

This Instrument Prepared By:
J.D. Kious, Attorney
Kious, Rodgers, Barger, Holder & Kious, PLLC
503 North Maple Street
Murfreesboro, Tennessee 37130

**FIRST AMENDMENT TO THE DECLARATION OF PROTECTIVE COVENANTS,
CONDITIONS & RESTRICTIONS
RICHMOND'S RETREAT**

THIS AMENDMENT is made by the undersigned, KW GROUP, LLC, a Tennessee limited liability company (the "Developer"), being the successor in interest to WILSON BANK & TRUST and MID CUMBERLAND DEVELOPMENT, INC. as evidenced by an Assignment of Developer Rights of record in Record Book 1308, page 3524, Register's Office of Rutherford County, Tennessee, pursuant to Article XII, Paragraph 2 of the Declaration of Protective Covenants, Conditions & Restrictions, Richmond's Retreat of record in Record Book 1124, page 3666, of the Register's Office of Rutherford County, Tennessee.

WHEREAS, the undersigned now intends to amend certain portions of the Declaration.

NOW THEREFORE, for valuable consideration and in compliance with the Amendment requirements of the Declaration, the undersigned Developer does hereby amend the Declaration as follows:

1. ARTICLE I, DEFINITIONS, PARAGRAPH 8 shall be modified and restated as follows:

"Developer" shall mean and refer to KW GROUP, LLC, a Tennessee limited liability company, having its principal place of business in Murfreesboro, Tennessee, its successors and assigns. "Developer" may at times be referenced herein as "Declarant."

2. ARTICLE V, ASSESSMENTS, PARAGRAPH 2, shall be modified and amended in all respects necessary to reduce the Working Capital Assessment to \$200.00.

3. ARTICLE XII, GENERAL PROVISIONS, PARAGRAPH 2, shall be modified and amended as follows:

Amendment. The covenants and restrictions contained in this Declaration may be amended unilaterally by the Developer, without joinder of any Owner, until December 31, 2020. Thereafter, any amendment of this Declaration will require the affirmative vote of at least two-thirds (2/3) of the Votes entitled to be cast by the then Members of the Association (both Class A and Class B) at a duly called meeting of the Association at which a quorum is present. To the extent then required by applicable laws and/or regulations, all amendments of this Declaration must be approved by the Planning Commission of the City of Murfreesboro and Rutherford County, or its successor governmental entity.

Heather Dawbarn, Register
Rutherford County Tennessee

Rec #:	837599	Instrument #:	1979769
Rec'd:	60.00		
State:	0.00		
Clerk:	0.00	Recorded	
Other:	2.00	9/2/2015 at 2:20 PM	
Total:	62.00	in	
		Record Book 1404 Pgs 3783-3794	

4. ARTICLE XII, GENERAL PROVISIONS, PARAGRAPH 6, shall be modified and amended as follows:

Notices. All notices required or permitted hereunder shall be in writing and effective when deposited in the U.S. Mail, postage prepaid, addressed to any Owner at the address of the Lot owned by such Owner, or addressed to the Developer as follows:

KW Group, LLC
P.O. Box 12165
Murfreesboro, Tennessee 37129

5. EXHIBIT B, BY-LAWS OF RICHMOND'S RETREAT HOMEOWNERS ASSOCIATION, INC. shall be deleted in its entirety and replaced with the Amended and Restated By-Laws for the Administration of Richmond's Retreat Homeowners' Association, Inc. attached hereto.

6. NO OTHER MODIFICATIONS. Except as expressly amended hereby, the terms and provisions of the Declaration shall continue in full force and effect.

Witness its signature this 1st day of Sept, 2015.

KW GROUP, LLC

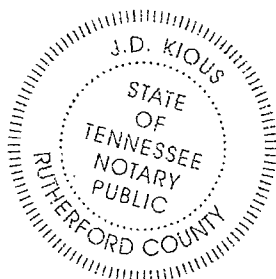
By: [Signature]
Steven M. Knox, Member

STATE OF TENNESSEE)

COUNTY OF RUTHERFORD)

Before me, the undersigned, of the state and county mentioned, personally appeared Steven M. Knox, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Member of KW Group, LLC, a Tennessee limited liability company (the "Company") and as such Member acknowledged that he is authorized to execute the foregoing instrument on behalf of the Company and that he as such Member, executed the foregoing instrument for the purpose therein contained, by signing the name of the Company by himself as Member.

Witness my hand and seal, at office this 1st day of Sept, 2015.



[Signature]
Notary Public
My Commission Expires: 2/20/18