

Tax Map # 730681201900000

FIFTH AMENDMENT AND ADDENDUM TO  
THIRD AMENDMENT BY RESTATEMENT OF  
DECLARATION OF RIGHTS AND RESTRICTIONS OF  
BRANDERMILL COMMUNITY ASSOCIATION, INC.

This Fifth Amendment and Addendum to Third Amendment By Restatement of Declaration of Rights and Restrictions of Brandermill Community Association, Inc. (this "Amendment") is made as of the 15<sup>th</sup> day of November, 2007, by Brandermill Community Association, Inc. a Virginia not-for-profit non-stock corporation (hereinafter called "Association" and solely for purposes of recording "Grantor" and "Grantee"), and provides as follows:

RECITALS

- A. On June 4, 1993 the Association filed for record a Third Amendment by Restatement of Declaration of Covenants and Restrictions of the Brandermill Community Association and Brandermill, a joint venture, which is recorded in the Clerk's Office of the Circuit Court of the County of Chesterfield, Virginia (the "Clerk's Office"), in Deed Book 2340, Page 668, as amended by (i) that certain First Amendment and Addendum to Third Amendment by Restatement of Declaration of Rights and Restrictions of the Brandermill Community Association, Inc. and Brandermill, a joint venture and (ii) that certain Second Amendment and Addendum to Third Amendment by Restatement of Declaration of Rights and Restrictions of the Brandermill Community Association, Inc. and Brandermill, a joint venture (including all prior and subsequent amendments thereto amended, the "Declaration").
- B. The Association desires to make certain amendments to the Declaration as provided for in Article VIII, Section 2 thereof.
- C. This Amendment was presented to a duly called meeting of the Association on November 15, 2007, and more than fifty (50%) of the votes cast at that meeting were in favor of its adoption.

NOW THEREFORE, the Association hereby amends the Declaration. This Amendment shall become effective on the date it is recorded in the Clerk's Office.

AMENDMENT

1. The foregoing recitals are hereby certified by the officers of the Association signing Amendment below.
2. Article V, Section 3, of the Third Amendment by Restatement of the Declaration of Covenants and Restrictions is hereby amended to add Section 13. Capitalization Fee.

The Board of Directors shall be authorized to raise funds dedicated specifically to capital improvements through the levying of a fee. The fee, which will be a maximum of \$150, will only be charged to non-Brandermill homeowners who purchase a Lot that is subject to this Declaration. A Brandermill homeowner who purchases and moves to another Lot that is subject to this Declaration will not have to pay the fee. The fee will be paid by the purchaser at closing. The fee will be set by the BCA Board of Directors. For the purposes of this provision, a

return to: MORIARTY, ELMORE & BUNN, P.C.  
201 CONCOURSE BOULEVARD, #101  
GLEN ALLEN, VA 23059-5642

"Brandermill homeowner" is the Owner of a Lot that is subject to the Declaration.

IN WITNESS WHEREOF, the Association has caused this instrument to be executed and its seal attached by its duly authorized officers.

BRANDERMILL COMMUNITY ASSOCIATION, INC.,  
a Virginia not-for profit non-stock corporation

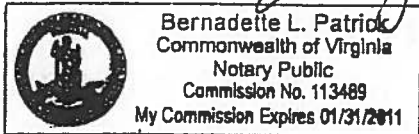
Attest:

By: Joyce M. Rowe  
President  
By: Jane M. Lutz  
Secretary

COMMONWEALTH OF VIRGINIA  
City/County of Chesterfield : to wit

The foregoing instrument was acknowledged before me this 10th day of September, 2008<sup>8P</sup>, by  
Joyce M. Rowe, President of Brandermill Community Association, Inc.

My commission expires: January 31, 2011

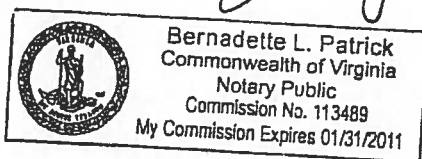


Bernadette L. Patrick  
Notary Public

COMMONWEALTH OF VIRGINIA  
City/County of Chesterfield : to wit

The foregoing instrument was acknowledged before me this 10th day of September, 2008<sup>8P</sup>, by  
Jane M. Lutz, Secretary of Brandermill Community Association, Inc.

My commission expires: January 30, 2011



Bernadette L. Patrick  
Notary Public