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INST # 2024023724

BATCH # 511892

JEFFERSON CO, KY FEE \$52.00

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BOBBIE HOLSCLAW

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DECLARATION OF ANNEXATION**SHAKES RUN SUBDIVISION, SECTION 13B
JEFFERSON COUNTY, KENTUCKY**

THIS DECLARATION OF ANNEXATION FOR SHAKES RUN SUBDIVISION, SECTION 13B (“Declaration of Annexation”) is made, imposed and declared as of this 16 day of February, 2024, by **CLAYTON PROPERTIES GROUP, INC.**, a Tennessee corporation, with an address of 16218 Shelbyville Road, Louisville, Kentucky 40245 (hereinafter referred to as “Declarant”);

WITNESSETH:

WHEREAS, Terra Acquisitions, LLC, a Kentucky limited liability company (“Sections 1 & 5A Declarant”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 1” (the “Subdivision”) pursuant to that certain Declaration of Covenants, Conditions and Restrictions of Shakes Run Subdivision, Section 1, recorded in Deed Book 9244, Page 720 on June 19, 2008 (“Prior Declaration”) in the Office of the Clerk of Jefferson County, Kentucky, also as shown on plat of same of record in Plat and Subdivision Book 52, Page 100 and Plat Book 53, Page 1 (“Section 1 Record Plat”); and is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 5A (the “Subdivision”) pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 5A, recorded in Deed Book 10168, Page 92 on November 15, 2013 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 5A”), also as shown on plat of same of record in Plat and Subdivision Book 54, Page 46 (“Section 5A Record Plat”) in the Office of the Clerk aforesaid; and

WHEREAS, Terra Ventures V, LLC, a Kentucky limited liability company (“Section 4 Declarant”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 4” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 4, recorded in Deed Book 9517, Page 988 on February 2, 2010 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 4”), also as shown on plat of same of record in Plat and Subdivision Book 53, Page 54 (“Section 4 Record Plat”) in the Office of the Clerk aforesaid; and

WHEREAS, Vickiecon Limited Liability Company, a Kentucky limited liability company (“Section 2C & 3 Declarant”) is the current owner and developer of lots in a certain residual

subdivision known as “SHAKES RUN SUBDIVISION – SECTION 2C” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 2C, recorded in Deed Book 9791, Page 985 on October 31, 2011 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 2C”), also as shown on plat of same of record in Plat and Subdivision Book 54, Page 4 (“Section 2C Record Plat”) in the Office of the Clerk aforesaid; and is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 3” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 3, recorded in Deed Book 9569, Page 742 on June 3, 2010 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 3”), also as shown on plat of same of record in Plat and Subdivision Book 53, Page 68 (“Section 3 Record Plat”) in the Office of the Clerk aforesaid; and

WHEREAS, Canfield-Filiatreau Joint Venture I, LLC, a Kentucky limited liability company (“Section 2A Declarant”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 2A” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 2A, recorded in Deed Book 9628, Page 845 on October 7, 2010 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 2A”), also as shown on plat of same of record in Plat and Subdivision Book 53, Page 78 (“Section 2A Record Plat”) in the Office of the Clerk aforesaid; and

WHEREAS, Canfield-Filiatreau Joint Venture II, LLC, a Kentucky limited liability company (“Section 2B Declarant”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 2B” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 2B, recorded in Deed Book 9628, Page 849 on October 7, 2010 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 2B”), also as shown on plat of same of record in Plat and Subdivision Book 53, Page 79 (“Section 2B Record Plat”) and re-recorded by First Supplemental Declaration of Covenants, Conditions and Restrictions in Deed Book 9705, Page 272 on April 6, 2011, in the Office of the Clerk aforesaid, also as shown on plat of same of record in Plat Book 53, Page 91 (“Section 2B Record Plat as amended”) in the Office of the Clerk aforesaid; and

WHEREAS, Elite Partnership, LLC, a Kentucky limited liability company (“Section 5B Declarant”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 5B” pursuant to that certain Declaration of

Annexation for Shakes Run Subdivision, Section 5B, recorded in Deed Book 10178, Page 809 on December 11, 2013 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 5B”), also as shown on plat of same of record in Plat and Subdivision Book 54, Page 47 (“Section 5B Record Plat”) in the Office of the Clerk aforesaid, with all rights and obligations of Section 5B Declarant having been assigned to Declarant pursuant to that certain Assignment and Assumption of Declarant Rights dated October 31, 2019, of record in Deed Book 11543, Page 522 in the Office of the Clerk aforesaid; and

