encumbered subject to the Declaration as amended and supplemented from time to time and the provisions hereof;

WHEREAS, Lots 112 – 118 Old Mill First Filing, Parts 1 & 2 have been resubdivided for the purpose of preserving the large live oak trees (“Trees”) that are located thereon. The property lines separating adjoining lots (“Sidelines”) have been relocated in the resubdivision so that one or more of the Trees are located on or very near to a Sideline. This design allows space for a Tree(s) between residences. Every effort should be made to locate residences as far as possible from a Tree to provide as much space for the roots of the Tree as possible;

WHEREAS, each Tree on the Resubdivided Lots is considered a valuable amenity to the Resubdivided Lots. As such, the owner of a Resubdivided Lot in submitting plans for improvements (residences, fencing and/or outbuildings) to the Architectural Control Committee for Old Mill shall submit the following: 1) a plot plan showing the location of all proposed improvements together with all Trees situated on or adjacent to the subject Resubdivided Lot; 2) the floor plan and elevations for the residence, fence, gate and any proposed outbuilding and 3) landscaping plans.

WHEREAS, Old Mill Development and Crabapple Properties also referred to jointly in the Declaration as amended as “Developer” is a Class B Member of the Old Mill Homeowner’s Association, Inc.;

WHEREAS, the Declaration may be amended at any time and from time to time by Developer in order to execute the Developer’s uniform plan for the improvement, development, sale, use, maintenance and enjoyment of the property;

WHEREAS, Developer appears herein to consent to the amendment of the Declaration and to the subjection of the Resubdivided Lots described herein owned by Old Mill Development and Crabapple Properties to the provisions of the Declaration as amended;

Therefore, Old Mill Development and Crabapple Properties do hereby amend and supplement the Declaration in the following particulars, to wit:

1.

The preamble of the Declaration is hereby amended by adding the following paragraph:

“WHEREAS, Old Mill Development LLC and Crabapple Properties, Ltd. are the owners of the tracts or parcels of land located in Section 23, T-9-S, R-2-E, Ascension Parish, Louisiana, designated as Lots 112-A, 113-A, 114-A, 114-B, 115-A, 115-B, 116-A, 116-B, 117-A & 118-A Old Mill Subdivision, First Filing – Parts 1 and 2 (“Resubdivided Lots”). The Resubdivided Lots may be referred to herein as “additional property”, “property” or “subdivision”.”

2.

Article I, Paragraph 14 of the Declaration is hereby amended and supplemented so that the same shall henceforth read as follows:

14. “Plat” or “Final Plat” shall mean and refer to that certain “Final Plat for Old Mill Subdivision, First Filing – Part I” prepared by GWS Engineering, Inc., dated May 8,

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2001 and recorded in the office of the Clerk and Recorder of Mortgages for Ascension Parish, Louisiana, at Instrument Number 488247 and the “Final Plat of Old Mill Subdivision, First Filing, Part Two (Lots 115 – 171) Second Filing (Lot 172 – 209)” dated March 17, 2003 and recorded in the office of the Clerk and Recorder of Mortgages for Ascension Parish, Louisiana, at Instrument Number 539146 and the “Map Showing Resubdivision of Lots 112 thru 118 Old Mill – First Filing, Parts 1 & 2 into Lots 112-A, 113-A, 114-A, 114-B, 115-A, 115-B, 116-A, 116-B, 117-A & 118-A” dated November 12, 2003 and recorded in the office of the Clerk and Recorder of Mortgages for Ascension Parish, Louisiana at Instrument Number 564333.

3.

Article I, Paragraph 18 of the Declaration is hereby amended and supplemented so that the same shall henceforth read as follows:

18. “Property” shall mean and refer to the real property described in the Declaration as amended from time to time together with such additional real property as may by subsequent amendment be added to and subjected to the Declaration, including without limitation the Resubdivided Lots;

4.

