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THIRD AMENDMENT TO MASTER DEED FOR
AZALEA LAKES HORIZONTAL PROPERTY REGIME,
SAID MASTER DEED BEING DATED JULY 24, 1998, AND
RECORDED JULY 24, 1998, IN DEED BOOK 2058 AT PAGE 006
RECORDS OF HORRY COUNTY

Pursuant to the terms and conditions of the aforesaid Master Deed and related documents, Heritage Azalea Lakes, Inc., a South Carolina Corporation, herein and hereby amends the said Master Deed and related documents as set out herein for the purpose of submitting Phase IV to Azalea Lakes Horizontal Property Regime.

Therefore, Heritage Azalea Lakes, Inc., a South Carolina Corporation, having its principal office at Myrtle Beach, County of Horry, State of South Carolina, hereinafter referred to as the GRANTOR, as the sole owner in fee simple of the land and improvements hereinafter described, does hereby make, declare and publish its intention and desire to submit, and does hereby submit the land and building hereinbelow described (Phase IV), together with all other improvements thereon, "including all easements, rights and appurtenances thereto belonging, to a Horizontal Property Regime (sometimes termed "condominium" ownership) known as Azalea Lakes Horizontal Property Regime, in the manner provided for by Sections 27-31-10 through 27-31-300 (both inclusive) of Chapter 31 entitled "Horizontal Property Act of the 1976 Code of Laws of South Carolina" as amended, and as provided for in the Master Deed creating Azalea Lakes Horizontal Property Regime, dated July 24, 1998, and recorded July 24, 1998, in Deed Book 2058 at Page 006, records of Horry County.

Article I and Exhibit A of the Master Deed are hereby amended to add thereto the following described additional land together with all buildings and other improvements thereon which are hereby submitted to the Horizontal Property Regime:

ALL AND SINGULAR, all that certain piece, parcel or tract of land located in Horry County, South Carolina, containing 0.50 acres and being shown and designated as Phase 4 on a plat titled "Closing Plat adding Phase 4, Azalea lakes on U.S. Highway 17 By-Pass" prepared by Robert L. Bellamy & Associates, Inc., Engineers and Surveyors dated August 10, 1998 and recorded in Condominium Plat Book C at Page 668, in the office of the Register of Deeds for Horry County.

This is the identical property conveyed to Heritage Azalea Lakes, Inc. by deed of Burroughs and Chapin Company, Inc. dated April 3, 1998 and recorded in Deed Book 2025 at page 1487, in the Office of the Register of Deeds for Horry County.

RETURN TO
BELLAMY RUTENBERG, COPELAND
PPS, GRAVELY & BOWERS, P.A.
POST OFFICE BOX 357
MYRTLE BEACH, S. C. 29578
(803) 449-2400

1076

TOGETHER WITH a nonexclusive, appurtenant, perpetual easement over, under, through, and across the property described in Exhibit "A" to that certain Agreement to Grant Easement between Burroughs and Chapin Company, Inc. and Heritage Azalea Lakes, Inc., dated March 3, 1998, and recorded March 6, 1998, in Deed Book 2013 at Page 687 records of Horry County, South Carolina, and subject to and in accordance with the terms thereof, which Agreement to Grant Easement is incorporated herein by this reference.

The within conveyance is subject to all easements of record and/or upon the ground and to all restrictions, reservations, covenants and agreements, including, but not limited to, those shown upon the aforesaid map.

Pursuant to Section 27-31-100 of the South Carolina Code (1976), as amended, notice is given that all activities on or over and all uses of any submerged land or other critical areas are subject to the jurisdiction of the South Carolina Coastal Council, including, but not limited to, the requirements that any activity or use must be authorized by the South Carolina Coastal Council. Pursuant to said Section, any owner is liable to the extent of his ownership for any damages to, any inappropriate or unpermitted uses of, and any duties or responsibilities concerning any submerged land, coastal waters, or any other critical area.

Article II of the Master Deed is amended to add thereto the following:

Annexed hereto and expressly made a part hereof, as Exhibit B-4, is a plot plan showing the location of the buildings and other improvements of Phase IV, a set of floor plans of the building which shows graphically the dimension and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Each UNIT is identified by a specific number on said Exhibit B-4, and no UNIT bears the same designation as any other UNIT. Exhibit B-4 is also recorded as a separate condominium plat in the public records of aforesaid Horry County, maintained by the Register of Deeds in Condominium Plat Book C at Pages 668.

Article XII of the Master Deed is amended to add the following:

Further, annexed hereto and made a part hereof as Exhibit C-4 is a table of statutory values and percentage interests which reflects the addition of Phase IV as a part of Azalea Lakes Horizontal Property Regime.

GENERALLY: The said Master Deed is further amended in all particulars, generalities and references so as to reflect and include the submission of and intent to submit the said Phase IV to the Horizontal Property Regime and to reserve all rights to submit Phases V through CXXV, or any of them.

IN WITNESS WHEREOF, Heritage Azalea Lakes, Inc., a South Carolina Corporation, has caused these presents to be executed this 20 day of August, 1998.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

Robert E. Mosley
Brantley King

HERITAGE AZALEA LAKES, INC.

By: [Signature]
Its: [Signature]

(STATE OF SOUTH CAROLINA)

COUNTY OF HORRY)

PROBATE

PERSONALLY appeared before me the undersigned witness and made oath that s/he saw the within named Heritage Azalea Lakes, Inc., a South Carolina Corporation, by its proper officer, Sign, Seal and as its Act and Deed deliver the within written SECOND AMENDMENT TO MASTER DEED; and that s/he with the undersigned notary witnessed the execution thereof.

Rebecca E. Hoxley

SWORN to before me this 20
day of August, 1998.

Rebecca E. Hoxley
Notary Public for South Carolina
My Commission Expires: 5-5-04

AZALEA LAKES
HORIZONTAL PROPERTY REGIME
Phase IV.

EXHIBIT "B-4"
TO
MASTER DEED

NOTE: Exhibit "B-4" is a survey prepared by Robert L. Bellamy & Associates, Inc., dated August 10, 1998, (the "Survey"), which shows the location of the Building and other improvements (as well as the buildings previously submitted and made a part of Azalea Lakes Horizontal Property Regime) and a set of floor plans dated September 16, 1997, and last revised February 23, 1998 prepared by Pegram Associates, Inc., Architects/Planners, (the "Plans"), which show graphically the dimensions, area and location of each UNIT therein, and the dimensions, area and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Both the Survey and Plans are recorded in Condominium Plat Book C at Page 668, records of Horry County, South Carolina and are incorporated herein by this reference. Said Exhibit further includes the following:

There is one (1) Building, also identified as Building 4 containing twelve (12) UNITS in Phase IV. Each UNIT is identified by a separate UNIT identification number on the Plans. Each UNIT which has the number "4" as the first digit of its UNIT identification number is located in Building 4, as shown on the Survey and Plans. Phase IV for purposes of this Master Deed shall consist of Building 4 as shown on the Survey and the UNITS contained therein. The Building is three (3) levels in height and contains four (4) UNITS on each level. All UNITS having the number "1" as the second digit of its UNIT identification number (being the number immediately following the dash) are located on level one of the Building. All UNITS having the number "2" as the second digit of its UNIT identification number are located on level two of the Building. All UNITS having the number "3" as the second digit of its UNIT identification number are located on level three of the Building. Each UNIT is individually designated using the UNIT identification number shown both on the Plans and on Exhibit "C-4" to this Master Deed.

As shown on the Plans, each UNIT has an entrance door opening onto a corridor which corridor is a COMMON ELEMENT. Access to the second and third level of each building is by way of two (2) sets of stairways. The stairways are COMMON ELEMENTS.

Parking is provided in the parking areas shown on the Survey within the property being submitted herewith, as well as the property previously submitted. The parking areas are COMMON ELEMENTS.

UNITS 4-102, 4-202 and 4-302 are one (1) bedroom UNITS, as shown on the Plans. Each one (1) bedroom UNIT, as shown on the Plans, contains a Great Room, a bath, closets, a kitchen and a mechanical room. Each two (2) bedroom UNIT, as shown on the plans, contains a living area, dining area, kitchen, two (2) bedrooms, two (2) baths and closets as shown on the Plans. The patios and decks, as shown on the Plans, are LIMITED COMMON ELEMENTS for the use and benefit of the UNIT from which it is directly accessible and adjacent to.

