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Prepared by and return to:
L. Holden Reaves
Smith, Dickey, Smith, Hasty & Dempster, P.A.
P.O. Box 58209
Fayetteville, NC 28305

RECEIVED
11-18-2002 PM 2:43:26
GEORGE E. TATUM
REGISTER OF DEEDS
CUMBERLAND CO., N.C.

**FIFTH AMENDMENT TO DECLARATION
OF HUFF BUILT OFFICE CONDOMINIUMS**

WHEREAS, Breezewood Associates, LLC, a North Carolina limited liability company, H&H Investments, Inc., a North Carolina corporation, Ralph Huff Family Limited Partnership, a North Carolina limited partnership, and Breezewood Six, LLC, a North Carolina limited liability company, are Declarants and Co-Declarants (collectively, "Declarants") under the terms of that certain Declaration of Condominium of Huff Built Condominiums, recorded in Book 5226, Page 281, Cumberland County Registry, as subsequently amended by first amendment recorded in Book 5615, Page 344 and re-recorded in Book 5720, Page 773; second amendment recorded in Book 5615, Page 341 and re-recorded in Book 5720, Page 802; third amendment recorded in Book 5720, Page 812 and fourth amendment recorded in Book 5835, Page 541, aforesaid Registry (as amended, the "Declaration");

WHEREAS, Breezewood Associates, LLC (the "Owner") is the owner of Suite 200 ("Suite 200") of Huff Built Office Condominiums, Phase Five, as described in the Declaration (see fourth amendment) and as shown on the condominium plat or plan recorded in Condominium Plat Book 6, Pages 30 through 32, aforesaid Registry (the "Phase Five Condominium Plan");

WHEREAS, the Owner desires to subdivide Suite 200 into two (2) units;

WHEREAS, the Owner has requested that Declarants consent to the subdivision of Suite 200 into two (2) units (in accordance with Section 7.13 of the Declaration) and amend the Declaration to reflect said subdivision.

Addition of phase 5
Suite 41-
200 into
2 Suites

NOW, THEREFORE, the Declarants do hereby amend the Declaration as follows:

1. The Phase Five Condominium Plan is revised to subdivide and relocate the boundaries of Suite 200, thereby creating Suite 200 and Suite 201 on the second floor of the building known as Huff Built Office Condominiums, Phase Five. The revised condominium plat or plan prepared in accordance with N.C.G.S. 47C-2-109 that describes the newly created units on the second floor, common areas and limited common areas is described in Exhibit A attached hereto and incorporated herein by reference.

2. The Percentage Interest of Common Area, Common Expenses and Votes with respect to Suite 200 and Suite 201 of Phase Five shall be allocated as follows:

<u>Unit No.</u>	<u>Fair Market Value</u>	<u>Percent Interest</u>
200	\$ 340,900.00	6.34
201	\$ 340,900.00	6.34

Exhibit "C" to the Declaration, entitled "Percentage Interest of Common Area, Common Expenses and Votes" is amended to reference the above reallocation by substituting in its place the new Exhibit B attached hereto and incorporated herein by reference.

3. Except as specifically amended, all terms and provisions of the Declaration shall remain in full force and effect.

[The Remainder of This Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned have caused this Fourth Amendment to Declaration to be executed by the appropriate members, partners and/or officers as of this 18 day of August, 2002.

BREEZEWOOD ASSOCIATES, LLC

By: D. Ralph Huff
D. Ralph Huff, Member/Manager

By: W. Lyndo Tippet
W. Lyndo Tippet, Member/Manager

By: Harold D. Tyndall
Harold D. Tyndall, Member/Manager

H&H INVESTMENTS, INC.

By: D. Ralph Huff
D. Ralph Huff, President

RALPH HUFF FAMILY LIMITED PARTNERSHIP

By: D. Ralph Huff
D. Ralph Huff, General Partner

BREEZEWOOD SIX, LLC

By: D. Ralph Huff
D. Ralph Huff, Member/Manager

By: Thomas Bradford
Thomas Bradford, Member/Manager

By: Harold D. Tyndall
Harold D. Tyndall, Member/Manager

EXHIBIT A

The condominium plan recorded in Condominium Book 6, Page 35, Cumberland County Registry, is incorporated herein by reference.

