

120013165

Prepared by: Geddy, Harris, Franck & Hickman, LLP
1177 Jamestown Road
Williamsburg, Virginia 23185

Return to: ✓ James City County Attorney's Office
101-C Mounts Bay Road
Williamsburg, Virginia 23185

FIRST AMENDMENT TO
AMENDED AND RESTATED STONEHOUSE PROFFERS

This First Amendment to Amended and Restated Stonehouse Proffers is made this 31st day of May, 2012 by GS STONEHOUSE GREEN LAND SUB LLC, GS STONEHOUSE GREEN LAND SUB 2 LLC and GS STONEHOUSE GREEN LAND SUB 3 LLC, each being a Delaware limited liability company (together with their respective successors and assigns, the "Owner").

RECITALS

A. Owner is the owner of certain real property in James City County, Virginia within the Stonehouse planned community now zoned PUD-R and PUD-C, and subject to Amended and Restated Stonehouse Proffers dated November 27, 2007, which Proffers are recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City as Instrument No. 080007838 (the "Existing Proffers").

B. Owner desires to amend the Existing Proffers as set forth below.

AMENDMENTS TO CONDITIONS

1. Condition 10.4 Natural Open Space Easements of the Existing Proffers is hereby deleted.

2. Except as hereby amended the Existing Proffers remain unchanged and in full force and effect.

Witness the following signatures.

GS STONEHOUSE GREEN LAND SUB LLC

By: 

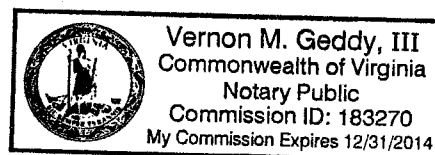
Title: AUTHORIZED REPRESENTATIVE

STATE OF VIRGINIA
CITY/COUNTY OF JAMES CITY, to-wit:

The foregoing instrument was acknowledged before me this 31st day of May, 2012 by David Bennion, Authorized Representative of GS STONEHOUSE GREEN LAND SUB LLC, a Delaware limited liability company, on behalf of the company.


NOTARY PUBLIC

My commission expires: _____
Registration No.: _____



GS STONEHOUSE GREEN LAND SUB 2 LLC

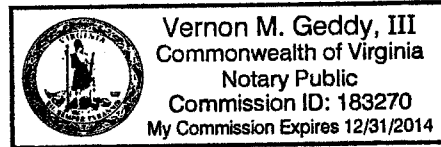
By: David Bennion
Title: AUTHORIZED REPRESENTATIVE

STATE OF VIRGINIA
~~CITY~~/COUNTY OF JAMES CITY, to-wit:

The foregoing instrument was acknowledged before me this 31st day of May, 2012 by David Bennion, Authorized Representative of GS STONEHOUSE GREEN LAND SUB 2 LLC, a Delaware limited liability company, on behalf of the company.

Vernon M. Geddy, III
NOTARY PUBLIC

My commission expires: _____
Registration No.: _____



GS STONEHOUSE GREEN LAND SUB 3 LLC

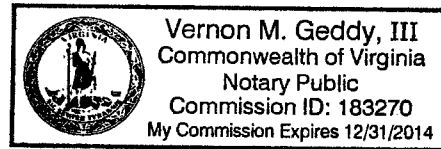
By: Dubin
Title: Authorized Representative

STATE OF VIRGINIA
CITY/COUNTY OF JAMES CITY, to-wit:

The foregoing instrument was acknowledged before me this 31st day of May, 2012 by David Pennion, Authorized Representative of GS STONEHOUSE GREEN LAND SUB 3LLC, a Delaware limited liability company, on behalf of the company.

Vernon M Geddy III
NOTARY PUBLIC

My commission expires: _____
Registration No.: _____



VIRGINIA: CITY OF WILLIAMSBURG & COUNTY OF JAMES CITY
This document was admitted to record on 22 June 2012
at 3:44 AM/PM. The taxes imposed by Virginia Code
Section 58.1-801, 58.1-802 & 58.1-814 have been paid.

STATE TAX	LOCAL TAX	ADDITIONAL TAX
\$ _____	\$ _____	\$ _____

TESTE: BETSY B. WOOLRIDGE, CLERK
BY: Betsy B Woolridge Clerk



OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE: 06/22/12 TIME: 15:44:33 ACCOUNT: 830CLR120013165 RECEIPT: 12000021421
CASHIER: CHB REG: WD45 TYPE: AMEND PAYMENT: FULL PAYMENT
INSTRUMENT : 120013165 BOOK: PAGE: RECORDED: 06/22/12 AT 15:44
GRANTOR: GS STONEHOUSE GREEN LAND SUB LLC EX: N LOC: CO
GRANTEE: GS STONEHOUSE GREEN LAND SUB 3 LLC EX: N PCT: 100%
AND ADDRESS : , .
RECEIVED OF : JCCO DATE OF DEED: 05/31/12
: \$.00
DESCRIPTION 1: DOCUMENT #080007838 PAGES: 4 OF 0
2: NAMES: 0
CONSIDERATION: .00 A/VAL: .00 MAP:
PIN:
000 ** ZERO PAYMENT ** .00

TENDERED : .00
AMOUNT PAID: .00
CHANGE AMT : .00

CLERK OF COURT: BETSY B. WOOLRIDGE

PAYOR'S COPY
RECEIPT COPY 1 OF 2