

TRANSFER NOT NECESSARY
ROGER REYNOLDS, CPA
BY 33-11 DEPT.
AUDITOR, BUTLER CO., OHIO

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Butler County, Ohio
Dan Crank COUNTY RECORDER
File# 2011-00009625
BK 8315 PG 1901

Cross Reference:

Official Record 8142 Page 1886

Official Record 8183 Page 1587

**SECOND AMENDMENT TO THE DECLARATION OF PROTECTIVE COVENANTS,
CONDITIONS, RESTRICTIONS, RESERVATIONS AND EASEMENTS FOR NORTH
POINTE AT UNION CENTRE**

THIS SECOND AMENDMENT TO THE DECLARATION OF PROTECTIVE COVENANTS,
CONDITIONS, RESTRICTIONS, RESERVATIONS AND EASEMENTS FOR NORTH POINTE AT
UNION CENTRE (this "Amendment") is made this 26th day of February 2011, by NORTH POINTE
AT UNION CENTRE OWNER'S ASSOCIATION, INC., (the "Association").

WHEREAS:

A. On August 6, 2009, a certain "Declaration Of Protective Covenants, Conditions,
Restrictions, Reservations And Easements For North Pointe at Union Centre" was recorded in the Office
of the Recorder of Butler County, Ohio as Official Record 8142 Page 1886, as amended on November 2,
2009 by that certain First Amendment, as recorded in the Office of the Recorder of Butler County, Ohio
as Official Record 8183, Page 1587 (as amended, the "Declaration").

B. The Declaration created certain rights, obligations and covenants running with and
affecting the Property constituting North Pointe at Union Centre, which Property is more particularly
described in the Declaration and on Exhibit A attached hereto.

C. The Developer has terminated its Class B Membership status in accordance with Section
9.3 of the Declaration.

D. Pursuant to Article XII Section 12.3 of the Declaration, this Amendment was approved
by an affirmative vote of all members of the Association.

NOW THEREFORE, for good and valuable consideration the Association hereby amends the Declaration as follows:

1. Termination of Class B Membership. The Declaration is hereby amended to terminate the Class B Membership. In accordance with Section 9.3 of the Declaration, Developer shall be a Class A Member for so long as Developer owns any Site(s).
2. Incorporation. The terms of this Amendment are incorporated into and made a part of the Declaration. All terms and provisions of the Declaration which are not expressly modified by this Amendment shall remain in full force and effect.
3. Defined Terms. All capitalized terms which are not defined herein shall have the meaning ascribed to them in the Declaration.
4. Jurisdiction. This instrument shall be construed under the laws of the State of Ohio.

[Signature contained on next page]



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EXECUTED the day and year first written above.

**NORTH POINTE AT UNION CENTRE
OWNER'S ASSOCIATION, INC.**

By: *Jan Armstrong Cobb*
Jan Armstrong Cobb
President

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Before me, a Notary Public in and for said County and State, personally appeared Jan Armstrong Cobb, by me known to be the President of North Pointe at Union Centre Owner's Association, Inc., who acknowledged the execution of the foregoing instrument on behalf of said corporation.



My hand and Notarial Seal this 25th day of February, 2011.

Rose Andriacco
Notary Public, State of Ohio
My Commission Expires March 8, 2015

Rose Andriacco
Notary Public

Printed Signature

My Commission Expires: _____
My County of Residence: *Montgomery*

This instrument prepared by: Ann Kustoff, Corporate Attorney, Duke Realty Corporation, 3950 Shackleford Road, Duluth, Georgia 30096.

