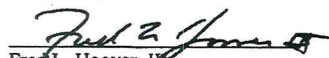


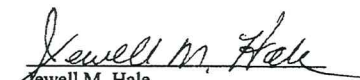
DENTON FARM MOUNTAIN RETREAT

COVENANTS AND RESTRICTIONS SUBJECT TO WHICH LAND WILL BE CONVEYED:

1. Mobile homes, trailers, single or double wides are permitted, however, no home may be placed on any lot older than five years in age when set up.
2. No noxious or offensive operations shall be conducted or maintained on any lot and nothing shall be done on any lot, which may constitute an annoyance or nuisance to the neighborhood.
3. The minimum square feet of floor area in a dwelling shall be 960 square feet and must be at least 23 ½ feet wide on tracts 1 through 15. The minimum square feet of floor area for tracts 16 through 29 shall be 720 square feet. Single wides shall be permitted on tracts 16 through 29. This restriction is with reference to floor area of heated living space and is exclusive of garages, porches, terraces, etc.
4. All dwellings or other buildings placed on any lot shall have underpinning or skirting of block or brick foundation. No metal skirts.
5. No lot shall be used or maintained as a dumping ground for rubbish. Trash, garbage, or other waste shall not be kept except in sanitary containers.
6. No unlicensed vehicles, junk cars, construction equipment (other than pickup trucks), appliances or general rubbish shall be permitted outside on any lot.
7. There shall be no more than two residential structures placed on any tract.
8. These covenants shall run with the land and shall be binding on all parties, however, may be changed or altered by Developers, or more than 50% of owners.


Robert L. Kirby
K & H Properties


Fred L. Hoover, III
K & H Properties

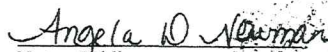

Jewell M. Hale


Phillip Carter

STATE OF TENNESSEE
COUNTY OF WARREN

Before me, a notary public in and for the state and county aforesaid, personally appeared Robert L. Kirby, Fred L. Hoover, III, Phillip Carter, and Jewell M. Hale, with whom I am personally acquainted and who, upon oath, acknowledged themselves to be the developers/owners for the reason therein contained.

IN WITNESS WHEREOF, I have set my hand and official seal of office at McMinnville, Tennessee on this the 5th day of June 2002.


Angela D. Newman
Notary Public

My comm. Exp.: May 10, 2005

Terry Smith, Register
Warren County Tennessee
Rec #: 34946 Instrument 35599
Rec'd: 10.00 NBK: 2 Ps 809
State: 0.00 Recorded
Clerk: 0.00 6/5/2002 at 10:55 am
EDP: 2.00 in Record Book
Total: 12.00

27 Ps 15