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J. LEE WARREN JR.
REGISTER OF DEEDS
CUMBERLAND CO., N.C.

Prepared By:
H. Dolph Berry
PO Box 87008
Fayetteville, NC 28304

**AMENDMENT TO DECLARATIONS
OF
SHEFFIELD CONDOMINIUMS**

HCC Investments, LLC, a North Carolina Limited Liability Company with its principal place of business in the County of Cumberland, State of North Carolina, (herein "Developer"), does hereby make and declare this Amendment to the "Declaration of Sheffield Condominiums", this the 20th day of August, 2003.

WITNESSETH

WHEREAS Developer caused the Declaration of Sheffield Condominiums, dated February 11, 2003, to be filed and recorded in the Office of the Register of Deeds of Cumberland County, Book 6056, Page 841, and re-recorded in Book 6231, Page 402, of said Registry;

AND WHEREAS Exhibit " D " ,attached to and part of said Declaration entitled "Bylaws of Sheffield Condominiums, Inc.", was in fact the Bylaws of "Sheffield Condominiums Association, Inc.", a corporation not for profit under the Laws of the State of North Carolina, which Association was duly formed for the purposes stated in the Bylaws and Articles of Incorporation attached to said Declaration as Exhibit " E ";

NOW THEREFORE, Declarant does amend said Declarations as follows:

The title of Exhibit D is hereby amended to read as follows:

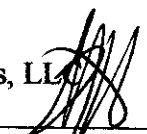
Exhibit D

"By Laws of Sheffield Condominiums Association, Inc., a Corporation not for profit under the laws of the State of North Carolina " (end of amendment).

Except as herein amended the remaining Declaration of Sheffield Condominiums shall remain in full force and effect.

In Witness Whereof, HCC Investments, LLC has caused this instrument to be executed by its member-managers.

THIS the 20th day of August, 2003.

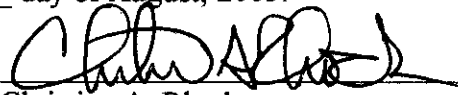
HCC Investments, LLC
By: Member-Manager 

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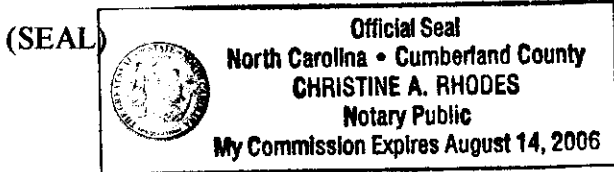
NORTH CAROLINA
CUMBERLAND COUNTY

I, Christine A. Rhodes, a Notary Public for said County and State, do hereby certify that Jackie Hairr, Member-Manager of HCC Investments, LLC, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and seal, this the 20th day of August, 2003.


Christine A. Rhodes

My commission expires August 14, 2006.



The foregoing Certificate(s) of Christine A Rhodes

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.

By J. LEE WARREN, JR. REGISTER OF DEEDS FOR CUMBERLAND COUNTY,
Bregna Frazier Deputy/Assistant Register of Deeds