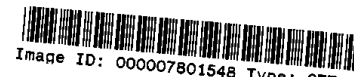


Exhibit A
The Property

Situated in Section 27, Town 3, Range 2, West Chester Township, Butler County, Ohio, being part of a 27.553 acre parcel conveyed to Duke Construction, Limited Partnership in O.R. 8048, Pg. 1558, the boundary of which being more particularly described as follows:

Beginning the northwest corner of said 27.553 acre parcel;

Thence along a northerly line of said 27.553 acre parcel, S86°48'37"E a distance of 910.04 feet;

Thence along an easterly line of said 27.553 acre parcel, S04°37'44"W a distance of 300.09 feet to a point in a northerly line of said 27.553 acre parcel;

Thence along said northerly line, S86°48'37"E a distance of 398.66 feet to the westerly right-of-way line of Cincinnati-Dayton Road;

Thence along said westerly right-of-way the following three (3) courses:

1. S05°26'12"W a distance of 301.97 feet;
2. S15°10'17"W a distance of 95.07 feet;
3. S21°01'51"W a distance of 284.50 feet to a point of curvature;

Thence along lines through said 27.553 acre parcel the following nine (9) courses:

1. Along a curve to the right an arc distance of 73.20 feet, said curve having a radius of 50.00 feet, a central angle of 83°53'01" and a chord bearing S62°58'21"W for 66.84 feet;
2. N75°05'08"W a distance of 70.09 feet;
3. N77°58'22"W a distance of 80.80 feet to a point of curvature;
4. Along a curve to the left an arc distance of 32.98 feet to a point of tangency, said curve having a radius of 214.00 feet, a central angle of 08°49'44" and a chord bearing N82°23'45"W for 32.94 feet;
5. N86°48'37"W a distance of 883.35 feet to a point of curvature;
6. Along a curve to the right an arc distance of 47.12 feet to a point of tangency, said curve having a radius of 30.00 feet, a central angle of 90°00'00" and a chord bearing N41°48'37"W for 42.43 feet;
7. N03°11'23"E a distance of 711.54 feet;
8. Along a curve to the right for an arc distance of 23.26 feet to a point of reverse curvature, said curve having a radius of 30.00 feet, a central angle of 44°24'55" and a chord bearing N25°23'51"E for 22.68 feet;

9. Along a curve to the left for an arc distance of 126.68 feet, said curve having a radius of 54.00 feet, a central angle of $134^{\circ}24'55''$ and a chord bearing $N19^{\circ}36'09''W$ for 99.57 feet to a point in the west line of the aforesaid 27.553 acre parcel;

Thence along said west line, $N03^{\circ}11'23''E$ a distance of 115.67 feet to the Point of Beginning.

Containing 25.143 acres more or less.

Together with:

Situated in Section 27, Town 3, Range 2, West Chester Township, Butler County, Ohio, being part of a 19.722 acre parcel conveyed to Duke Construction, Limited Partnership in O.R. 8048, Pg. 1558, the boundary of which being more particularly described as follows:

Commencing at the northeast corner of said 19.722 acre parcel;

Thence along easterly lines of said 19.722 acre parcel, $S21^{\circ}23'53''W$ a distance of 193.35 feet;

Thence continuing $N68^{\circ}56'55''W$ a distance of 49.58 feet to the True Point of Beginning;

Thence along easterly lines of said 19.722 acre parcel the following four (4) courses:

1. $N68^{\circ}56'55''W$ a distance of 9.01 feet;
2. $S24^{\circ}13'52''W$ a distance of 354.88 feet;
3. $S52^{\circ}00'54''W$ a distance of 38.26 feet;
4. $S26^{\circ}04'20''W$ a distance of 46.67 feet;

Thence along the northerly right-of-way line of Union Centre Boulevard the three (3) courses:

1. $S65^{\circ}32'26''W$ a distance of 692.36 feet;
2. $S71^{\circ}15'49''W$ a distance of 113.83 feet to a point of curvature;
3. Along a curve to the right an arc distance of 106.00 feet to a point of compound curvature, said curve having a radius of 761.15 feet, a central angle of $07^{\circ}58'46''$ and a chord bearing $S78^{\circ}53'38''W$ for 105.92 feet;

Thence along lines through said 19.722 acre parcel the following eleven (11) courses:

1. Along a curve to the right an arc distance of 70.02 feet to a point of tangency, said curve having a radius of 40.00 feet, a central angle of $100^{\circ}17'46''$ and a chord bearing $N46^{\circ}58'06''W$ for 61.42 feet;
2. $N03^{\circ}10'47''E$ a distance of 111.03 feet;
3. $N01^{\circ}57'10''W$ a distance of 49.98 feet;
4. $N03^{\circ}11'23''E$ a distance of 752.37 feet to a point of curvature;



