

STATE OF SOUTH CAROLINA)
)
COUNTY OF AIKEN)

FIRST AMENDMENT TO
PROTECTIVE COVENANTS

THIS FIRST AMENDMENT to the DECLARATION OF PROTECTIVE COVENANTS of THE RIVER CLUB is made and published this 1 day of September 1999, by North Augusta Golf Venture, a corporation under the laws of the State of Georgia, hereinafter referred to as the "Developer",

WHEREAS, the original Covenants were executed by the Developer and filed in the Aiken County RMC Office in Misc. Book 985 at page 57, and

WHEREAS, the Developer while undergoing the process of development finds it necessary to amend said covenants and

WHEREAS, the Developer owns all lots within the subdivision and can under the requirements of the original protective covenants make this amendment thereto.

NOW THEREFORE, for and in consideration of the benefits to be derived by the Developer, the Association and all lot owners, the original protective covenants are hereby modified and amended as follows:

1. Article I captioned "Residential Use, Buildings and Location of Structures" Item 1 "Size of Structures" shall be amended as follows:

The last paragraph of said Item 1 shall be deleted and replaced with the following:

All homes (whether golf course lots or river lots) must have double garages with garage doors that do not face the street. All garage doors must be closed when not in use. No permanent basketball goals or other recreational equipment shall be visible from the street. Temporary basketball goals and recreation equipment may be used provided they must be stored when not in use.

2. Article III captioned "Land Use Restrictions" Item 5 "Trucks, Trailers, Mobile Homes shall be amended as follows:

The following shall be added to said item at the conclusion of said item:

The term "pick-up truck" and "van" as used herein does not include the personal noncommercial pick-up truck or van of any lot owner provided it does not have any signs attached or placed upon it and is clean and well kept at all times. Such vehicles may be parked outside like any lot owners other personal vehicles.

3. Article XI captioned "Effective Period" shall be deleted and replaced as follows:

This Declaration shall be effective immediately upon the filing of the same for record in the office of the R.M.C., Aiken County, South Carolina; shall thereupon run with the land and be binding upon all persons or parties and their successors or assigns claiming title under or through the Developer, until January 1, 2019, and shall be continued automatically and without further notice from that time for a period of ten (10) years thereafter for successive periods of ten (10) years each without limitation, unless prior to the expiration of either the original term or any such successive period of ten (10) years thereafter, a written agreement executed by the then record owners of not less than 75% of the lots then subject to this Declaration shall be placed on record in the Office of the R.M.C., Aiken County, South Carolina in which agreement any of the aforementioned covenants, restrictions, reservations, servitudes and easements may be changed, modified, waived or extinguished in whole or in part, as to all or any part of the property then subject thereto in the manner and to the extent therein provided.

In the event any such written agreement of change or modification be fully executed and recorded, the original covenants, restrictions, reservations, servitudes and easements as therein modified shall continue in force for the remainder of any period then in force and all other successive renewal periods of ten (10) years each, unless and until further changed, modified or extinguished, in the manner herein provided.

In all other respects the original covenants shall remain in full force and effect.

IN WITNESS WHEREOF, the Developer has placed its hand and seal this 1 day of September 1999.

Witness:

[Signature]
W. Jerry Ahlf

NORTH AUGUSTA GOLF VENTURES
BY: [Signature]
As its President
Partner

State of ~~South Carolina~~ Georgia

County of ~~Aiken~~ Fulton

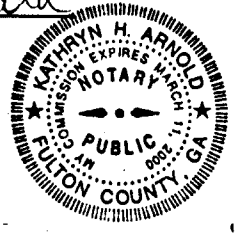
Personally appeared before me the undersigned who being duly sworn deposes and says that s(he) saw the within North Augusta Golf Ventures by its President, sign, seal and as its act and deed deliver the foregoing amendment to protective covenants and that the undersigned along with the other above subscribing witness witnessed the execution

thereof.

Sworn to before me this
1 day of September 1999

[Signature]
Witness

Kathryn H. Arnold
Notary Public for Georgia
Expires: 3/1/00



RECORDED 11-9-99 @ 1510
Judith J. Warner
R.M.C. AIKEN COUNTY

RETURNED TO: Lesk Jan