

**SECOND AMENDMENT
TO ARCHITECTURAL AND SITE DESIGN GUIDELINES
FOR THE BRIDGES AT PRESTON CROSSINGS**

THIS SECOND AMENDMENT TO ARCHITECTURAL AND SITE DESIGN GUIDELINES FOR THE BRIDGES AT PRESTON CROSSINGS (this "Amendment") is made and entered by Mehrdad Moayedi, Declarant and individual, and Rome Barnes, an individual, being a majority of the members of the Architectural Review Board (the "ARB"), as of the 13th day of January, 2015.

WHEREAS, Bluegreen Communities of Texas, LP, a Delaware limited partnership (the "Original Declarant") executed that certain Declaration of Covenants, Conditions and Restrictions for the Bridges at Preston Crossings recorded on October 12, 2006, as Instrument No. 2006-00025342, and in Volume 4133, Page 155, in the Official Public Records of Grayson County, Texas (the "Original Declaration"), as supplemented by that certain Supplemental Declaration of Covenants, Conditions and Restrictions for the Bridges at Preston Crossings, Section One dated October 5, 2006, recorded on October 12, 2006 as Instrument No. 2006-00025343, and in Volume 4133, Page 259, in the Official Public Records of Grayson County, Texas (the "Section One Supplement"), as further supplemented by that certain Supplemental Declaration of Covenants, Conditions and Restrictions for the Bridges at Preston Crossings – The Estates at The Bridges at Preston Crossings dated February 8, 2007, recorded on February 9, 2007 as Instrument No. 2007-00003400, and in Volume 4191, Page 41, in the Official Public Records of Grayson County, Texas (the "Estates Supplement"), as amended by that certain First Amendment to Declaration of Covenants, Conditions and Restrictions for the Bridges at Preston Crossings dated February 18, 2008, recorded as Instrument No. 2008-00004134, and in Volume 4407, Page 787, in the Official Public Records of Grayson County, Texas (the "First Amendment"), as further supplemented by that certain Supplemental Declaration of Covenants, Conditions and Restrictions for The Bridges at Preston Crossings – Timber Creek at The Bridges Section 2-A dated June 19, 2009, recorded on June 24, 2009 as Instrument No. 2009-00012386, and in Volume 4655, Page 535, in the Official Public Records of Grayson County, Texas (the "Timber Creek Section 2-A Supplement"), as further amended, restated and supplemented by that certain Amended and Restated Supplemental Declaration of Covenants, Conditions and Restrictions for The Bridges at Preston Crossings – Timber Creek at The Bridges Section 2-A dated September 14, 2009, recorded on September 16, 2009 as Instrument No. 2009-00018828, and in Volume 4697, Page 117, in the Official Public Records of Grayson County, Texas (the "Amended and Restated Timber Creek Section 2-A Supplement"), as further supplemented by that certain Architectural and Site Design Guidelines dated to be effective as of August 2006, as amended in part by that certain First Amendment to Architectural and Site Design Guidelines dated January 13, 2015 (as amended, the "Design Guidelines") (the Original Declaration, as modified, amended, restated and supplemented as set forth above is herein referred to as the "Declaration"), which Declaration encumbers the real property described therein with the covenants, conditions and restrictions set out therein;

WHEREAS, pursuant to its rights as the ARB under the Declaration, including, without limitation, Section 9.3(a) of the Declaration, the ARB desires to amend and modify certain requirements and restrictions set forth in the Design Guidelines, as more specifically provided in

this Amendment, to include additional design guidelines and requirements for garages and fencing on certain Lots within the Properties.

NOW, THEREFORE, the ARB does hereby amend and modify the Design Guidelines as follows:

1. Defined Terms. Unless otherwise defined in this Amendment or the context otherwise requires, each term used in this Amendment with its initial letter capitalized which has been specifically defined in the Declaration shall have the same meaning herein as given to such term in the Declaration.

