

SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS

FOR

BIG SOUTH FORK LAND DEVELOPMENT
AND STONECLIFF ACRES

This Supplemental Declaration of Covenants and Restrictions is made and entered into on this 26th day of April, 2007, by **BIG SOUTH FORK LAND SALES, LLC**, a Tennessee limited liability company (hereinafter called the Developer).

WITNESSETH:

WHEREAS, the Developer has previously placed of record a Declaration of Covenants and Restrictions for Big South Fork Land Development and Stonecliff Acres, dated December 11, 2006, of record at Book 111, page 842, et seq., Register's Office, Fentress County, Tennessee (the Declaration); and,

WHEREAS, Article II of the Declaration provides that the Developer shall have the right to bring additional properties within the plan of the Declaration by the filing of a Supplemental Declaration of Covenants and Restrictions; and,

WHEREAS, the Developer wishes to bring additional property within the plan of the Declaration, which property is described as Lots 1 through 60 of Stonecliff Acres Subdivision, Phase III and which property is depicted on a plat of record at Plat Book P5, page 145, Register's Office, Fentress County, Tennessee, the contents of which plat are incorporated herein by reference as if copied verbatim.

NOW, THEREFORE, in consideration of the premises, the Developer, by the execution and recording of this instrument, wishes to and does hereby bring within the operation of the Declaration that property known as Lots 1 through 60 of

This instrument prepared by:

LOONEY, LOONEY & CHADWELL, ATTORNEYS
156 Rector Avenue, Crossville, Tennessee 38555
C:\e\agres\stonecliff acres supplemental declaration , phase III (3-30-07)

Stonecliff Acres Subdivision, Phase III, a plat of which appears of record at Plat Book P5, page 145, Register's Office, Fentress County, Tennessee.


Pursuant to Article II, Section 2 (c) of the Declaration, the Developer wishes to delete and abrogate the right of any owners of any lots in Stonecliff Acres Subdivision, Phase III, to the rights and privileges described in Article XV, Section 7. Owners of lots in Stonecliff Acres Subdivision Phase III shall not enjoy the rights described in the referenced Section 7


Stonecliff Acres Property Owners Association and Country Club at Big South Fork Resort Property Owners Association join in the execution of this instrument to evidence their consent to the addition of this property to the Declaration.

IN WITNESS WHEREOF, the parties hereto have executed this Supplemental Declaration on the day and date first above written.


Big South Fork Land Sales, LLC
a Tennessee limited liability company

Stonecliff Acres Property Owners Association,
a Tennessee non-profit corporation

By 
NAME: David Fetzner
TITLE: Managing Member

By 
NAME: David Fetzner
TITLE: Managing Member

**Country Club at Big South Fork Resort
Property Owners Association**
a Tennessee non-profit corporation

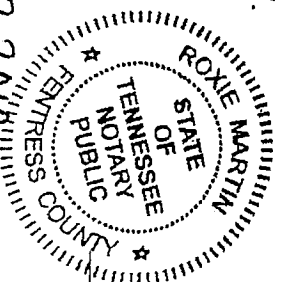
By 
NAME: David Fetzner
TITLE: Managing Member

State of TN)
County of Fentress)

Before me, the undersigned authority, a Notary Public in and for said

State and County, personally appeared David Fetzner,
with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence),
and who, upon oath, acknowledged himself/herself to be Managing Member of Big South
Fork Land Sales, LLC, a Tennessee limited liability company, and that he/she as such officer,
being authorized so to do executed the foregoing instrument for the purposes therein contained by
signing the name of the limited liability company by himself/herself as such officer.

WITNESS my hand and seal of office this the 21st day
of April, 2007.



Roxie Martin
NOTARY PUBLIC

My commission expires: 9.22.2018

State of TN)
County of Fentress)

Before me, the undersigned authority, a Notary Public in and for said

State and County, personally appeared David Fetzner,

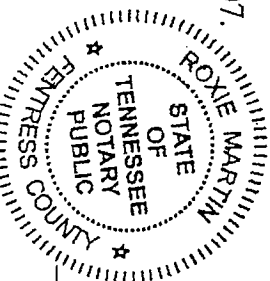
with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence),

and who, upon oath, acknowledged himself/herself to be Managing Member of Stonecliff

Acres Property Owners Association, a Tennessee non-profit corporation, and that he/she as such officer, being authorized so to do executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself/herself as such officer.

WITNESS my hand and seal of office this the 26th day

of April, 2007.



Roxie Martin
NOTARY PUBLIC

My commission expires: 9.22.2010

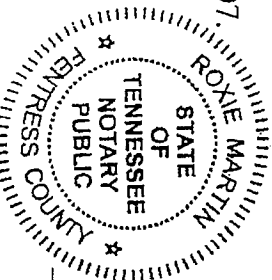
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and who, upon oath, acknowledged himself/herself to be Managing Member of Country
Club at Big South Fork Resort Property Owners Association, a Tennessee non-profit
corporation, and that he/she as such officer, being authorized so to do executed the foregoing
instrument for the purposes therein contained by signing the name of the corporation by
himself/herself as such officer.

WITNESS my hand and seal of office this the 26th day

of April, 2007.



Roxie Martin
NOTARY PUBLIC

My commission expires: 9.22.2010

BK/Pg:120/93-97
07001931

5 PGS : AL - RESTRICTIVE COVENANTS	
LINBA BATCH: 11604	
04/27/2007 - 12:31:52 PM	
VALUE	0.00
MORTGAGE TAX	0.00
TRANSFER TAX	0.00
RECORDING FEE	25.00
DP FEE	2.00
REGISTER'S FEE	0.00
TOTAL AMOUNT	27.00

STATE OF TENNESSEE, FENTRESS COUNTY
FAYE STEPHENS
REGISTER OF DEEDS