

SHERRY WITT
REGISTER OF DEEDS
KNOX COUNTY

This Instrument Prepared By:
R. Scott Elmore
Ramsey, Elmore, Stone & Caffey, PLLC
5616 Kingston Pike, Suite 301
Knoxville, Tennessee 37919

Amends Amended and Restated Master Deed of Bakertown Station of record as Instrument No. 200706220105440 in the Knox County Register of Deeds Office, First Amendment to Amended and Restated Master Deed of Bakertown Station of record as Instrument No. 200804290080770, and Second Amendment to Amended and Restated Master Deed of Bakertown Station of record as Instrument No. 201106150071950.

**THIRD AMENDMENT TO AMENDED AND RESTATED MASTER DEED
OF BAKERTOWN STATION**

WHEREAS, McBRIDE CO., L.L.C., is the original Developer of Bakertown Station Condominiums as set forth in the Amended and Restated Master Deed of Bakertown Station of record as Instrument No. 200706220105440 in the Register's Office for Knox County, Tennessee, as subsequently amended by First Amendment to Amended and Restated Master Deed of Bakertown Station of record as Instrument No. 200804290080770 in said Register's Office and by Second Amendment to Amended and Restated Master Deed of Bakertown Station of record as Instrument No. 201106150071950 (hereafter referred to as the "Master Deed");

WHEREAS, the Master Deed contemplated that the condominium project would be constructed in phases;

WHEREAS, the Developer desires to incorporate six new Units numbered 88 – 93 comprising a portion of Phase II and situated on the Additional Land as more fully described in Exhibit A-1 into Bakertown Station Condominiums;

WHEREAS, Article VII, Section 9(c) of the Master Deed provides that the Developer may (acting alone and without joinder of Unit Owners or any other party) create Units and Common Elements on the Additional Land and provide for the incorporation of the Additional Land, or any part thereof, and all improvements thereon into the Condominium by amending the Master Deed;

WHEREAS, Article VII, Section 9(c) additionally provides that the Developer may amend Exhibit E to alter the Percentage Interest of each Unit Owner in the General Common Elements and the Common Expense liability as additional Units are constructed and subjected to the horizontal property regime;

WHEREAS, Article VII, Section 9(c) further provides that the Developer has the right to change or supplement Unit types on the Additional Land;

WHEREAS, the six new Units comprising a portion of Phase II will be detached single-story and two-story Units; and

WHEREAS, the Developer now desires to amend the Master Deed pursuant to Article VII, Section 9(c) to create Units and Common Elements on the Additional Land, to add all of the Additional Land to the Condominium, to Amend Exhibit E to alter the Percentage Interest of



Knox County Page: 1 of 11
REC'D FOR REC 04/11/2012 4:15:33PM
RECORD FEE: \$57.00
M. TAX: \$0.00 T. TAX: \$0.00

201204110057005

each Unit Owner in the General Common Elements and Common Expense liability, to incorporate said new Units 88 – 93 into Bakertown Station Condominiums Phase II, and to include drawings of the Unit Types, Floor Plans, and Elevations of the detached Units to be incorporated into the Condominium.

NOW, THEREFORE, in consideration of the premises and for the mutual benefit and valuable consideration, the Developer, pursuant to Article VII, Section 9(c) of the Master Deed hereby amends the Master Deed as follows:

1. The Developer exercises its Expansion Rights to create Units and Common Elements on the Additional Land and to incorporate all of the Additional Land, as more fully described in **Exhibit A-1** of the Master Deed, and all improvements thereon into the Condominium to be subjected to all of the covenants, conditions, and restrictions of the Master Deed in the same manner as if it were originally covered by the Master Deed.

2. The Land as more fully described in **Exhibit A** of the Master Deed and the Additional Land as more fully described in **Exhibit A-1** of the Master Deed are depicted in **Exhibit D** of the Master Deed and together constitute all of Lot 1 of the Subdivision Plat of Tracts I, II, and III of Ball Camp Residential Partners Property, which Plat has previously been recorded as **Exhibit D** of the Master Deed and is of record as Page 41 of Instrument No. 200706220105440 in the Register's Office for Knox County, Tennessee.

3. The Percentage Interest & Other Data exhibit is attached hereto and incorporated by reference, replaces **Exhibit E** of the Master Deed, and alters the Percentage Interest of each Unit Owner in the General Common Elements and Common Expense liability.

4. The Plat of Bakertown Station Condominiums, depicting Units 88 – 93 comprising a portion of Phase II, is attached hereto and incorporated herein by reference and becomes new **Exhibit F-2** of the Master Deed.

5. The Property, Common Elements and Units described in and shown on new **Exhibit F-2** are hereby submitted to the provisions of the Horizontal Property Act of the State of Tennessee and shall be held and conveyed subject to the provisions of the Master Deed as a portion of Phase II of Bakertown Station Condominiums.

6. The Developer further exercises its Expansion Rights to change or supplement Unit types by including detached single-story and two-story Units into the Condominium.

7. The drawings of the Unit Types, Floor Plans, and Elevations of the detached single-story and two-story Units comprising a portion of Phase II of the Condominium are attached hereto and incorporated herein by reference and become new **Exhibits C-6 through C-11** to the Master Deed.

8. Except as amended herein, all of the terms and conditions contained within the original Master Deed and previous amendment referenced above shall remain in full force and effect.


Page: 2 OF 11
201204110057005

9. Capitalized terms used herein shall have the same meaning as in the Master Deed, unless specifically defined herein.

10. This Third Amendment to Amended and Restated Master Deed is made by Developer pursuant to the provisions and authority of Article VII, Section 9(c) of the Master Deed.

IN WITNESS WHEREOF, Developer has executed this instrument on the 10 day of April, 2012.

