

**SECOND SUPPLEMENTAL DECLARATION
TO THE DECLARATION OF
COVENANTS, CONDITIONS, EASEMENTS AND RESTRICTIONS**

THIS SECOND SUPPLEMENTAL DECLARATION TO THE DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS AND RESTRICTIONS (the "Second Supplement") is made this ___ day of June, 2003, by LAKE COUNTRY DEVELOPMENTS, LLC, a New York limited liability company with its principal office located at 3 Kentucky Street, PO Box 3066, Plattsburgh, New York 12901-0298 (hereinafter referred to as the "Declarant").

WHEREAS, Declarant filed a Declaration of Covenants, Conditions, Easements and Restrictions (the "Declaration") in the Clinton County Clerk's Office on June 28, 2001 and which is filed as Instrument #132346; and

WHEREAS, the Declaration established the Lake County Village Homeowners Association, Inc. which is located in the City of Plattsburgh, Clinton County, New York (the "Association"); and

WHEREAS, on June 28, 2001, the Declarant established Phase I of the Association by the filing of the Declaration which imposed upon the real estate described on the attached Exhibit "A" (the "Property") the terms, covenants, conditions, easements and restrictions contained in the Declaration which are for the purpose of protecting the value and desirability of the Property; and

WHEREAS, on March 1, 2002, the Declarant filed the First Supplemental Declaration to Declaration of Covenants, Conditions, Easements and Restrictions in the Clinton County Clerk's Office and which is filed as Instrument #140315 (the "First Amendment to the Declaration"); and

WHEREAS, the First Amendment to the Declaration was filed for the purpose of bringing Phase II into the Association, and the property in Phase II is described on the attached Exhibit "A-1" (the "Phase II Property"); and

WHEREAS, the Declaration established the Association under the not-for-profit corporation law of the State of New York for the purpose of overseeing the administration of the Property which is subject to the Declaration; and

WHEREAS, Article X of the Declaration gives the Declarant, its successors or assigns, the sole and absolute right to bring within the scheme of the Declaration additional property to be developed substantially similar to the Property described on Exhibit "A" and Exhibit "A-1"; and

WHEREAS, any additional property to be developed and to be part of the Association must be made by the Declarant filing in the Clinton County Clerk's Office a Supplemental Declaration with respect to the additional property which will extend the scheme of the Declaration to such additional property; and

WHEREAS, the Declarant wishes to subject and to dedicate property which shall be known as Phase III and which is described on Exhibit "B" attached hereto (the "Additional Property") to the scheme of the Declaration which preserves the values and the amenities in the Association and which will bring the Additional Property under the scheme of the Declaration; and

WHEREAS, the Declarant also wishes to amend the Declaration to provide for an easement for encroachments among and between those owners of units in Phase III of the Association (Phase III is described on Exhibit "B" attached hereto and is the "Additional Property")); and

WHEREAS, this easement for encroachments is for the continued right of unit owners to use and maintain the part of their unit which may lie on an adjacent owner's property; and

WHEREAS, the Declarant wishes to continue to provide for the preservation of the values and the amenities in the Association community.

Now, THEREFORE, the Declarant hereby declares that all of the Additional Property described on Exhibit "B" attached hereto shall be held, sold, conveyed and occupied subject to the covenants, conditions, easements and restrictions which are set forth in the Declaration which are for the purpose of protecting the value and desirability of and which shall run with the Property, the Phase II Property, and the Additional Property, and which shall be binding on all parties having any right, title or interest in the Property, the Phase II Property, the Additional Property, or any part thereof, their heirs, successors and assigns, and which shall inure to the benefit of each owner thereof.

1. The capitalized terms described herein shall have the meanings attributed to them as set forth in this Second Supplement, and if not set forth in this Second Supplement, they shall have the meanings described to them as set forth in the Declaration.
2. The Declarant, by the filing of this Second Supplement, brings within the Association the Additional Property described on Exhibit "B" attached hereto. The Additional Property shall be bound by and shall receive all of the benefits of those covenants, conditions, easements and restrictions as set forth in the Declaration.
3. Article III of the Declaration was amended in the First Supplemental Declaration by adding a new Section 3 entitled "Storage Shed Cross Easement". Owners of units in Phase III will be subject to this Storage Shed Cross Easement, as are the owners of units in Phases I and II.
4. There shall be added to Article III of the Declaration a new Section 4 as follows:

Section 4. Easements for Encroachments. Each lot and the common area shall be subject to an easement for encroachments which exist because of overhangs and party walls for all buildings located within the Property. A valid easement for the encroachments, and for the

maintenance of the encroachments, shall exist for so long as such encroachments shall stand and do exist. In the event that any building containing two or more living units is partially or totally destroyed and then rebuilt, or is in need of major repair, the Owners of the units so affected agree that minor encroachments of parts of the adjacent unit shall be permitted, and that a valid easement for said encroachments and the maintenance thereof shall exist.

5. Section 2 of Article IV of the Declaration is further modified and amended as follows:

Section 2. Voting Rights. The Class B membership shall cease and shall be converted to Class A membership on January 1, 2005, or when all of the lots within the Association have closed and record title is transferred, whichever is earlier, unless this date has been extended because the Declarant has brought within the Association Additional Property as set forth in Article X of the Declaration. Prior to such date, as it may be extended, Class A members shall continue to have no right to vote for membership on the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being the Declarant herein, has hereunto set its hand and seal this 6th of June, 2003.

LAKE COUNTRY DEVELOPMENTS, LLC

By: _____

G. BRENT TYNAN, PRESIDENT

STATE OF NEW YORK)
COUNTY OF CLINTON) ss:

On this 6th day of June, in the year 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared **G. BRENT TYNAN**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Lynn M. Warren
Notary Public

LYNN M. WARREN
Notary Public, State of New York
No. 4949180
Qualified in Clinton County
Commission Expires April 3, 2007

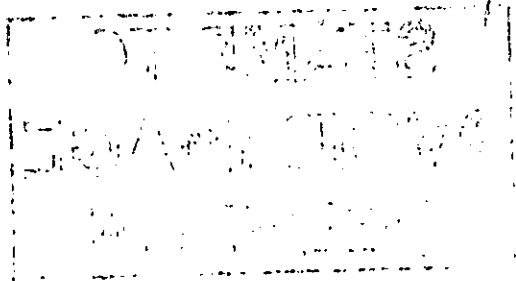


EXHIBIT "A"

STAMP TO
AVOID IMAGE
DELETION

SCHEDULE A

PHASE I LEGAL DESCRIPTION

ALL THAT CERTAIN PIECE OR PARCEL OF LAND being part of the former Plattsburgh Air Force Base located both in the City of Plattsburgh and the Town of Plattsburgh, County of Clinton, State of New York, being more particularly described as follows:

UNITS 6001, 6002, 6005, 6006, 60008, 6010, 6010, 6012, 6014, 6016, 6017, 6201, 6204, 6205, 6208, 6209 6212, 6213, 6216, 6217, 6220, 6221, 6224, 6225, 6228, 6229, 6232, 6233, 6236, 6237, 6241, 6300, 6301, 6304, 6305 of the Lake Country Planned Unit Development as shown on a survey map entitled "Lake Country Village Planned Unit Development, Former Plattsburgh Air Force Base Housing Redevelopment Project, Phase I Plan", prepared by AES Northeast PLLC, Scott B. Allen, LS, dated March 27, 2000, Job #2466 filed in the Office of the Clinton County Clerk as Map No. PL-B-127.

Together with all rights contained and set forth in Declaration of Protective Covenants, Conditions, Restrictions, Easements, Charges and Liens (The Lake Country Village Declaration) dated May 2000 and to be recorded concurrently herewith.

The land area on which the units are located on is described as follows:

ALL THAT CERTAIN PIECE OR PARCEL OF LAND being part of the former Plattsburgh Air Force Base located both in the City of Plattsburgh and the Town of Plattsburgh, County of Clinton, State of New York, being more particularly described as follows:

Beginning at a point in the westerly bounds of U.S. Avenue which point is the northeasterly corner of lands now or formerly of Agway Petroleum Corporation by virtue of a deed dated February 7, 1986 and recorded in the Clinton County Clerk's Office on March 13, 1986 in Deed Volume 660 at page 317;

