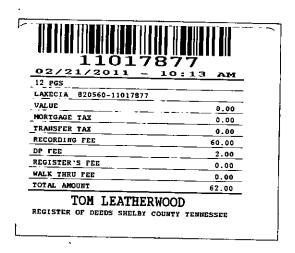


Tom Leatherwood

Shelby County Register

As evidenced by the instrument number shown below, this document has been recorded as a permanent record in the archives of the Office of the Shelby County Register.



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6060 Poplar Avenue, Suite LL37
Memphis, TN 38119

THIS INSTRUMENT PREPARED BY AND RETURN TO: M. Wayne Mink, Jr.,
Dinkelspiel, Rasmussen & Mink, PLLC
1669 Kirby Parkway, Suite 106
Memphis, TN 38120

ADOPTION OF BYLAWS OF CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

THIS ADOPTION OF BYLAWS OF CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC., (this "Adoption") is made as of this 2nd day of February, 2011, by CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC., a Tennessee non-profit corporation (the "Association").

WITNESSETH:

WHEREAS, that certain Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (as amended, the "CCRs"), dated April 11, 1995, and recorded in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as Instrument No. FA 7995, as amended by that certain First Amendment to Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated June 21, 2001, and recorded in the Register's Office as Instrument No. LC 8372, governs that certain residential development situated in the City of Memphis, Shelby County, Tennessee, more commonly known as "Cordova – The Town", which is administered by the Association; and

WHEREAS, attached to the CCRs, as Exhibit "B" are the Bylaws of Cordova – The Town Merchants Association, Inc. (the "Merchants Association Bylaws"); and

WHEREAS, the Association and Cordova – The Town Merchants Association, Inc., are not one and the same; and

WHEREAS, consequently bylaws of the Association have not been formally adopted by the Association and are not of record in the Register's Office; and

WHEREAS, the Association intends to adopt the Bylaws, attached hereto as **EXHIBIT "A"**, formally as the bylaws of the Association; and

WHEREAS, pursuant to Tenn. Code § 48-52-106(a), the Board of Directors of the Association shall, in its sole discretion, adopt initial bylaws for the governance of the Association; and

WHEREAS, the Board of Directors have formally elected to adopt the Bylaws as the governing bylaws of the Association pursuant to its statutory powers as evidenced by all their signatures below.

NOW, THEREFORE, the Bylaws are formally adopted and hereby amended as follows:

- 1. RECITALS: The foregoing recitals are true and accurate.
- 2. <u>CAPITALIZED TERMS</u>: All capitalized terms not otherwise defined in this Amendment shall have the same meanings provided for in the CCRs and/or Bylaws.
- 3. <u>ADOPTION OF THE BYLAWS:</u> The Board of Directors hereby formally adopts the Bylaws, attached hereto and made a part hereof as <u>EXHIBIT "A"</u>, as the governing bylaws of the Association. The Board of Directors hereby notes that the Merchants Association Bylaws are not the bylaws

of the Association, were never intended to be the bylaws of the Association, and were attached to the CCRs in error.

4. <u>FULL FORCE AND EFFECT:</u> Except as modified herein, all other terms and provisions of the CCRs shall remain in full force and effect as if this Adoption had been incorporated in the CCRs as originally executed.

IN WITNESS WHEREOF, the Bylaws were adopted and this Adoption was authorized at dulycalled special meeting of the Board of Directors by a majority vote of all of the Directors, as evidenced by the signature of all Directors below.

THE ASSOCIATION:

CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.,

a Tennessee non-profit corporation

By: Name:

Title: Di

STATE OF TENNESSEE COUNTY OF SHELBY

STATE

Before me, the undersigned, a Notary Public of the state and county aforesaid, personally appeared Original Specifical with whom I am personally acquainted, and who, upon oath acknowledged himself to be a Director of Cordova – The Town Homeowners Association, Inc., Tennessee not for profit corporation, and that he as such Director, being authorized so to do, executed the foregoing instrument for the purpose therein contained on behalf of and as the free act and deed of the corporation, by signing his name as Director.

WITNESS my hand and seal at office on this the 2rd day of February, 2011.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

My Commission Expires:

4

By: Tischen
Name: Director
Title: Director

STATE OF TENNESSEE COUNTY OF SHELBY

Before me, the undersigned, a Notary Public of the state and county aforesaid, personally appeared Thomas Fisher, with whom I am personally acquainted, and who, upon oath acknowledged himself to be a Director of Cordova – The Town Homeowners Association, Inc., Tennessee not for profit corporation, and that he as such Director, being authorized so to do, executed the foregoing instrument for the purpose therein contained on behalf of and as the free act and deed of the corporation, by signing his name as Director.

WITNESS my hand and seal at office on this the 10 day of February, 2011

My Commission Expires:

My Commission Expires:

June 04, 2013

By: Bery MARIND
Title: Director

STATE OF TENNESSEE COUNTY OF SHELBY

Before me, the undersigned, a Notary Public of the state and county aforesaid, personally appeared <u>Becky Marino</u>, with whom I am personally acquainted, and who, upon oath acknowledged himself to be a Director of Cordova – The Town Homeowners Association, Inc., Tennessee not for profit corporation, and that he as such Director, being authorized so to do, executed the foregoing instrument for the purpose therein contained on behalf of and as the free act and deed of the corporation, by signing his name as Director.

WITNESS my hand and seal at office on this the 5 day of February, 2011.

NOTARY PUBLIC
My Commission Expires:

My Commission Expires

June 04, 2013



STATE OF TENNESSEE **COUNTY OF SHELBY**

Before me, the undersigned, a Notary Public of the state and county aforesaid, personally appeared <u>Dot Alexander</u>, with whom I am personally acquainted, and who, upon oath acknowledged himself to be a Director of Cordova – The Town Homeowners Association, Inc., Tennessee not for profit corporation, and that he as such Director, being authorized so to do, executed the foregoing instrument for the purpose therein contained on behalf of and as the free act and deed of the corporation, by signing his name as Director.

WITNESS my hand and seal at office on this the 5 day 2011.



NOTARY PUBLIC My Commission Expires:

My Commission Expires June 04, 2013

By: Name: Title: Director

STATE OF TENNESSEE **COUNTY OF SHELBY**

Before me, the undersigned, a Notary Public of the state and county aforesaid, personally appeared Richard Borgers, with whom I am personally acquainted, and who, upon oath acknowledged himself to be a Director of Cordova - The Town Homeowners Association, Inc., Tennessee not for profit corporation, and that he as such Director, being authorized so to do, executed the foregoing instrument for the purpose therein contained on behalf of and as the free act and deed of the corporation, by signing his name as Director.

WITNESS my hand and seal at office on this the 5 daylof Februar

NOTARY PUBLIC

My Commission Expires: My Commission Expires

June 04, 2013

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EXHIBIT "A" THE BYLAWS

BYLAWS OF CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

ARTICLE I NAME AND GUIDELINES

- <u>Section 1</u>. NAME. The name of this Association will be "Cordova The Town Homeowners Association, Inc., a Tennessee nonprofit corporation".
- Section 2. GOVERNING LAW. The Association is and shall remain a non-profit organization, governed by the provisions of the Tennessee Nonprofit Corporation Act, Tenn. Code Ann. § 48-51-101, et seq. (the "Act"), as amended, except as otherwise provided in these Bylaws, and no part of the net earnings thereof shall inure to any individual Member, except as expressly provided in the Declaration of Covenants, Conditions and Restrictions of Cordova The Town Homeowners Association, Inc. (as amended, the "Declaration"), dated April 11, 1995, and recorded in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as Instrument No. FA 7995, as amended from time to time.
- Section 3. NON-POLITICAL. The Association shall not endorse or align with any political party or candidate for public office.
- Section 4. PURPOSES. The Association is formed to serve as the means through which the Members administer, manage, and operate the Property, as such term is defined in the Declaration, under the provisions of Act, as amended from time to time.
- Section 5. PRINCIPAL OFFICE. The principal office of the Association shall be located at 3036 Centre Oak Way, Germantown, Tennessee 38138, or such other place as may be designated by the Association.

ARTICLE II MEMBERSHIP

- Section 1. MEMBERS. The membership of the Association shall be the owners of record in the Register's Office of each Lot in the Property (each being a "Member"), but shall expressly exclude those persons or entities having such interest in a Lot merely as security for the performance of an obligation.
- Section 2. MEMBERSHIP ASSESSMENTS. Assessments of the Association shall be established annually by the Board of Directors and shall be assessed on a calendar year basis.
- Section 3. ROSTER OF MEMBERSHIP. The Secretary of the Association shall maintain a roster of the Membership entitled to vote at the meetings as hereinafter provided.
- Section 4. VOTES. The Owner(s) of each Lot shall be entitled to one (1) collective vote. If a husband and wife are the Owners, collectively, of a Lot in the Property, such husband and wife, while both Members, will have one (1) vote between them in all matters put before the Membership. If a corporation, partnership, limited liability company, or any other such legal entity shall own a Lot, then such entity shall register with the Secretary the name and office of the individual whom will represent

such entity at any meeting of the Members and cast such entity's vote. No Member (each a "Defaulting Member") shall be (i) eligible to vote, either in person or by proxy; (ii) counted towards a quorum or a quorum requirement; or (iii) elected to the Board of Directors of the Association, whose account is shown on the books of the Association to be more than two hundred seventy (270) days delinquent in any payment due to the Association or who is more than thirty (30) days in default under any of the terms, covenants, conditions, restrictions, or any other provisions contained in the Declaration. In no event shall any vote of a Defaulting Member be counted in any vote of the Membership or the total vote of the Membership (e.g., any vote at a meeting of the Membership, any vote to amend these Bylaws, or any vote to amend the CCRs).

- Section 5. PROXIES. Every Member entitled to vote at a meeting may do so either in person or by written proxy, which proxy shall be filed with the Secretary before being voted. Such proxy shall entitle the holders thereof to vote at any adjournment of such meeting, but shall not be valid after the final adjournment thereof. No proxy shall be valid after the expiration of eleven (11) months from the date of its execution unless otherwise provided in the proxy.
- Section 6. CONSENTS. Actions required or permitted by the Act, the Charter, or these Bylaws, to be taken at a Member meeting may be taken without a meeting if one or more written consents are signed by all the Members entitled to vote on the action and such consents are delivered to the Secretary.

ARTICLE III BOARD OF DIRECTORS

- Section 1. BOARD OF DIRECTORS. The Association shall be governed by a Board of Directors consisting of at least five (5) persons (each being a "Director"). Each Director shall be a Member, as such term is defined in the Declaration.
- Section 2. ELECTION OF OFFICERS BY BOARD OF DIRECTORS. The Board of Directors shall elect a President, Secretary, and Treasurer.
- Section 3. ELECTION OF DIRECTORS. The Directors will be elected by the Members to the Board of Directors at the annual meeting of the Members. All Directors shall serve until their successors have been elected and qualified.
- Section 4. QUORUM; VOTING. The attendance of a majority of the Directors of the Board shall constitute a quorum. A simple majority will be required for any binding action, except as otherwise provided herein. Each Director shall be entitled to one (1) vote on all matters before the Board of Directors.
- Section 5. QUALIFICATIONS. To be eligible for, or to hold elected office in the Association, a person must be a Member. Directors shall serve for one (1) year or until their successors are elected. Any Director may be removed by a vote of two-thirds (2/3) of the Members. Any vacancy occurring in the Board shall be filled by majority vote of the remaining Directors. Any Director so elected to fill a vacancy shall hold office until the next annual meeting of the Members.
 - Section 6. NO COMPENSATION. Directors shall serve without compensation.
- Section 7. POWERS/DUTIES OF BOARD OF DIRECTORS. Powers and duties of the Board of Directors shall include:

- A. The appointment of the Architectural Control Committee (the "ACC"), as such is provided in the Declaration, and all other standing committees and chairpersons thereof. This power can be delegated to the President. All committees shall derive their direction from the Board of Directors.
 - B. The appointment of all persons or organizations to serve the Association.
 - C. The filling of vacancies on the Board of Directors until the next annual meeting.
 - D. The approval of expenditures of Association funds.
 - E. The establishment of policy for the Association.
- F. The dissolution of all standing and other committees. This power can be delegated to the President.
- G. The setting and collection of all annual, special, and emergency assessments provided in the Declaration.
- H. Such other powers and duties as given to them by the Members or which may exercised for, on behalf of, and in the best interests of the Association.