DEVELOPER

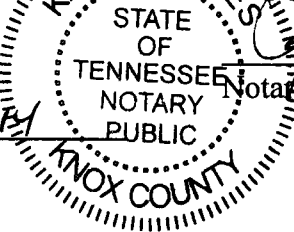
McBRIDE CO., L.L.C.

John V. McBride
By: John V. McBride
Its: Manager

STATE OF TENNESSEE)
)
COUNTY OF KNOX)

Before me, the undersigned authority, a Notary Public in and for said County and State, personally appeared John V. McBride, 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 the Chief manager of **McBRIDE CO., L.L.C.**, the within named bargainor, a limited liability company, and that he/she as such Chief manager being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself/herself as Chief manager

WITNESS my hand and seal in my office, this 10 day of April, 2012.

My Commission expires: 3/29/14

Karen Spires
Notary Public

Page: 3 OF 11
201204110057005

EXHIBIT "E"

PERCENTAGE INTEREST & OTHER DATA

Unit Numbers	Fractional Share Of General Common Elements	Fractional Share of Common Expenses	Number of Votes in Association
44	1/37	1/37	1*
45	1/37	1/37	1*
46	1/37	1/37	1*
47	1/37	1/37	1*
48	1/37	1/37	1*
49	1/37	1/37	1*
50	1/37	1/37	1*
51	1/37	1/37	1*
52	1/37	1/37	1*
53	1/37	1/37	1*
54	1/37	1/37	1*
55	1/37	1/37	1*
56	1/37	1/37	1*
57	1/37	1/37	1*
58	1/37	1/37	1*
59	1/37	1/37	1*
60	1/37	1/37	1*
61	1/37	1/37	1*
62	1/37	1/37	1*
63	1/37	1/37	1*
64	1/37	1/37	1*
65	1/37	1/37	1*
66	1/37	1/37	1*
67	1/37	1/37	1*
68	1/37	1/37	1*
69	1/37	1/37	1*
70	1/37	1/37	1*
71	1/37	1/37	1*
72	1/37	1/37	1*
73	1/37	1/37	1*
74	1/37	1/37	1*
88	1/37	1/37	1*
89	1/37	1/37	1*
90	1/37	1/37	1*
91	1/37	1/37	1*
92	1/37	1/37	1*
93	1/37	1/37	1*

*Subject to Developer's Reserved Rights to increase the number of Units and to provisions relating to Developer's voting rights during the Developer Control Period.

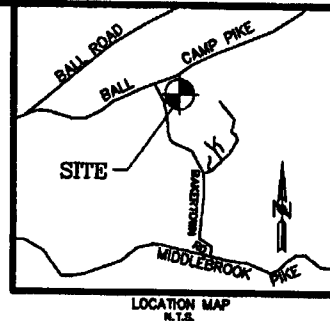


**PHASE II of the MASTER PLAN
of BAKERTOWN STATION**

SITUATED WITHIN THE SECOND CIVIL DISTRICT OF KNOX COUNTY, TENNESSEE AND WITHOUT THE CORPORATE LIMITS OF THE CITY OF KNOXVILLE
CLT MAP 091, A PORTION OF PARCEL 258.02

NOTES

- 1) PROPERTY LIES IN THE NAME OF BALL CAMP RESIDENTIAL PARTNERS, AND IS OF RECORD IN INSTRUMENT #200507250007480 OF THE REGISTER'S OFFICE OF KNOX COUNTY, TENNESSEE.
- 2) PROPERTY IS SUBJECT TO ANY FINDINGS OF AN ACCURATE TITLE SEARCH. NO TITLE WORK FURNISHED TO SURVEYOR PRIOR TO SURVEY.
- 3) UTILITIES SHOWN WERE LOCATED FROM ACTUAL FIELD EVIDENCE. EXISTING UTILITY AGENCY RECORDS AND ANY OTHER AVAILABLE EVIDENCE. OTHER UTILITIES MAY EXIST AND NOT BE SHOWN OR VARY FROM WHERE SHOWN. NO GUARANTEE IS EXPRESSED OR IMPLIED AS TO THE ACTUAL LOCATION OF ANY UTILITIES SHOWN, WHICH ARE NOT VISIBLE FROM THE SURFACE.
- 4) "TENNESSEE STATE PLAN" NORTH BASED ON CORS REFERENCE STATION EDK1, MAINTAINING COORDINATES OF N 595371.8343, E 2518030.8153. DISTANCES HAVE NOT BEEN REDUCED TO STATE PLAN DISTANCES.
- 5) PROPERTY IS ZONED PR 1-4 DU/AC.
- 6) UTILITY AND DRAINAGE EASEMENTS OF 5' INSIDE ALL LOT LINES AND 10' OUTSIDE ALL RIGHT-OF-WAY LINES AND INSIDE ALL PERIMETER BOUNDARIES.
- 7) PROPERTY LINES SHOWN HEREON ARE REPRESENTATIVE OF SURVEY BY STEVEN W. ABBOTT, RLS #2029, DATED 20 JUNE 2005.
- 8) THE DRIVES SHOWN HEREON ARE BE PRIVATE DRIVES AND ARE OWNED AND MAINTAINED BY HOMEOWNER'S ASSOCIATION.
- 9) BUILDING TIES TO PROPERTY LINES AND CENTERLINES OF THE ROADS ARE PERPENDICULAR OR RADIAL TO THOSE LINES AS REFERENCED.
- 10) BUILDING DIMENSIONS SHOWN HEREON ARE REPRESENTATIVE OF FRAMELINE DIMENSIONS.

