

SECOND SUPPLEMENT TO
DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS
OF LEXINGTON WOODS

This Second Supplement is made this 27th day of October 2004, by Davis Homes, LLC, an Indiana limited liability company (the "Developer").

PCG/24/ZAB

1. Developer is the owner of certain real estate more particularly described in Exhibit "A" attached hereto (the "Additional Real Estate").

2. Developer executed that certain Declaration of Covenants, Conditions and Restrictions of Lexington Woods, dated May 21, 2003 and recorded the same on May 28, 2003 as Instrument No. 200300022186 in Book 427 Page 322 in the Office of the Recorder of Hendricks County, Indiana (the "Declaration").

3. Developer reserved in said Declaration the right from time to time, acting alone, to subject to the terms and provisions of the Declaration certain additional real estate located within the tracts adjacent to the Initial Real Estate (as defined in the Declaration) by execution and recordation in the Office of the Recorder of Hendricks County of a supplemental declaration so annexing all or any part of such real estate.

4. The Additional Real Estate constitutes a part of the tract adjacent to the Initial Real Estate.

CHICAGO TITLE

NOW, THEREFORE, Declarant, in accordance with the rights reserved in the Declaration, makes this Second Supplement as follows:

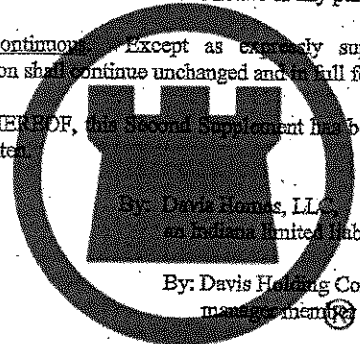
1. Definitions. All terms used in this Second Supplement not otherwise defined in this Second Supplement shall have the meanings set forth in the Declaration. Accordingly, the Additional Real Estate shall hereafter for all purposes be included in the definition of Real Estate in the Declaration, as the same may be amended or supplemented from time to time as therein provided.

2. Second Supplement to Declaration. Developer hereby expressly declares that the Additional Real Estate, together with all improvements of every kind and nature whatsoever located thereon, shall be annexed to the Real Estate and made subject to the provisions of the Declaration, as the same may be amended or supplemented from time to time as therein provided, and the Real Estate is hereby expanded to include the Additional Real Estate, all as if the same had originally been included in the Declaration. The Additional Real Estate shall be hereafter held, transferred, sold, conveyed, hypothecated, encumbered, leased, rented, used, improved and occupied subject to all of the provisions, agreements, covenants, conditions, restrictions, easements, assessments, charges and liens of the Declaration, as the same may be amended or supplemented from time to time as therein provided.

3. Effect of Covenants. All such provisions of the Declaration, as the same may be amended or supplemented from time to time as therein provided, shall be covenants running with the land and shall be binding upon, and inure to the benefit of Developer and any other person or entity having any right, title or interest in the Real Estate or any part thereof.

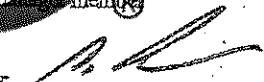
4. Declaration Continues. Except as expressly supplemented by this Second Supplement, the Declaration shall continue unchanged and in full force and effect.

IN WITNESS WHEREOF, this Second Supplement has been executed by Developer as of the date first above written.



By: Davis Jones, LLC,
an Indiana limited liability company

By: Davis Holding Corporation,
management

By: 

CHICAGO TITLE
O. Richard Davis
Vice President

STATE OF INDIANA)
)
COUNTY OF MARION) SS:

Before me, a Notary Public in and for the State of Indiana, personally appeared C. Richard Davis, Vice President of Davis Holding Corporation, who acknowledged the execution of the foregoing Second Supplement to Declaration of Covenants, Conditions and Restrictions of Lexington Woods.

WITNESS my hand and Notarial Seal this 27th day of October, 2004.

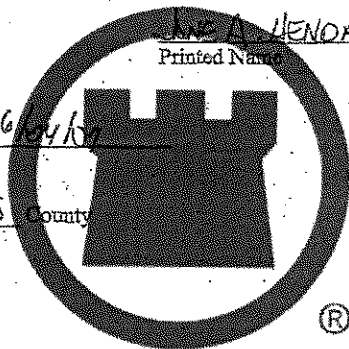
Jane A. Hendrickson
Notary Public



Jane A. Hendrickson
Printed Name

My Commission Expires: 6/24/07

Residing in HENDRICKS County



CHICAGO TITLE

This instrument was prepared by Trent Sokol, of Davis Holding Corporation, 3755 East 82nd Street, Suite 120, Indianapolis, Indiana 46240 (317)595-2900



STATE OF INDIANA)
COUNTY OF MARION)

SS:

Before me, a Notary Public in and for the State of Indiana, personally appeared C. Richard Davis, Vice President of Davis Holding Corporation, who acknowledged the execution of the foregoing First Supplement to Declaration of Covenants, Conditions and Restrictions of Lexington Woods.

WITNESS my hand and Notarial Seal this 8TH day of May, 2004.

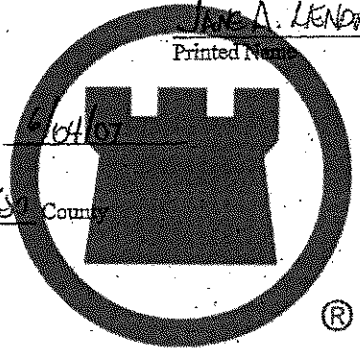
Jane A. Hendrickson
Notary Public



JANE A. HENDRICKSON
Printed Name

My Commission Expires: 6/1/07

Residing in HENDRICKSON County



CHICAGO TITLE

This instrument was prepared by Trent Sokol, of Davis Holding Corporation, 3755 East 82nd Street, Suite 120, Indianapolis, Indiana 46240 (317)595-2900