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BOOK 1294 PAGE 721

STATE OF NORTH CAROLINA
AMENDMENT TO PROTECTIVE
COVENANTS AND RESTRICTIONS FOR
COUNTY OF ONSLOW, FILE 22, FIL 3-59
PHASE II, SECTIONS 2 AND 3 OF
KINGSBRIDGE ON QUEENS CREEK
SUBDIVISION

THIS AMENDMENT TO PROTECTIVE COVENANTS AND RESTRICTIONS made this
8th day of March, 1996, by Robert F. Youngblood
Construction Company, a North Carolina Corporation with its principal
office in Onslow County, North Carolina, the successors to the
Developers of Kingsbridge on Queens Creek Subdivision and the
undersigned Owners who desire to amend a portion of the Restrictions as
it relates to certain lots in Kingsbridge Section II, said Protective
Covenants and Restrictions for Kingsbridge on Queens Creek Subdivision
being recorded in Book 740, Page 64, of the Onslow County Registry, and
described as Queens Creek Subdivision, as shown on a plat prepared by
Pate Phillips and Associates, P.A., plat recorded in Map Book 23, Page
35, of the Onslow County Registry.

WITNESSETH:

WHEREAS, Queens Creek Associates heretofore recorded Protective
Covenants and Restrictions for Phase I, Section I of Kingsbridge on
Queens Creek Subdivision, in Book 740, Page 64 of the Onslow County
Registry; and

WHEREAS, said Protective Covenants and Restrictions as recorded
aforesaid provided for minimum building requirements; and

WHEREAS, the undersigned now desire to amend said minimum building
requirements;

NOW, THEREFORE, in order for the foregoing, the undersigned do
hereby covenant and agree with all persons, firms or corporations now
owning or hereafter acquiring any portion of the real property described

herein; that said real property shall be made subject to said Protective Covenants and Restrictions as follows:

1. Minimum Building Requirements as to Lots 1, 1A through 11 and

11A; Section II.

A. No residential structure shall be constructed on any residential lot unless the residential structure shall contain a minimum of 1600 square feet of enclosed dwelling area for each residential structure. As used herein the term "enclosed dwelling area" shall mean the total enclosed heated area within a dwelling, excluding garages, boat sheds, terraces, decks, unenclosed porches, shed type porches, and similar areas. In the event the Developer specifies a higher minimum square footage of enclosed dwelling area in deeds to purchasers of lots within the Subdivision than as set forth in this paragraph, then the higher minimum square footage figure set out in the deed shall be controlling and shall be complied with.

2. Minimum Building Requirements as to Lots 1 through 8; Section

III.

No residential structure shall be constructed on any residential lot unless the residential structure shall contain a minimum of 1300 square feet of enclosed dwelling area for each residential structure. As used herein the term "enclosed dwelling area" shall mean the total enclosed heated area within a dwelling, excluding garages, boat sheds, terraces, decks, unenclosed porches, shed type porches, and similar areas. In the event the Developer specifies a higher minimum square footage of enclosed dwelling area in deeds to purchasers of lots within the Subdivision than as set forth in this paragraph, then the higher minimum square footage figure set out in the deed shall be

BOOK 1294 PAGE 723 *David Walker*
Notary Public

controlling and shall be complied with.

Except as modified as stated herein, the Protective Covenants and Restrictions for Kingsbridge on Queens Creek are hereby ratified by each of the undersigned.

IN WITNESS WHEREOF, Queens Creek Associates has executed this Amendment to the Protective Covenants and Restrictions for Kingsbridge for Queens Creek Subdivision.

ROBERT F. YOUNGBLOOD CONSTRUCTION COMPANY, INC.