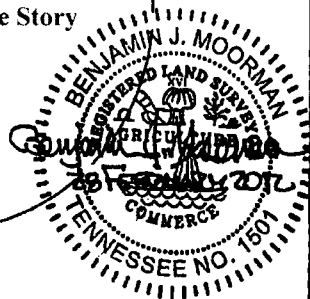
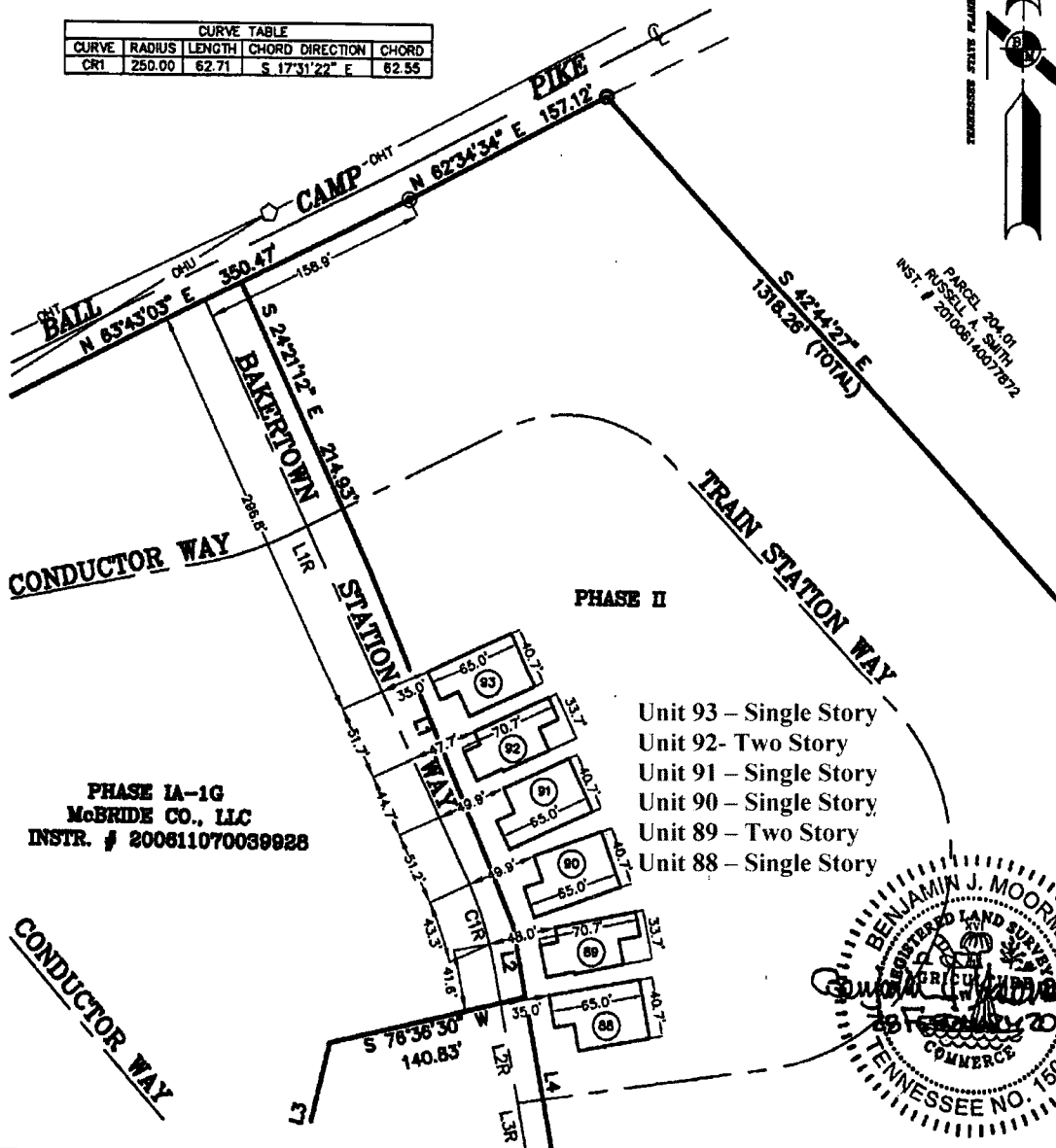


VARIANCES

- 1) A VARIANCE TO REDUCE RIGHT-OF-WAY DEDICATION FROM 30' TO 25' FROM CENTERLINE FOR BALL CAMP PIKE AND BAKERTOWN ROAD WAS APPROVED BY MPC ON 08 SEPTEMBER 2005.
- 2) ON 24 SEPTEMBER 2004 THE KNOX COUNTY BZA APPROVED A VARIANCE FOR WAIVER OF PERIPHERAL SETBACK ON BAKERTOWN ROAD FROM 35' TO 25' FOR PROPOSED CONDOMINIUM PROJECT AT THE CORNER OF BALL CAMP PIKE AND BAKERTOWN ROAD.

LINE TABLE		
LINE	LENGTH	BEARING
L1	268.75'	S 22°22'50" E
L2	48.71'	S 10°20'12" E
L3	20.28'	S 13°12'38" W
L4	93.70'	S 10°20'12" E
LR1	442.18'	S 24°42'32" E
LR2	143.06'	S 10°20'12" E
LR3	361.10'	S 10°20'12" E

