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**INST # 2024095892**

**BATCH # 532072**

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BOBBIE HOLSCRAW

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**BK: D 12851**

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**DECLARATION OF ANNEXATION AND  
THIRD AMENDMENT TO THE  
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR  
SANCTUARY FALLS SUBDIVISION**

**SANCTUARY FALLS SUBDIVISION, SECTION 2B**

Plat and Subdivision Book 64, Pages 73-75  
Jefferson County, Kentucky

Plat Book 1, Pages 1  
Oldham County, Kentucky

**THIS DECLARATION OF ANNEXATION AND THIRD AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR SANCTUARY FALLS SUBDIVISION, SECTION 2B** ("Third Amendment") is made, imposed and declared as of this 2<sup>nd</sup> day of may, 2024, by CLAYTON PROPERTIES GROUP, INC., a Tennessee corporation, with an address of 16218 Shelbyville Road, Louisville, Kentucky 40245 ("Declarant").

**W I T N E S S E T H:**

**WHEREAS**, Clayton Properties Group, Inc., a Tennessee corporation (the "Original Declarant") is the current owner/developer of lots in a certain residential subdivision known as "SANCTUARY FALLS SUBDIVISION, SECTIONS 1, 2A & 3" as shown on plat of same of record in Plat and Subdivision Book 62, Pages 15 and 16 ("Section 1 Jefferson County Record Plat"), in the Office of the Clerk of Jefferson County, Kentucky; and as shown on plat of record in Oldham County Plat Book Page P8, Pages 10 and 11 ("Section 1 Oldham County Record Plat"), in the Office of the Clerk of Oldham County, Kentucky; and as shown on plat of same of record in Oldham County Plat Book Page P8, Page 20 ("Section 2A Oldham County Record Plat"), in the Office of the Clerk of Oldham County, Kentucky; and as shown on plat of record in Jefferson County Plat and Subdivision Book 63, Pages 83 and 84 ("Section 3 Jefferson County Plat"), in the Office of the Clerk of Jefferson County, Kentucky (the "Subdivision"), pursuant to that certain Declaration of Covenants, Conditions and Restrictions for Sanctuary Falls Subdivision, **Section 1**, of record in the Office of the Clerk of Jefferson County, Kentucky in Deed Book 12251, Page 232; and of record in the Office of the Clerk of Oldham County, Kentucky in Restriction Book 15, Page 139 (the "Original Declaration"); as amended by Declaration of Annexation and First Amendment to the Declaration of Covenants, Conditions and Restrictions for Sanctuary Falls Subdivision, **Section 2A** of record in the Office of the Clerk of Oldham County, Kentucky in Restriction Book 15, Page 303; and of record in the Office of the Clerk of Jefferson County, Kentucky in Deed Book 12812, Page 785 (the "First Amendment"); as amended by Declaration of Annexation and Second

Amendment to the Declaration of Covenants, Conditions and Restrictions for Sanctuary Falls Subdivision, **Section 3** of record in the Office of the Clerk of Jefferson County, Kentucky in Deed Book 12695, Page 653; and of record in the Office of the Clerk of Oldham County, Kentucky in Restriction Book 16, Page 215 (the "Second Amendment") (collectively the "Declaration"); and

**WHEREAS**, Declarant desires to annex certain additional real property located in Jefferson County known as Section 2B and more particularly described below ("Section 2B" or the "Annexed Property") into the Subdivision regime governing the property shown on the Section 1 Jefferson County Record Plat, the Section 1 Oldham County Record Plat, the Section 2A Oldham County Record Plat, and the Section 3 Jefferson County Record Plat and to subject Section 2B to the Declaration, as amended herein pursuant to the provisions of Article I, Section 1.02 of the Original Declaration; and

**WHEREAS**, Declarant desires to amend Article I, Section 1.01 to update and clarify which Lots are Patriotic Series and which Lots are Garden Series; and

**WHEREAS**, Declarant desires to amend Article VII, Section 7.03 of the Declaration by replacing the existing Section 7.03 in its entirety with language relating to the Association's obligations pursuant to SWM Agreements (as hereinafter defined), and to amend Article V, Section 5.03 to the Declaration to limit amendments to the Association obligations pursuant to the SWM Agreements;