WHEREAS, Shakes Run Development Section 7, LLC, a Kentucky limited liability company (“Section 7 Declarant”) was the original owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 7” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 7, recorded in Deed Book 10553, Page 143 on February 8, 2016 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 7”), also as shown on plat of same of record in Plat and Subdivision Book 55, Page 47 (“Section 7 Record Plat”) in the Office of the Clerk aforesaid, with all rights and obligations of Section 7 Declarant having been assigned to Declarant pursuant to that certain Assignment and Assumption of Declarant Rights dated October 31, 2019, of record in Deed Book 11543, Page 522 in the Office of the Clerk aforesaid; and

WHEREAS, Shakes Run Development 9, LLC, a Kentucky limited liability company (“Section 9 Declarant”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 9” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 9, recorded in Deed Book 10668, Page 21 on July 22, 2016 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 9”), also as shown on plat of same of record in Plat and Subdivision Book 55, Page 71 (“Section 9 Record Plat”) in the Office of the Clerk aforesaid; and

WHEREAS, Shakes Run Development Section 8, LLC, a Kentucky limited liability company (“Section 8 Declarant”) was the original owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 8” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 8, recorded in Deed Book 10717, Page 50 on September 23, 2016 (“Declaration of Annexation – Section 8”), as amended by that certain First Amendment to Shakes Run Subdivision Section 8 Declaration of Covenants, Conditions and Restrictions, recorded in Deed Book 10827, Page 462 on February 22, 2017 (“Section 8 First

Amendment”); as amended by that certain Second Amendment to Shakes Run Subdivision Section 8 Declaration of Covenants, Conditions and Restrictions, recorded in Deed Book 11332, Page 991 on January 22, 2019 (“Section 8 Second Amendment”), also as shown on plat of same of record in Plat and Subdivision Book 55, Page 81 (“Section 8 Record Plat”); and Section 8 Declarant was the original owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 12” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 12, recorded in Deed Book 11333, Page 1 on January 22, 2019 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 12”), also as shown on plat of same of record in Plat and Subdivision Book 58, Page 41 and 42 (“Section 12 Record Plat”) in the Office of the Clerk aforesaid; with all rights and obligations of Section 8 Declarant having been assigned to Declarant pursuant to that certain Assignment and Assumption of Declarant Rights dated October 31, 2019, of record in Deed Book 11543, Page 537 in the Office of the Clerk of Jefferson County, Kentucky; and

WHEREAS, Shakes Run Partners, LLC, a Kentucky limited liability company (“Shakes Run Partners”) is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 15” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 15, recorded in Deed Book 12474, Page 52 on October 11, 2022 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 15”), also as shown on plat of same of record in Plat and Subdivision Book 63, Pages 7 and 8 (“Section 15 Record Plat”), and Shakes Run Partners is the developer and Pulte Homes of Ohio, LLC, a Michigan limited liability company (“Pulte Homes”), is the owner of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 16” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 16, recorded in Deed Book 12496, Page 738 on November 10, 2022 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 16”), also as shown on plat of same of record in Plat and Subdivision Book 63, Pages 17 (“Section 16 Record Plat”); and

WHEREAS, Declarant is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION – SECTION 6” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 6, recorded in Deed Book 11951, Page 82 on March 9, 2021 in the Office of the Clerk of Jefferson County, Kentucky (“Declaration of Annexation – Section 6”), also as shown on plat of same of record in Plat and Subdivision Book

61, Page 3 (“Section 6 Record Plat”), as amended by that certain First Amendment to Declaration of Annexation of Shakes Run Subdivision Section 6, recorded in Deed Book 12029, Page 274 on May 26, 2021 in the Office of the Clerk of Jefferson County, Kentucky to correct the Declarant is the proper developer entity rather than Shakes Run, LLC; and is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION - SECTION 14” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 14, recorded in Deed Book 12010, Page 69 on May 7, 2021 in the Office aforesaid (“Declaration of Annexation – Section 14”), also as shown on plat of same of record in Plat and Subdivision Book 61, Pages 23 and 24 (“Section 14 Record Plat”) in the Office aforesaid; and is the current owner and developer of lots in a certain residual subdivision known as “SHAKES RUN SUBDIVISION - SECTION 13” pursuant to that certain Declaration of Annexation for Shakes Run Subdivision, Section 13, recorded in Deed Book 12213, Page 641 on December 3, 2021 in the Office aforesaid (“Declaration of Annexation – Section 13”), also as shown on plat of same of record in Plat and Subdivision Book 61, Pages 97 through 99 (“Section 13 Record Plat”) (collectively, Prior Declaration, Declaration of Annexation – Section 5A, Declaration of Annexation – Section 4, Declaration of Annexation – Section 2C, Declaration of Annexation – Section 3, Declaration of Annexation – Section 2A, Declaration of Annexation – Section 2B, Declaration of Annexation – Section 5B, Declaration of Annexation – Section 7, Declaration of Annexation – Section 9, Declaration of Annexation – Section 8, Declaration of Annexation – Section 12, Declaration of Annexation – Section 6, Declaration of Annexation – Section 13, and Declaration of Annexation – Section 14, Declaration of Annexation – Section 15, and Declaration of Annexation – Section 16 are referred to herein as “Declaration”); and