CURVE TABLE				
CURVE	RADIUS	LENGTH	CHORD DIRECTION	CHORD
CR1	250.00	62.71	S 17°31'22" E	62.55

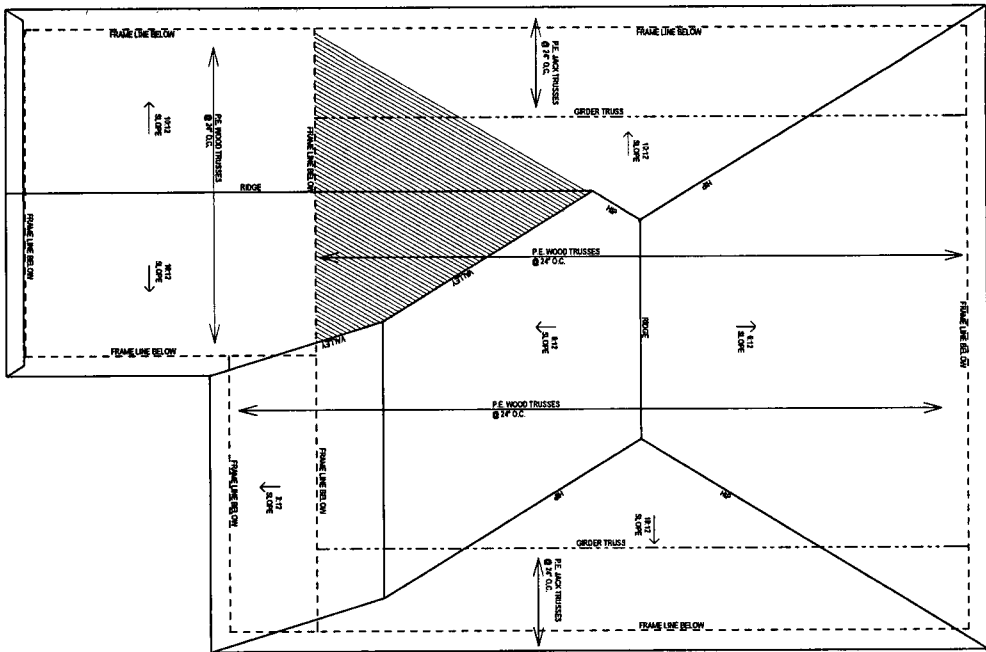


Page: 5 OF 11
201204110057005

<p>BENCHMARK ASSOCIATES, INC. Land Planners ♦ Land Surveyors</p>	<p>10308 Hardin Valley Road Knoxville, Tennessee 37932 Phone (865) 692 4090 Fax (865) 692 4091 © 2012 BENCHMARK ASSOCIATES, INC.</p>	<p>BAKERTOWN STATION UNITS 88-93, PHASE II Owner: McBRIDE COMPANY, LLC</p>	<p>MASTER PLAN</p>
			<p>DATE: 28 February 2010 SCALE: 1"=100' DRAWN BY: PJS FILE NAME: 12-021-88-93 DW PROJECT NO.: 12021</p>

EXHIBIT "C"
C-7

1 SCALE: 1/8" = 1'-0"



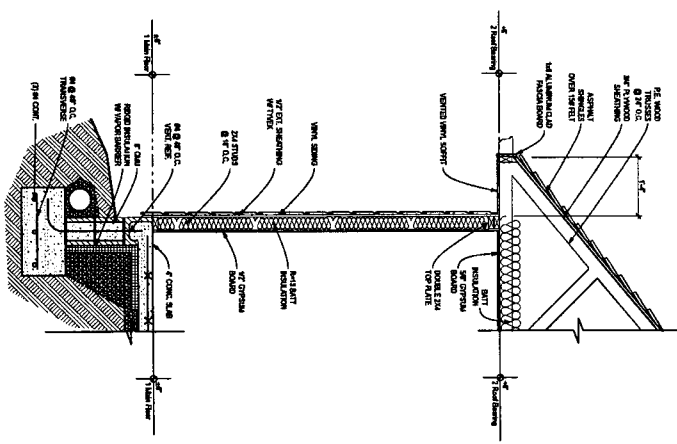
EXAMINER:
FRAMING DESIGN SHALL BE BASED ON THE FOLLOWING DESIGN CONDITIONS UNLESS OTHERWISE INDICATED BY NOTES:
ROOF DEAD LOAD — 15 PSF
ROOF LIVE LOAD — 20 PSF
ROOF WIND LOAD — AS PER UBC 1997
FLOOR DEAD LOAD BY WINDBOSS AND FLOOR LIVE LOAD BY WINDBOSS AND FLOOR DEAD LOAD BY TIE — 15 PSF
U/L AND H/WIND WIND LOADS SHALL BE BASED ON THE DESIGN WIND SPEEDS AND EXPOSURE CATEGORY AS SPECIFIED IN THE PERMITS. THE DESIGN WIND SPEED SHALL BE BASED ON THE DESIGN WIND SPEEDS AND EXPOSURE CATEGORY AS SPECIFIED IN THE PERMITS. THE DESIGN WIND SPEED SHALL BE BASED ON THE DESIGN WIND SPEEDS AND EXPOSURE CATEGORY AS SPECIFIED IN THE PERMITS.

ROOF NOTES:
1. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
2. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
3. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
4. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
5. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.

TOP ROOF SECTION:
1. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
2. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
3. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
4. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
5. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.

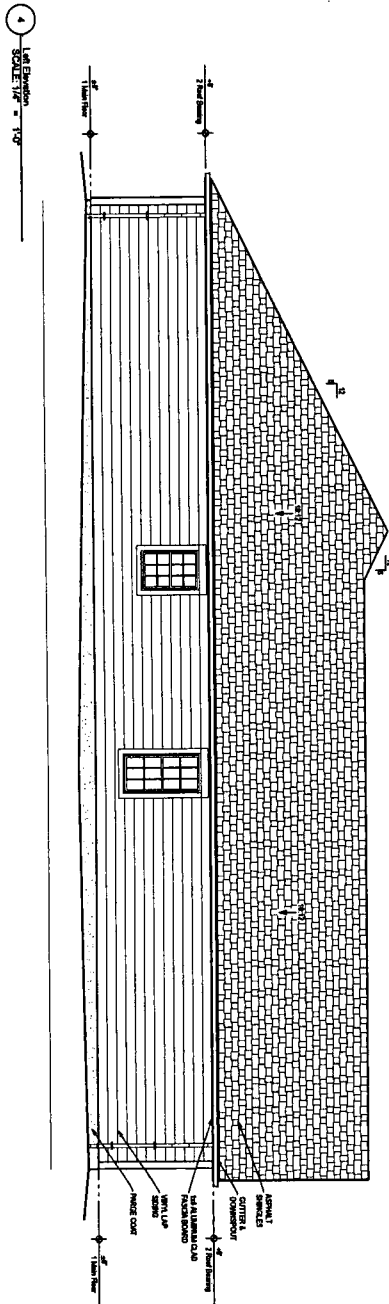
NOTE:
1. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
2. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
3. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
4. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.
5. ALL ROOF TRUSSES SHALL BE 2X6 PE WOOD TRUSSES @ 24' O.C. UNLESS OTHERWISE INDICATED.