2. Amendment. Section 6.01 of the Design Guidelines is hereby modified and amended to add the following paragraph at the end of Section 6.01 as follows:

“By submitting any plan for approval, the submitting party expressly acknowledges that the ARB and any constituent members thereof is/are not or are not reviewing plans or submittals in their professional capacity (if any) as, engineers, architects, or builders for purposes of plan review, and that any approval or disapproval of any plans expressly excludes any opinion on the suitability of the plans on an engineering, architectural, or construction basis. The ARB, and any delegate, officer, member, director, employee or other person or entity exercising the ARB’s rights under this Declaration or any other Governing Documents shall have no liability for its decisions made and in no event shall be responsible for: (1) errors in or omissions from the plans and specifications submitted, (2) supervising construction for the Owner’s compliance with approved plans and specifications, or (3) the compliance of the Owner’s plans and specifications with governmental codes and ordinances, state and federal laws. The ARB has sole discretion with respect to taste, design, and all standards specified by this Article and/or the Design Guidelines for any construction of improvements within the Properties.”

3. Amendment. Section 6.08 of the Design Guidelines is hereby modified and amended in its entirety to read as follows:

“6.08 Front Façade. While variety is encouraged, a strong emphasis shall be placed on traditional stone and brick as the primary materials used on dwellings and traditional tastes in building massing and detailing. This shall be a community-wide standard for The Bridges at Preston Crossings. All facades should illustrate clean, well thought out appearances in keeping with the community’s standard. All front facades must consist of at least 95% brick, stone, or 3-coat cement stucco applied by hand or with a gun. **Cementitious siding on front elevations is strictly limited to 5%** and it is preferred the siding is used in a way that does not detract from the primary look of mason for all front facades.”

4. Amendment. Section 6.10 of the Design Guidelines is hereby modified and amended in its entirety as follows:

“6.10 Approved Exterior Siding Material

I. Approved exterior siding materials:

A. Brick

B. Cement Stucco (3-coat system hand or gun applied)

C. Stone

D. Wood Accents (to be used in limited quantities)

The majority (**at least 80%**) of the sides and rear façades of all dwellings shall be of an approved mason noted in A. to C. above. The community-wide standard for The Bridges at Preston Crossings are homes consisting **primarily of masonry materials** with little cementitious siding used (**no more than 20% overall shall be allowed and front facades are strictly limited to 5% siding use**). Homes whose rear elevations are visible from a major thoroughfare should not use siding on the rear elevations; Notwithstanding, if siding must be used, the ARB may limit the amount of siding used to no more than 5% and may require the siding be applied in the least conspicuous locations or manner possible. Builders who are non-compliant will be notified in writing (e-mail communications may be used) and Builders must comply or risk a notice to cease construction until compliance is met.”

5. Amendment. Section 6.14 of the Design Guidelines is hereby modified and amended in its entirety as follows:

“6.14 Garage \ Garage Doors. Preferred garage types are side and rear loading garages. Garages on corner Lots should not face either road. Front loading garages shall be allowed; Notwithstanding, only cedar garage doors and no greater than a one-car garage shall be allowed as a front-loading garage. All garage doors must have architectural features to enhance the look which may include, but is not limited to, windows, louvers, or shutters necessary to provide variety, and/or raised panels. Lights on each side of the garage are required for all garage doors regardless of their point of entry. Garages that face the front must have at least two or more of the architectural features noted above in addition to lights, no exception.”