As to each UNIT: All built-in kitchen appliances, the refrigerator, heating and air-conditioning units and condensers, hot water heaters and bathroom fixtures located in each UNIT are a part of the UNIT in which they are located and are not COMMON ELEMENTS. The air handling units which serve each UNIT are a part of the UNIT which it serves and are not COMMON ELEMENTS, notwithstanding that they are located outside of the UNIT.

Reference to areas as COMMON ELEMENTS or areas in this Exhibit shall be in addition to and read in conjunction with the further designations of Common Elements and areas as set out in the Master Deed and the Survey and Plans making up the balance of this Exhibit "B-4".

This Exhibit "B-4" shall be amended if Phase V through Phase CXXV, or any one or more of them, shall become a part of the Horizontal Property Regime in accordance with the terms of this Master Deed.



RE: Building 4, Azalea Lakes
Horizontal Property Regime
3923 Gladiola Court
Myrtle Beach, South Carolina

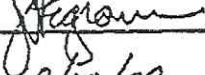
J. Thomas Pegram AIA
Dennis H. Springs AIA
David S. Glymph AIA
Kenneth N. Helt AIA

The attached plans by Pegram Associates, Inc. of Myrtle Beach, S.C., consist of 3 sheets numbered and dated or revised as follows:

- A1 [9/16/97] [revised 2/23/98]
(9 2-BR's/3 1-BR'S, #'s 101, 102, 103, 104
201, 202, 203, 204
301, 302, 303, 304)
- A5 [9/16/97]
A6 [9/16/97]

The visible components of the completed building, comprising Building 4 of this project, appear to conform to the attached plans. The floor plans show graphically the dimensions, area, and location of the proposed units; and the dimensions, area and location of the proposed common elements affording access to each unit. Other proposed common elements, both limited and general, are shown graphically insofar as possible. In addition, the suggested number of each unit has been shown on the plans. The undersigned is the "Architect of Record" on the subject building, but did not provide construction observation of the subject building, and therefore can make no confirmation of conformance to the attached drawings beyond the general conformance noted above.

PEGRAM ASSOCIATES, INC.

by 
date 8/19/98

AZALEA LAKES
HORIZONTAL PROPERTY REGIME

EXHIBIT "C-4"
TO
MASTER DEED

Schedule of percentage (%) of undivided interest in the COMMON ELEMENTS appurtenant to UNITS in Azalea Lakes, a condominium, including Phases I, II, III and IV. Statutory Value is for statutory purposes only and has no relationship to the actual value of each UNIT.

UNIT Number Phase Number	Statutory Value	Percentage Interest (Phases I, II, III & IV)
PHASE I		
1-101	80,000	2.2002
1-102	63,000	1.7326
1-103	80,000	2.2002
1-104	80,000	2.2002
1-201	80,000	2.2002
1-202	63,000	1.7326
1-203	80,000	2.2002
1-204	80,000	2.2002
1-301	80,000	2.2002
1-302	63,000	1.7326
1-303	80,000	2.2002
1-304	80,000	2.2002
PHASE II		
2-101	80,000	2.2002
2-102	63,000	1.7326
2-103	80,000	2.2002
2-104	80,000	2.2002
2-201	80,000	2.2002
2-202	63,000	1.7326
2-203	80,000	2.2002

HORRY COUNTY ASSESSOR

NEW PARCEL 185-23-01-039 thru 048

SPLIT FROM 185-00-3-022

Map Blk Parcel

8-24-98 Jc

2-204	80,000	2.2002
2-301	80,000	2.2002
2-302	63,000	1.7326
2-303	80,000	2.2002
2-304	80,000	2.2002
PHASE III		
3-101	80,000	2.2002
3-102	63,000	1.7326
3-103	80,000	2.2002
3-104	80,000	2.2002
3-201	80,000	2.2002
3-202	63,000	1.7326
3-203	80,000	2.2002
3-204	80,000	2.2002
3-301	80,000	2.2002
3-302	63,000	1.7326
3-303	80,000	2.2002
3-304	80,000	2.2002
PHASE IV		
4-101	80,000	2.2002
4-102	63,000	1.7326
4-103	80,000	2.2002
4-104	80,000	2.2002
4-201	80,000	2.2002
4-202	63,000	1.7326
4-203	80,000	2.2002
4-204	80,000	2.2002
4-301	80,000	2.2002
4-302	63,000	1.7326
4-303	80,000	2.2002
4-304	80,000	2.2002
Total Statutory Value for Phase I, II, III and IV	\$3,636,000	100.000% (rounded to nearest one thousandth)

The foregoing schedule may be amended in accordance with the Master Deed and Exhibit "C" thereto in the event additional phase(s) are submitted in accordance with the terms of the Master Deed.

BOOK 2065 PAGE 1085

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ELVENTH AMENDMENT TO MASTER DEED FOR
AZALEA LAKES HORIZONTAL PROPERTY REGIME,
SAID MASTER DEED BEING DATED JULY 24, 1998, AND
RECORDED JULY 24, 1998, IN DEED BOOK 2058 AT PAGE 006.
RECORDS OF HORRY COUNTY

R.M.S.

Pursuant to the terms and conditions of the aforesaid Master Deed and related documents, Heritage Azalea Lakes, Inc., a South Carolina Corporation, herein and hereby amends the said Master Deed and related documents as set out herein for the purpose of submitting Phase XII to Azalea Lakes Horizontal Property Regime.

Therefore, Heritage Azalea Lakes, Inc., a South Carolina Corporation, having its principal office at Myrtle Beach, County of Horry, State of South Carolina, hereinafter referred to as the GRANTOR, as the sole owner in fee simple of the land and improvements hereinafter described, does hereby make, declare and publish its intention and desire to submit, and does hereby submit the land and building hereinbelow described (Phase XII), together with all other improvements thereon, including all easements, rights and appurtenances thereto belonging, to a Horizontal Property Regime (sometimes termed "condominium" ownership) known as Azalea Lakes Horizontal Property Regime, in the manner provided for by Sections 27-31-10 through 27-31-300 (both inclusive) of Chapter 31 entitled "Horizontal Property Act of the 1976 Code of Laws of South Carolina" as amended, and as provided for in the Master Deed creating Azalea Lakes Horizontal Property Regime, dated July 24, 1998, and recorded July 24, 1998, in Deed Book 2058 at Page 006, records of Horry County.

Article I and Exhibit A of the Master Deed are hereby amended to add thereto the following described additional land together with all buildings and other improvements thereon which are hereby submitted to the Horizontal Property Regime:

ALL AND SINGULAR, all that certain piece, parcel or tract of land located in Horry County, South Carolina, containing 3.09 acres and being shown and designated as Phase 12 on a plat titled "Closing Plat adding Phase 12, to Phases 1 through 11, Azalea lakes on U.S. Highway 17 By-Pass" prepared by Robert L. Bellamy & Associates, Inc., Engineers and Surveyors dated December 15, 1998 and recorded in Condominium Plat Book C at Page 733, in the office of the Register of Deeds for Horry County.

This is the identical property conveyed to Heritage Azalea Lakes, Inc. by deed of Burroughs and Chapin Company, Inc. dated October 6, 1998 and recorded in Deed Book 2090 at page 1310 in the Office of the Register of Deeds for Horry County.

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TOGETHER WITH a nonexclusive, appurtenant, perpetual easement over, under, through, and across the property described in Exhibit "A" to that certain Agreement to Grant Easement between Burroughs and Chapin Company, Inc. and Heritage Azalea Lakes, Inc., dated March 3, 1998, and recorded March 6, 1998, in Deed Book 2018 at Page 687 records of Horry County, South Carolina, and subject to and in accordance with the terms thereof, which Agreement to Grant Easement is incorporated herein by this reference.

The within conveyance is subject to all easements of record and/or upon the ground and to all restrictions, reservations, covenants and agreements, including, but not limited to, those shown upon the aforesaid map.

Pursuant to Section 27-31-100 of the South Carolina Code (1976), as amended, notice is given that all activities, on or over and all uses of any submerged land or other critical areas are subject to the jurisdiction of the South Carolina Coastal Council, including, but not limited to, the requirements that any activity or use must be authorized by the South Carolina Coastal Council. Pursuant to said Section, any owner is liable to the extent of his ownership for any damages to, any inappropriate or unpermitted uses of, and any duties or responsibilities concerning any submerged land, coastal waters, or any other critical area.

