

**SECOND AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS FOR
RESERVE AT L'ESPRIT, NOW SECTIONS 1 AND 2
OLDHAM COUNTY, KENTUCKY**

THIS SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR RESERVE AT L'ESPRIT ("Amendment") is made, imposed and declared as of this 20 day of September, 2007, by **TURLE CREEK DEVELOPMENT LIMITED PARTNERSHIP**, a Kentucky limited partnership, with an address of PO Box 43607, Louisville, Kentucky 40253 ("Developer").

WITNESSETH:

WHEREAS, Developer is the current owner/developer of lots in a certain residential subdivision known as "RESERVE AT L'ESPRIT, SECTION 1" as shown on plat of same of record in Plat Book P6, Page 35, in the Office of the Clerk of Oldham County, Kentucky (the "Subdivision"); and

WHEREAS, Developer desires to add lots 51 through 89 inclusive and open space lots 1008 and 1009, in SECTION 2 to said subdivision ("Additional Property") pursuant to the provisions of Section 28 of the Declaration of Covenants, Conditions and Restrictions for Reserve at L'Esprit, now Sections 1 and 2, (formerly called Turtle Creek Subdivision) of record in Restriction Book 8, Page 74, and as amended by First Amendment to Declaration of Covenants, Conditions and Restrictions for Reserve at L'Esprit, Section 1 of record in Restriction Book 9, Page 261, in the Office of the Clerk aforesaid ("Declaration"); and

WHEREAS, Developer desires to exempt Lots 1008 and 1009, which lots are open space lots, from certain restrictions concerning use, maintenance fees, and building size;

NOW, THEREFORE, in accordance with the foregoing preambles, which are hereby incorporated herein, Developer hereby declares as follows:

1. The Additional Property, more fully described on **Exhibit A** attached hereto and incorporated herein by reference and as shown on plat of Reserve at L'Esprit Subdivision, Section 2, filed simultaneously with the recording of this Amendment, of record in Plat Book 6, Page 120 in the Office of the Clerk aforesaid, be and hereby is annexed to Reserve at L'Esprit (formerly known as Turtle Creek Subdivision), Section 1 and the scheme set forth in the Declaration shall be and hereby is extended to include the Additional Property.

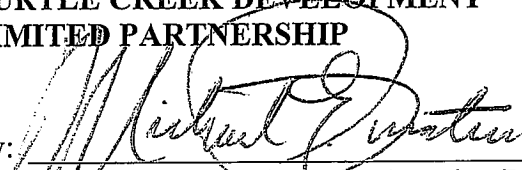
2. Developer declares that the Additional Property shall be owned, held, used, leased, conveyed and occupied subject to the conditions and restrictions set forth herein as if

these conditions and restrictions were included in and made a part of the Declaration, except as set forth below:

3. Lots 1008 and 1009 shall not be subject to any assessment under any provision of the Declaration or any amendment thereto. Lots 1008 and 1009 shall not be subject to any limitation on use or building size as set forth in the Declaration or any amendment thereto.

WITNESS the signature of Developer by its duly authorized representative as of the day, month, and year first above written.

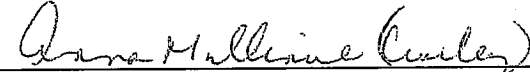
**TURTLE CREEK DEVELOPMENT
LIMITED PARTNERSHIP**

By: 
Michael E. Pusateri, Asst. Managing Partner

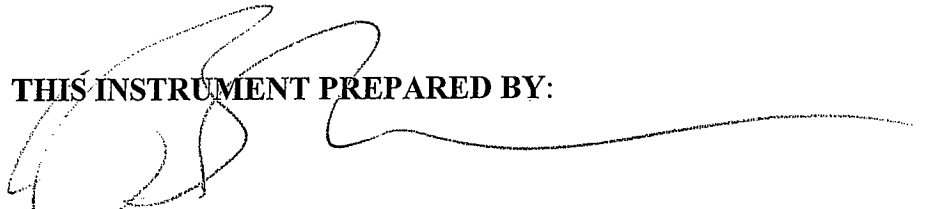
COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

The foregoing instrument was subscribed, sworn to, and acknowledged before me by Michael E. Pusateri as Asst. Managing Partner of TURTLE CREEK DEVELOPMENT, Kentucky limited partnership, on behalf of the company, this 20 day of September, 2007.

My Commission expires: Oct 22, 2008


Notary Public, State at Large, Kentucky

THIS INSTRUMENT PREPARED BY:



BARDENWERPER, TALBOTT & ROBERTS, PLLC
8311 Shelbyville Road
Louisville, Kentucky 40222
(502) 426-6688

LEGAL DESCRIPTION OF RESERVE AT L'ESPRIT, SECTION 2

BEING Lots 51 through 89, inclusive and lots 1008 and 1009, open space, non-buildable lots, as shown on plat of the Reserve at L'Esprit, Section 2 of record in Plat Book 6, Page 120, in the office of the Clerk of Oldham County.

BEING a part of the same property acquired by Turtle Creek Development, Limited partnership by deed of record in Deed Book 788, Page 606 in the office of the Clerk aforementioned.

DOCUMENT NO: 375454
RECORDED ON: SEPTEMBER 26, 2007 02:10:42P
TOTAL FEES: \$13.00
COUNTY CLERK: JULIE K. LENTZ
COUNTY: OLDHAM COUNTY
DEPUTY CLERK: NANCY DANNER
BOOK R10 PAGES 82 - 84