2 SCALE: 1/8" = 1'-0"

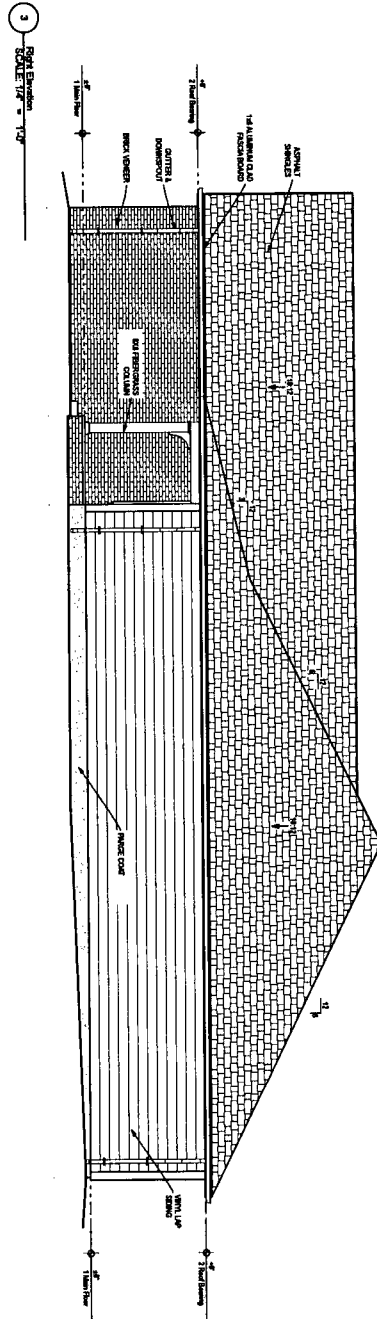


Page: 7 of 11
201204110057005

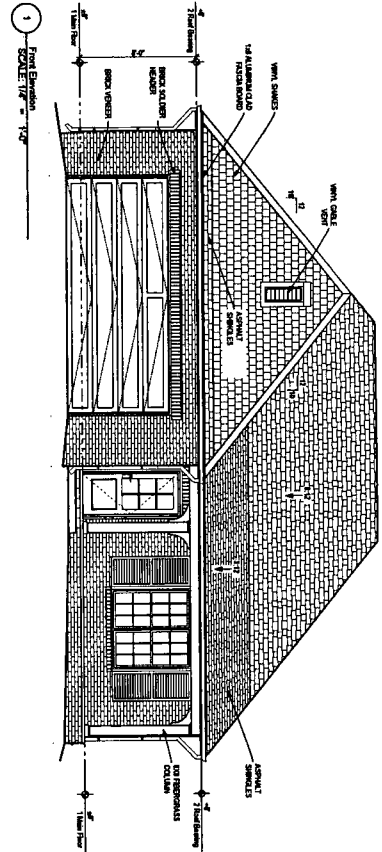
EXHIBIT "C"
C-8



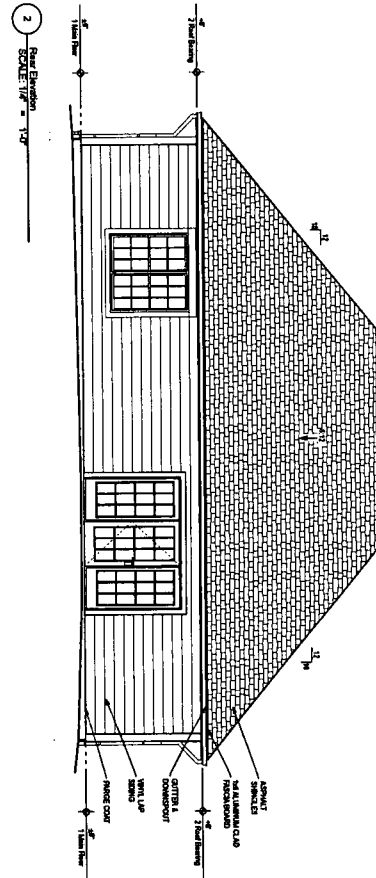
1 Front Elevation
SCALE: 1/8" = 1'-0"