Thence South 85° 55' 02" West along the northerly bounds of said lands of Agway 300.74 feet to the northwesterly corner of lands of said Agway; thence South 08° 05' 55" East along the westerly bounds of lands of said Agway 171.43 feet to a point; thence in a general westerly direction through the lands of the former Plattsburgh Air Force Base the following seven (7) courses and distances:

- (1) South 82° 42' 49" West, 222.07 feet to a point;
- (2) South 87° 54' 37" West, 79.97 feet to a point;
- (3) North 78° 20' 49" West, 154.97 feet to a point;
- (4) North 77° 42' 01" West, 126.16 feet to a point which lies 33 feet distant westerly from the centerline of Maine Road;
- (5) Northerly along a curve convex to the East, parallel with and 33 feet distant westerly from the centerline of Maine Road, having a radius of 709.87 feet, an arc distance of 54.48 feet to a point;

(6) North 77° 14' 10" West, 253.36 feet;

(7) South 86° 06' 31" West, 78.14 feet to a point which lies 50 feet distant easterly from the centerline of New York Road;

Thence in a general northerly direction along a series of lines parallel with and 50 feet distant easterly of the centerline of New York Road the following three (3) courses and distances:

(1) Northerly along a curve convex to the east having a radius of 1,812.20 feet, an arc distance of 241.48 feet;

(2) North 11° 31' 31" West, 48.83 feet;

(3) North 11° 25' 12" West, 297.90 feet;

Thence in a general easterly direction through the lands of the former Plattsburgh Air Force Base the following six (6) courses and distances:

(1) North 78° 34' 48" East, 371.60 feet;

(2) North 50° 43' 04" East, 219.94 feet;

(3) North 69° 24' 37" East, 131.36 feet;

(4) North 86° 09' 51" East, 124.62 feet;

(5) South 77° 10' 59" East, 254.85 feet;

(6) North 82° 13' 05" East, 136.60 feet to a point in the westerly bounds of U.S. Avenue;

Thence South 07° 46' 55" East along the westerly bounds of U.S. Avenue, 755.47 feet to the point or place of beginning.

EXHIBIT "A-1"

**STAMP TO
AVOID IMAGE
DELETION**

Schedule B

Legal Description
Phase II Perimeter Boundary

ALL THAT CERTAIN PIECE OR PARCEL OF LAND situate on the former Plattsburgh Air Force Base in the City of Plattsburgh, County of Clinton, State of New York, being more particularly described as follows: (The following description is based upon a survey map entitled, PHASE II SUBDIVISION PLAN for the project named, LAKE COUNTRY VILLAGE PLANNED UNIT DEVELOPMENT, FORMER PLATTSBURGH AIR FORCE BASE HOUSING REDEVELOPMENT PROJECT, prepared by AES Northeast, PLLC, Scott B. Allen, LS, drawing no. S1 dated 8/27/2001 filed in the Clinton County Clerk's Office on February 20, 2002 as Map # PL-B -227).

BEGINNING AT the intersection of the southerly boundary of North Dakota Avenue and the easterly boundary of New York Road which point is further defined as laying 33 feet southerly of the center line of North Dakota Avenue, and 50 feet easterly of the center line of New York Road;

Thence in a general northerly direction along a curve convex to the east, having a radius of 1,812.20 feet and a chord direction of North 07°14'13" East, an arc distance of 703.94 feet to a point, which point is also the southwesterly corner of Phase I of the Lake Country Village Planned Unit Development;

Thence turning and running in a general easterly direction along the general southerly boundary of said Phase I and the northerly boundary of the parcel of land being described herein, the following courses and distances:

1. North 86°06'31" East 78.41 feet to a point;
2. South 77°14'10" East 253.36 feet to a point in the westerly bounds of Maine Road, which said bounds lies 33 feet westerly from the centerline of Maine Road;
3. Southerly along the westerly bounds of said Maine Road along a curve convex to the east having a radius of 709.87 feet, and a chord direction of South 10°06'04" West, an arc distance of 54.48 feet;
4. South 77°42'01" East 126.16 feet to a point;
5. South 78°20'49" East 154.97 feet to a point;
6. North 87°54'37" East 79.97 feet to a point;
7. North 82°42'49" East 221.98 feet to a point in the easterly boundary line of the former Plattsburgh Air Force Base;

Thence South 8°05'54" East along said easterly boundary of the former Plattsburgh Air Force Base a distance of 601.03 feet to the point of beginning of a curve convex to the east, having a radius of 776.31 feet;