BY: *Robert F. Youngblood*
Robert F. Youngblood, President

ATTTEST:

Jeanette A. Youngblood
Jeanette A. Youngblood, Secretary

CORPORATE SEAL

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

I, a Notary Public for said County and State, certify that Jeanette A. Youngblood, personally came before me this day and acknowledged that she is Secretary of Robert F. Youngblood Construction Company, Inc., a North Carolina corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal, and attested by herself as its Secretary.

Witness my hand and official seal or stamp, this the 31 day of Jan, 1996.

David Walker
NOTARY PUBLIC

My Commission Expires: 8/30/02

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HARRY RAMSEY WHITE
HARRY RAMSEY WHITE

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

I, a Notary Public of said County and State, do hereby certify that HARRY RAMSEY WHITE appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 14th day of February, 1996.

Noreen Ward
Notary Public

My Commission Expires: 7-31-96

Noreen Ward
Notary Public



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Lillian R. Butler (SEAL)
LILLIAN R. BUTLER

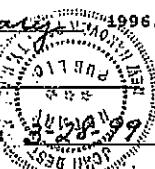
STATE OF *North Carolina*
COUNTY OF *New Hanover*

I, a Notary Public of said County and State, do hereby certify that LILLIAN R. BUTLER personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 15th day of February, 1996.

Joan Best
Notary Public

My Commission Expires: 06/07/2001



Joan Best
Notary Public

Amendment To Protective Covenants and
Restrictions for Phase I, Sections 2 and 3 of
Kingsbridge on Queens Creek Subdivision

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Fletcher Carver 2/23/96 (SEAL)
FLETCHER CARVER

Suzanne Carver (SEAL)
SUZANNE CARVER

STATE OF NORTH CAROLINA
COUNTY OF WARE

I, a Notary Public of said County and State, do hereby certify that FLETCHER CARVER and wife, SUZANNE CARVER personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 20th day of FEBRUARY, 1996.

Reed L. Cruss
Notary Public

My Commission Expires: MAY 3, 1998

Reed L. Cruss
Notary Public

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Leo Blackmon
LEO BLACKMON

(SEAL)

Sandra Blackmon
SANDRA BLACKMON

(SEAL)

STATE OF North Carolina
COUNTY OF Oncslow

I, a Notary Public of said County and State, do hereby certify that LEO BLACKMON and wife, SANDRA BLACKMON personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 28 day of February

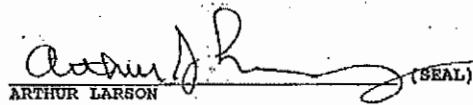
Durwood M. Shepard
Notary Public

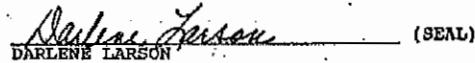
My Commission Expires: Dec 31, 1998



Durwood M. Shepard
Notary Public

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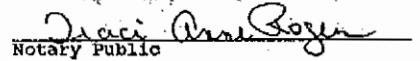

ARTHUR LARSON (SEAL)


DARLENE LARSON (SEAL)

STATE OF North Carolina
COUNTY OF Onslow

I, a Notary Public of said County and State, do hereby certify that ARTHUR LARSON and wife, DARLENE LARSON appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 8th day of March, 1996.


Notary Public
My Commission Expires: May 10, 1998

Trael Anne Rogers
Notary Public



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M. Maglio

MICHAEL MAGLIO

(SEAL)

T. Maglio

TRACY MAGLIO

(SEAL)

STATE OF North Carolina
COUNTY OF Durham

I, a Notary Public of said County and State, do hereby certify that MICHAEL MAGLIO and wife, TRACY MAGLIO appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 23rd day of February, 1996.