**WHEREAS**, Declarant desires to add Article VII, Section 7.06 to the Declaration to clarify that any work related to bond release, that the Association will grant an irrevocable power of attorney coupled with an interest to the Declarant Clayton Properties Group, Inc., a Tennessee corporation, and its successors and assigns, to execute any and all documents needed for same, said language shall be added in its entirety as if originally set forth therein;

**WHEREAS**, Declarant desires to add Article VII, Section 7.07 to the Declaration to clarify certain maintenance obligations related to the SWM Agreements;

**WHEREAS**, pursuant to that certain Partial Assignment of Declarant's Rights of record in Deed Book 12851, Page 239, in the Office aforesaid, the Declarant partially assigned certain rights to Sanctuary Falls Development, LLC, a Kentucky limited liability company (the "Sanctuary Falls Declarant") to, among other things, annex additional sections into the Subdivision and amend the Declaration relative to the annexed property (the "Assignment"), and in connection therewith,

Declarant desires to amend Section 1.02 of the Declaration to clarify that Sanctuary Falls Declarant, acting alone, has the authority to annex additional real estate into the Subdivision; and

**WHEREAS**, Declarant has the unilateral right pursuant to Article V, Section 5.03 of the Declaration to alter or amend the Declaration and the terms thereof.

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

1. The Annexed Property consists of the lots numbered 43 through 88 and the open space lot 1005, as shown on Record Plat of **SANCTUARY FALLS - SECTION 2B** filed simultaneously with the recording of this Third Amendment, of record in Plat Book 104, Pages 13 through 15 in the Office of the Clerk of Jefferson County, Kentucky.

2. Section 2B is hereby annexed to SANCTUARY FALLS SUBDIVISION, and the scheme set forth in the Declaration shall be and is hereby extended to include the Annexed Property as more particularly described as:

**BEING** Lots 43 through 88 and the open space lot 1005 as shown on Record Plat of Sanctuary Falls – Section 2B, prepared by Land Design & Development, Inc. dated May 22, 2024 and approved by Louisville Metro Planning Commission on June 5, 2024, in Case Number 23-RP-0033 recorded in Subdivision and Plat Book 104, Page 13, in the Office of the Clerk of Jefferson County, Kentucky.

**Being** a portion of the same property conveyed to Clayton Properties Group, Inc. by that certain Special Warranty Deed dated July 8, 2020 recorded in Deed Book 11730, Page 910, in the Office of the Clerk of Jefferson County, Kentucky.

3. The following Article I, Section 1.01 of the Declaration shall replace the existing Section 1.01 in its entirety as if originally set forth therein:

Section 1.01 Existing Property. The Property which is subject to this Declaration is located in both Jefferson County and Oldham County, Kentucky and is more particularly described on Exhibit A attached hereto and incorporated herein by reference. Declarant specifically intends to build its ‘Garden Series’ houses on all Lots in Jefferson County with additional restrictions to be known as the “Villas of Sanctuary Falls” (the “Garden Series”). All Lots located in Oldham County shall be standard home lots (the “Patriotic Series”).

4. The following shall be added to Article I, Section 1.02 of the Declaration as if originally set forth therein with the existing Section 1.02 language remaining unmodified:

Pursuant to that certain Partial Assignment of Declarant's Rights of record in Deed Book 12851, Page 239, in the Office aforesaid (the "Assignment"), the Declarant partially assigned certain rights to Sanctuary Falls Development, LLC, a Kentucky limited liability company (the "Sanctuary Falls Declarant"). As a result, Sanctuary Falls Declarant is an assign of Declarant having the full power and authority, acting alone, to annex additional real estate into the Subdivision and to amend the Declaration relative to the annexed property.

5. The following language shall be added to Article V, Section 5.03 of the Declaration as if originally set forth therein with the existing Section 5.03 language remaining unmodified:

No amendment shall be effective to release the Association from its responsibility to maintain green infrastructure best management practices ("BMPs") as required by Jefferson County pursuant to the Stormwater Quality Maintenance Agreements between the Jefferson County Metropolitan Sewer District ("MSD") and Declarant and as required by Oldham County pursuant to the Stormwater Management Facilities Maintenance Agreements between Oldham County and Declarant, (together, the "SWM Agreements") without the maintenance responsibility being assumed by a governmental entity and with the express written approval of Oldham County and MSD, as applicable.