ARTICLE IV OFFICERS

- <u>Section 1</u>. OFFICERS. Following the annual meeting of the Members, the Directors shall elect the following officers by a majority vote of the Directors: President, Secretary and Treasurer.
- Section 2. PRESIDENT. The President shall preside at all meetings of the Association and the Board of Directors and shall perform such duties as directed by the Board of Directors.
- Section 3. SECRETARY. The Secretary shall be the official custodian of all records of the Association except Membership records, shall keep the minutes of the Association and Board of Directors meetings, shall send all official correspondence in the name of the Association, and shall give all required notices.
- Section 4. TREASURER. The Treasurer shall keep and be responsible for all funds of the Association and shall keep the Membership records. The funds shall be deposited in an account in the name of "Cordova The Town Homeowners Association, Inc." The Treasurer shall make a list of all Members which shall include each Member's name, and date joined. The Treasurer shall provide a current list to the Secretary on a periodic basis. The President and Treasurer shall each, individually, have signature authority on bank accounts of the Association. All monies belonging to the Association shall be delivered to the Treasurer and all bills shall be submitted to the Treasurer for payment. The Treasurer shall provide regular reports of transactions and prepare financial statements as directed by the Board of Directors. In the event the Association is professionally managed, the Board may authorize such management company to have signature authority on bank accounts of the Association and may delegate certain responsibilities of the Treasurer to such management company.
 - Section 5. DUAL OFFICES. A Director may also serve as an officer.
- Section 6. EXECUTION OF INSTRUMENTS. Provided any such document has been approved by the Membership, as provided herein, and evidence of such approval is kept with the

Association's records, all agreements, contracts, deeds, leases and other instruments of the Association, except checks, shall be executed by such person or persons as may be designated by a resolution of the Board of Directors and, in the absence of any general or special resolution applicable to any such instrument, then such instrument shall be signed by the president. All checks shall be signed by the treasurer, or in his absence or disability, by the president or any duly elected assistant-treasurer or by such other person or persons as may be designated by resolution of the Board of Directors.

ARTICLE V MEMBERSHIP MEETINGS

- Section 1. ANNUAL MEETING. The annual meeting of the of the Membership of the Association shall be held on the particular day, hour, and location as determined and designated by the Board of Directors, but not later than the first (1st) day of May of each year. Written notification of the Annual Meeting shall be given to the Members not less than ten (10) days and no more than thirty (30) days prior to the date selected for such Annual Meeting.
- Section 2. SPECIAL MEETINGS. Special meetings of the Membership for any purpose may be called (1) by the President or (2) by the Secretary upon written request of thirty percent (30%) of the Membership. Written notice of all special meetings stating the time, location and objective thereof shall be given to the Members in writing at least five (5) days before such meeting.
- Section 3. QUORUM. Thirty percent (30%) of the Members shall constitute a quorum for the transaction of business at any annual or special meeting of the Members. At each meeting of the Members, Member decisions will be made by majority vote of those Members present. After two (2) successive meetings of the Members, held with due notice, at which a quorum is not obtained; howsoever many Members as may attend the third consecutive meeting shall constitute a quorum.

ARTICLE VI ASSOCIATION RESPONSIBILITIES

Section 1. INDEMNIFICATION. The Association shall indemnify every officer and Director against any and all expenses, including attorney's fees, reasonably incurred by or imposed upon such officer or Director in connection with any action, suit, or other proceeding (including settlement of any such action, suit, or proceeding, if approved by the then Board of Directors) to which such officer or Director may be made a party by reason of being or having been an officer or Director, whether or not such person is an officer or Director at the time such expenses are incurred. The officers and Directors shall not be liable for any mistake of judgment, negligent or otherwise, except for their own individual willful misfeasance or malfeasance. The officers and Directors shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of the Association (except to the extent that such officers and Directors may also be Members of the Association), and the Association shall indemnify and forever hold each such officer and Director free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or Director, or former officer or Director, may be entitled. The Association shall maintain adequate general liability insurance and if, obtainable, officers' and Directors' liability insurance to fund this obligation.

Section 2. INSURANCE. The Association shall, as determined by the Board of Directors in its sole discretion, obtain and maintain at all times as a common expense insurance as required by the Declaration.

<u>ARTICLE VII</u> PROCEDURE

The President shall regulate and govern all debate and action by the Board of Directors and the Membership at any meeting in a manner, which promotes a fair exchange of views, and the efficient dispatch of business. When resort to rules of procedure becomes necessary as deemed by the President, business shall be governed by Robert's Rules of Order.

ARTICLE VIII AMENDMENTS

These Bylaws may be amended by a vote of two-thirds (2/3) of the Members of the Association at an annual or special meeting. Such changes to these Bylaws must be executed and acknowledged by the President and the Secretary of the Association and recorded in the Register's Office to become effective.

ARTICLE IX COMMON AREA

- Section 1. COMMON AREA. The Common Area of the Property shall be maintained and controlled by the Association.
- Section 2. MEMBER EASEMENT. Every Member shall have the right and easement of enjoyment in and to the Common Area as provided in the Declaration, and such casement shall be appurtenant to and shall pass with the title to every Lot subject to the right of the Association to regulate such use and such other action as may be permitted by law in effect from time to time.
- Section 3. POWERS OF ASSOCIATION AS TO COMMON AREA. The Association may, at any time, as to the Common Area conveyed, leased, assigned, or transferred to it, or otherwise placed under its jurisdiction or control, in the discretion of the Board of Directors, without any approval of the Members being required:
- A. Reconstruct, repair, replace or refinish any improvements or portion thereof upon any such area in accordance with (a) the last plans thereof approved by the Board of Directors, (b) the original plans for the improvement, or (c) if neither of the foregoing is applicable and if such improvement was previously in existence, then in accordance with the original design, finish or standard of construction of such improvement as same existed;
- B. Replace injured and diseased trees or other vegetation in any such area, and plant trees, shrubs and ground cover to the extent that the Board of Directors deems necessary for the conservation of water and soil and for aesthetic purposes;
- C. Do all such other and further acts which the Board of Directors deems necessary to preserve and protect the Common Area and the beauty and aesthetics thereof, in accordance with the general purposes specified in these Bylaws; and
- D. The Board of Directors shall be the sole judge as to the appropriate maintenance of all grounds within the Common Area.

Section 4. DESTRUCTION OF COMMON AREA. In the event the Common Area is damaged or destroyed through the intentional or negligent act of any Member or any person for whom such Member is legally responsible, such Member does hereby authorize the Association to repair said damaged area, and the Association shall so repair said damaged area in a good, workmanlike manner in conformance with the original plans and specifications of the area involved, or as the area may have been modified or altered subsequently by the Association, in the discretion of the Association. The amount necessary for such repairs shall be paid by said Member, upon demand, to the Association, and the Association may enforce collection of same in the same manner and subject to the same conditions as provided elsewhere in these Bylaws for collection and enforcement of assessments.

ARTICLE X FINANCES

- Section 1. FISCAL YEAR. The fiscal year shall commence on January 1st and end on December 31st of each year. The Board of Directors may establish a different fiscal year and must notify each of the then existing Members of the change.
- Section 2. DEPOSITORY AND CHECKS. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Directors and in which the monies of the Association shall be deposited. All checks or demands for money and notes of the Association shall be signed by and one (1) of the following officers: President or Treasurer. The Board of Directors, by resolution, may require more than one (1) signature.
- Section 3. ANNUAL BUDGET. The Board of Directors shall propose an annual budget each year and shall mail a copy of the Association's proposed annual budget of common expenses to each Member not less than ten (10) days prior to the meeting of the Board of Directors at which the budget will be considered together with a notice of that meeting. Such meeting of the Board of Directors shall be open to all Members.

ARTICLE XI OFFICIAL RECORDS

The Association shall maintain a copy of each of the following, where applicable, which shall constitute the official records of the Association:

- A. The plans, permits, warranties, and other items provided by the Developer.
- B. A photocopy of the recorded Declaration and all amendments thereto.
- C. A photocopy of the recorded Bylaws of the Association and all amendments thereto.
- D. A certified copy of the Charter and all amendments thereto.
- E. A copy of the current Association's rules and regulations, if any.
- F. A book or books containing the minutes of all meetings of the Association, of the Board of Directors, and of the Members, which minutes shall be retained for a period of not less than seven (7) years.
- G. A current roster of all Member, their mailing addresses, unit identifications, voting certifications, and if known telephone numbers.

- H. All current insurance policies of the Association.
- I. A current copy of any management agreement, lease, agreement, or other contract to which the Association is a party or under which the Association or the Members have an obligation or responsibility.
 - J. Bills of sale or transfer for all property owned by the Association.
- K. Accounting records for the Association according to generally accepted accounting practices.
- L. Voting proxies, which shall be maintained for a period of one year from date of the meeting for which the proxy was given.

ARTICLE XII PARTIAL CONDEMNATION OF COMMON AREA

The Association, through the action of the Board of Directors, shall have the power to convey a portion of the Common Area to a condemning authority for the purpose of providing utility easements, rights of ways expansion, or other public purposes, whether negotiated or as the result of eminent domain proceedings.

ARTICLE XIII WRITTEN INQUIRIES BY MEMBERS

When a Member files a written inquiry by certified mail with the Board of Directors, the Board shall respond in writing to the Member within thirty (30) days of receipt of the inquiry. The Board's response shall either give a substantive response to the inquirer, or notify the inquirer that a legal opinion has been requested. If a legal opinion is requested, the Board shall, within sixty (60) days after the receipt of the inquiry, provide in writing a substantive response to the inquirer. The failure to provide a substantive response to the inquirer as provided herein precludes the Board from recovering attorney's fees and costs in any subsequent litigation, administrative proceeding, or arbitration arising out of the complaint.

The Association may through its Board of Directors adopt reasonable rules and regulations regarding the frequency and manner of responding to Member inquires, one of which may be that the association is only obligated to respond to one written inquiry per Lot in any given thirty (30) day period. In such a case, any additional inquiry or inquiries must be responded to in the subsequent thirty (30) day period, or periods, as applicable.

ARTICLE XIV NOTICES

Section 1. NOTICE. Whenever, under the provisions of the Act, the Charter, the Declaration, or these Bylaws, notice is required to be given to any Director or Member, it shall be construed to mean either personal notice, or notice given in writing by mail by depositing the same in the Post Office or letter box in a postpaid envelope addressed to such Director or Member as their name appears on the books of the Association. Notice of any meeting of the Members, whether special or annual, shall be provided not more than thirty (30) days and not less than ten (10) days in advance of such meeting.

Section 2. WAIVER OF NOTICE. Whenever any notice is required to be given under the provisions of the Act, the Charter, the Declaration, or these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed to be equivalent to the required notice.

ARTICLE XV MISCELLANEOUS

- Section 1. CHOICE OF LAW. These Bylaws have been executed in the State of Tennessee, and shall be construed, performed and enforced in accordance with the laws of the State of Tennessee.
- Section 2. SEVERABILITY. In the event any provision of these Bylaws shall be determined by a court of competent jurisdiction to be invalid, illegal or unenforceable, the remainder of these Bylaws shall nonetheless remain in full force and effect so long as the substantial benefits of the parties to be derived from these Bylaws and the performance hereof are not adversely affected by the elimination of such provision(s).
- Section 3. ENTIRE AGREEMENT. These Bylaws constitute the entire agreement between the parties hereto with respect to the subject matter hereof and supersedes all prior negotiations, discussions, writings, and agreements.
- Section 4. BINDING EFFECT. The terms of these Bylaws and the respective covenants, provisions, terms, conditions, and agreements herein contained shall be binding upon the parties hereto, their heirs, devisees, successors, and assigns.
- Section 5. CONFLICT AND AMENDMENT OF THE DECLARATION. In the event there is any conflict between the terms and provisions of Article III of the Declaration and these Bylaws, these Bylaws shall control, it being the express intent of the undersigned that Sections 1, 2, and 3 of Article III of the Declaration are subordinate to the provisions of these Bylaws.
- Section 6. DISTRIBUTION OF FUNDS ON DISSOLUTION. In the event the Association becomes inactive or dissolves, monies in the general fund shall be distributed to the Members on a pro rata basis.
- Section 7. TERM. The covenants, conditions, and restrictions of these Bylaws shall run with and bind the Property, for the term as provided in Article VIII of the Declaration.