WHEREAS, Declarant desires to annex certain additional real property known as Section 13B and more particularly described below (“Section 13B” or the “Annexed Property”) into the subdivision regime governing the property shown on the Sections 1, 2A, 2B, 2C, 3, 4, 5A, 5B, 6, 7, 8, 9, 12, 13, 14, 15, & 16 Record Plats, and to subject Section 13B to the Declaration, as amended herein pursuant to the provisions of Article I, Section 1.2 (b) of the prior Declaration; and

WHEREAS, pursuant to a First Amendment to Declaration of Covenants, Conditions and Restrictions for Shakes Run Subdivision, Sections 1, 2A, 2B, 2C, 3, 4, 5A, 5B & 7 dated July 22, 2016, recorded in Deed Book 10668, Page 9, in the Office of the Clerk of Jefferson County, Kentucky (the “First Amendment”), the Declaration was amended to clarify which Declarants are required to

sign subsequent annexations authorizing a declarant of a current section of the Subdivision to, acting alone, annex additional real estate into the Subdivision, with the rights as an "Authorized Declarant" being assigned by Section 7 Declarant and Section 5B Declarant to Declarant pursuant to that certain Assignment and Assumption of Declarants Rights dated October 31, 2019, and recorded in Deed Book 11543, Page 522, in the Office of the Clerk of Jefferson County, Kentucky.

NOW, THEREFORE, in accordance with the foregoing preambles, which are hereby incorporated herein, the Declarant of Section 13B hereby declares as follows:

1. The Annexed Property consists of the lots numbered 101 through 127 and open space lots 128 and 129, as shown on Record Plat of **SHAKES RUN SUBDIVISION – SECTION 13B**, filed simultaneously with the recording of this Declaration of Annexation, of record in Plat and Subdivision Book 04, Pages 47 and 48 in the Office of the Clerk aforesaid.

2. Section 13B is hereby annexed to SHAKES RUN SUBDIVISION, and the scheme set forth in the Declaration shall be and hereby is extended to include the Annexed Property as more particularly described as:

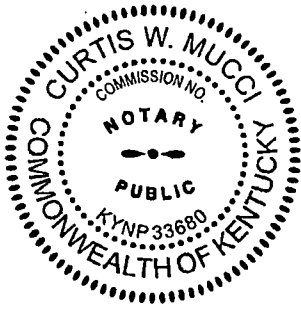
BEING Lots 101 through 127 and Open Space Lots 128 and 129, as shown on Record Plat of Shakes Run Subdivision – Section 13B, prepared by Sabak, Wilson & Lingo, Inc. dated Dec 7, 2023 and approved by the Louisville Metro Planning Commission on January 9, 2024 in Docket #21-RP-0020 the original of which is shown on the Plat of record in Plat and Subdivision Book 04, Pages 47 through 48 in the Office of the Clerk of Jefferson County, Kentucky.

Being the same property acquired by Clayton Properties Group, Inc. by Deed dated September 21, 2020 of record in Deed Book 11798, Page 751, in the aforesaid Office.

3. Declarant declares that the Additional Property shall be owned, held, used, leased, conveyed and occupied subject to the conditions and restrictions set forth herein as if these conditions and restrictions were included in and made a part of the Declaration.

[Remainder of this page intentionally left blank]

WITNESS the signature of Declarant by its duly authorized representative as of the day, month, and year first above written.



CLAYTON PROPERTIES GROUP, INC.
a Tennessee corporation

By: [Signature]

Name: Michael Metzkes

Title: Secretary

STATE OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

The foregoing instrument was subscribed, sworn to, and acknowledged before me by Michael Metzkes as Secretary of CLAYTON PROPERTIES GROUP, INC. a Tennessee corporation, on behalf of the corporation, this 16th day of February, 2024.

My Commission expires: 7/22/2025
Notary ID: KYNP 33680

[Signature]
Notary Public, State at Large, Kentucky

THIS INSTRUMENT PREPARED BY:

[Signature]
Nicholas R. Pregliasco
BARDENWERFER, TALBOTT & ROBERTS, PLLC
1000 N. Hurstbourne Pkwy., 2nd Floor
Louisville, Kentucky 40223
(502) 426-6688

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