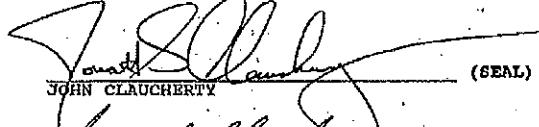
D. Arinello
Notary Public

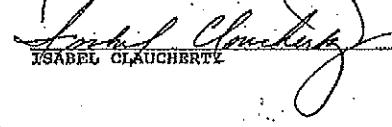
My Commission Expires: 11/07/
MAJOR, USMC

Denny M. Arinello
Notary Public

Title 10; U.S.C.
Sec. S: 936 and
1044a, and MCQ
P5800.8, Para. 1005

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JOHN CLAUCHERTY (SEAL)


ISABEL CLAUCHERTY (SEAL)

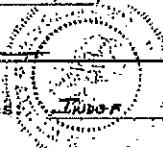
STATE OF New Jersey
COUNTY OF Mercer

I, a Notary Public of said County and State, do hereby certify that JOHN CLAUCHERTY and wife, ISABEL CLAUCHERTY personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 5th day of March, 1996.

Title 10, U.S.C.
Sec 1S- 936 and
1044a, and mco

P 5800.8, Para.1005


Michael Heron
Notary Public
My Commission Expires 11/09/06

Michael Heron
Notary Public

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James E. Butler (SEAL)
JAMES E. BUTLER

Linda H. Butler (SEAL)
LINDA H. BUTLER

STATE OF N. Carolina
COUNTY OF Orange

I, a Notary Public of said County and State, do hereby certify that JAMES E. BUTLER and wife, LINDA H. BUTLER personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 5 day of Feb, 1996.

Teresa G. Carroll
Notary Public
My Commission Expires June 24, 1996


Teresa G. Carroll
Notary Public

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Vincent Kross
VINCENT KROSS



STATE OF NC
COUNTY OF Carteret

I, a Notary Public of said County and State, do hereby certify that VINCENT KROSS personally appeared before me this day and acknowledged the due execution of the foregoing instrument for the purposes and intents therein expressed.

Witness my hand and seal, this 26 day of February, 1996.

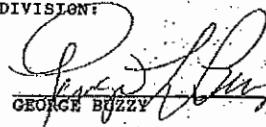
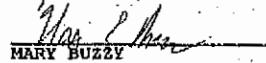
Candy Noel Rogers
Notary Public

My Commission Expires: 3-13-99

Candy Noel Rogers
Notary Public

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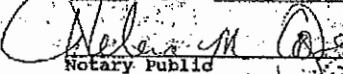
Signature Page to proposed amendment to the Restrictive
Covenants concerning increasing the minimum square footage
for all new construction. AMENDMENT TO PROTECTIVE COVENANTS
AND RESTRICTIONS FOR PHASE I, SECTIONS 2 AND 3 OF KINGSBRIDGE
ON QUEENS CREEK SUBDIVISION!


GEORGE BUZZY (SEAL)

MARY BUZZY (SEAL)

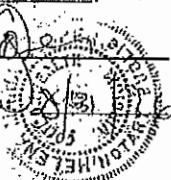
State of Virginia
County of Arlington

I, a Notary Public of said County and State, do hereby certify that
GEORGE BUZZY and wife, MARY BUZZY personally appeared before me this day
and acknowledged the due execution of the foregoing instrument for the
purposes and intents therein expressed.

Witness my hand and seal, this 29th day of Feb, 1996.


Helena M. Cooper
Notary Public

My Commission Expires: 12/31/2001



Helena M. Cooper

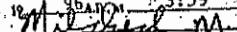
Teressa G. Carroll, Candy Noel Roger, & Helena M. Cooper

NORTH CAROLINA, ONSLOW COUNTY J. David Waller, Noreen Ward, Joan Best, Reed L.
The foregoing certificate of Crutiss, Durwood M. Shepard, Traci Anna Rogers, Denny M. Arinello, Michael Harlon,

Notary(ies) Public is (are) certified to be correct. This instrument was presented for registration and recorded in the office in

Book 1294 Part 721. This 22nd day of March.

12:00 P.M. S.A.T.M. 3:59 P.M. M.


Michael M. Harlon
Notary of Deeds, Onslow County

Register of Deeds