I certify that these Bylaws were adopted at the organizational meeting of the Association as of this 10 day of February, 2011.

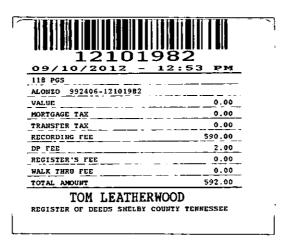
Charle Borgers, President



Tom Leatherwood

Shelby County Register

As evidenced by the instrument number shown below, this document has been recorded as a permanent record in the archives of the Office of the Shelby County Register.



Tom Leatherwood, Shelby County Register of Deeds: Instr. # 11037786

THIS INSTRUMENT PREPARED BY AND RETURN TO: M. Wayne Mink, Jr., DINKELSPIEL, RASMUSSEN & MINK, PLLC 1649 Kirby Parkway, Suite 106

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SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

THIS SECOND AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC., (this "Amendment") is made as of this 27th day of March, 2011.

WITNESSETH:

WHEREAS, that certain Declaration of Covenants, Conditions and Restrictions of Cordova — The Town Homeowners Association, Inc. (as amended, the "CCRs"), dated April 11, 1995, and recorded in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as Instrument No. FA 7995, as amended by that certain First Amendment to Declaration of Covenants, Conditions and Restrictions of Cordova — The Town Homeowners Association, Inc., dated June 21, 2001, and recorded in the Register's Office as Instrument No. LC 8372, governs that certain residential development situated in the City of Memphis, Shelby County, Tennessee, more commonly known as "Cordova — The Town", which is administered by Cordova — The Town Homeowners Association, Inc., a Tennessee non-profit corporation (the "Association"); and

WHEREAS, the Association intends to amend the CCRs as more particularly provided herein; and

WHEREAS, Article XI, Section 3 of the CCRs provides that the CCRs may be amended at a meeting of the membership of the Association by an instrument signed by Members having not less than sixty-seven percent (67%) of the total votes allocated to the Association; and

WHEREAS, Article XI, Section 3 of the CCRs further provides that "cligible mortgage holders", being holders of a first mortgage on a Lot who have requested the Association to notify them of certain proposed actions to amend the CCRs, representing at least fifty-one percent (51%) of the votes of Lots that are subject to mortgages held by eligible mortgage holders must also approve any amendment to the CCRs; and

WHEREAS, as of the date of this Amendment no first mortgage holder has made any such request upon the Association under Article XI, Section 3 of the CCRs, meaning there are no "eligible mortgage holders" whose approval is necessary to pass this Amendment; and

WHEREAS, a meeting of the membership of the Association has been held and this Amendment was properly approved and signed at such meeting by Members having not less than sixty-seven percent (67%) of the total votes allocated to the Association.

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NOW, THEREFORE, the CCRs are hereby amended as follows:

1. RECITALS: The foregoing recitals are true and accurate.

Return to: FNTG Chicago Title | Fidelity National Title | Lawyer's Title 6060 Poplar Avenue, Suite LL37 Memphis, TN 38119 This instrument is being re-recorded to attach the signatures of not less than sixty-seven percent (67%) of the total votes allocated to the Association as of March 27, 2011, the date of the meeting at which this matter was considered and voted upon.

Tom Leatherwood, Shelby County Register of Deeds: Instr. # 11037786

2. <u>CAPITALIZED TERMS:</u> All capitalized terms not otherwise defined in this Amendment shall have the same meanings provided for in the CCRs.

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- 3. <u>COMPLETION OF IMPROVEMENTS:</u> Article V of the CCRs is hereby amended to add the following Section 11:
 - Section 11. Completion of Improvements. Anything in the CCRs to the contrary notwithstanding, any and all single family homes built on unimproved Lots after the date of recordation of this Amendment must be substantially completed within twelve (12) months of the commencement of construction. For the purposes of this provision, substantial completion shall mean that the Owner of such Lot has been issued a final certificate of occupancy from the appropriate governmental authority. The Board of Directors shall, in its reasonable discretion, determine when construction has commenced (but no construction shall be deemed commenced until such time as dirt work [i.e., the leveling of a Lot] has begun). In the event an Owner fails to timely complete construction as required by this section, the Board of Directors may assess a fine of ONE HUNDRED AND 00/100 DOLLARS (\$100.00) for each week, in excess of twelve (12) months, such work is not completed.
- 4. <u>COVENANTS REGARDING TREES:</u> Article VII, Section 10 of the CCRs is here by amended to add the following sentences to the end of the existing section:

In the event any tree on a Lot existing at the time of the recordation of this Amendment dies and must be removed from a Lot in accordance with the CCRs or a Lot Owner wishes to replace a currently existing tree, it must be timely replaced in the same greenspace with a tree of the same species as the original tree or with a tree of the Zelcova species. Any and all such replacement trees shall be approved by the Architectural Committee prior to planting. All Lots must have a tree planted in the front greenspace of the Lot (defined by the prevailing location of the improvements on the Lot) along with the proper mailbox of the approved color and white lettering to match the existing improvements. Pursuant to the prevailing landscaping plan of record in the Register's Office, some Lots may have more than one (1) tree, e.g. certain corner lots.

5. <u>COSTS OF ENFORCEMENT OF CCRS</u>: Article X of the CCRs is hereby amended to add the following sentence to the end of the existing paragraph:

The expense of enforcement, including court costs, expenses, and attorney's fees, by the Association or Member shall be chargeable to the Owner of the Lot violating these covenants and restrictions and shall constitute a lien on the Lot, collectible in the same manner as assessments hereunder. Such expenses shall include all costs spent enforcing the CCRs up to and including court action, it being the intent that such costs include any legal enforcement letters sent on behalf of the Association or Member.

- 6. FULL FORCE AND EFFECT: Except as modified herein, all other terms and provisions of the CCRs shall remain in full force and effect as if this Amendment had been incorporated in the CCRs as originally executed.
- 7. <u>CONFLICT:</u> In the event of any conflict between the terms and provisions of this Amendment and the CCRs or the Bylaws, the terms and provisions of this Amendment shall control.

[THE FOLLOWING PAGE IS THE SIGNATURE PAGE]

Tom Leatherwood, Shelby County Register of Deeds: Instr. # 11037786

IN WITNESS WHEREOF, this Amendment to the CCRs was duly authorized and signed at a meeting of the Owners by Owners having not less than sixty-seven percent (67%) of the total votes allocated to the Association and executed by the President of the Association.

THE ASSOCIATION:

CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.,

a Tennessee non-profit corporation

By: \Name:

Tile: President

STATE OF TENNESSEE COUNTY OF SHELBY

Before me, <u>Jary Leskie Jackson</u> of the state and county mentioned, personally appeared <u>Christopher E. Spelty</u>, President of CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC., a Tennessee non-profit, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be President of CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC., a Tennessee non-profit, the within named bargainor, a corporation, and that such he as such President, executed the foregoing instrument for the purpose therein contained, by personally signing the name of the corporation as its President.

WITNESS MY HAND AND OFFICIAL SEAL at office, this day of March, 2011.

NESSE

Wary Loslie NOTARY PUBLIC

MY COMMISSION EXPIRES: July 10, 2011

beksa

My Commission Expires:

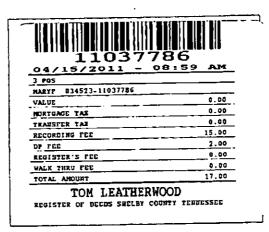
Tom Leatherwood, Shelby County Register of Deeds: Instr. # 12101982
Tom Leatherwood, Shelby County Register of Deeds: Instr. # 11037786



Tom Leatherwood

Shelby County Register

As evidenced by the instrument number shown below, this document has been recorded as a permanent record in the archives of the Office of the Shelby County Register.



1075 Mullins Station, Suite 165 ~ Memphis, Tennessee 38134 (901) 379-7500 Website: http://register.shelby.tn.us Email: Tom.Leatherwood@shelbycountytn.gov



Tom Leatherwood

Shelby County Register

STATE OF TENNESSEE COUNTY OF SHELBY

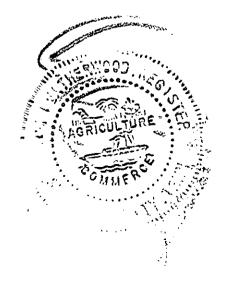
CERTIFICATION # 00005713

I, Tom Leatherwood, Register of Deeds, hereby certify this is a true and perfect copy of page(s) 1-4 of Instrument Number 11037786, recorded in this office as a SUB RESTRICTION from CORDOVA THE TOWN HOMEOWNERS ASSOCIATION INC to AMENDMENT TO RESTRICTIONS.

Witness the Official Signature and Seal this 22nd day of August 2012.

Tom Leatherwood, Register

Deputy Register

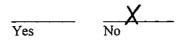


BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

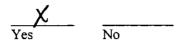
March 27, 2011

The undersigned being the Lot Owner(s) of 21 Total Lots (GEE BELON) (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):

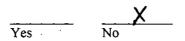
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):



2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.

5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:

6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

LOT #5- 120,121,122,123,124,125,126,137,92,93,94,95,103,

21 TOTAL

necessary appoints STUART MACDIARMID (fill in the name if you wish to appoint
someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for th
undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with
the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the righ
to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This
Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.

Vote only as marked above; or

Vote as you deem proper on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lot Owner(s) of Lot96	8624 MayStrille (insert
street address) hereby vote as follows with regard to the proposed	Second Amendment to the Declaration
of Covenants, Conditions and Restrictions of Cordova - The To-	wil Homeowners Association, inc. (the
"Amendment"):	

1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):

2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:

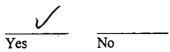
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:

4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.

			•	
Yes	No			

5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:

6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of such proxy beir the Ballot/Proxy as marked above unless the un to vote at such special meeting in such manner	(fill in the name if you wish to appoint ted not be a member) to act as the holder of a proxy for the ng specifically directed to vote strictly in accordance with idersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	pove; or
Vote as you deem propo	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the ever percent (67%) approval of the members, and is signature below shall satisfy the requirements Conditions and Restrictions of Cordova – The 1995, and recorded as Instrument No. FA 7995. "Register's Office"), as amended by that certain	callot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven f I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, a Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the retain instrument of record in the Register's Office as at (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign. Marks Hudke Janes
	Marks & Walker Jr. 3/27/11

BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lostreet address) hereby vote as follows of Covenants, Conditions and Restric "Amendment"):	with regard to	the proposed Sec	ond Amendment to t	(insert he Declaration ation, Inc. (the
Acceptance and ratificat architectural requirements (i.e., minim	ion of the pro um square foot	ovisions of the age, ceiling heigh	Amendment relating tt, fences, and shutter	g to minimum s):
	i/			
?	Yes	No	,	
2. Acceptance and ratificat completion of improvements:	ion of the pro	ovisions of the	Amendment regardi	ng the timely
· .				
	Yes	No		
3. Acceptance and ratification of architectural regulations by the Arch			dment relating to the	promulgation
(*)				
	Yes	No		•
4. Acceptance and ratification required to have a tree planted in the deceased and removed trees with trees	front greepspa	ice and relating t	to the required replace	at all Lots are cement of any
	<i>N</i>			,
	Yes	No		
5. Acceptance and ratification the covenants, conditions, and restriction			ment relating to the e	nforcement of
	Yes	No		
6. Acceptance and ratification in the Cordova – The Town developme		ns of the Amend	ment relating to proh	ibiting leasing
	Yes	No		
The undersigned, by execution			evidences their cor	sent that this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints		(fill in the name if you wish to appoint
undersigned with the h	older of such proxy being	not be a member) to act as the holder of a proxy for the specifically directed to vote strictly in accordance with resigned gives to the holder of the Ballot/Proxy the right
to vote at such special	meeting in such manner as	the holder of the Ballot/Proxy may deem proper. This adjournments of the special meeting of the members.
	Vote only as marked above	e; or
	Vote as you deem proper	on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