2 Right Elevation
SCALE: 1/8" = 1'-0"



3 Rear Elevation
SCALE: 1/8" = 1'-0"

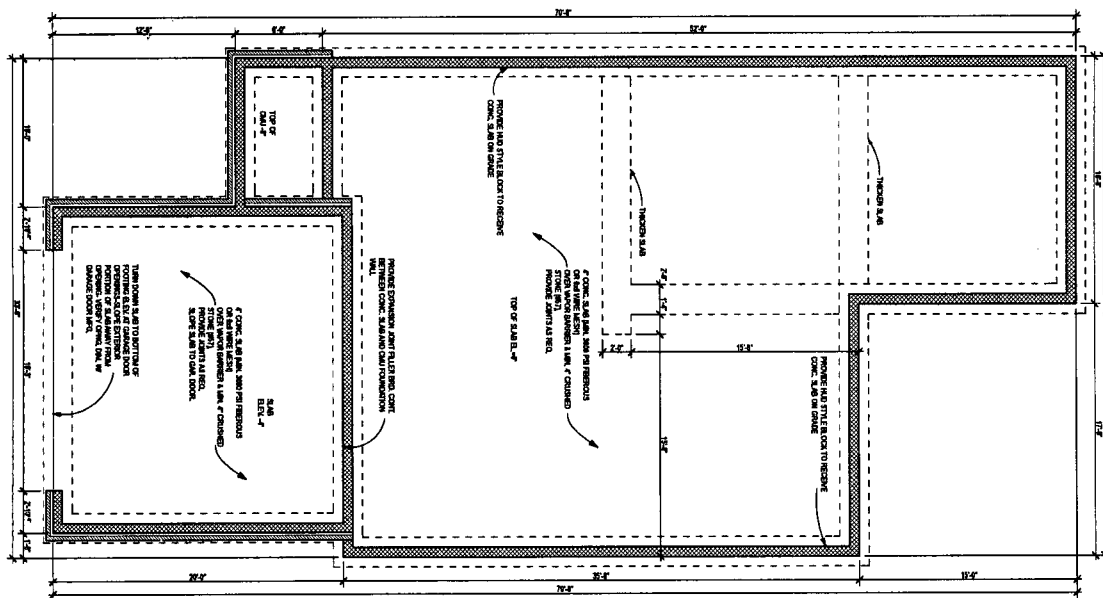


4 Left Elevation
SCALE: 1/8" = 1'-0"

Page: 8 OF 11
201204110057005

EXHIBIT "C" C-9

1 FOUNDATION
SCALE: 1/4" = 1'-0"

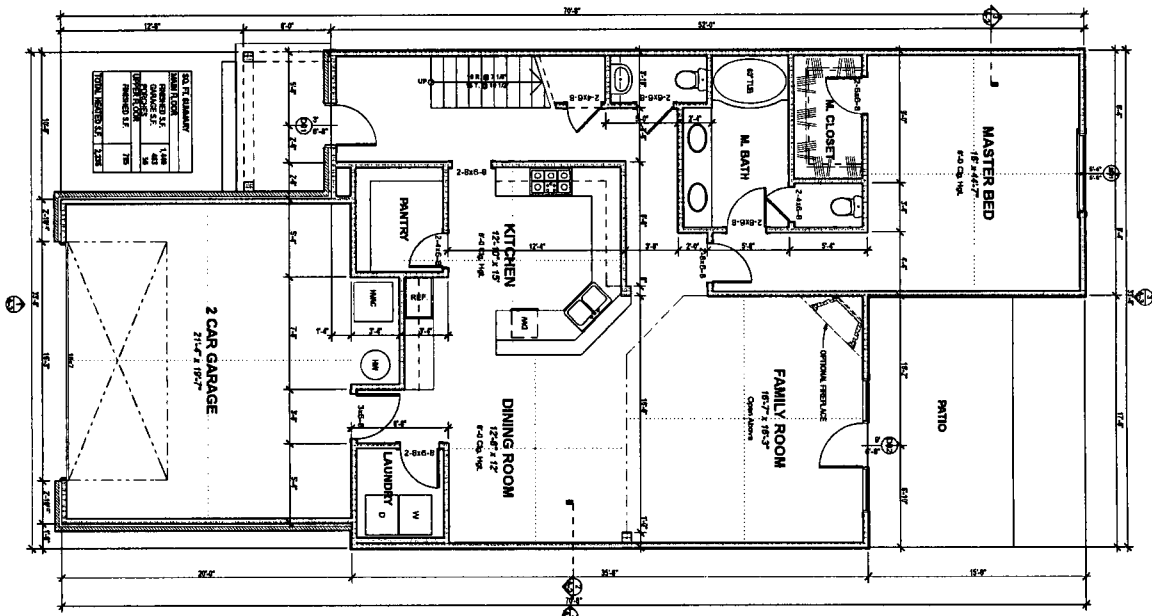


FOUNDATION PLAN NOTES:

- 1. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING.
- 2. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 3. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 4. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 5. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 6. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 7. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 8. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 9. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 10. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 11. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 12. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 13. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 14. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 15. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 16. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 17. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 18. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 19. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.
- 20. ALL DIMENSIONS ARE TO FACE OF BLOCK/FOOTING UNLESS OTHERWISE NOTED.

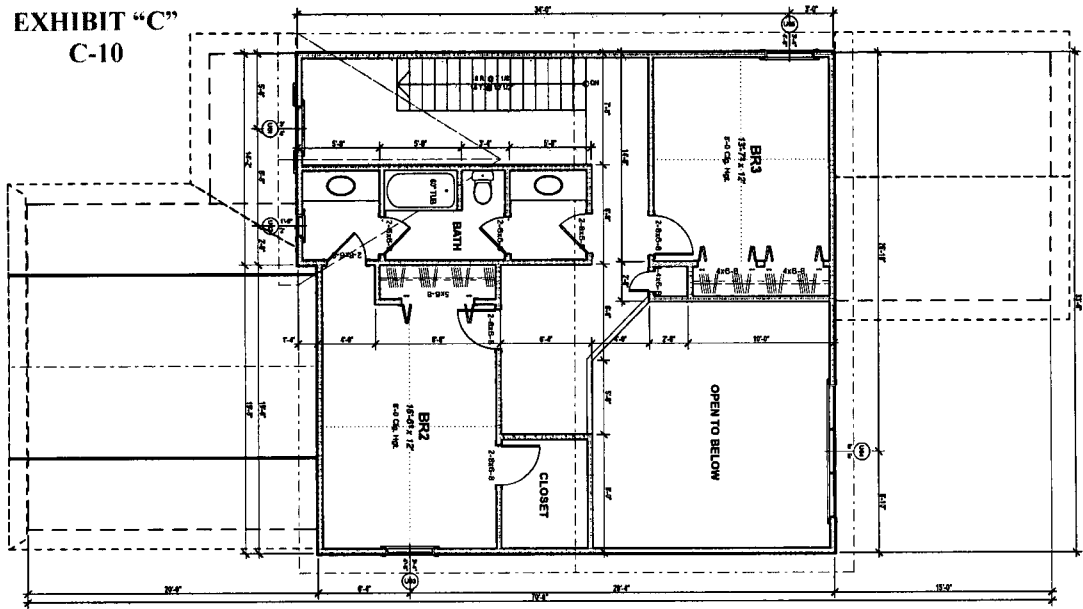
2 MAIN FLOOR
SCALE: 1/4" = 1'-0"