Article II of the Master Deed is amended to add thereto the following:

Annexed hereto and expressly made a part hereof, as Exhibit B-11, is a plot plan showing the location of the buildings and other improvements of Phase XII, a set of floor plans of the building which shows graphically the dimension and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Each UNIT is identified by a specific number on said Exhibit B-11 and no UNIT bears the same designation as any other UNIT. Exhibit B-11 is also recorded as a separate condominium plat in the public records of aforesaid Horry County, maintained by the Register of Deeds in Condominium Plat Book C at Pages 733.

Article XII of the Master Deed is amended to add the following:

Further, annexed hereto and made a part hereof as Exhibit C-11 is a table of statutory values and percentage interests which reflects the addition of Phase XII as a part of Azalea Lakes Horizontal Property Regime.

GENERALLY: The said Master Deed is further amended in all particulars, generalities and references so as to reflect and include the submission of and intent to submit the said Phase XII to the Horizontal Property Regime and to reserve all rights to submit Phases XIII through CXXV, or any of them.

IN WITNESS WHEREOF, Heritage Azalea Lakes, Inc., a South Carolina Corporation, has caused these presents to be executed this 22nd day of December, 1998.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

HERITAGE AZALEA LAKES, INC.

Wesley D. Payne
Rebecca E. Moseley

By: [Signature]
Its: [Signature]

STATE OF SOUTH CAROLINA)
)
COUNTY OF HORRY)

PROBATE

PERSONALLY appeared before me the undersigned witness and made oath that s/he saw the within named Heritage Azalea Lakes, Inc., a South Carolina Corporation, by its proper officer, Sign, Seal and as its Act and Deed deliver the within written NINTH AMENDMENT TO MASTER DEED; and that s/he with the undersigned notary witnessed the execution thereof.

Wesley D. Payne

SWORN to before me this 22nd day of December, 1998.

Rebecca E. Moseley
Notary Public for South Carolina
My Commission Expires: ~~My Commission Expires~~
July 7, 2007

AZALEA LAKES
HORIZONTAL PROPERTY REGIME
Phase XII

EXHIBIT "B-11"
TO
MASTER DEED

NOTE: Exhibit "B-11" is a survey prepared by Robert L. Bellamy & Associates, Inc., dated December 15, 1998, (the "Survey"), which shows the location of the Building and other improvements (as well as the buildings previously submitted and made a part of Azalea Lakes Horizontal Property Regime) and a set of floor plans dated September 16, 1997, and last revised April 28, 1998, prepared by Pegram Associates, Inc., Architects/Planners, (the "Plans"), which show graphically the dimensions, area and location of each UNIT therein, and the dimensions, area and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Both the Survey and Plans are recorded in Condominium Plat Book at Page 733, records of Horry County, South Carolina and are incorporated herein by this reference. The floor plans for the Garage Units are attached hereto as Exhibit "D" and show graphically the dimensions, area and location of each Garage Unit and the location of COMMON ELEMENTS affording access to each Garage Unit. The floor plans for the Garage Units are incorporated herein by reference. Said Exhibit further includes the following:

There is one (1) Building, also identified as Building 12 containing twelve (12) UNITS in Phase XII. Each UNIT is identified by a separate UNIT identification number on the Plans. Each UNIT which has the number "12" as the first digit of its UNIT identification number is located in Building 12, as shown on the Survey and Plans. Phase XII for purposes of this Master Deed shall consist of Building 12 as shown on the Survey and the UNITS contained therein. The Building is three (3) levels in height and contains four (4) UNITS on each level. All UNITS having the number "1" as the second digit of its UNIT identification number (being the number immediately following the dash) are located on level one of the Building. All UNITS having the number "2" as the second digit of its UNIT identification number are located on level two of the Building. All UNITS having the number "3" as the second digit of its UNIT identification number are located on level three of the Building. Each UNIT is individually designated using the UNIT identification number shown both on the Plans and on Exhibit "C-11" to this Master Deed.

As shown on the Plans, each UNIT has an entrance door opening onto a corridor which corridor is a COMMON ELEMENT. Access to the second and third level of each building is by way of two (2) sets of stairways. The stairways are COMMON ELEMENTS.

There is one (1) garage building identified on the survey referenced above as Garage Building 4. Garage Building 4 contains four (4) Garage Units identified on the floor plans as Garage Unit 4-A, Garage Unit 4-B, Garage Unit 4-C and Garage Unit 4-D.

Parking is provided in the parking areas shown on the Survey within the property being submitted herewith, as well as the property previously submitted. The parking areas are COMMON ELEMENTS.

UNITS 12-102, 12-202 and 12-302 are one (1) bedroom UNITS, as shown on the Plans. Each one (1) bedroom UNIT, as shown on the Plans, contains a Great Room, a bath, closets, a kitchen and a mechanical room. Each two (2) bedroom UNIT, as shown on the plans, contains a living area, dining area, kitchen, two (2) bedrooms, two (2) baths and closets as shown on the Plans. The patios and decks, as shown on the Plans, are LIMITED COMMON ELEMENTS for the use and benefit of the UNIT from which it is directly accessible and adjacent to.

As to each UNIT: All built-in kitchen appliances, the refrigerator, heating and air-conditioning units and condensers, hot water heaters and bathroom fixtures located in each UNIT are a part of the UNIT in which they are located and are not COMMON ELEMENTS. The air handling units which serve each UNIT are a part of the UNIT which it serves and are not COMMON ELEMENTS, notwithstanding that they are located outside of the UNIT.

Reference to areas as COMMON ELEMENTS or areas in this Exhibit shall be in addition to and read in conjunction with the further designations of Common Elements and areas as set out in the Master Deed and the Survey and Plans making up the balance of this Exhibit "B-11".

This Exhibit "B-11" shall be amended if Phase XIII through Phase CXXV, or any one or more of them, shall become a part of the Horizontal Property Regime in accordance with the terms of this Master Deed.

AZALEA LAKES
HORIZONTAL PROPERTY REGIME

EXHIBIT "C-11"
TO
MASTER DEED

Schedule of percentage (%) of undivided interest in the COMMON ELEMENTS appurtenant to UNITS in Azalea Lakes, a condominium, including Phases I, II, III, IV, V, VI, VII, VIII, IX, X, XI and XII. Statutory Value is for statutory purposes only and has no relationship to the actual value of each UNIT.

UNIT Number Phase Number	Statutory Value	Percentage Interest (Phases I, II, III, IV, V, VI, VIII, IX, X, XI and XII)
PHASE I		
1-101	80,000	.7259
1-102	63,000	.5716
1-103	80,000	.7259
1-104	80,000	.7259
1-201	80,000	.7259
1-202	63,000	.5716
1-203	80,000	.7259
1-204	80,000	.7259
1-301	80,000	.7259
1-302	63,000	.5716
1-303	80,000	.7259
1-304	80,000	.7259
PHASE II		
2-101	80,000	.7259
2-102	63,000	.5716
2-103	80,000	.7259
2-104	80,000	.7259
2-201	80,000	.7259
2-202	63,000	.5716

2-203	80,000	.7259
2-204	80,000	.7259
2-301	80,000	.7259
2-302	63,000	.5716
2-303	80,000	.7259
2-304	80,000	.7259
PHASE III		
3-101	80,000	.7259
3-102	63,000	.5716
3-103	80,000	.7259
3-104	80,000	.7259
3-201	80,000	.7259
3-202	63,000	.5716
3-203	80,000	.7259
3-204	80,000	.7259
3-301	80,000	.7259
3-302	63,000	.5716
3-303	80,000	.7259
3-304	80,000	.7259
PHASE IV		
4-101	80,000	.7259
4-102	63,000	.5716
4-103	80,000	.7259
4-104	80,000	.7259
4-201	80,000	.7259
4-202	63,000	.5716
4-203	80,000	.7259
4-204	80,000	.7259
4-301	80,000	.7259
4-302	63,000	.5716
4-303	80,000	.7259
4-304	80,000	.7259
PHASE V		

5-101	80,000	.7259
5-102	63,000	.5716
5-103	80,000	.7259
5-104	80,000	.7259
5-201	80,000	.7259
5-202	63,000	.5716
5-203	80,000	.7259
5-204	80,000	.7259
5-301	80,000	.7259
5-302	63,000	.5716
5-303	80,000	.7259
5-304	80,000	.7259
PHASE VI		
6-101	80,000	.7259
6-102	63,000	.5716
6-103	80,000	.7259
6-104	80,000	.7259
6-201	80,000	.7259
6-202	63,000	.5716
6-203	80,000	.7259
6-204	80,000	.7259
6-301	80,000	.7259
6-302	63,000	.5716
6-303	80,000	.7259
6-304	80,000	.7259
Garage Unit 1-A	8,000	0.0725
Garage Unit 1-B	8,000	0.0725
Garage Unit 1-C	8,000	0.0725
Garage Unit 1-D	8,000	0.0725
Garage Unit 2-A	8,000	0.0725
Garage Unit 2-B	8,000	0.0725
PHASE VII		
7-101	80,000	.7259