	March 27, 2011
	The undersigned being the Lot Owner(s) of S50 MARYSVILLE (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
3	1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
	${\text{Yes}}$ ${\text{No}}$
	Yes No
4	2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
	$\frac{Y}{Yes}$ $\frac{No}{No}$
5	3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation
	of architectural regulations by the Architectural Committee:
	$\frac{\chi}{\text{Yes}}$ No
	Yes No
6	4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
	\times
	Yes No
7	5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
	\times
	Yes No
8	6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
	Yes No
	The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

K Drieb

undersigned with the holder of such proxy bein the Ballot/Proxy as marked above unless the un- to vote at such special meeting in such manner	(fill in the name if you wish to appoint ed not be a member) to act as the holder of a proxy for the g specifically directed to vote strictly in accordance with dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	ove; or
Vote as you deem prope	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the every percent (67%) approval of the members, and is signature below shall satisfy the requirements Conditions and Restrictions of Cordova – The 1995, and recorded as Instrument No. FA 7995 "Register's Office"), as amended by that cerein the same of	allot/Proxy, hereby: (i) acknowledges that they have read ceptance and ratification of the Amendment by written and the Amendment referenced above receives sixty-seven of I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, a Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the retain instrument of record in the Register's Office as int (67%) of the members must sign any amendment. Please sign below: If more than one Owner, all Owners should sign
	Meli

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

	March	127, 2011	
The undersigned being the	e Lot Owner(s) o	of	(inser
street address) hereby vote as follo	ws with regard to	o the proposed Second Amendment to the Deck lova – The Town Homeowners Association, In	
		provisions of the Amendment relating to mir otage, ceiling height, fences, and shutters):	aimun
·			
	Yes	No	
Acceptance and ratificompletion of improvements:	ication of the p	provisions of the Amendment regarding the	timely
	Yes	No No	
	Y es	NO .	
3. Acceptance and ratifica of architectural regulations by the A		sions of the Amendment relating to the promulamittee:	gation
	Yes		
	Yes	No	
4. Acceptance and ratific required to have a tree planted in deceased and removed trees with tree.	the front greensp	visions of the Amendment, noting that all Lo pace and relating to the required replacement of pecies or of the Zelcova species.	ots are
	Yes	No	
5. Acceptance and ratificat the covenants, conditions, and restri		ions of the Amendment relating to the enforcem in the CCRs:	ent of
	\checkmark		
	Yes	No	
6. Acceptance and ratificat in the Cordova – The Town develop		ions of the Amendment relating to prohibiting le	asing
	Yes	No	
· ,	1 63		
The undersigned, by execu	ution of this Bal	llot/Proxy, hereby evidences their consent tha	ıt this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

	·
necessary appoints	(fill in the name if you wish to appoint
someone else to hold your proxy; that person n	eed not be a member) to act as the holder of a proxy for the
undersigned with the holder of such proxy bei	ng specifically directed to vote strictly in accordance with
the Ballot/Proxy as marked above unless the un	ndersigned gives to the holder of the Ballot/Proxy the right
to vote at such special meeting in such manner	as the holder of the Ballot/Proxy may deem proper. This
Ballot/Proxy shall be valid for any adjournmen	t or adjournments of the special meeting of the members.
Vote only as marked a	bove; or
Vote as you deem prop	per on all matters brought before the meeting.
The undersigned by execution of this l	Ballot/Proxy, hereby: (i) acknowledges that they have read
	cceptance and ratification of the Amendment by written
ne proposed amendment, (ii) approves the a	ent the Amendment referenced above receives sixty-seven
	if I(we) voted in favor of the Amendment, then my(our)
	s of Article XI, Section 3 of Declaration of Covenants,
	e Town Homeowners Association, Inc., dated April 11,
	in the Register's Office of Shelby County, Tennessee (the
	ertain instrument of record in the Register's Office as
nstrument No. LC 8372, that sixty-seven perce	nt (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners
	should sign.
	Suyau
•	(/
	

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the L	ot Owner(s) of	1178	Allentown	4	(inser
street address) hereby vote as follows of Covenants, Conditions and Restric "Amendment"):	with regard to	the propose	d Second Amer	idment to the	Declaration on, Inc. (the
1. Acceptance and ratifical architectural requirements (i.e., minim					
	Yes	No		•	
2. Acceptance and ratificate completion of improvements:	tion of the pro	ovisions of	the Amendme	nt regarding	the timely
	Yes	No		,	•
3. Acceptance and ratification of architectural regulations by the Architectural regulations by the Architectural regulations.	n of the provisi hitectural Comi	ions of the A	Amendment rela	iting to the pr	omulgation
	/				
	Yes	No	· · · · · · · · · · · · · · · · · · ·		
4. Acceptance and ratification required to have a tree planted in the deceased and removed trees with trees	front greenspa	ace and rela	ting to the requ	iired replacen	ill Lots are nent of any
·					
	Yes	No		•	
5. Acceptance and ratification the covenants, conditions, and restrictions	of the provisions contained in	ons of the Ar n the CCRs:	nendment relati	ng to the enfo	orcement of
	Yes	No			
6. Acceptance and ratification in the Cordova – The Town development	-	ons of the Ar	mendment relati	ng to prohibit	ting leasing
	Yes	No			
The undersigned, by execution	on of this Ball	ot/Proxy, he	ereby evidences	s their conse	nt that this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints		(fill in the name if you wish to appoint
omeone else to hold indersigned with the he Ballot/Proxy as m o vote at such specia	holder of such proxy being a narked above unless the under all meeting in such manner as	not be a member) to act as the holder of a proxy for the specifically directed to vote strictly in accordance with rsigned gives to the holder of the Ballot/Proxy the right the holder of the Ballot/Proxy may deem proper. This adjournments of the special meeting of the members.
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	Vote as you deem proper of	on all matters brought before the meeting.
he proposed amendraliot/proxy; and (iii) ercent (67%) approxignature below shall conditions and Restr 995, and recorded as Register's Office"),	nent; (ii) approves the acce and agrees that in the event val of the members, and if I I satisfy the requirements of rictions of Cordova – The T Instrument No. FA 7995 in as amended by that certain	ot/Proxy, hereby: (i) acknowledges that they have read ptance and ratification of the Amendment by written the Amendment referenced above receives sixty-sever (we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants (Town Homeowners Association, Inc., dated April 11 the Register's Office of Shelby County, Tennessee (the in instrument of record in the Register's Office as (67%) of the members must sign any amendment.
		lease sign below. If more than one Owner, all Owners would sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011
The undersigned being the Lot Owner(s) of
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
Yes No
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
$\frac{V}{\text{Yes}}$ No
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
Yes No
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
Yes No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
Yes No
The undersigned by execution of this Dellet/Dury, handly evidences their concept that this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints	(fill in the name if you wish to appoint					
someone else to hold your proxy; that person nee	d not be a member) to act as the holder of a proxy for the					
undersigned with the holder of such proxy being	specifically directed to vote strictly in accordance with					
	ersigned gives to the holder of the Ballot/Proxy the right					
to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.						
Ballov Floxy shall be valid for any adjournment (or adjournments of the special meeting of the memoers.					
Vote only as marked abo	ove; or					
Vote as you deem prope	r on all matters brought before the meeting.					
	allot/Proxy, hereby: (i) acknowledges that they have read					
	ceptance and ratification of the Amendment by written at the Amendment referenced above receives sixty-seven					
	I(we) voted in favor of the Amendment, then my(our)					
	of Article XI, Section 3 of Declaration of Covenants,					
Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11,						
	n the Register's Office of Shelby County, Tennessee (the					
	tain instrument of record in the Register's Office as					
Instrument No. LC 8372, that sixty-seven percen	t (67%) of the members must sign any amendment.					
	Please sign below: If more than one Owner, all Owners					
	should sign					
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	Allund					
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Tom	Leatherwood.	Chalby	Country	Dogistor	of Doodo.	Inote	# 424040	O
LOIL	Leamerwood.	SHEIDV	COUNTY	Redister	or Deeus.	IIISH .	# 171019	·O

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

3.27 , 201

The undersigned being the I	Lot Owner(s) of	1213	ECKIM	(insert
street address) hereby vote as follows of Covenants, Conditions and Restri "Amendment"):	s with regard to to to ctions of Cordov	he propose /a – The T	ed Second Amendment to Yown Homeowners Associated	the Declaration ciation, Inc. (the
Acceptance and ratificati cost of the fence review fee:	on of the provisi	ions of the	Amendment relating to	a change in the
			1	
	Yes	No		
2. Acceptance and ratifica architectural requirements (i.e., minin	ntion of the pronum square foota	visions of ge, ceiling	the Amendment relating height, fences, and shutter	ng to minimum ers):
	Yes	No		
3. Acceptance and ratifica completion of improvements:	ation of the pro	visions of	the Amendment regard	ling the timely
	Yes	No		
4. Acceptance and ratification of architectural regulations by the Arc	on of the provision of	ons of the A	Amendment relating to the	ne promulgation
	Yes	No		
5. Acceptance and ratification the covenants, conditions, and restrict	n of the provision	ns of the A	mendment relating to the	enforcement of
	Yes	No		
6. Acceptance and ratification in the Cordova – The Town development	n of the provision ent:	ns of the A	mendment relating to pro	hibiting leasing
•	Yes	V		
	res	No		
The undersigned, by execution Ballot/Proxy be counted as if they we Cordova – The Town Homeowners A extent necessary appoints	vere personally p Association, Inc.,	oresent at to be held	the special meeting of t	he members of

appoint someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for the undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.

 Vote only as marked above; or
 Vote as you deem proper on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign?



BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

	March 27	7, 2011		
The undersigned being the Lostreet address) hereby vote as follows of Covenants, Conditions and Restrict "Amendment"):	with regard to the	he proposed Se	cond Amendment to the D	eciaration
1. Acceptance and ratificati architectural requirements (i.e., minimum				minimum
	b./			
	Yes	No		
2. Acceptance and ratificat completion of improvements:				he timely
		No	_	
	Yes	No		
3. Acceptance and ratification of architectural regulations by the Arch			endment relating to the pro	mulgation
	Yes ·	No	- ,	ē
4. Acceptance and ratification required to have a tree planted in the deceased and removed trees with trees	front greenspa of the same spe	ce and relating	to the required replaceme elcova species.	
	Yes	No		
5. Acceptance and ratification the covenants, conditions, and restriction	ons contained in	the CCRs:	dment relating to the enfor	rcement of
	Yes		-	
	Yes	No		
6. Acceptance and ratification in the Cordova – The Town developme		ons of the Amer	ndment relating to prohibiti	ng leasing
	Yes	No	_	
			•	
The undersigned, by execution	on of this Ball	ot/Proxy, here	by evidences their consen	t that this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints	Lee_	M= Waters	(fill in the name if you wish to appoin	nt
someone else to hold yo	our proxy; that p	erson need not be a m	nember) to act as the holder of a proxy for the	e
undersigned with the ho	older of such pr	oxy being specifically	y directed to vote strictly in accordance wit	h
the Ballot/Proxy as mar	ked above unles	ss the undersigned giv	ves to the holder of the Ballot/Proxy the righ	nt
			r of the Ballot/Proxy may deem proper. The	is
Ballot/Proxy shall be va	llid for any adjo	urnment or adjournme	ents of the special meeting of the members.	
	Vote only as m	narked above; or		
	Vote as you de	em proper on all matt	ters brought before the meeting.	
the proposed amendme ballot/proxy; and (iii) as percent (67%) approval signature below shall s Conditions and Restric 1995, and recorded as In "Register's Office"), a	ent; (ii) approve and agrees that is lof the membe satisfy the requitions of Cordon astrument No. It is amended by	es the acceptance and in the event the Amen ers, and if I(we) voted irements of Article I va — The Town Hone FA 7995 in the Regist that certain instrum	hereby: (i) acknowledges that they have read ratification of the Amendment by written adment referenced above receives sixty-seved in favor of the Amendment, then my(ou XI, Section 3 of Declaration of Covenant meowners Association, Inc., dated April 1 ter's Office of Shelby County, Tennessee (the nent of record in the Register's Office of the members must sign any amendment.	en en (r) (s, 1,
		Please sign should sign.	below. If more than one Owner, all Owners. See Proky mailed to	; ∵ S ,
				_
				_