6. Amendment. Section 8.03 of the Design Guidelines is hereby modified and amended to read in its entirety as follows:

“**8.03 Fences and Walls**. Fences and walls must harmonize in character and color with the house. All wrought iron fences shall be a minimum height of 30” and maximum height of 96”, subject to the restrictions or requirements set forth herein. Fencing of the entire (front portion) of the lot is not permitted. Fencing shall be restricted to the rear and side yard of the home. The ARB reserves the right to approve or require the use of fences along the side yard of the home. Except as otherwise expressly permitted herein, wood fences are not allowed outside the designated neighborhood(s) without the existence of a special condition and ARB approval. Chain link or vinyl fences are not allowed without the existence of a special condition and ARB approval. The location and materials of all fences and walls shall be submitted on the site plan for approval. Any wood fences permitted in the Properties shall be stained with a stain approved in writing by the ARB. Any gates constructed or installed on a Lot shall require prior written approval of the ARB, and such approval may be granted on a case-by-case basis. Location and materials used for all retaining walls must be submitted for approval. See section 5.01.2.F-G for plan submission requirements. Retaining walls may be constructed of stone, or other approved interlocking wall system (i.e., keystone or an approved equal.).

Fences located at the rear property lines of Lots 317, 318, 321, 322, 324R, 325R, of Block Q and Lots 256R through 263R, inclusive, of Block N, as shown on the final plat of The

Bridges of Preston Crossing recorded in Volume 18, Page 144, and Volume 19, Page 64, of the Plat Records of Grayson County, Texas, as amended, are required to have a minimum 6-foot wrought iron or ornamental metal fencing with 7-foot natural stone columns located at spacing points and of a design and materials consistently applied throughout the Subdivision and approved in writing by the ARB.

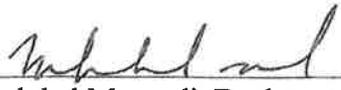
Fences located at the rear property lines of Lot 264R through 268R, inclusive, and Lots 277 through 287, inclusive, in Block N; the west line of Lot 288, Block O; the rear property line of Lots 298 through 300, inclusive, in Block O; the west property line of Lot 300, Block O, and the rear property line of Lots 301 through 316, inclusive, Block P, as shown on the final plat of The Bridges of Preston Crossing recorded in Volume 18, Page 144 of the Plat Records of Grayson County, Texas, as amended, shall be eight foot (8') board-on-board, pre-stained cedar or better quality wood with steel posts at minimum every six feet (6'), with a 2" x 6" cap board and 1" x 4" ledger board. The fencing required by this paragraph shall provide a visible and security barrier for the referenced Lots. Steel posts and supporting structures shall not be visible from any adjacent common area, street or major thoroughfare. Fencing shall include stone columns on property lines, and such stone columns shall compliment the aesthetics of the adjacent homes and be consistent throughout such fencing. Transitions in fence height shall be in accordance with the requirements set forth in Schedule 8.03 attached hereto."

7. No Other Effect. Except as expressly modified, amended and supplemented by this Amendment, the terms and provisions of the Declaration are not amended, modified or supplemented, and the Declaration, as modified, amended and supplemented hereby, is hereby amended as provided herein.

8. Severability. Invalidation of any one provision of this Amendment by judgment or court order shall in no way affect any other provision of this Amendment or the remainder of this Amendment which shall remain in full force and effect. Furthermore, in lieu of each such illegal, invalid, or unenforceable provision, there shall be added automatically as a part of this Amendment a provision as similar in terms to such illegal, invalid, or unenforceable provision as may be possible and be legal, valid, and enforceable.

9. Headings. The headings contained in this Amendment are for reference purposes only and shall not in any way affect the meaning or interpretation of this Amendment.

EXECUTED to be effective as of the 13th day of January, 2015.


Merhdad Moayedi, Declarant

ACKNOWLEDGEMENT:

The undersigned, in his or her capacity as Secretary of The Bridges at Preston Crossings POA, Inc., a Texas nonprofit corporation (the "Association") hereby acknowledges receipt of the foregoing Amendment of the Design Guidelines on behalf of the Association. The undersigned further acknowledges that the ARB has the sole and full authority to amend the Design Guidelines pursuant to Section 9.3(a) of the Declaration.

THE BRIDGES AT PRESTON CROSSINGS POA, INC.,
a Texas nonprofit corporation

By: Rome Barnes
Printed Name: Rome Barnes
Secretary