

SECOND AMENDMENT
SUBINDENTURE OF TRUST AND RESTRICTIONS
THE VILLAGES AT BARRINGTON DOWNS
ST. LOUIS COUNTY, MISSOURI

This SECOND AMENDMENT to the Subindenture of Trust and Restrictions The Villages at Barrington Downs is made this 31st day of October, 1988 by J.L. MASON OF MISSOURI, INC., a Missouri Corporation.

WITNESSETH THAT:

WHEREAS, a certain Subindenture of Trust and Restrictions The Villages of Barrington Downs has been recorded in Book 8284, Page 125 of the St. Louis County Records, which Subindenture was amended by an instrument filed in Book 0323, Page 341 of the St. Louis County Records; and

WHEREAS, Article XI, Paragraph 4 of the aforementioned Subindenture provides that J.L. Mason of Missouri, Inc. shall have the right to amend, alter or change the Subindenture until such time as all of the lots in the subdivision have been sold and conveyed for residential use; and

WHEREAS, all of the lots in the subdivision have not been sold and conveyed for residential use; and

WHEREAS, the Veterans Administration has requested that certain amendments be made to the Subindenture to meet the guidelines of that agency so that the Subdivision might be approved for loans insured by that agency.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, J. L. Mason of Missouri, Inc. hereby amends the Subindenture The Villages at Barrington Downs as follows:

1. The power of J.L. Mason of Missouri, Inc. to add property to the Villages at Barrington Downs, as provided in Article XI, Paragraph 4 shall be limited to a period of seven (7) from the date of original filing of the Subindenture and shall be further limited to property, the boundary of which is located within one mile of the original boundaries of the Villages at Barrington Downs as of the date the Subindenture was filed.

2. Article IV, Section 2. Election of Trustees is amended by adding the following paragraph:

“Anything to the contrary herein notwithstanding, if at any time after Seventy-five percent (75%) of the total number of Lots and Living Units authorized to be developed in the Properties have been sold and conveyed for residential use, the subdivision shall be abandoned by the First Parties (“abandoned” being defined as no building permit having been issued for a period of six (6) months) and First Parties have not otherwise relinquished their right to appoint Trustees, First Parties shall cause the resignation of all of the Trustees then serving hereunder, and the then Owners shall elect successors Trustees in the same manner as the Owners are to elect the Trustees when all of the Lots and Living Units have been sold and conveyed for residential purposes.”

3. Except as specifically amended herein, all of the provisions of the Subindenture of Trust and Restrictions Tile Villages at Barrington Downs as previously amended shall remain in full force and effect.

IN WITNESS WHEREOF, J.L. Mason of Missouri, Inc. has executed this Second Amendment to the Subindenture of Trust and Restrictions the Villages at Barrington Downs, St. Louis County, Missouri, the day and year first written above.



J.L. MASON OF MISSOURI, INC.

By: Lloyd L. Potts
LLOYD L. POTTS
EXECUTIVE VICE PRESIDENT

STATE OF MISSOURI)
) SS
COUNTY OF ST. LOUIS)

On this 31st day of October, 1988, before me appeared LLOYD L. POTTS, to me personally known, and who being first duly sworn by me did state that he is Executive Vice President of J.L. Mason of Missouri, Inc., a Missouri corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and said LLOYD L. POTTS further acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, on the day and year first written above.

Clara B. Pollock
NOTARY PUBLIC
CLARA B. POLLOCK

MY COMMISSION EXPIRES:
3-27-90

BOOK 8417 PAGE 2470

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