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the street address) hereby vote as follow	Lot Owner(s) ws with regard	of <u>\$579///</u> to the proposed Sec	Isypowell are (insert ond Amendment to the Declaration
of Covenants, Conditions and Rest "Amendment"):	rictions of Co	rdova – The Town I	Iomeowners Association, Inc. (the
1. Acceptance and ratificarchitectural requirements (i.e., min			Amendment relating to minimum t, fences, and shutters):
•	Yes	No	
2. Acceptance and ratific completion of improvements:	cation of the	provisions of the	Amendment regarding the timely
	Yes	No	
of architectural regulations by the An	rchitectural Co Yes	mmittee: No	lment relating to the promulgation
4. Acceptance and ratifica required to have a tree planted in the deceased and removed trees with tree	he front greens	space and relating to	
			•
	Yes	No	
5. Acceptance and ratification the covenants, conditions, and restrict			nent relating to the enforcement of
		·	
	Yes	No	
6. Acceptance and ratification in the Cordova – The Town development		sions of the Amendn	nent relating to prohibiting leasing
	Yes	No	

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

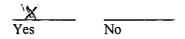
(fill in the name if you wish to appoint d not be a member) to act as the holder of a proxy for the
g specifically directed to vote strictly in accordance with ersigned gives to the holder of the Ballot/Proxy the right is the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
ve; or
on all matters brought before the meeting.
llot/Proxy, hereby: (i) acknowledges that they have read eptance and ratification of the Amendment by written if the Amendment referenced above receives sixty-seven I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the ain instrument of record in the Register's Office as (67%) of the members must sign any amendment.
Please sign below. If more than one Owner, all Owners should sign. B. Mught

BALLOT/PROXY CORDOVA -- THE TOWN HOMEOWNERS ASSOCIATION, INC.

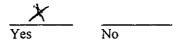
March 27, 2011

The undersigned being the Lot Owner(s) of 252 Luny (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):

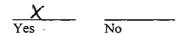
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):



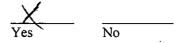
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



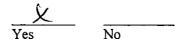
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



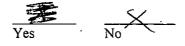
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

	•			
undersigned with t the Ballot/Proxy as to vote at such spe	ld your proxy; that person neather he holder of such proxy bein marked above unless the uncial meeting in such manner	ed not be a member) ag specifically directed dersigned gives to the as the holder of the l	Il in the name if you wish to appoint to act as the holder of a proxy for the doto vote strictly in accordance with the holder of the Ballot/Proxy the right Ballot/Proxy may deem proper. The special meeting of the members.	ne th ht is
BY 3	Vote only as marked ab	ove; or		
	Vote as you deem prope	er on all matters brou	ght before the meeting.	
the proposed amer ballot/proxy; and (percent (67%) app signature below sl Conditions and Re 1995, and recorded "Register's Office	andment; (ii) approves the activity and agrees that in the every roval of the members, and it hall satisfy the requirements estrictions of Cordova – The as Instrument No. FA 7995 "), as amended by that certain	cceptance and ratific ent the Amendment r if I(we) voted in fav s of Article XI, Sect e Town Homeowner in the Register's Off ertain instrument of	(i) acknowledges that they have reation of the Amendment by written eferenced above receives sixty-sever or of the Amendment, then my(oution 3 of Declaration of Covenants Association, Inc., dated April 1 lice of Shelby County, Tennessee (the record in the Register's Office bers must sign any amendment.	en en ir) ts, 1,
		Please sign below. should sign.	If more than one Owner, all Owner	S

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

	March 2	7, 2011		
The undersigned being the Lostreet address) hereby vote as follows of Covenants, Conditions and Restric "Amendment"):	with regard to t	he proposed Secon	d Amendment to the Decla	aration
1. Acceptance and ratificat architectural requirements (i.e., minim				imun
	Yes	No	. •	
2. Acceptance and ratificate completion of improvements:	ion of the pro	visions of the An	nendment regarding the	imely
	Yes	No		
3. Acceptance and ratification of architectural regulations by the Arch		ittee:	ent relating to the promul	gation
4. Acceptance and ratification required to have a tree planted in the deceased and removed trees with trees	n of the provis	ions of the Amende and relating to t	he required replacement o	ts are of any
	Yes	No		
Acceptance and ratification the covenants, conditions, and restriction	of the provision	s of the Amendmen	nt relating to the enforceme	ent of
6. Acceptance and ratification in the Cordova – The Town developmen		s of the Amendmen	nt relating to prohibiting le	asing
	Yes	No		
The undersigned by execution	n of this Ballo	t/Provy hereby ev	idences their consent that	t this

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the ho the Ballot/Proxy as mar to vote at such special r	older of such proxy bei ked above unless the un neeting in such manner	(fill in the name if you wish to appoint eed not be a member) to act as the holder of a proxy for the ng specifically directed to vote strictly in accordance with indersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This tor adjournments of the special meeting of the members.
	Vote only as marked al	bove; or
· -	Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment ballot/proxy; and (iii) are percent (67%) approval signature below shall so Conditions and Restrict 1995, and recorded as In "Register's Office"), as	nt; (ii) approves the and agrees that in the event of the members, and atisfy the requirements ions of Cordova — The strument No. FA 7995; amended by that ce	Ballot/Proxy, hereby: (i) acknowledges that they have read occeptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11 in the Register's Office of Shelby County, Tennessee (the extain instrument of record in the Register's Office as int (67%) of the members must sign any amendment.
		Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

•	•			•	
	March	27, 2011	vot 136	•	•
The undersigned being t street address) hereby vote as fol of Covenants, Conditions and R "Amendment"):	he Lot Owner(s) o lows with regard to estrictions of Cord	of 1250 the proposed sova – The Tow	Cultendale Gecond Amendment to	Street (insert the Declaration ation, Inc. (the	
Amendment).	•	:		• •	
 1. Acceptance and rat architectural requirements (i.e., rr 	ification of the prinimum square foo	rovisions of the stage, ceiling he	e Amendment relating ight, fences, and shutter	g to minimum 's):	•
• • •	×				
•	Yes	No	- . ,	•	
2. Acceptance and rat completion of improvements:	ification of the pr	rovisions of th	e Amendment regardi	ng the timely	•
	Yes	, , , , , , , , , , , , , , , , , , ,	<u>_</u>		•
<i>,</i> ,	Yes	No			
(5) 3. Acceptance and ratific of architectural regulations by the	Architectural Com	mittee:		promulgation	·
	<u>X</u>	No	_		
	Yes ·	No			
4. Acceptance and ratification required to have a tree planted in deceased and removed trees with the following the covenants, conditions, and restrict the covenants, conditions, and restrict the covenants.	n the front greensn	ace and relatin	o to the required replace	cement of any	ussier ichidl ace is
(7) 5. Acceptance and ratifice the covenants, conditions, and rest	ation of the provision crictions contained in	ons of the Ame in the CCRs:	ndment relating to the e	nforcement of veas	sonable port a
			_	tree.	•
	Yes 🗡	No ·			•
(B) 6. Acceptance and ratification in the Cordova – The Town development	ation of the provision				
•	Yes	No	<u>.</u>		
The undersigned, by exe	cution of this Ball	lot/Proxy, here	by evidences their con	sent that this	

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

	• •	•
undersigned with the l the Ballot/Proxy as ma to vote at such special	nolder of such proxy being specifically d rked above unless the undersigned gives meeting in such manner as the holder of	(fill in the name if you wish to appoint nber) to act as the holder of a proxy for the lirected to vote strictly in accordance with to the holder of the Ballot/Proxy the right the Ballot/Proxy may deem proper. This is of the special meeting of the members.
	Vote only as marked above; or	
	Vote as you deem proper on all matters	brought before the meeting.
the proposed amendmentallot/proxy; and (iii) a percent (67%) approvatignature below shall Conditions and Restrictions, and recorded as large (Register's Office'), and recorded (Register's Office's Office').	ent; (ii) approves the acceptance and raind agrees that in the event the Amendm of the members, and if I(we) voted in satisfy the requirements of Article XI, ations of Cordova — The Town Homeonstrument No. FA 7995 in the Register's	eby: (i) acknowledges that they have read attification of the Amendment by written ent referenced above receives sixty-seven a favor of the Amendment, then my(our) Section 3 of Declaration of Covenants, were Association, Inc., dated April 11, soffice of Shelby County, Tennessee (the transfer of the Register's Office as members must sign any amendment.
	Please sign belo should sign.	ow. If more than one Owner, all Owners
	Manand.	Denter
	am	Buts

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

· · · · · · · · · · · · · · · · · · ·					
	March 27	, 2011			
The undersigned being the Lo	ot Owner(c) of	8558	LURRY	ZANCE	(inser
street address) hereby vote as follows of Covenants, Conditions and Restrict "Amendment"):	with regard to th	ie proposed S	econd Amend	lment to the De	claration
Acceptance and ratificati architectural requirements (i.e., minimum)	ion of the prov um square footag	risions of the	e Amendmen ght, fences, ar	t relating to raid shutters):	ninimum
	X				
•	Yes	No	- .	•	
2. Acceptance and ratificati completion of improvements:	ion of the prov	risions of the	e Amendmen	t regarding th	e timely
	Yes	No	_	•	
3. Acceptance and ratification of architectural regulations by the Arch	of the provision	ns of the Amettee:	endment relat	ing to the prom	ıulgation
·.	Yes		_		
	Yes	No			
4. Acceptance and ratificatio required to have a tree planted in the deceased and removed trees with trees of	front greenspace	e and relating	to the requir	red replacemen	Lots are it of any
	~ .	. ~	,		
· · · · · · · · · · · · · · · · · · ·	Yes -	No	- 		
5. Acceptance and ratification the covenants, conditions, and restrictio			dment relatin	g to the enforce	ment of
·	΄ χ				
	Yes	No	-		
6. Acceptance and ratification in the Cordova – The Town developmen		of the Amen	dment relatin	g to prohibiting	; leasing
	Yes	No	-		
The undersigned, by execution	of this Ballot	Proxy, hereb	y evidences	their consent t	that this

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

(fill in the name if you wish to appoint or) to act as the holder of a proxy for the cted to vote strictly in accordance with the holder of the Ballot/Proxy the right e Ballot/Proxy may deem proper. This f the special meeting of the members.
ought before the meeting.
c: (i) acknowledges that they have read lication of the Amendment by written the referenced above receives sixty-seven avor of the Amendment, then my(our) ection 3 of Declaration of Covenants, hers Association, Inc., dated April 11, ffice of Shelby County, Tennessee (the forecord in the Register's Office as subers must sign any amendment.
If more than one Owner, all Owners

BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 2"], 2011
The undersigned being the Lot Owner(s) ofstreet address) hereby vote as follows with regard to the of Covenants, Conditions and Restrictions of Cordova - "Amendment"):	proposed Second Amendment to the Declaration
1. Acceptance and ratification of the provis architectural requirements (i.e., minimum square footage	sions of the Amendment relating to minimum, ceiling height, fences, and shutters):
Yes	No
completion of improvements:	sions of the Amendment regarding the timely
Yes	No
of architectural regulations by the Architectural Committ	
Yes	No
required to have a tree planted in the front greenspace deceased and removed trees with trees of the same specie	es or of the Zelcova species.
Yes	No
5. Acceptance and ratification of the provisions the covenants, conditions, and restrictions contained in the	of the Amendment relating to the enforcement of the CCRs:
Yes	No
6. Acceptance and ratification of the provisions in the Cordova – The Town development:	of the Amendment relating to prohibiting leasing
Yes	No No

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on ______, 2010, and to the

*		
extent necessary appo	oints	(fill in the name if you wish to
appoint someone else	to hold your proxy; that person n	eed not be a member) to act as the holder of a
proxy for the undersi accordance with the	gned with the holder of such prox Ballot/Proxy as marked above un	by being specifically directed to vote strictly in less the undersigned gives to the holder of the
•	his Ballot/Proxy shall be valid for	n such manner as the holder of the Ballot/Proxy any adjournment or adjournments of the special
W	Vote only as marked above; or	
	Vote as you deem proper on all r	natters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova — The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners

should sign.