7-102	63,000	.5716
7-103	80,000	.7259
7-104	80,000	.7259
7-201	80,000	.7259
7-202	63,000	.5716
7-203	80,000	.7259
7-204	80,000	.7259
7-301	80,000	.7259
7-302	63,000	.5716
7-303	80,000	.7259
7-304	80,000	.7259
PHASE VIII		
8-101	80,000	.7259
8-102	63,000	.5716
8-103	80,000	.7259
8-104	80,000	.7259
8-201	80,000	.7259
8-202	63,000	.5716
8-203	80,000	.7259
8-204	80,000	.7259
8-301	80,000	.7259
8-302	63,000	.5716
8-303	80,000	.7259
8-304	80,000	.7259
PHASE IX		
9-101	80,000	.7259
9-102	63,000	.5716
9-103	80,000	.7259
9-104	80,000	.7259
9-201	80,000	.7259
9-202	63,000	.5716
9-203	80,000	.7259
9-204	80,000	.7259

9-301	80,000	.7259
9-302	63,000	.5716
9-303	80,000	.7259
9-304	80,000	.7259
PHASE X		
10-101	80,000	.7259
10-102	63,000	.5716
10-103	80,000	.7259
10-104	80,000	.7259
10-201	80,000	.7259
10-202	63,000	.5716
10-203	80,000	.7259
10-204	80,000	.7259
10-301	80,000	.7259
10-302	63,000	.5716
10-303	80,000	.7259
10-304	80,000	.7259
PHASE XI		
11-101	80,000	.7259
11-102	63,000	.5716
11-103	80,000	.7259
11-104	80,000	.7259
11-201	80,000	.7259
11-202	63,000	.5716
11-203	80,000	.7259
11-204	80,000	.7259
11-301	80,000	.7259
11-302	63,000	.5716
11-303	80,000	.7259
11-304	80,000	.7259
Garage Unit 3-A	8,000	.0725
Garage Unit 3-B	8,000	.0725
Garage Unit 3-C	8,000	.0725

Garage Unit 3-D	8,000	.0725
PHASE XII		
12-101	80,000	.7259
12-102	63,000	.5716
12-103	80,000	.7259
12-104	80,000	.7259
12-201	80,000	.7259
12-202	63,000	.5716
12-203	80,000	.7259
12-204	80,000	.7259
12-301	80,000	.7259
12-302	63,000	.5716
12-303	80,000	.7259
12-304	80,000	.7259
Garage Unit 4-A	8,000	.0725
Garage Unit 4-B	8,000	.0725
Garage Unit 4-C	8,000	.0725
Garage Unit 4-D	8,000	.0725
Total Statutory Value for Phase I, II, III, IV, V, VI, VII, VIII, X, XI and XII	\$11,020,000	100.000% (rounded to the nearest one thousandth)

HOHXX COUNTY
 NEW PARCEL 185-23-01-148 Urban Lot
 SPLIT FROM 185-23-01-101
 Map B1K Parcel
 12-28-98 Jc

The foregoing schedule may be amended in accordance with the Master Deed and Exhibit "C" thereto in the event additional phase(s) are submitted in accordance with the terms of the Master Deed.



RE: Building 12, Azalea Lakes
Horizontal Property Regime
3955 Gladiola Court
Myrtle Beach, South Carolina

J. Thomas Pegram AIA
Dennis H. Springs AIA
David S. Glymph AIA
Kenneth N. Heit AIA

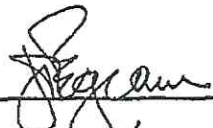
The attached plans by Pegram Associates, Inc. of Myrtle Beach, S.C., consist of 3 sheets numbered and dated or revised as follows:

A1 [4/28/98] (9 2-BR's/3 1-BR'S, #'s 101, 102, 103, 104
201, 202, 203, 204
301, 302, 303, 304)

A5 [4/28/98]
A6 [4/28/98]

The visible components of the completed building, comprising Building 12 of this project, appear to conform to the attached plans. The floor plans show graphically the dimensions, area, and location of the proposed units; and the dimensions, area and location of the proposed common elements affording access to each unit. Other proposed common elements, both limited and general, are shown graphically insofar as possible. In addition, the suggested number of each unit has been shown on the plans. The undersigned is the "Architect of Record" on the subject building, but did not provide construction observation of the subject building, and therefore can make no confirmation of conformance to the attached drawings beyond the general conformance noted above.

PEGRAM ASSOCIATES, INC.

by 
date 12/22/98

Phone 843 449 6200
Fax 843 449 5038

December 14, 1998.

Re: Garage Building, Units 4A, 4B, 4C, & 4D
AZALEA LAKES
Horizontal Property Regime
Myrtle Beach, SC 29575

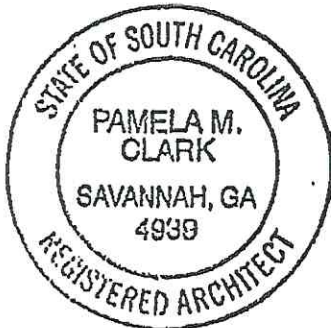
The attached plans by _____ consists of _____ sheet
numbered and dated or revised as follows:

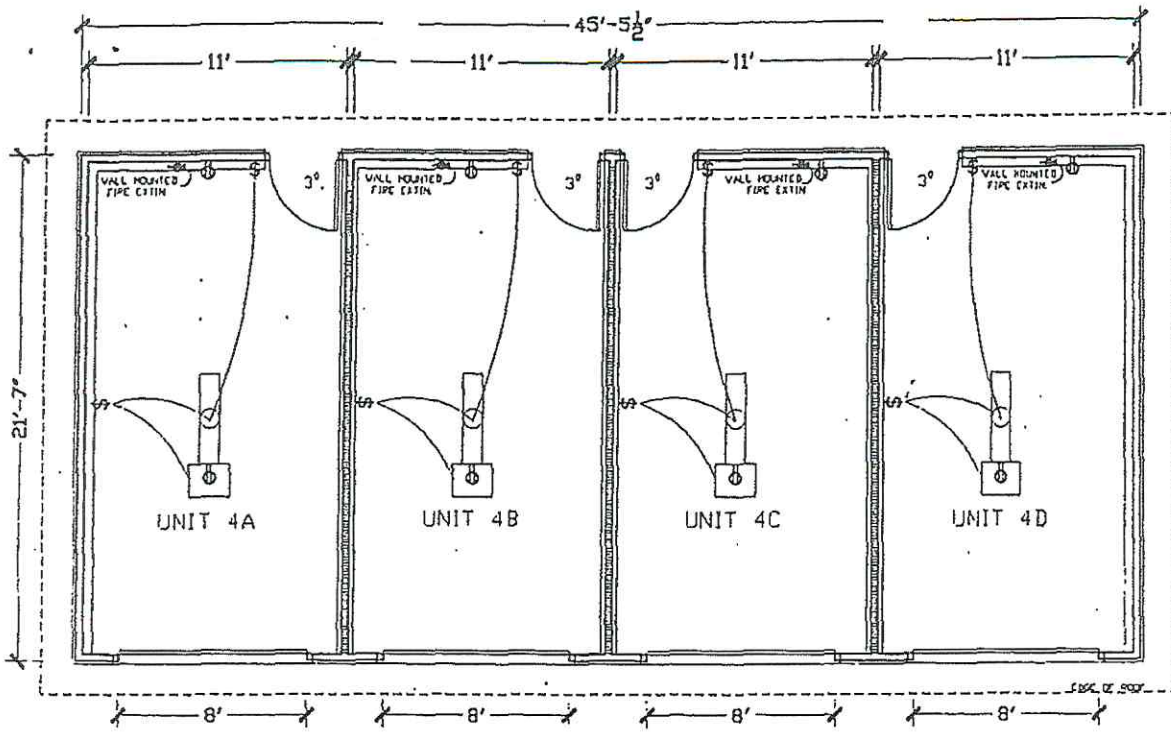
The floor plans show graphically the dimensions, area and location of the proposed units; and the dimensions, area and location of the proposed common elements affording access to each unit. Other proposed common elements, both limited and general, are shown graphically insofar as possible. In addition, the suggested number of each unit has been shown on the plans. The undersigned is not the "Architect of Record" on the subject building, and did not provide any construction observation of the subject building, and therefore can make no confirmation of conformance to the attached drawings beyond the general conformance noted above.