EXHIBIT BPercentage Interest in Common Area, Common Expenses and Votes in
Huff Built Office Condominiums**PHASE ONE** – Cain Road

<u>Unit No.*</u>	<u>Fair Market Value</u>	<u>Percent Interest</u>
100	\$145,700	2.71
101	\$35,300	0.66
102	\$52,500	0.98
103	\$35,700	0.66
200	\$77,800	1.45
Reserved for Future Units	\$190,300**	3.54

PHASE TWO -- Pamelee Drive

<u>Unit No.*</u>	<u>Fair Market Value</u>	<u>Percent Interest</u>
100	\$232,750	4.33
101	\$111,750	2.08
Reserved for Future Units	\$344,500**	6.41

PHASE FOUR – Ramsey Street

<u>Unit No.*</u>	<u>Fair Market Value</u>	<u>Percent Interest</u>
100	\$293,000	5.45
101	\$177,680	3.31
102	\$117,600	2.19
103	\$71,200	1.32
201	\$253,650	4.72
202	\$413,270	7.67

PHASE FIVE – 2939 Breezewood Ave.

<u>Unit No.*</u>	<u>Fair Market Value</u>	<u>Percent Interest</u>
100	\$285,200	5.31
101	\$262,300	4.88
102	\$76,500	1.42
200	\$340,900	6.34
201	\$340,900	6.34

PHASE SIX – Breezewood 6, Breezewood Ave.

<u>Unit No.*</u>	<u>Fair Market Value</u>	<u>Percent Interest</u>
100	\$155,000	2.88
101	\$155,000	2.88
102	\$77,300	1.44
103	\$300,000	5.58
200	\$438,000	8.15
201	\$392,150	7.30

*The Units are sometimes referred to as Suites and the terms "Units" and "Suites" have synonymous meanings for purposes of this Declaration and this Condominium.

**Declarant reserves the right to adjust and allocate the fair market value of any Unit as constructed consistent with the terms of this Declaration and applicable law.

STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Jerry Beaman, a Notary Public, do hereby certify that **D. Ralph Huff**, as a member/manager of Breezewood Associates, LLC, a North Carolina limited liability company, personally appeared before me this day and acknowledged that he is a member/manger of said limited liability company and that by authority duly given, and as the act of the limited liability company, the foregoing instrument was signed in its name by such person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Jerry Beaman
Notary Public



STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Jerry Beaman Notary Public, do hereby certify that **W. Lyndo Tippet**, as a member/manager of Breezewood Associates, LLC, a North Carolina limited liability company, personally appeared before me this day and acknowledged that he is a member/manager of said limited liability company and that by authority duly given, and as the act of the limited liability company, the foregoing instrument was signed in its name by such person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Jerry Beaman
Notary Public



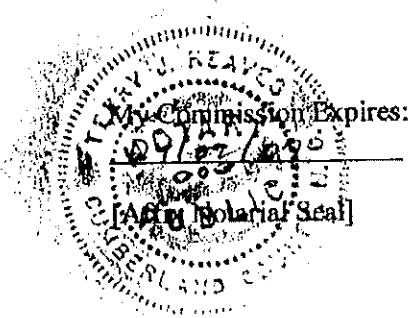
STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Derry Reeves Notary Public, do hereby certify that **Harold D. Tyndall** as a member/manager of Breezewood Associates, LLC, a North Carolina limited liability company, personally appeared before me this day and acknowledged that he is a member/manger of said limited liability company and that by authority duly given, and as the act of the limited liability company, the foregoing instrument was signed in its name by such person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Derry Reeves
Notary Public