Jew V

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lot Owner(s) of 3334 Marysville Ave (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
$\frac{\chi}{\mathrm{Yes}}$ ${\mathrm{No}}$
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
$\frac{X}{Yes}$ No
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
${\text{Yes}}$ No
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
$\frac{\times}{\mathrm{Yes}}$ No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
$\frac{\times}{\text{Yes}}$ No

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova — The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of such proxy bein the Ballot/Proxy as marked above unless the un o vote at such special meeting in such manner	(fill in the name if you wish to appoint sed not be a member) to act as the holder of a proxy for the specifically directed to vote strictly in accordance with dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	pove; or
Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the advalled/proxy; and (iii) and agrees that in the evolution of the members, and signature below shall satisfy the requirements Conditions and Restrictions of Cordova — The 1995, and recorded as Instrument No. FA 7995 (Register's Office"), as amended by that ce	Ballot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) is of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the artain instrument of record in the Register's Office as int (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lo	ot Owner(s) of	(insert proposed Second Amendment to the Declaration
		a – The Town Homeowners Association, Inc. (the
1. Acceptance and ratificat architectural requirements (i.e., minim	um square foota	visions of the Amendment relating to minimum ge, ceiling height, fences, and shutters):
•	Χ	
	Yes	No
2. Acceptance and ratificate completion of improvements:	ion of the pro	visions of the Amendment regarding the timely
	1/	
	Yes	No
3. Acceptance and ratification of architectural regulations by the Arch		ns of the Amendment relating to the promulgation ittee:
	\checkmark	
	Yes	No .
4. Acceptance and ratification required to have a tree planted in the deceased and removed trees with trees	front greenspace of the same spec	
	√ .	•
	Yes	No
5. Acceptance and ratification the covenants, conditions, and restriction	of the provision	s of the Amendment relating to the enforcement of the CCRs:
	V	
	Yes	No
6. Acceptance and ratification in the Cordova – The Town developme		s of the Amendment relating to prohibiting leasing
	V	
	Yes	No
The undersigned, by execution	n of this Ballo	/Proxy, hereby evidences their consent that this

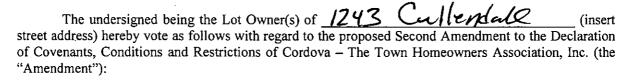
Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

SECTION.

	•	
undersigned with the hold the Ballot/Proxy as marke to vote at such special me	r proxy; that person n der of such proxy bei ed above unless the w eeting in such manner	(fill in the name if you wish to appoint eed not be a member) to act as the holder of a proxy for the ing specifically directed to vote strictly in accordance with indersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This t or adjournments of the special meeting of the members.
	ote only as marked a	bove; or
v	ote as you deem prop	per on all matters brought before the meeting.
the proposed amendment ballot/proxy; and (iii) and percent (67%) approval of signature below shall sat Conditions and Restriction 1995, and recorded as Instantial 'Register's Office'), as	; (ii) approves the a l agrees that in the ev of the members, and disfy the requirement ons of Cordova — The trument No. FA 7995 amended by that co	Ballot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) is of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the certain instrument of record in the Register's Office as ent (67%) of the members must sign any amendment.
		Please sign below. If more than one Owner, all Owners should sign.
		Many Holcomb
		,

BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

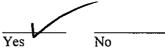
March 27, 2011



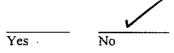
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):



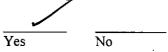
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



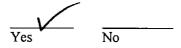
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



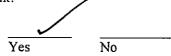
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints	(fill in the name if you wish to appoint				
	not be a member) to act as the holder of a proxy for the				
	specifically directed to vote strictly in accordance with				
	signed gives to the holder of the Ballot/Proxy the right				
	the holder of the Ballot/Proxy may deem proper. This				
	adjournments of the special meeting of the members.				
,					
Vote only as marked above	e; or				
Vote as you deem proper of	on all matters brought before the meeting.				
- · · ·	ot/Proxy, hereby: (i) acknowledges that they have read				
he proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written					
ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven					
	(we) voted in favor of the Amendment, then my(our)				
	f Article XI, Section 3 of Declaration of Covenants,				
	Town Homeowners Association, Inc., dated April 11,				
	the Register's Office of Shelby County, Tennessee (the				
	in instrument of record in the Register's Office as				
Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.				
ות	logge sign heless. If more than one Osmor all Osmore				
	lease sign below. If more than one Owner, all Owners would sign.				
Si	iodid sign.				
	June 3. C				

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lot Owner(s) of 185 ALLENTOWN ST. (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the

"Amendment"):

1. Acceptance and ratification of the architectural requirements (i.e., minimum square	te provisions of the Amendment relating to minimum e footage, ceiling height, fences, and shutters):
\checkmark	,
Yés	No
completion of improvements:	ne provisions of the Amendment regarding the timely
	No
Yeś	No .
of architectural regulations by the Architectural	
_X	
Yes ·	No
deceased and removed trees with trees of the same	enspace and relating to the required replacement of any me species or of the Zelcova species. No
the covenants, conditions, and restrictions contain	
X	
Yes	
100	
in the Cordova – The Town development:	ovisions of the Amendment relating to prohibiting leasing
X	
Yes	
Ballot/Proxy be counted as if they were person	Ballot/Proxy, hereby evidences their consent that this nally present at the special meeting of the members of a, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of such proxy be the Ballot/Proxy as marked above unless the to vote at such special meeting in such manne	(fill in the name if you wish to appoin need not be a member) to act as the holder of a proxy for the eing specifically directed to vote strictly in accordance with undersigned gives to the holder of the Ballot/Proxy the righter as the holder of the Ballot/Proxy may deem proper. This not or adjournments of the special meeting of the members.
Vote only as marked	above; or
Vote as you deem pro	oper on all matters brought before the meeting.
the proposed amendment; (ii) approves the ballot/proxy; and (iii) and agrees that in the expercent (67%) approval of the members, and signature below shall satisfy the requirement Conditions and Restrictions of Cordova — To 1995, and recorded as Instrument No. FA 799 "Register's Office"), as amended by that of	Ballot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by writter vent the Amendment referenced above receives sixty-sever if I(we) voted in favor of the Amendment, then my(our its of Article XI, Section 3 of Declaration of Covenants. The Town Homeowners Association, Inc., dated April 11 in the Register's Office of Shelby County, Tennessee (the certain instrument of record in the Register's Office as tent (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.
	Skilliam C. Boud
	Killiam C. Boyd Regina J. Bard

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lot Owner(s) of _	8531 Farley Avenue (insert
street address) hereby vote as follows with regard to the of Covenants, Conditions and Restrictions of Cordova "Amendment"):	e proposed Second Amendment to the Declaration 1 – The Town Homeowners Association, Inc. (the
1. Acceptance and ratification of the provarchitectural requirements (i.e., minimum square footage	isions of the Amendment relating to minimum re, ceiling height, fences, and shutters):
Yes	No
2. Acceptance and ratification of the provious completion of improvements:	isions of the Amendment regarding the timely
Yes	No
3. Acceptance and ratification of the provision of architectural regulations by the Architectural Commi	ns of the Amendment relating to the promulgation ttee:
Yes	No
4. Acceptance and ratification of the provisi required to have a tree planted in the front greenspace deceased and removed trees with trees of the same spec	ons of the Amendment, noting that all Lots are and relating to the required replacement of any ies or of the Zelcova species.
	·
Yes	No
5. Acceptance and ratification of the provisions the covenants, conditions, and restrictions contained in the covenants.	s of the Amendment relating to the enforcement of the CCRs:
Yes	No
6. Acceptance and ratification of the provisions in the Cordova – The Town development:	s of the Amendment relating to prohibiting leasing
Yes	No
The undersigned, by execution of this Ballot	Proxy, hereby evidences their consent that this

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints		(fill in the name if you wish to ap	poin
someone else to hold y	our proxy; that person need not	t be a member) to act as the holder of a proxy for	or the
undersigned with the h	older of such proxy being spe	cifically directed to vote strictly in accordance	with
the Ballot/Proxy as ma	rked above unless the undersig	med gives to the holder of the Ballot/Proxy the	righ
to vote at such special	meeting in such manner as the	holder of the Ballot/Proxy may deem proper.	This
Ballot/Proxy shall be va	alid for any adjournment or adj	ournments of the special meeting of the member	ers.
	Vote only as marked above; of	or	
-	Vote as you deem proper on s	all matters brought before the meeting.	
	voic as you deem proper on a	in matters of dugit before the meeting.	

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners

should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lostreet address) hereby vote as follows of Covenants, Conditions and Restrict	with regard to t	the proposed S	Second Amendme	
"Amendment"):				•
Acceptance and ratificate architectural requirements (i.e., minimum)				
		1/		
	Yes	No	- ,	
2. Acceptance and ratificate completion of improvements:	Yes	visions of the	e Amendment r	egarding the timely
3. Acceptance and ratification of architectural regulations by the Arch			endment relating	to the promulgation
	Yes	No	- .	,
4. Acceptance and ratification required to have a tree planted in the deceased and removed trees with trees of the control of	front greenspace	ce and relatin	g to the required	
	Yes	No		·
5. Acceptance and ratification the covenants, conditions, and restriction			ndment relating to	o the enforcement of
	Yes	No	_	
6. Acceptance and ratification in the Cordova – The Town development	of the provisior	ns of the Amer	ndment relating to	o prohibiting leasing
·	Yes	No		
The undersigned, by execution Ballot/Proxy be counted as if they we Cordova – The Town Homeowners As	re personally p	present at the	special meeting	of the members of

(fill in the name if you wish to appoint someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for the undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members. Vote only as marked above; or
andersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right o vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.
he Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right o vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.
o vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.
Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.
Vote only as marked above: or
Vote as you deem proper on all matters brought before the meeting.
The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written callot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven therefore (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) dignature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the Register's Office"), as amended by that certain instrument of record in the Register's Office as anstrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.
indicate 140. DO 0572, time time, bever percent (0779) of the members made of the materials.
Please sign below. If more than one Owner, all Owners

CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC. The undersigned being the Lot Owner(s) of 1182 Au street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova - The Town Homeowners Association, Inc. (the "Amendment"): 1. Acceptance and ratification of the provisions of the Amendment relating to a change in the cost of the fence review fee: 2. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters): 3. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:

4. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:

5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:

6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on Market 2011, and to the extent necessary appoints (fill in the name if you wish to

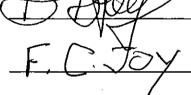
appoint someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for the undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.

Vote only as marked above; or

Vote as you deem proper on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners





BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lot Owner(s) of	8614	Many	alle	Ave	(insert
street address) hereby vote as follows with regard to to Covenants, Conditions and Restrictions of Cordov	he proposed	Secon	d Amend	ment to th	ne Declaration
"Amendment"):		**********			

1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):

$$\frac{\gamma}{\text{Yes}}$$
 $\frac{\gamma}{\text{No}}$

2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:

3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:

4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.

