

REI 90 REV 38 TC# 38
TOTAL 90 CK AMT 151 CK# 1444
REC# 151 REF 151 BY 151
CASH 151

**SIXTH AMENDMENT TO AMENDED AND RESTATED
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR BALD HEAD ISLAND HARBOUR**

This Sixth Amendment to the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Bald Head Island Harbour is dated for purposes of reference only this 7th day of April, 2003, and is made and entered into by the Harbour Association of Bald Head Island, a North Carolina nonprofit corporation ("Harbour Association"), upon vote duly made by the members of the Harbour Association, as certified by the Harbour Association;

WITNESSETH:

WHEREAS, by Amended and Restated Declaration of Covenants, Conditions and Restrictions for Bald Head Island Harbour, recorded in Book 985, Page 384 of the Office of the Register of Deeds for Brunswick County, North Carolina, as subsequently amended (the "Covenants"), the property described in the Covenants was made subject thereto; and,

WHEREAS, Article V of the Covenants contains a provision in paragraph 6 requiring, at the first meeting called pursuant to paragraphs 3 or 4 of Article V, the presence at the meeting of members or of proxies entitled to cast sixty percent (60%) of all votes to constitute a quorum; and,

WHEREAS, the members of the Harbour Association have determined, by the signed written vote of not less than fifty percent (50%) of the owners of the lots now existing, to amend said paragraph 6 of Article V the Covenants to reduce the percentage of votes necessary to constitute a quorum at the aforesaid first meeting from sixty percent (60%) to forty percent (40%);

NOW, THEREFORE, the Covenants are hereby amended as follows:

1. Paragraph 6 of Article V of the Covenants shall henceforth read as follows:

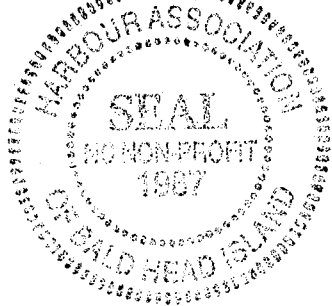
6. At the first meeting called pursuant to Sections 3 or 4 of this Article, the presence at the meeting of members or of proxies entitled to cast forty percent (40%) of all votes shall constitute a quorum. If the required quorum is not forthcoming at any meeting, another meeting may be called subject to the notice requirements set forth in Sections 3 and 4 hereof, and the required quorum at any such subsequent meeting shall be one-half (1/2) of the required quorum at the preceding meeting. Such subsequent meetings shall be held within sixty (60) days following the preceding meeting.

2. It is expressly understood that, to the extent necessary, the definitions contained in the Covenants and in the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Bald Head Association shall be applicable to the defined terms, if any, within this Sixth Amendment.

3. Except as set out herein, all of the terms, provisions, conditions and restrictions contained in the Covenants, including all amendments thereto, shall remain in full force and effect.

4. As required by Article XI, paragraph 4 of the Covenants, attached hereto is a certification duly adopted by the Board of Directors of the Association certifying that this Sixth Amendment has been approved by the required written vote of the Members of the Harbour Association.

IN WITNESS WHEREOF, the Harbour Association of Bald Head Island has executed this instrument, under seal, this the 7th day of April, 2003.



HARBOUR ASSOCIATION OF BALD HEAD ISLAND

By: [Signature] (SEAL)
Emily Hill, President

ATTEST:

[Signature]
LaWanda Hall, Secretary

STATE OF NORTH CAROLINA,
BRUNSWICK COUNTY

I, Shaina Inman a Notary Public for the County and State aforesaid, certify that LaWanda Hall personally came before me this day and acknowledged that she is the Secretary of the Harbour Association of Bald Head Island, a North Carolina nonprofit corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal, and attested by her as its Secretary.

WITNESS my hand and official seal, this the 7th day of April, 2003.

{stamp or seal}  OFFICIAL SEAL
Notary Public - North Carolina
BRUNSWICK COUNTY
SHAINA INMAN
My Commission Expires 9/11/03
Shaina Inman
Notary Public
My commission expires: 9/11/03

STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

The Foregoing (or annexed) Certificate(s) of _____

SHAINA INMAN

Notary(ies) Public is (are) Certified to be Correct. 17th Day of April, 2003
This Instrument was filed for Registration on this _____ Day of _____, 2003
in the Book and page shown on the First Page hereof.

[Signature]
ROBERT J. ROBINSON, Register of Deeds

CERTIFICATION

The Board of Directors of the Harbour Association of Bald Head Island hereby certifies, in accordance with the requirement of Article XI, paragraph 4 of the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Bald Head Island Harbour, as recorded in Book 985, Page 384, Brunswick County Registry, that said Declaration has been amended upon proper written vote of owners of not less than fifty (50%) percent of the Lots within said Association, and that the Amendment to which this Certification is attached, upon recordation, is certified to be valid, properly adopted, and of full force and effect.

This the 7th day of April, 2003.



By: _____

Emily Hill

By: _____

Joyce C. Fulton

By: _____

LaWanda Hall

By: _____

Alice Welden

By: _____

Julie Hayes Cox