By: Pamela M. Clark, AIA
Architect

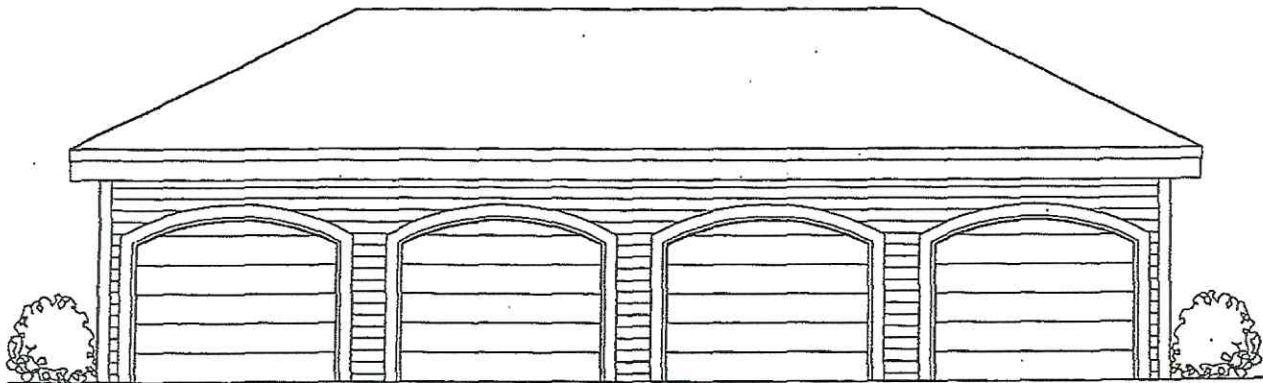
SC License # 4939

Dated: 12-15-98

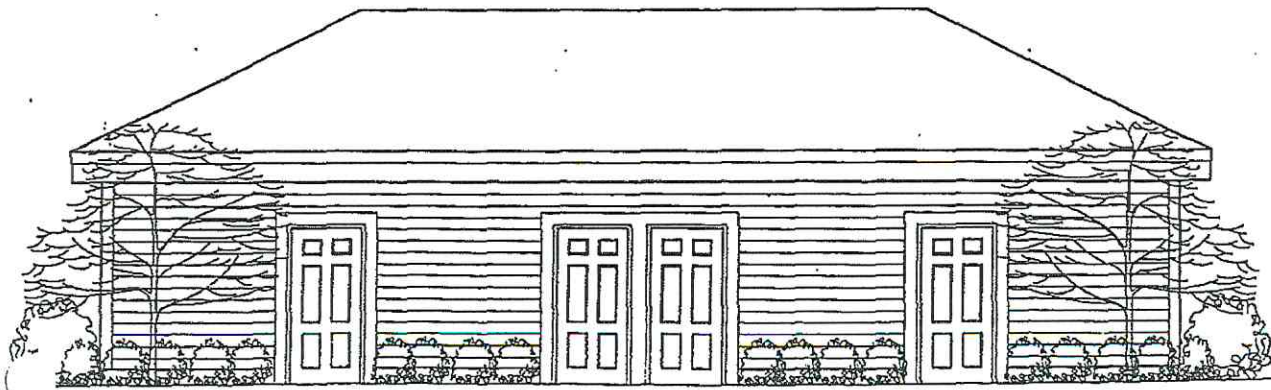




1 4 BAY GARAGE PLAN
A101 SCALE 1/8" = 1'-0"



2 BUILDING ELEVATION
A101 SCALE 1/8" = 1'-0"



3 BUILDING ELEVATION
A101 SCALE 1/8" = 1'-0"

REVISIONS

A NEW GARAGE BUILDING FOR
AZALEA LAKES

DECI, 1998

RENDERING

TUSCAN ARCHITECTURAL GROUP

4728 Jenn Drive - Myrtle Beach, SC 29577
PH (843) 449-6200 FAX (843) 449-5038

350

RETURN TO
BURNETT & BOWERS, COPELAND
P.A.
C/O OFFICE BOX 337
MYRTLE BEACH, S.C. 29578
303) 448-2400

110001

FILED
HORRY COUNTY, S.C.

TWELFTH AMENDMENT TO MASTER DEED FOR 99 SEP 13 PM 2:52
AZALEA LAKES HORIZONTAL PROPERTY REGIME,
SAID MASTER DEED BEING DATED JULY 24, 1998, AND REGISTER OF DEEDS
RECORDED JULY 24, 1998, IN DEED BOOK 2058 AT PAGE 006
RECORDS OF HORRY COUNTY

Pursuant to the terms and conditions of the aforesaid Master Deed and related documents, Heritage Azalea Lakes, Inc., a South Carolina Corporation, herein and hereby amends the said Master Deed and related documents as set out herein for the purpose of submitting Phase XIII to Azalea Lakes Horizontal Property Regime.

Therefore, Heritage Azalea Lakes, Inc., a South Carolina Corporation, having its principal office at Myrtle Beach, County of Horry, State of South Carolina, hereinafter referred to as the GRANTOR, as the sole owner in fee simple of the land and improvements hereinafter described, does hereby make, declare and publish its intention and desire to submit, and does hereby submit the land and building hereinbelow described (Phase XIII), together with all other improvements thereon, including all easements, rights and appurtenances thereto belonging, to a Horizontal Property Regime (sometimes termed "condominium" ownership) known as Azalea Lakes Horizontal Property Regime, in the manner provided for by Sections 27-31-10 through 27-31-300 (both inclusive) of Chapter 31 entitled "Horizontal Property Act of the 1976 Code of Laws of South Carolina" as amended, and as provided for in the Master Deed creating Azalea Lakes Horizontal Property Regime, dated July 24, 1998, and recorded July 24, 1998, in Deed Book 2058 at Page 006, records of Horry County.

Article I and Exhibit A of the Master Deed are hereby amended to add thereto the following described additional land together with all buildings and other improvements thereon which are hereby submitted to the Horizontal Property Regime:

ALL AND SINGULAR, all that certain piece, parcel or tract of land located in Horry County, South Carolina, containing .66 acres and being shown and designated as Phase 13 on a plat titled "Phasing Plat of Phase 13, Azalea lakes on U.S. Highway 17 By-Pass South" prepared by Robert L. Bellamy & Associates, Inc., Engineers and Surveyors dated September 23, 1998 and recorded in Condominium Plat Book 6 at Page 818, in the office of the Register of Deeds for Horry County.

This is the identical property conveyed to Heritage Azalea Lakes, Inc. by deed of Burroughs and Chapin Company, Inc. dated December 16, 1998 and recorded in Deed Book 2101 at page 1092 in the Office of the Register of Deeds for Horry County.

2187-714 714

TOGETHER WITH a nonexclusive, appurtenant, perpetual easement over, under, through, and across the property described in Exhibit "A" to that certain Agreement to Grant Easement between Burroughs and Chapin Company, Inc. and Heritage Azalea Lakes, Inc., dated March 3, 1998, and recorded March 6, 1998, in Deed Book 2018 at Page 687 records of Horry County, South Carolina, and subject to and in accordance with the terms thereof, which Agreement to Grant Easement is incorporated herein by this reference.

The within conveyance is subject to all easements of record and/or upon the ground and to all restrictions, reservations, covenants and agreements, including, but not limited to, those shown upon the aforesaid map.

Pursuant to Section 27-31-100 of the South Carolina Code (1976), as amended, notice is given that all activities on or over and all uses of any submerged land or other critical areas are subject to the jurisdiction of the South Carolina Coastal Council, including, but not limited to, the requirements that any activity or use must be authorized by the South Carolina Coastal Council. Pursuant to said Section, any owner is liable to the extent of his ownership for any damages to, any inappropriate or unpermitted uses of, and any duties or responsibilities concerning any submerged land, coastal waters, or any other critical area.