Thence southerly along said curve an arc distance of 408.99 feet to the beginning of a non tangent curve having a radius of 414.08 feet and a chord direction of South 27°38'25" West;

Thence southwesterly along said curve an arc distance of 80.27 feet to a point;

Thence South 33°11'36" West, still along the easterly boundary of the former Plattsburgh Air Force Base 72.81 feet to the southeasterly corner of the parcel of land being described herein;

Thence in a general westerly direction along the southerly bounds of the parcel of land being described herein, the following courses and distances:

1. North 53°11'52" West 267.17 feet to a point
2. North 55°01'05" West 352.91 feet to a point
3. South 56°40'20" West 60.01 feet to a point
4. North 33°19'58" West 119.75 feet to a point
5. North 56°40'39" East 60.02 feet to a point
6. North 53°01'54" West 164.45 feet to a point
7. North 66°04'02" West 76.86 feet to a point in the easterly boundary of Maine Road, which boundary is defined as being 33 feet from the centerline of Maine Road;

Thence southerly along said easterly boundary of Maine Road, along a curve convex to the west having a radius of 317.00 feet and a chord direction of South 17°21'43" West, an arc distance of 72.71 feet;

Thence north 73°44'02" West 151.34 feet to the point or place of beginning.

Containing herein 19.400 acres of land more or less.

EXHIBIT "B"

ALL THAT PIECE OR PARCEL OF LAND, situate on the former Plattsburgh Air Force Base in the City of Plattsburgh, County of Clinton, State of New York, being more particularly described as follows: HOA Lot III-A; HOA Lot III-B; HOA Lot III-C1; HOA Lot III-D1; HOA Lot III-E and HOA Lot III-F1.

The following description is based upon a survey map entitled PHASE III SUBDIVISION PLAN for the project entitled LAKE COUNTRY VILLAGE PLANNED UNIT DEVELOPMENT, FORMER PLATTSBURGH AIR FORCE BASE HOUSING REDEVELOPMENT PROJECT, drawing no. S1, prepared by AES Northeast, PLLC, Scott B. Allen, LS, first dated April 14, 2003, which said map was recorded in the Clinton County Clerk's office on _____, 2003 as Map # _____.

POOR QUALITY ORIGINAL

Record and Return To:

Harter, Secrest & Emery
Attn.: Chris Flynn
1400 Bausch & Lomb Place
Rochester, NY 14604

FILED/RECORDED

2002 MAR -1 AM 11:53

CLINTON COUNTY
CLERK'S OFFICE
JOHN H. ZURLO

CLINTON COUNTY CLERK'S OFFICE

County Clerk's Recording Page

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PARTY(IES) OF THE FIRST PART

Lake Country Developments, LLC

PARTY(IES) OF THE SECOND PART

FOR CLERK'S USE ONLY

DAY SHEET = _____

OF PAGES 11

INDEX Deeds

INSTRUMENT Supp. Deed

INSTRUMENT# 140315

TRANSFER TAX

R.E.T.T.#

(1819)

CONSIDERATION Ø

R.E.T.T. AMOUNT Ø

MORTGAGE TAX

MORTGAGE SERIAL# _____

MORTGAGE AMOUNT _____

BASIC MTG. TAX _____

SPECIAL ADDITIONAL _____

ADDITIONAL _____

TOTAL TAX _____

I HEREBY CERTIFY THAT I HAVE
RECEIVED THE ABOVE IMPOSED TAX PAID
AT THE TIME OF RECORDING.

JOHN H. ZURLO, CLINTON COUNTY CLERK

PROPERTY LOCATION (NOT MAILING ADDRESS)

town of
CITY ~~xxxx~~ Plattsburgh

TAX MAP# 22.16-1-17.1

233-1-20.1

STATE OF NEW YORK
COUNTY OF CLINTON

**WARNING - THIS SHEET CONSTITUTES THE
CLERK'S ENDORSEMENT, REQUIRED BY
SECTION 319 OF THE REAL PROPERTY LAW
OF THE STATE OF NEW YORK.
DO NOT DETACH FROM THIS
INSTRUMENT.**

John H. Zurlo

JOHN H. ZURLO, CLINTON COUNTY CLERK