Article V of the Declaration is amended and supplemented to add paragraph 26 which shall read as follows:

“26. “Resubdivided Lots” Lots 112-A, 113-A, 114-A, 114-B, 115-A, 115-B, 116-A, 116-B, 117-A & 118-A shall in addition to the provisions contained in the Declaration as amended be subject to the following restrictions, covenants and provisions, to wit:

(a) The Declarant does hereby establish and create over and across each of Lot 114-A, 114-B, 115-A, 115-B, 116-A, 116-B, 117-A and 118-A as the servient estate, for the benefit of each such lot as the dominant estate and for the benefit of all residents and invitees, a nonexclusive servitude, easement, right, license and privilege of passage and use, both pedestrian and automobile, over, across and upon that portion of Lots 114-A, 114-B, 115-A, 115-B, 116-A, 116-B, 117-A and 118-A on which the Private Servitude of Access is located, and which may be used for vehicular and pedestrian traffic from time to time (but excluding parking).

(b) The purpose of the Private Servitude of Access shall be for pedestrian and vehicular access by owners of their respective Resubdivided Lot to and from their respective Resubdivided Lots to the right-of-way of Mill Wood Avenue.

(c) In addition to Common Assessments, the Board of Directors of the Old Mill Homeowners Association, Inc. may, subject to the provisions of this paragraph, levy one (1) or more additional Assessments, not otherwise provided under the Budget, to construct, reconstruct, repair, remodel, replace and/or repair, from time to time the

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Private Servitude of Access provided for in Article V, Paragraph 26 of the Declaration. Such Assessment shall be known as a "Special Assessment". The Board of Directors shall levy Special Assessments as determined in its discretion. The Association shall notify Members in writing of the amount of any Special Assessment and of the manner in which, and the dates on which, any such Special Assessment is payable and the use of the Special Assessment. The Members having access to the Private Servitude of Access shall be equally assessed the amount of any Special Assessment.

(d) No motor vehicle, boat or other movable item shall be "parked", "left" or maintained on the Private Servitude of Access. Use of and/or passage upon the Private Servitude of Access shall not be obstructed in any manner at any time. No fences shall be erected on or located over or across the Private Servitude of Access.

(e) Each garage on the Resubdivided Lots shall have at least one flood light that shall illuminate the Private Servitude of Access. The flood light(s) on the garages shall be maintained by the respective owners of the garages on the Resubdivided Lot. The flood light shall be activated (switched on and off) by a photocell. It shall be the responsibility of each owner of a Resubdivided Lot to maintain the photocell and the flood light so that the Private Servitude of Access is adequately lit.

(f) No fencing or gates shall be erected and/or located on the Resubdivided Lots except (a) 3' pine, cedar and/or cypress picket fences (b) 6' pine, cedar and/or cypress shadowbox fencing and (c) wrought iron or aluminum (black or green).

(g) Wood fences shall be left natural with or without a clear sealer or painted white or dark green. Aluminum and wrought iron fences shall be painted either black or dark green. No fence shall be stained or painted without the owner of Resubdivided Lot first having the stain or paint color approved by the Architectural Control Committee for Old Mill.

(h) No fence or gate shall be located on any Resubdivided Lot that shall have the effect of obstructing view of any Tree situated on a Resubdivided Lot from an adjoining lot and/or the street right-of-way.

(i) No plantings, landscaping and/or other improvements or structures shall be located so as to obstruct view of the Trees from adjoining Resubdivided Lots and of the street right-of-way.

(j) Residences and other improvements, including but not limited to, garages and fences shall be set back a minimum of five (5) feet from the edge of the Private Servitude of Access.

(k) Owners of Resubdivided Lots shall comply with the Drainage Plans for Old Mill Resub which was prepared by GWS Engineering, Inc. and filed with the Department of Public Works for Ascension Parish.

This act has been signed by Old Mill Development LLC and Crabapple Properties, Ltd. in Baton Rouge, Louisiana on the date first above written, in the presence of the undersigned notary and witnesses.

WITNESSES:

CRABAPPLE PROPERTIES, LTD.

BY: _____
John H. Fetzer, III, President

OLD MILL DEVELOPMENT LLC

BY: _____
John H. Fetzer, III, Manager

NOTARY PUBLIC