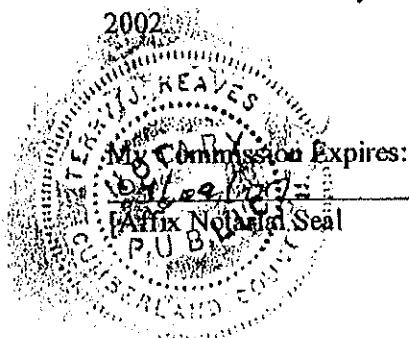
STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Derry Reeves, a Notary Public of said County and State, do hereby certify that **D. Ralph Huff** personally appeared before me this day and acknowledged that he is the President of H&H Investments, Inc., a North Carolina corporation, and that by authority duly given, and as the act of said corporation, said person executed the foregoing instrument on behalf of said corporation.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Derry Reeves
Notary Public



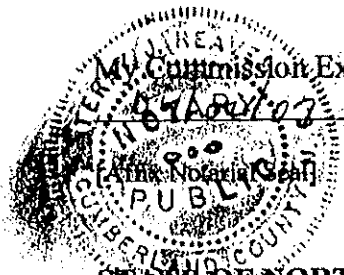
STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Derry Weaver, a Notary Public of said County and State, do hereby certify that **D. Ralph Huff** personally appeared before me this day and acknowledged that he is the general partner of Ralph Huff Family Limited Partnership, a North Carolina limited partnership, and that by authority duly given, and as the act of said limited partnership, the foregoing instrument was signed in its name by said person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Derry Weaver
Notary Public



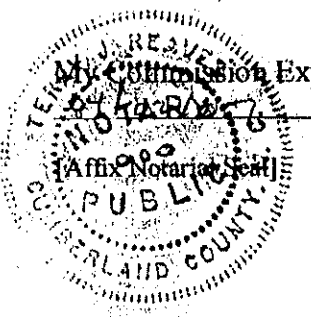
STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Derry Weaver, a Notary Public, do hereby certify that **D. Ralph Huff**, as a member/manager of Breezewood Six, LLC, a North Carolina limited liability company, personally appeared before me this day and acknowledged that he is a member/manger of said limited liability company and that by authority duly given, and as the act of the limited liability company, the foregoing instrument was signed in its name by such person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Derry Weaver
Notary Public



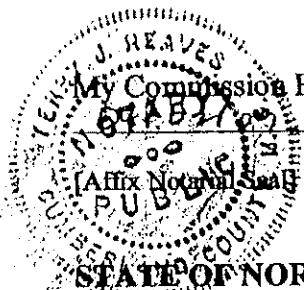
STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Derry Reaves, a Notary Public, do hereby certify that **Thomas Bradford** as a member/manager of Breezewood Six, LLC, a North Carolina limited liability company, personally appeared before me this day and acknowledged that he is a member/manger of said limited liability company and that by authority duly given, and as the act of the limited liability company, the foregoing instrument was signed in its name by such person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Derry Reaves
Notary Public



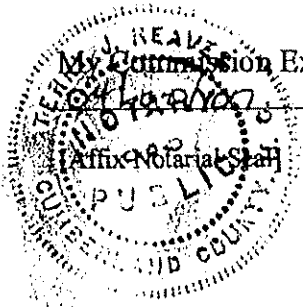
STATE OF NORTH CAROLINA

COUNTY OF CUMBERLAND

Derry Reaves, a Notary Public, do hereby certify that **Harold D. Tyndal** as a member/manager of Breezewood Six, LLC, a North Carolina limited liability company, personally appeared before me this day and acknowledged that he is a member/manger of said limited liability company and that by authority duly given, and as the act of the limited liability company, the foregoing instrument was signed in its name by such person.

WITNESS my hand and official seal or stamp, this the 18 day of November, 2002.

Derry Reaves
Notary Public



The foregoing Certificate(s) of

Derry J. Reaves

is/are certified to be correct. This instrument and this certificate are duly registered at the date and time and in the Book and Page shown on the first page hereof.

GEORGE E. TATUM

REGISTER OF DEEDS FOR

CUMBERLAND

COUNTY,

Deputy/Assistant - Register of Deeds

By Robin Torres