6. The following Article VII, Section 7.03 of the Declaration shall replace the existing Section 7.03 in its entirety as if originally set forth therein:

Section 7.03 Rights and Obligations of the Association. The Association shall maintain, operate and keep in good repair, unless such obligations are assumed by any municipal or governmental agency, authority or utility having jurisdiction thereof, those items specifically set forth in Article III and Article IV, the obligations pursuant to SWM Agreements, the common areas, including, without limitation, any open spaces, entrance signs, entranceways, storm drains, common drainage swales, basins, and landscaping located therein. The Association shall also perform the other duties prescribed by this instrument or the Association's rules and regulations, which duties may include, among other things, collection of garbage (if not collected by a municipality). All rights reserved by Declarant in this Declaration shall automatically pass to the Association when Class B membership ceases pursuant to Section 7.02 above, and thereafter any reference to Declarant shall be construed to mean the Association. Prior to the Class B membership interests ceasing pursuant to Section 7.02 above, the Declarant shall ensure that all road, drainage, sanitary sewer, water service, required landscaping, and other required infrastructure are installed by the Declarant. All obligations pursuant to the SWM Agreements shall automatically be assigned and transferred to the Association when Class B membership ceases pursuant to Section 7.02

above, irrespective of whether a specific SWM Agreements assignment is executed or not.

7. The following Article VII, Section 7.06 of the Declaration shall be added in its entirety as if originally set forth therein:

Section 7.06 Bond Release. If any work related to bond release (for the benefit of Louisville Metro Public Works, Oldham County Public Works, Jefferson or Oldham County Health Department, Jefferson or Oldham County Fire/EMS, or the Jefferson or Oldham County Sewer District), or if any new applications or plans are required for the Subdivision related to finalizing Subdivision plan approvals or bond release, including, but not limited to the preliminary subdivision plan approval in Case #19-MSUB-0012, as amended from time to time, the Association shall execute same and further hereby grants an irrevocable power of attorney coupled with an interest to the Declarant Clayton Properties Group, Inc., a Tennessee corporation, and its successors and assigns, to execute any and all documents needed for same.

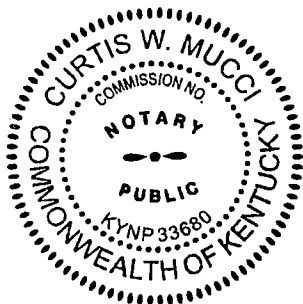
8. The following Article VII, Section 7.07 of the Declaration shall be added in its entirety as if originally set forth therein:

Section 7.07 Stormwater Quality Units. The development of this Subdivision included installation of BMPs as required by MSD, which is governed by those certain SWM Agreements. The SWM Agreements require the installation and subsequent operation, inspection and maintenance of the BMPs as installed in the Subdivision. All obligations of Original Declarant and Declarant under the SWM Agreements shall automatically pass to the Association when Class B membership ceases pursuant to Section 7.02 above. Individual lot owners shall not be responsible for the obligations in the SWM Agreements for BMPs located on their lot (other than as respects their membership in the Association), but shall permit and maintain access to the BMP on their individual lot to allow for standard subsequent operational duties as set forth in the SWM Agreements. Once assigned to the Association, the Association shall be responsible for all operation, inspection, and maintenance obligations in the SWM Agreements, including the obligation to repair any damage to the common areas or individual lots resulting therefrom.

9. Other than as modified herein, all provisions of the Declaration shall be unaltered and of full force and effect.

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

**CLAYTON PROPERTIES GROUP, INC.**

a Tennessee corporation

By: [Signature]Name: Michael MetzkesTitle: Secretary

COMMONWEALTH OF KENTUCKY )

) SS:

COUNTY OF JEFFERSON )

The foregoing instrument was subscribed, sworn to, and acknowledged before me by  
Michael Metzkes as Secretary of CLAYTON PROPERTIES GROUP, INC., a  
Tennessee corporation on behalf of the corporation, this 4<sup>th</sup> day of April, 2024.

My Commission expires: 7/22/2025.Notary ID: KYNP33680.

[Signature]  
Notary Public, State at Large, Kentucky

**THIS INSTRUMENT PREPARED BY:**

[Signature]  
Nicholas R. Pregliasco, Esq.  
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