Article II of the Master Deed is amended to add thereto the following:

Annexed hereto and expressly made a part hereof, as Exhibit B-12, is a plot plan showing the location of the buildings and other improvements of Phase XIII, a set of floor plans of the building which shows graphically the dimension and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Each UNIT is identified by a specific number on said Exhibit B-12 and no UNIT bears the same designation as any other UNIT. Exhibit B-12 is also recorded as a separate condominium plat in the public records of aforesaid Horry County, maintained by the Register of Deeds in Condominium Plat Book c at Pages 818 .

Article XII of the Master Deed is amended to add the following:

Further, annexed hereto and made a part hereof as Exhibit C-12 is a table of statutory values and percentage interests which reflects the addition of Phase XIII as a part of Azalea Lakes Horizontal Property Regime.

GENERALLY: The said Master Deed is further amended in all particulars, generalities and references so as to reflect and include the submission of and intent to submit the said Phase XII to the Horizontal Property Regime and to reserve all rights to submit Phases XIV through CXXV, or any of them.

IN WITNESS WHEREOF, Heritage Azalea Lakes, Inc., a South Carolina Corporation, has caused these presents to be executed this 10th day of September, 1999.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

HERITAGE AZALEA LAKES, INC.

Tracy Lynn
Walter H. Payne

By: *[Signature]*
Its: *[Signature]*

STATE OF SOUTH CAROLINA)
)
COUNTY OF HORRY)

PROBATE

PERSONALLY appeared before me the undersigned witness and made oath that s/he saw the within named Heritage Azalea Lakes, Inc., a South Carolina Corporation, by its proper officer, Sign, Seal and as its Act and Deed deliver the within written NINTH AMENDMENT TO MASTER DEED; and that s/he with the undersigned notary witnessed the execution thereof.

Tracy Lynn

SWORN to before me this 10th
day of September, 1999.

Walter H. Payne
Notary Public for South Carolina
My Commission Expires: 2-11-2003

Total Statutory Value for Phase I, II, III, IV, V, VI, VII, VIII, X, XI, XII and XIII	\$11,929,000	100.000% (rounded to the nearest one thousandth)
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The foregoing schedule may be amended in accordance with the Master Deed and Exhibit "C" thereto in the event additional phase(s) are submitted in accordance with the terms of the Master Deed.

Garage Unit 3-D	8,000	.0725
PHASE XII		
12-101	80,000	.6706
12-102	63,000	.5281
12-103	80,000	.6706
12-104	80,000	.6706
12-201	80,000	.6706
12-202	63,000	.5281
12-203	80,000	.6706
12-204	80,000	.6706
12-301	80,000	.6706
12-302	63,000	.5281
12-303	80,000	.6706
12-304	80,000	.6706
Garage Unit 4-A	8,000	.0725
Garage Unit 4-B	8,000	.0725
Garage Unit 4-C	8,000	.0725
Garage Unit 4-D	8,000	.0725
PHASE XIII		
13-101	80,000	.6706
13-102	63,000	.5281
13-103	80,000	.6706
13-104	80,000	.6706
13-201	80,000	.6706
13-202	63,000	.5281
13-203	80,000	.6706
13-204	80,000	.6706
13-301	80,000	.6706
13-302	63,000	.5281
13-303	80,000	.6706
13-304	80,000	.6706

9-301	80,000	.6706
9-302	63,000	.5281
9-303	80,000	.6706
9-304	80,000	.6706
PHASE X		
10-101	80,000	.6706
10-102	63,000	.5281
10-103	80,000	.6706
10-104	80,000	.6706
10-201	80,000	.6706
10-202	63,000	.5281
10-203	80,000	.6706
10-204	80,000	.6706
10-301	80,000	.6706
10-302	63,000	.5281
10-303	80,000	.6706
10-304	80,000	.6706
PHASE XI		
11-101	80,000	.6706
11-102	63,000	.5281
11-103	80,000	.6706
11-104	80,000	.6706
11-201	80,000	.6706
11-202	63,000	.5281
11-203	80,000	.6706
11-204	80,000	.6706
11-301	80,000	.6706
11-302	63,000	.5281
11-303	80,000	.6706
11-304	80,000	.6706
Garage Unit 3-A	8,000	.0725
Garage Unit 3-B	8,000	.0725
Garage Unit 3-C	8,000	.0725

7-102	63,000	.5281
7-103	80,000	.6706
7-104	80,000	.6706
7-201	80,000	.6706
7-202	63,000	.5281
7-203	80,000	.6706
7-204	80,000	.6706
7-301	80,000	.6706
7-302	63,000	.5281
7-303	80,000	.6706
7-304	80,000	.6706
PHASE VIII		
8-101	80,000	.6706
8-102	63,000	.5281
8-103	80,000	.6706
8-104	80,000	.6706
8-201	80,000	.6706
8-202	63,000	.5281
8-203	80,000	.6706
8-204	80,000	.6706
8-301	80,000	.6706
8-302	63,000	.5281
8-303	80,000	.6706
8-304	80,000	.6706
PHASE IX		
9-101	80,000	.6706
9-102	63,000	.5281
9-103	80,000	.6706
9-104	80,000	.6706
9-201	80,000	.6706
9-202	63,000	.5281
9-203	80,000	.6706
9-204	80,000	.6706

5-101	80,000	.6706
5-102	63,000	.5281
5-103	80,000	.6706
5-104	80,000	.6706
5-201	80,000	.6706
5-202	63,000	.5281
5-203	80,000	.6706
5-204	80,000	.6706
5-301	80,000	.6706
5-302	63,000	.5281
5-303	80,000	.6706
5-304	80,000	.6706
PHASE VI		
6-101	80,000	.6706
6-102	63,000	.5281
6-103	80,000	.6706
6-104	80,000	.6706
6-201	80,000	.6706
6-202	63,000	.5281
6-203	80,000	.6706
6-204	80,000	.6706
6-301	80,000	.6706
6-302	63,000	.5281
6-303	80,000	.6706
6-304	80,000	.6706
Garage Unit 1-A	8,000	0.0725
Garage Unit 1-B	8,000	0.0725
Garage Unit 1-C	8,000	0.0725
Garage Unit 1-D	8,000	0.0725
Garage Unit 2-A	8,000	0.0725
Garage Unit 2-B	8,000	0.0725
PHASE VII		
7-101	80,000	.6706

2-203	80,000	.6706
2-204	80,000	.6706
2-301	80,000	.6706
2-302	63,000	.5281
2-303	80,000	.6706
2-304	80,000	.6706
PHASE III		
3-101	80,000	.6706
3-102	63,000	.5281
3-103	80,000	.6706
3-104	80,000	.6706
3-201	80,000	.6706
3-202	63,000	.5281
3-203	80,000	.6706
3-204	80,000	.6706
3-301	80,000	.6706
3-302	63,000	.5281
3-303	80,000	.6706
3-304	80,000	.6706
PHASE IV		
4-101	80,000	.6706
4-102	63,000	.5281
4-103	80,000	.6706
4-104	80,000	.6706
4-201	80,000	.6706
4-202	63,000	.5281
4-203	80,000	.6706
4-204	80,000	.6706
4-301	80,000	.6706
4-302	63,000	.5281
4-303	80,000	.6706
4-304	80,000	.6706
PHASE V		

AZALEA LAKES
HORIZONTAL PROPERTY REGIME

EXHIBIT "C-12"
TO
MASTER DEED

Schedule of percentage (%) of undivided interest in the COMMON ELEMENTS appurtenant to UNITS in Azalea Lakes, a condominium, including Phases I, II, III, IV, V, VI, VII, VIII, IX, X, XI, XII and XIII. Statutory Value is for statutory purposes only and has no relationship to the actual value of each UNIT.