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5. Along a curve to the right an arc distance of 47.12 feet to a point of tangency, said curve having a radius of 30.00 feet, a central angle of 90°00'00" and a chord bearing N48°11'23"E for 42.43 feet;
6. S86°48'37"E a distance of 782.91 feet to a point of curvature;
7. Along a curve to the right an arc distance of 38.06 feet to a point of tangency, said curve having a radius of 186.00 feet, a central angle of 11°43'29" and a chord bearing S80°56'52"E for 37.99 feet;
8. S75°05'08"E a distance of 23.07 feet;
9. S61°35'24"E a distance of 51.42 feet;
10. S75°05'08"E a distance of 125.84 feet to a point of curvature;
11. Along a curve to the right an arc distance of 83.88 feet to a point in the westerly right-of-way line of Cincinnati-Dayton Road, said curve having a radius of 50.00 feet, a central angle of 96°06'59" and a chord bearing S27°01'39"E for 74.38 feet;

Thence along the westerly right-of-way line of Cincinnati-Dayton Road, S21°01'51"W a distance of 79.43 feet to the Point of Beginning.

Containing 17.860 acres more or less.

Less and except:

Situated in Section 27, Town 3, Range 2, West Chester Township, Butler County, Ohio, and being part of a 27.553 acre tract conveyed to Duke Construction Limited Partnership in O.R. 8048 Pg. 1558, the boundary of which being more particularly described as follows:

Commencing at the southwest corner of Lot 958 of Saratoga Farms, Beckett Ridge, Section 29, Phase RZ3, Stage 1 as recorded in Plat Envelope 1688 Pages A-E also being in the easterly limited access right-of-way line of Interstate 75; Thence along said limited access right-of-way line, S42°39'31"W a distance of 102.01 feet; Thence continuing, S40°16'24"W a distance of 684.07 feet to the northwest corner of a 39.759 acre tract of land conveyed to Union Centre 47, LLC, in O.R. 8047 Pg. 1806, witness a 3/4" iron pin found North 0.4 feet;

Thence with the northerly lines of said 39.759 acre tract the following five (5) courses:

1. S05°53'23"W a distance of 79.60 feet to a 3/4" iron pin found;
2. N72°18'25"E a distance of 245.71 feet to a 1" iron pin found;
3. S86°48'37"E a distance of 861.89 feet to a 5/8" iron pin found in the west line of a tract of land conveyed to Union Township Cemetery;
4. S00°25'23"W a distance of 511.50 feet to a 5/8" iron pin found;
5. S86°48'37"E a distance of 216.98 feet to a 5/8" iron pin found with an ID cap stamped "Kleingers" at the Point of Beginning, also being the northwest corner of said 27.553 acre tract;

Thence continuing along the northerly line of said 27.553 acre tract and the southerly line of said cemetery lands, S86°48'37"E a distance of 910.04 feet to a concrete monument found at the northwest corner of a 2.7548 acre (remainder) tract of land conveyed to Cincinnati Gas & Electric Company in D.B. 951, Pg. 693;



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Thence along the west line of said 2.7548 acre tract S04°37'44"W a distance of 300.09 feet to a concrete monument found;


Thence along the south line of said 2.7548 acre tract, S86°48'37"E a distance of 398.66 feet to a point on the westerly right-of-way line of Cincinnati-Dayton Road, witness a concrete monument found East 1.4 feet;

Thence along said right-of-way line, S05°26'13"W a distance of 15.01 feet to a 5/8" iron pin set;

Thence along new division lines through said 27.553 acre tract the following five (5) courses:

1. N86°48'37"W a distance of 428.46 feet to a 5/8" iron pin set;
2. N04°37'44"E a distance of 132.04 feet to a 5/8" iron pin set;
3. N86°48'37"W a distance of 426.03 feet to a 5/8" iron pin set;
4. N03°04'08"E a distance of 82.33 feet to a 5/8" iron pin set;
5. N86°48'37"W a distance of 449.23 feet to a 5/8" iron pin set in the westerly line of said 27.553 acre tract;

Thence along said westerly line, N03°11'23"E a distance of 100.67 feet to the Point of Beginning.


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