- NOTES:**
1. All dimensions are to face of block/footing unless otherwise noted.
 2. All dimensions are to face of block/footing unless otherwise noted.
 3. All dimensions are to face of block/footing unless otherwise noted.
 4. All dimensions are to face of block/footing unless otherwise noted.
 5. All dimensions are to face of block/footing unless otherwise noted.
 6. All dimensions are to face of block/footing unless otherwise noted.
 7. All dimensions are to face of block/footing unless otherwise noted.
 8. All dimensions are to face of block/footing unless otherwise noted.
 9. All dimensions are to face of block/footing unless otherwise noted.
 10. All dimensions are to face of block/footing unless otherwise noted.
 11. All dimensions are to face of block/footing unless otherwise noted.
 12. All dimensions are to face of block/footing unless otherwise noted.
 13. All dimensions are to face of block/footing unless otherwise noted.
 14. All dimensions are to face of block/footing unless otherwise noted.
 15. All dimensions are to face of block/footing unless otherwise noted.
 16. All dimensions are to face of block/footing unless otherwise noted.
 17. All dimensions are to face of block/footing unless otherwise noted.
 18. All dimensions are to face of block/footing unless otherwise noted.
 19. All dimensions are to face of block/footing unless otherwise noted.
 20. All dimensions are to face of block/footing unless otherwise noted.

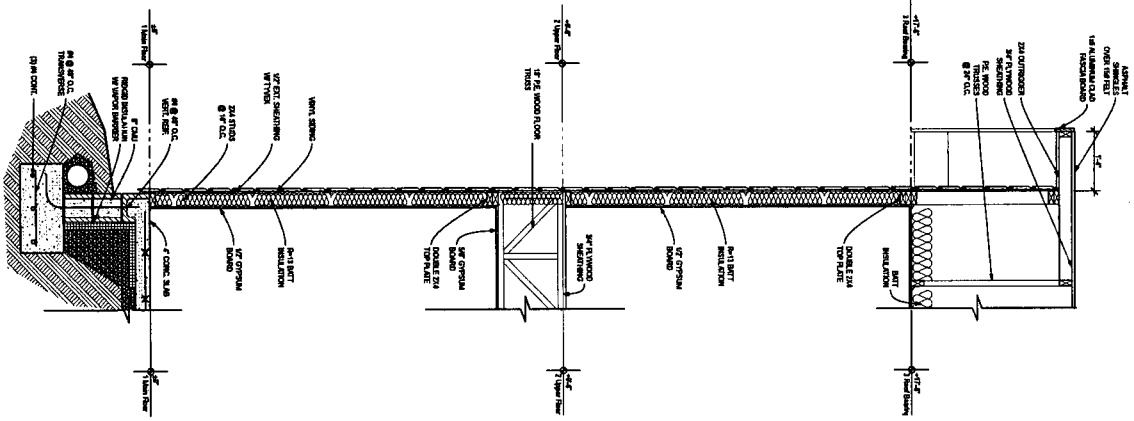


Page 9 OF 11
 201204110057005

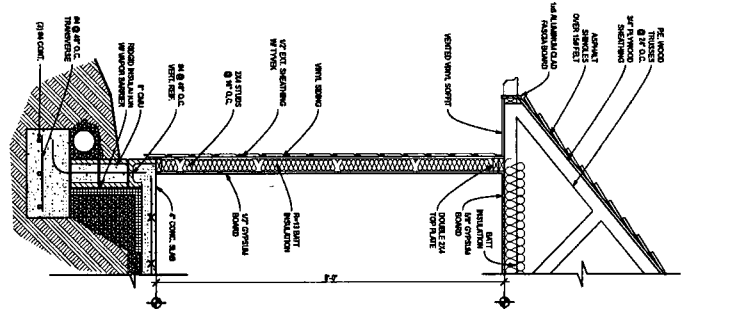
EXHIBIT "C"
C-10



1.1.1.1 Second Story
SCALE SW = 1/4"



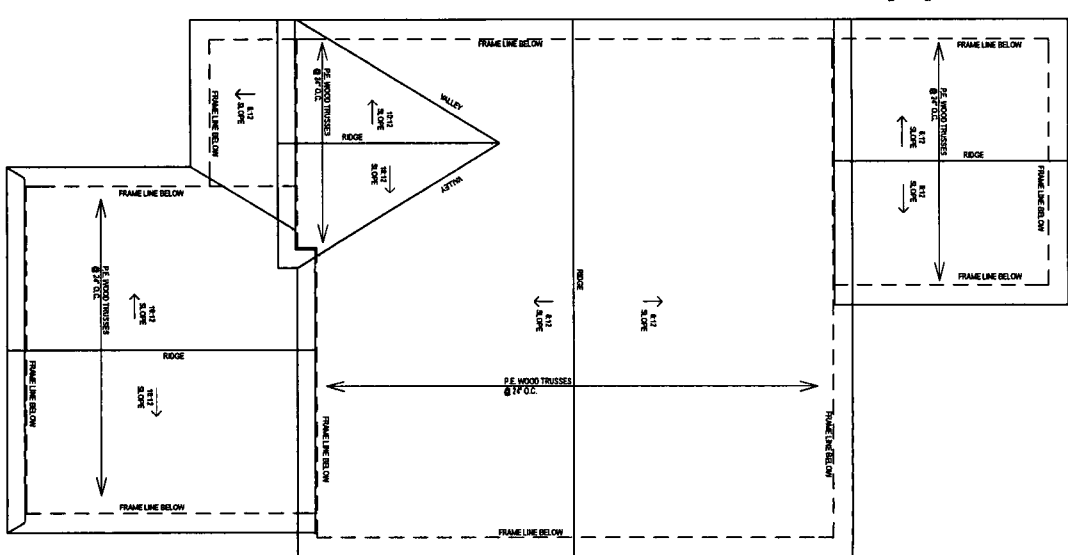
1.1.1.2 Second Story
SCALE SW = 1/4"