UNIT Number Phase Number	Statutory Value	Percentage Interest (Phases I, II, III, IV, V, VI, VIII, IX, X, XI and XII)
PHASE I		
1-101	80,000	.6706
1-102	63,000	.5281
1-103	80,000	.6706
1-104	80,000	.6706
1-201	80,000	.6706
1-202	63,000	.5281
1-203	80,000	.6706
1-204	80,000	.6706
1-301	80,000	.6706
1-302	63,000	.5281
1-303	80,000	.6706
1-304	80,000	.6706
PHASE II		
2-101	80,000	.6706
2-102	63,000	.5281
2-103	80,000	.6706
2-104	80,000	.6706
2-201	80,000	.6706
2-202	63,000	.5281

Tuscan Architectural Group

A SUBSIDIARY OF HERITAGE COMMUNITIES

4729 Jenn Drive
Myrtle Beach, SC 29577

Phone 843 449 6200
Fax 843 497 0482

September 8, 1999

Re: **Building 13, Azalea Lakes**
3965 Forsythia Court
Myrtle Beach, SC 29575

The attached plans by Tuscan Architectural Group, Inc. of Myrtle Beach, S.C., consist of 5 sheets numbered and dated or revised as follows:

A101 - First Floor Plan	(06/03/99)
A102 - Second Floor Plan	(06/03/99)
A103 - Third Floor Plan	(06/03/99)
A201 - Front Exterior Elevation	(06/03/99)
A202 - Rear & Side Exterior Elevations	(06/03/99)

The attached plans consist of 12 units numbered as follows:

(9 2-Bedrooms, 3 1-Bedrooms) Units 101, 102, 103, 104,
201, 202, 203, 204,
301, 302, 303, 304,

The visible components of the completed building, comprising **Building 13** of this project, appear to conform to the attached plans. The floor plans show graphically the dimensions, area, and location of the proposed units; and the access to each unit. Other proposed common elements, both limited and general, are shown graphically insofar as possible. In addition, the suggested number of each unit has been shown on the plans. The undersigned is the "Architect of Record" on the subject building, did not provide construction observation of the subject building, and therefore can make no confirmation of conformance to the attached drawings beyond the general conformance noted above.

By: Matthew B. Ward, Architect

Matthew B. Ward

SC License # 04926

Dated: SEPT. 8, 1999

UNITS 13-102, 13-202 and 13-302 are one (1) bedroom UNITS, as shown on the Plans. Each one (1) bedroom UNIT, as shown on the Plans, contains a Great Room, a bath, closets, a kitchen and a mechanical room. Each two (2) bedroom UNIT, as shown on the plans, contains a living area, dining area, kitchen, two (2) bedrooms, two (2) baths and closets as shown on the Plans. The patios and decks, as shown on the Plans, are LIMITED COMMON ELEMENTS for the use and benefit of the UNIT from which it is directly accessible and adjacent to.

As to each UNIT: All built-in kitchen appliances, the refrigerator, heating and air-conditioning units and condensers, hot water heaters and bathroom fixtures located in each UNIT are a part of the UNIT in which they are located and are not COMMON ELEMENTS. The air handling units which serve each UNIT are a part of the UNIT which it serves and are not COMMON ELEMENTS, notwithstanding that they are located outside of the UNIT.

Reference to areas as COMMON ELEMENTS or areas in this Exhibit shall be in addition to and read in conjunction with the further designations of Common Elements and areas as set out in the Master Deed and the Survey and Plans making up the balance of this Exhibit "B-12".

This Exhibit "B-12" shall be amended if Phase XIV through Phase CXXV, or any one or more of them, shall become a part of the Horizontal Property Regime in accordance with the terms of this Master Deed.

AZALEA LAKES
HORIZONTAL PROPERTY REGIME
Phase XIII

EXHIBIT "B-12"
TO
MASTER DEED

NOTE: Exhibit "B-12" is a survey prepared by Robert L. Bellamy & Associates, Inc., dated September 7, 1999, (the "Survey"), which shows the location of the Building and other improvements (as well as the buildings previously submitted and made a part of Azalea Lakes Horizontal Property Regime) and a set of floor plans dated June 3, 1999, and last revised August 11, 1999, prepared by Tuscon Architectural Group and certified by Matthew B. Ward, South Carolina Registered Architect, (the "Plans"), which show graphically the dimensions, area and location of each UNIT therein, and the dimensions, area and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Both the Survey and Plans are recorded in Condominium Plat Book C at Page 818, records of Horry County, South Carolina and are incorporated herein by this reference. Said Exhibit further includes the following:

There is one (1) Building, also identified as Building 13 containing twelve (12) UNITS in Phase XIII. Each UNIT is identified by a separate UNIT identification number on the Plans. Each UNIT which has the number "13" as the first digit of its UNIT identification number is located in Building 13, as shown on the Survey and Plans. Phase XIII for purposes of this Master Deed shall consist of Building 13 as shown on the Survey and the UNITS contained therein. The Building is three (3) levels in height and contains four (4) UNITS on each level. All UNITS having the number "1" as the second digit of its UNIT identification number (being the number immediately following the dash) are located on level one of the Building. All UNITS having the number "2" as the second digit of its UNIT identification number are located on level two of the Building. All UNITS having the number "3" as the second digit of its UNIT identification number are located on level three of the Building. Each UNIT is individually designated using the UNIT identification number shown both on the Plans and on Exhibit "C-11" to this Master Deed.

As shown on the Plans, each UNIT has an entrance door opening onto a corridor which corridor is a COMMON ELEMENT. Access to the second and third level of each building is by way of two (2) sets of stairways. The stairways are COMMON ELEMENTS.

Parking is provided in the parking areas shown on the Survey within the property being submitted herewith, as well as the property previously submitted. The parking areas are COMMON ELEMENTS.

HORRY COUNTY ASSESSOR
NEW PARCEL 185-23-01-217 thru 228
SPLIT FROM 185-23-01-168
Map Blk Parcel
3/26/03

AZALEA LAKES

**HORIZONTAL PROPERTY REGIME
Phase XVII**

**EXHIBIT "B-16"
TO
MASTER DEED**

NOTE: Exhibit "B-16" is a survey prepared by Robert L. Bellamy & Associates, Inc., dated February 14, 2000, (the "Survey"), which shows the location of the Building and other improvements (as well as the buildings previously submitted and made a part of Azalea Lakes Horizontal Property Regime) and a set of floor plans dated May 27, 1999, last revised August 11, 1999, prepared by Tuscan Architectural Group, and certified by Robin W. Roberts, South Carolina Registered Architect (the "Plans"), which show graphically the dimensions, area and location of each UNIT therein, and the dimensions, area and location of COMMON ELEMENTS and LIMITED COMMON ELEMENTS affording access to each UNIT. Both the Survey and Plans are recorded in Condominium Plat Book D at Page 163, records of Horry County, South Carolina, and are incorporated herein by this reference. Said Exhibit further includes the following:

There is one (1) Building, identified as Building 17 containing twelve (12) UNITS in Phase XVII. Each UNIT is identified by a separate UNIT identification number on the plans. Each UNIT which has the number "17" as the first digit of its UNIT identification number is located in Building 17, as shown on the Survey and Plans. Phase XVII for purposes of this Master Deed shall consist of Building 17 as shown on the Survey and the UNITS contained therein. The Building is three (3) levels in height and contains four (4) UNITS on each level. All UNITS having the number "1" as the third digit of its UNIT identification number (being the number immediately following the dash) are located on level one of the Building. All UNITS having number "2" as the third digit of its UNIT identification number are located on level two of the Building. All UNITS having the number "3" as the third digit of its UNIT identification number are located on level three of the Building. Each UNIT is individually designated using the UNIT identification number shown both on the Plans and on Exhibit "C-16" to this Master Deed.

As shown on the Plans, each UNIT has an entrance door opening onto a corridor which corridor is a COMMON ELEMENT. Access to the second and third level of each building is by way of two (2) sets of stairways. The stairways are COMMON ELEMENTS.

Parking is provided in the parking areas shown on the Survey within the property being submitted herewith, as well as the property previously submitted. The parking areas are COMMON ELEMENTS.

UNITS 17-103, 17-203 and 17-303 are one (1) bedroom UNITS, as shown on the Plans. Each one (1) bedroom UNIT, as shown on the Plans, contains a living area, a dining area, a bath, a half bath, closets, a kitchen, one bedroom, and a mechanical room. UNITS 17-101, 17-102, 17-104, 17-201, 17-202, 17-204, 17-301, 17-302, and 17-304 are two (2) bedroom units. Each two (2) bedroom UNIT, as shown on the plans, contains a living area, dining area, kitchen, two (2) bedrooms, two (2) baths, closets, and a mechanical room as shown on the Plans. The patios and decks, as shown on the Plans, are LIMITED COMMON ELEMENTS for the use and benefit of the UNIT from which it is directly accessible and adjacent to.

As to each UNIT: All built-in kitchen appliances, the refrigerator, heating and air-

conditioning units and condensers, hot water heaters and bathroom fixtures located in each UNIT are a part of the UNIT in which they are located and are not COMMON ELEMENTS. The air handling units which serve each UNIT are a part of the UNIT which it serves and are not COMMON ELEMENTS, notwithstanding that they are located outside of the UNIT.

