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7. It is specifically understood that all lot owners in Phase II of Cliff Ridge Colony shall automatically become a member of the Cliff Ridge Colony Homeowners Association, Inc. and have all responsibilities and enjoy all privileges of membership including the right to use the recreational facilities. All members of the Association shall be subject to the terms and conditions of applicable restrictive covenants, charter and bylaws of the Association and reasonable rules and regulations promulgated by the Board of Directors of the Association.

IN WITNESS WHEREOF the undersigned College Properties, Inc. being the owner of all lots in Phase II of Cliff Ridge Colony, hereby set its hand and seal by its duly authorized officer to these Restrictive Covenants this the 23 dayof MAY, 1984.

COLLEGE PROPERTIES, INC.

BY: Day Dellan Its: ASST. VICE PRES.

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In the presence of:

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BirkBozenon

STATE OF SOUTH CAROLINA

PROBATE

COUNTY OF GREENVILLE

PERSONALLY APPEARED before me the undersigned witness and made oath that she saw the within named College Properties, Inc. by its duly authorized officer, sign, seal and as its act and deed deliver the within Restrictive Covenacts and that she with the other witness subscribed above, witnessed the execution thereof.

Sworn to before me this the

23 day of MAY, 1984.

Notary Public for South Carolina

My commission expires: 7-12-89

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