FRAMING:
FRAMING SHALL BE AS SHOWN ON THIS PLAN UNLESS OTHERWISE NOTED. ALL FRAMING SHALL BE AS SHOWN ON THIS PLAN UNLESS OTHERWISE NOTED. ALL FRAMING SHALL BE AS SHOWN ON THIS PLAN UNLESS OTHERWISE NOTED.

ROOF NOTES:
RAFTER TO BE SPACED 16" ON CENTER TO PROVIDE PROPER SUPPORT FOR ALL ROOFING MATERIALS AND LOADS. RAFTERS SHALL BE 2" X 12" S4S UNLESS OTHERWISE NOTED. ALL ROOFING SHALL BE AS SHOWN ON THIS PLAN UNLESS OTHERWISE NOTED.

NOTE:
ALL ROOFING SHALL BE AS SHOWN ON THIS PLAN UNLESS OTHERWISE NOTED.



1.1.1.3 Second Story
SCALE SW = 1/4"

Page: 10 of 11
201204110057005



Page: 11 of 11
201204110057005

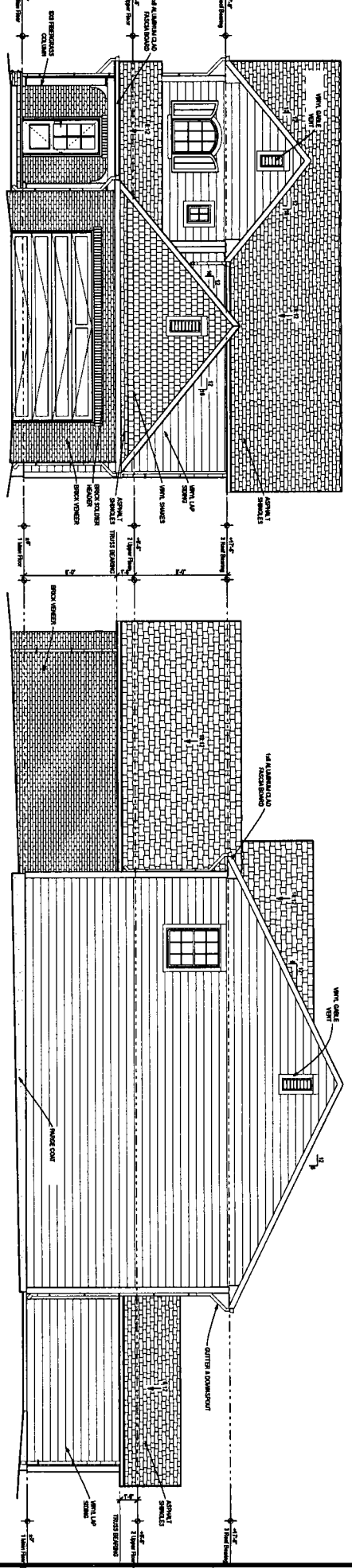
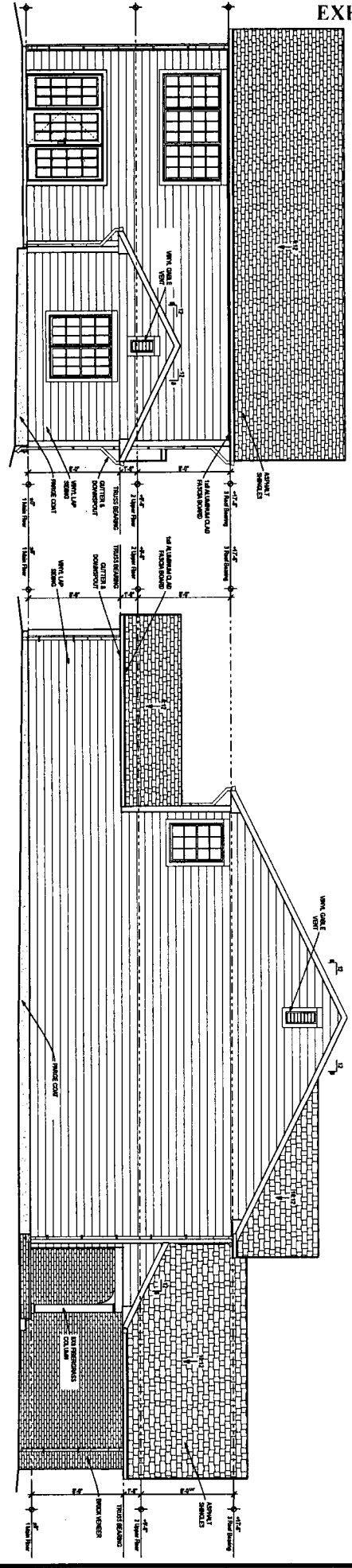
EXHIBIT "C" C-11

Front Elevation
SCALE: 1/4" = 1'-0"

Left Elevation
SCALE: 1/4" = 1'-0"

Front Elevation
SCALE: 1/4" = 1'-0"

Right Elevation
SCALE: 1/4" = 1'-0"



ELEVATIONS

A 2 Story Residence For
Bakertown Station
Knoxville, TN



McBride Company
865-584-7074 office 865-584-6230 fax
P.O. Box 50904
Knoxville, TN 37950-0904

Revision
A-3