Reference to areas as COMMON ELEMENTS or areas in this Exhibit shall be in addition to and read in conjunction with the further designations of Common Elements and areas as set out in the Master Deed and the Survey and plans making up the balance of this Exhibit "B-16."

This Exhibit "B-16" shall be amended if Phase XVIII through Phase CXXV, or any one or more of them, shall become a part of the Horizontal Property Regime in accordance with the terms of this Master Deed.

AZALEA LAKES
HORIZONTAL PROPERTY REGIME

EXHIBIT "C-16"
TO
MASTER DEED

Schedule of percentage (%) of undivided interest in the COMMON ELEMENTS appurtenant to UNITS in Azalea Lakes, a condominium, including Phases I, II, III, IV, V, VI, VII, VIII, IX, X, XI, XII, XIII, XIV, XV, XVI, XVII. Statutory Value is for statutory purposes only and has no relationship to the actual value of each UNIT.

UNIT Number Phase Number	Statutory Value	Percentage Interest (Phases I, II, III, IV, V, VI, VII, VIII, IX, X, XI, XII, XIII, XIV, XV, XVI, XVII)
Phase I		
1-101	80,000	.5100
1-102	63,000	.4017
1-103	80,000	.5100
1-104	80,000	.5100
1-201	80,000	.5100
1-202	63,000	.4017
1-203	80,000	.5100
1-204	80,000	.5100
1-301	80,000	.5100
1-302	63,000	.4017
1-303	80,000	.5100
1-304	80,000	.5100
Phase II		
2-101	80,000	.5100
2-102	63,000	.4017
2-103	80,000	.5100
2-104	80,000	.5100
2-201	80,000	.5100
2-202	63,000	.4017
2-203	80,000	.5100
2-204	80,000	.5100

2-301	80,000	.5100
2-302	63,000	.4017
2-303	80,000	.5100
2-304	80,000	.5100
Phase III		
3-101	80,000	.5100
3-102	63,000	.4017
3-103	80,000	.5100
3-104	80,000	.5100
3-201	80,000	.5100
3-202	63,000	.4017
3-203	80,000	.5100
3-204	80,000	.5100
3-301	80,000	.5100
3-302	63,000	.4017
3-303	80,000	.5100
3-304	80,000	.5100
Phase IV		
4-101	80,000	.5100
4-102	63,000	.4017
4-103	80,000	.5100
4-104	80,000	.5100
4-201	80,000	.5100
4-202	63,000	.4017
4-203	80,000	.5100
4-204	80,000	.5100
4-301	80,000	.5100
4-302	63,000	.4017
4-303	80,000	.5100
4-304	80,000	.5100
Phase V		
5-101	80,000	.5100

5-102	63,000	.4017
5-103	80,000	.5100
5-104	80,000	.5100
5-201	80,000	.5100
5-202	63,000	.4017
5-203	80,000	.5100
5-204	80,000	.5100
5-301	80,000	.5100
5-302	63,000	.4017
5-303	80,000	.5100
5-304	80,000	.5100
Phase VI		
6-101	80,000	.5100
6-102	63,000	.4017
6-103	80,000	.5100
6-104	80,000	.5100
6-201	80,000	.5100
6-202	63,000	.4017
6-203	80,000	.5100
6-204	80,000	.5100
6-301	80,000	.5100
6-302	63,000	.4017
6-303	80,000	.5100
6-304	80,000	.5100
Garage Unit 1-A	8,000	.0510
Garage Unit 1-B	8,000	.0510
Garage Unit 1-C	8,000	.0510
Garage Unit 1-D	8,000	.0510
Garage Unit 2-A	8,000	.0510
Garage Unit 2-B	8,000	.0510
Phase VII		
7-101	80,000	.5100

7-102	63,000	.4017
7-103	80,000	.5100
7-104	80,000	.5100
7-201	80,000	.5100
7-202	63,000	.4017
7-203	80,000	.5100
7-204	80,000	.5100
7-301	80,000	.5100
7-302	63,000	.4017
7-303	80,000	.5100
7-304	80,000	.5100
Phase VIII		
8-101	80,000	.5100
8-102	63,000	.4017
8-103	80,000	.5100
8-104	80,000	.5100
8-201	80,000	.5100
8-202	63,000	.4017
8-203	80,000	.5100
8-204	80,000	.5100
8-301	80,000	.5100
8-302	63,000	.4017
8-303	80,000	.5100
8-304	80,000	.5100
Phase IX		
9-101	80,000	.5100
9-102	63,000	.4017
9-103	80,000	.5100
9-104	80,000	.5100
9-201	80,000	.5100
9-202	63,000	.4017
9-203	80,000	.5100

9-204	80,000	.5100
9-301	80,000	.5100
9-302	63,000	.4017
9-303	80,000	.5100
9-304	80,000	.5100
Phase X		
10-101	80,000	.5100
10-102	63,000	.4017
10-103	80,000	.5100
10-104	80,000	.5100
10-201	80,000	.5100
10-202	63,000	.4017
10-203	80,000	.5100
10-204	80,000	.5100
10-301	80,000	.5100
10-302	63,000	.4017
10-303	80,000	.5100
10-304	80,000	.5100
Phase XI		
11-101	80,000	.5100
11-102	63,000	.4017
11-103	80,000	.5100
11-104	80,000	.5100
11-201	80,000	.5100
11-202	63,000	.4017
11-203	80,000	.5100
11-204	80,000	.5100
11-301	80,000	.5100
11-302	63,000	.4017
11-303	80,000	.5100
11-304	80,000	.5100
Garage Unit 3-A	8,000	.0510

Garage Unit 3-B	8,000	.0510
Garage Unit 3-C	8,000	.0510
Garage Unit 3-D	8,000	.0510
Phase XII		
12-101	80,000	.5100
12-102	63,000	.4017
12-103	80,000	.5100
12-104	80,000	.5100
12-201	80,000	.5100
12-202	63,000	.4017
12-203	80,000	.5100
12-204	80,000	.5100
12-301	80,000	.5100
12-302	63,000	.4017
12-303	80,000	.5100
12-304	80,000	.5100
Garage Unit 4-A	8,000	.0510
Garage Unit 4-B	8,000	.0510
Garage Unit 4-C	8,000	.0510
Garage Unit 4-D	8,000	.0510
Phase XIII		
13-101	80,000	.5100
13-102	63,000	.4017
13-103	80,000	.5100
13-104	80,000	.5100
13-201	80,000	.5100
13-202	63,000	.4017
13-203	80,000	.5100
13-204	80,000	.5100
13-301	80,000	.5100
13-302	63,000	.4017
13-303	80,000	.5100

13-304	80,000	.5100
Phase XIV		
14-101	100,000	.6376
14-102	63,000	.4017
14-103	80,000	.5100
14-104	80,000	.5100
14-201	100,000	.6376
14-202	63,000	.4017
14-203	80,000	.5100
14-204	80,000	.5100
14-301	100,000	.6376
14-302	63,000	.4017
14-303	80,000	.5100
14-304	80,000	.5100
Phase XV		
15-101	80,000	.5100
15-102	63,000	.4017
15-103	80,000	.5100
15-104	80,000	.5100
15-201	80,000	.5100
15-202	63,000	.4017
15-203	80,000	.5100
15-204	80,000	.5100
15-301	80,000	.5100
15-302	63,000	.4017
15-303	80,000	.5100
15-304	80,000	.5100
Phase XVI		
16-101	100,000	.6376
16-102	63,000	.4017
16-103	80,000	.5100
16-104	80,000	.5100

16-201	100,000	.6376
16-202	63,000	.4017
16-203	80,000	.5100
16-204	80,000	.5100
16-301	100,000	.6376
16-302	63,000	.4017
16-303	80,000	.5100
16-304	80,000	.5100
Phase XVII		
17-101	80,000	.5100
17-102	80,000	.5100
17-103	63,000	.4017
17-104	80,000	.5100
17-201	80,000	.5100
17-202	80,000	.5100
17-203	63,000	.4017
17-204	80,000	.5100
17-301	80,000	.5100
17-302	80,000	.5100
17-303	63,000	.4017
17-304	80,000	.5100
Total Statutory Value for Phase I, II, III, IV, V, VI, VII, VIII, IX, X, XI, XII, XIII, XIV, XV, XVI, XVII	15,685,000	100.00% (rounded to the nearest one thousandth)

The foregoing schedule may be amended in accordance with the Master Deed and Exhibit "C" thereto in the event additional phase(s) are submitted in accordance with the terms of the Master Deed.

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