5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:

6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of such proxy bein the Ballot/Proxy as marked above unless the un to vote at such special meeting in such manner	(fill in the name if you wish to appoint sed not be a member) to act as the holder of a proxy for the specifically directed to vote strictly in accordance with sedersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	pove; or
Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the every percent (67%) approval of the members, and is signature below shall satisfy the requirements Conditions and Restrictions of Cordova — The 1995, and recorded as Instrument No. FA 7995 "Register's Office"), as amended by that ce	Ballot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) is of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the ertain instrument of record in the Register's Office as ant (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

	March	27, 2011 1254	May. 16	a
The undersigned being the	Lot Owner(s)	of Hall The		(inser
street address) hereby vote as follow of Covenants, Conditions and Rest "Amendment"):				
1. Acceptance and ratificarchitectural requirements (i.e., min	cation of the p imum square foo	rovisions of the a stage, ceiling heigh	Amendment_rela it, fences, and shu	ting to minimum itters):
	Yes			
	Yes	No	•	
2. Acceptance and ratific completion of improvements:	cation of the p	rovisions of the	Amendment rega	arding the timely
	. 🗸			
	Yes	No		
3. Acceptance and ratificat of architectural regulations by the A	rchitectural Con	sions of the Amend nmittee:	dment relating to	the promulgation
				•
4. Acceptance and ratificate required to have a tree planted in the deceased and removed trees with tree.	he front greensp	pace and relating to	o the required re	that all Lots are placement of any
·	\mathcal{A}		·	
	Ves	No _		•
	- 165	140		· ·
5. Acceptance and ratification the covenants, conditions, and restrict	on of the provisi	ons of the Amendr in the CCRs:	nent relating to the	ne enforcement of
	(X			
	Yes	No		
6. Acceptance and ratification	on of the provisi	ons of the Amenda	nent relating to p	rohibiting leasing
in the Cordova - The Town develop	ment:			
•				
	Ves	No		

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

someone else to hold y undersigned with the h the Ballot/Proxy as ma to vote at such special	older of such proxy being spe rked above unless the undersig meeting in such manner as the	(fill in the name if you wish to appoint to be a member) to act as the holder of a proxy for the cifically directed to vote strictly in accordance with med gives to the holder of the Ballot/Proxy the right holder of the Ballot/Proxy may deem proper. This journments of the special meeting of the members.
	Vote only as marked above;	or
	Vote as you deem proper on a	all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

3/27/201

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lo	ot Owner(s) of _	1242M	alba	(insert
street address) hereby vote as follows of Covenants, Conditions and Restrict "Amendment"):	with regard to th	e proposea Secon	a Amenament to the	Declaration on, Inc. (the
1	:6 41	isiana of the Ar	nandmant relating t	a minimum
1. Acceptance_and ratificati architectural requirements (i.e., minimu				
		,, ,	,	
	V	No		
	res	140		
2. Acceptance and ratificati completion of improvements:	ion of the prov	risions of the Ar	nendment regarding	the timely
	. /			
	Yes	No	•	
 Acceptance and ratification of architectural regulations by the Arch 	of the provision	ns of the Amendn ttee:	nent relating to the p	romulgation
	Yes	No .		
4. Acceptance and ratificatio required to have a tree planted in the deceased and removed trees with trees of	front greenspace of the same spec	e and relating to ies or of the Zelco	the required replacer va species.	nent of any
	•			
<u> </u>	Yes	No		
Acceptance and ratification the covenants, conditions, and restriction	of the provision ons contained in	s of the Amendme the CCRs:	ent relating to the enfo	orcement of
	Yes	No		
6. Acceptance and ratification in the Cordova – The Town developmen		s of the Amendme	nt relating to prohibi	ting leasing
	Yes	No		
•			•	

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova — The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

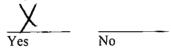
undersigned with the ho the Ballot/Proxy as mark to vote at such special n	older of such proxy being ked above unless the un neeting in such manner	(fill in the name if you wish to appoint eed not be a member) to act as the holder of a proxy for the ng specifically directed to vote strictly in accordance with a dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This tor adjournments of the special meeting of the members.
	Vote only as marked at	bove; or
<u> </u>	Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment ballot/proxy; and (iii) and percent (67%) approvalusignature below shall say Conditions and Restrict 1995, and recorded as In "Register's Office"), as	nt; (ii) approves the act agrees that in the event of the members, and attisfy the requirements tions of Cordova — The astrument No. FA 7995 amended by that ce	Ballot/Proxy, hereby: (i) acknowledges that they have reacceptance and ratification of the Amendment by writter ent the Amendment referenced above receives sixty-sever if I(we) voted in favor of the Amendment, then my(our) is of Article XI, Section 3 of Declaration of Covenants are Town Homeowners Association, Inc., dated April 11 in the Register's Office of Shelby County, Tennessee (the extain instrument of record in the Register's Office as ant (67%) of the members must sign any amendment.
	•	Please sign below. If more than one Owner, all Owners should sign.

CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

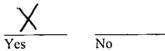
Ma(C) 2.1, 2011	
The undersigned being the Lot Owner(s) of 85% Lury La	(inser
street address) hereby vote as follows with regard to the proposed Second Amendment	to the Declaration
of Covenants, Conditions and Restrictions of Cordova - The Town Homeowners Ass	ociation, Inc. (the

1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):

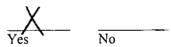
"Amendment"):



2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



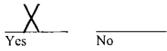
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



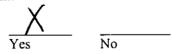
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.

X		
Yes	No	

5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova - The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova - The Town Homeowners Association, Inc., to be held on March 27 2010, and to the

Leole P. L.

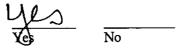
BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

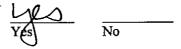
The undersigned being the Lot Owner(s) of 1238 CULTEUR (inse

street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):

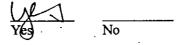
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):



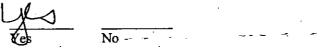
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



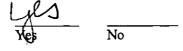
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



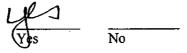
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints (fill in the name if you wish to appoint someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for the undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.

Vote only as marked above; or

Vote as you deem proper on all matters brought before the meeting.

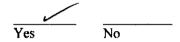
The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

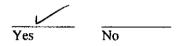
March 27, 2011

The undersigned being the Lot Owner(s) of 1206 Allentown ST.	(insert
street address) hereby vote as follows with regard to the proposed Second Amendment to the Decl	aration
of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, In "Amendment"):	c. (the
Amendment j.	

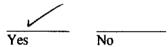
1.	Acceptance	and	ratification	of	the	provisions	of	the	Amendment	relating	to	minimum
architectura	l requirement	ts (i.e	., minimum	squ	are f	footage, ceil	ing	heig	ht, fences, and	d shutters):	



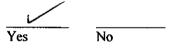
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



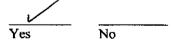
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



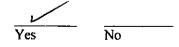
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:

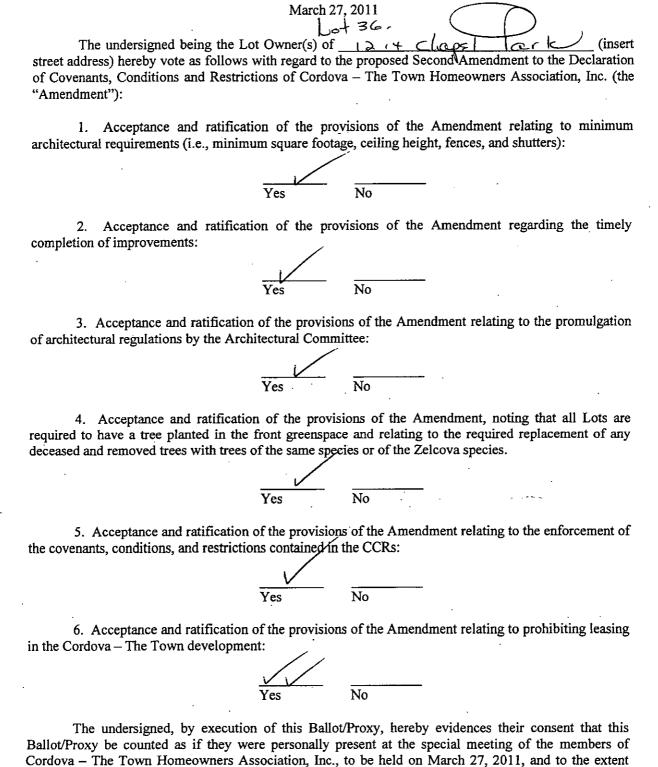


6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on 3/27, 2010, and to the

proxy for the undersigned with the holder of accordance with the Ballot/Proxy as marked Ballot/Proxy the right to vote at such special i	(fill in the name if you wish to t person need not be a member) to act as the holder of a such proxy being specifically directed to vote strictly in above unless the undersigned gives to the holder of the meeting in such manner as the holder of the Ballot/Proxy valid for any adjournment or adjournments of the special
Vote only as marked al	pove; or
Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the arballot/proxy; and (iii) and agrees that in the event percent (67%) approval of the members, and signature below shall satisfy the requirements. Conditions and Restrictions of Cordova — The 1995, and recorded as Instrument No. FA 7995 "Register's Office"), as amended by that contains the contains th	Ballot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) is of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the crtain instrument of record in the Register's Office as the (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.
	Thurseller Toler
	Morinello L. Forver



necessary appoints	<u> </u>	(fill in the name if you wish to appoint
someone else to hold y		a member) to act as the holder of a proxy for the
undersigned with the h	older of such proxy being specific	ally directed to vote strictly in accordance with
		gives to the holder of the Ballot/Proxy the right
		der of the Ballot/Proxy may deem proper. This
Ballot/Proxy shall be v	alid for any adjournment or adjour	nments of the special meeting of the members.
	Vote only as marked above; or	
-	Vote as you deem proper on all m	natters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one-Owner, all Owners should sign.

Do+

Alexandere

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the

The undersigned being the Lot Owner(s) of

"Amendment"):			
1. Acceptance and ratif architectural requirements (i.e., min			the Amendment relating to minimum eight, fences, and shutters):
·			
	Yes	No No	<u> </u>
Acceptance and ratif completion of improvements:	ication of the	provisions of t	the Amendment regarding the timely
•	. 1		
	Yes	No	
Acceptance and ratification of architectural regulations by the Acceptance and ratifications.			mendment relating to the promulgation
		,	
	Yes	No No	 .
required to have a tree planted in deceased and removed trees with tr	the front greens	space and relati species or of the	
	Yes	No No	— • , s · _ · · - · s · · · · · · · · · · · · · · ·
5. Acceptance and ratificat the covenants, conditions, and restr			endment relating to the enforcement of
	V		
	Yes	No	-
6. Acceptance and ratificat in the Cordova – The Town develop		sions of the Am	endment relating to prohibiting leasing
	Yes	No	
The undersigned, by exec	ution of this B	allot/Proxy, her	eby evidences their consent that this

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Piir
his
š.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova - The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners

should sign.

March 27, 2011		
The undersigned being the Lot Owner(s) of 1210 CHAPET PACK (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):		
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters): Yes No.		
Yes No		
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements: $\underbrace{\frac{\checkmark}{\text{Yes}}}_{\text{No}}$		
Yes No		
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee: $\frac{\checkmark}{\text{Yes}} = \frac{\checkmark}{\text{No}}$		
Yes No		
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.		
Yes No		
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:		
${\text{Yes}}$ $\frac{\nu}{\text{No}}$		
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:		
Yes No		

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints	(fill in the name if you wish to appoint
someone else to hold your proxy; that person ne undersigned with the holder of such proxy beir the Ballot/Proxy as marked above unless the un	ted not be a member) to act as the holder of a proxy for the ng specifically directed to vote strictly in accordance with idersigned gives to the holder of the Ballot/Proxy the right
	as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	pove; or
Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the every percent (67%) approval of the members; and is signature below shall satisfy the requirements Conditions and Restrictions of Cordova – The 1995, and recorded as Instrument No. FA 7995 "Register's Office"), as amended by that ce	Ballot/Proxy, hereby: (i) acknowledges that they have read ecceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) is of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the extain instrument of record in the Register's Office as nt (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.

March 27, 2011

The undersigned being the Lot Owner(s) of 1206 CHAPA PARK (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
Yes No
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
Yes No
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
Yes No
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
./
Yes No
Yes No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
Yes No
. 165 140

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

_		<u> </u>
undersigned with the h the Ballot/Proxy as man	older of such proxy bein rked above unless the und	(fill in the name if you wish to appoint ed not be a member) to act as the holder of a proxy for the g specifically directed to vote strictly in accordance with dersigned gives to the holder of the Ballot/Proxy the right
to vote at such special: Ballot/Proxy shall be va	meeting in such manner a alid for any adjournment	as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
	Vote only as marked about	ove; or
	Vote as you deem prope	er on all matters brought before the meeting.
the proposed amendme ballot/proxy; and (iii) a percent (67%) approva signature below shall Conditions and Restric 1995, and recorded as I "Register's Office"), a	ent; (ii) approves the act and agrees that in the event of the members, and it satisfy the requirements of Cordova — The Instrument No. FA 7995 is as amended by that cer	allot/Proxy, hereby: (i) acknowledges that they have read ceptance and ratification of the Amendment by written in the Amendment referenced above receives sixty-seven I I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, a Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the tain instrument of record in the Register's Office as it (67%) of the members must sign any amendment.
		Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

street address) hereby vote as follows with rega	r(s) of 8594 Marysville Que (insert ard to the proposed Second Amendment to the Declaration Cordova – The Town Homeowners Association, Inc. (the
1. Acceptance and ratification of tarchitectural requirements (i.e., minimum squar	he provisions of the Amendment relating to minimum re footage, ceiling height, fences, and shutters):
·	
Yes	No
2. Acceptance and ratification of the completion of improvements:	he provisions of the Amendment regarding the timely
Yes	No
of architectural regulations by the Architectural	provisions of the Amendment relating to the promulgation Committee:
required to have a tree planted in the front gredeceased and removed trees with trees of the sar	
Yes	No
5. Acceptance and ratification of the pr the covenants, conditions, and restrictions conta	rovisions of the Amendment relating to the enforcement of ined in the CCRs:
\chi_	
Yes	No
6. Acceptance and ratification of the print the Cordova – The Town development:	rovisions of the Amendment relating to prohibiting leasing
Yes	No
	Ballot/Proxy, hereby evidences their consent that this onally present at the special meeting of the members of

Cordova - The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints	(fill in the name if you wish to appoint
someone else to hold your proxy; that person nee	ed not be a member) to act as the holder of a proxy for the
undersigned with the holder of such proxy being	g specifically directed to vote strictly in accordance with
to vote at such special meeting in such manner?	dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This
	or adjournments of the special meeting of the members.
Vote only as marked abo	ove; or
Vote as you deem prope	r on all matters brought before the meeting.
	, <u> </u>
The undersigned, by execution of this Ba	allot/Proxy, hereby: (i) acknowledges that they have read
the proposed amendment; (II) approves the acc	ceptance and ratification of the Amendment by written

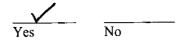
the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

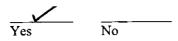
3-294,2011

The undersigned being the Lot Owner(s) of 194 Chapel Park Blymsert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):

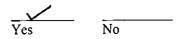
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):



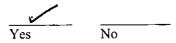
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



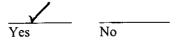
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



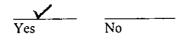
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on 3.37, 2010, and to the

extent necessary appoir	nts Christopher Spells (fill in the name if you wish to o hold your proxy; that person need not be smember) to act as the holder of a
appoint someone else t	o hold your proxy; that person need not be a member) to act as the holder of a
proxy for the undersign	ned with the holder of such proxy being specifically directed to vote strictly in
accordance with the B	allot/Proxy as marked above unless the undersigned gives to the holder of the
Ballot/Proxy the right to may deem proper. This	so vote at such special meeting in such manner as the holder of the Ballot/Proxy shall be valid for any adjournment or adjournments of the special
meeting of the members	3.
	Vote only as marked above; or
	Vote as you deem proper on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

Juida E G

<u>CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION,</u>	INC.
$\frac{3}{27}$, 2011	
The undersigned being the Lot Owner(s) of 1/84 Charles Par Kestreet address) hereby vote as follows with regard to the proposed Second Amendmen of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners As "Amendment"):	BLV Ginsert t to the Declaration association, Inc. (the
1. Acceptance and ratification of the provisions of the Amendment rel architectural requirements (i.e., minimum square footage, ceiling height, fences, and sh	
Yes No	
2. Acceptance and ratification of the provisions of the Amendment region of improvements:	garding the timely
Yes No	
3. Acceptance and ratification of the provisions of the Amendment relating to of architectural regulations by the Architectural Committee:	o the promulgation
Yes No	
4. Acceptance and ratification of the provisions of the Amendment, notin required to have a tree planted in the front greenspace and relating to the required deceased and removed trees with trees of the same species or of the Zelcova species.	
Yes No	
5. Acceptance and ratification of the provisions of the Amendment relating to the covenants, conditions, and restrictions contained in the CCRs:	the enforcement of
Yes No	
6. Acceptance and ratification of the provisions of the Amendment relating to in the Cordova – The Town development:	prohibiting leasing

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on ________, 2010, and to the

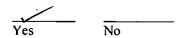
No

Yes

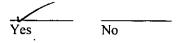
extent necessary appoints	proxy being specifically directed to vote strictly in unless the undersigned gives to the holder of the g in such manner as the holder of the Ballot/Proxy
Vote only as marked above; of	or
Vote as you deem proper on a	all matters brought before the meeting.
The undersigned, by execution of this Ballot/Ithe proposed amendment; (ii) approves the acceptate ballot/proxy; and (iii) and agrees that in the event the percent (67%) approval of the members, and if I(we signature below shall satisfy the requirements of A Conditions and Restrictions of Cordova – The Tow 1995, and recorded as Instrument No. FA 7995 in the "Register's Office"), as amended by that certain Instrument No. LC 8372, that sixty-seven percent (67%)	e Amendment referenced above receives sixty-seven e) voted in favor of the Amendment, then my(our) article XI, Section 3 of Declaration of Covenants, on Homeowners Association, Inc., dated April 11, Register's Office of Shelby County, Tennessee (the instrument of record in the Register's Office as
shou	se sign below. If more than one Owner, all Owners ld sign. Autoth Mc Whata

BALLOT/PROXY
CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.
March 27, 2011
The undersigned being the Lot Owner(s) of 8584 Mary 5 ville Ave. (insert
street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:

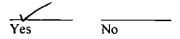




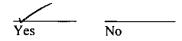
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova - The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova - The Town Homeowners Association, Inc., to be held on March 21, 2010, and to the

(fill in the name if you wish to extent necessary appoints appoint someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for the undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.

Vote only as marked above; or

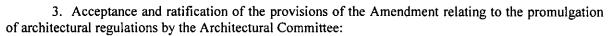
Vote as you deem proper on all matters brought before the meeting.

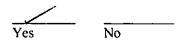
The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants. Conditions and Restrictions of Cordova - The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners

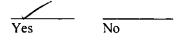
should sign

<u>BALLOT/PROXY</u> CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.
March 27, 2011
The undersigned being the Lot Owner(s) of I 190 Chape Park Blvd (insestreet address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timel completion of improvements:
Yes No

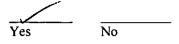




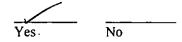
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



.The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on Mwch 21, 2010, and to the

extent necessary appoints
Vote only as marked above; or
Vote as you deem proper on all matters brought before the meeting.
The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have rethe proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-sever percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(or signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenan Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (tiengister's Office), as amended by that certain instrument of record in the Register's Office Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment. Please sign below. If more than one Owner, all Owner should sign

March 27, 2011

The undersigned being the l street address) hereby vote as follow	's with regard to	o the proposed S	econa Ameri	ament to the De	
of Covenants, Conditions and Restri "Amendment"):	ictions of Cord	ova – The Town	ii Homeowne.	is Association,	me. (un
Acceptance and ratification architectural requirements (i.e., minimum).					ninimun
	\checkmark	No			
	Yes	No			
2. Acceptance and ratification completion of improvements:	ation of the pr	rovisions of the	e Amendmen	nt regarding th	e timely
•	. 🗸	No			
•	Yes	No	_		•
 Acceptance and ratification of architectural regulations by the Architectural regulations. 	chitectural Com Yes	Mo	- .		
 Acceptance and ratificat required to have a tree planted in the deceased and removed trees with tree 	e front greensp	ace and relating	g to the requi	red replacemen	
•	Yes		,		
	Yes	No	_	. 	
5. Acceptance and ratificatio the covenants, conditions, and restrict			ıdment relatin	ng to the enforce	ement of
	Yes	No	-		
6. Acceptance and ratificatio in the Cordova – The Town developm		ons of the Amer	ndment relatin	ng to prohibiting	g leasing
	\ /				

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

No

Yes

necessary appoints (fill in the name if you wish to appoint someone else to hold your proxy; that person need not be a member) to act as the holder of a proxy for the undersigned with the holder of such proxy being specifically directed to vote strictly in accordance with the Ballot/Proxy as marked above unless the undersigned gives to the holder of the Ballot/Proxy the right to vote at such special meeting in such manner as the holder of the Ballot/Proxy may deem proper. This Ballot/Proxy shall be valid for any adjournment or adjournments of the special meeting of the members.

Vote only as marked above; or

Vote as you deem proper on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011
The undersigned being the Lot Owner(s) of
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
Yes No
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
Yes No
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
Yes No
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
Yes No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

Yes

No

necessary appoints	(fill in the name if you wish to appoin
someone else to hold v	our proxy; that person need not be a member) to act as the holder of a proxy for the
undersigned with the l	older of such proxy being specifically directed to vote strictly in accordance wit
the Ballot/Proxy as ma	rked above unless the undersigned gives to the holder of the Ballot/Proxy the right
to vote at such special	meeting in such manner as the holder of the Ballot/Proxy may deem proper. The
Ballot/Proxy shall be y	alid for any adjournment or adjournments of the special meeting of the members.
Dation 2 1012) United to 1	
	Vote only as marked above; or
 _	
	Vote as you deem proper on all matters brought before the meeting.
	

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

Pul Bugat Executor Estato Buyant

March 27, 2011

The undersigned being the Lo	ot Owner(s) of	12/2	Chape 1	PARK (inse	ert
street address) hereby vote as follows of Covenants, Conditions and Restrict "Amendment"):	with regard to	the proposed	Second Amendr	nent to the Declaration	on
•					
1. Acceptance and ratificati architectural requirements (i.e., minimum					ım
	Yes	No			
2. Acceptance and ratificati completion of improvements:	on of the pro	ovisions of th	ne Amendment	regarding the time	ly
•					
	Yes	No		•	
3. Acceptance and ratification of architectural regulations by the Arch	itectural Com	nittee:		ng to the promulgation	on
		No	- .		
	Yes	No			
4. Acceptance and ratificatio required to have a tree planted in the deceased and removed trees with trees of	front greenspa of the same spe	ace and relating ecies or of the	g to the require Zelcova species	ed replacement of ar	re 1y
				•	
	Yes	No		د سد . سدس .	-
5. Acceptance and ratification the covenants, conditions, and restriction	of the provisions contained in	ons of the Amen the CCRs:	ndment relating	to the enforcement of	of
	Yes	No	-		
6. Acceptance and ratification in the Cordova – The Town development	nt:		,	to prohibiting leasin	ıg
	Yes	No			
The undersigned, by execution Ballot/Proxy be counted as if they we Cordova – The Town Homeowners As	n of this Ballere personally	ot/Proxy, here present at the	by evidences to special meeting	ng of the members of	of

undersigned with the holder of such proxy bein the Ballot/Proxy as marked above unless the un to vote at such special meeting in such manner	(fill in the name if you wish to appoint sed not be a member) to act as the holder of a proxy for the ng specifically directed to vote strictly in accordance with dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	pove; or
Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the ever percent (67%) approval of the members, and is signature below shall satisfy the requirements Conditions and Restrictions of Cordova — The 1995, and recorded as Instrument No. FA 7995 'Register's Office'), as amended by that ce	callot/Proxy, hereby: (i) acknowledges that they have read eceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven f I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the retain instrument of record in the Register's Office as int (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

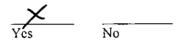
	March	27, 2011		
The undersigned being the street address) hereby vote as follow of Covenants, Conditions and Restructions and Restruction ("Amendment"):	2 William Logue o	o me proposea	Decoura i internament to me	
1. Acceptance and ratification architectural requirements (i.e., minimum)) minimum
	Χ			
•	Yes	No	<u> </u>	
2. Acceptance and ratification completion of improvements:	ation of the p	rovisions of th	ne Amendment regarding	the timely
	<u> </u>	No	· -	
	Yes	No		
 3. Acceptance and ratification of architectural regulations by the Arc 4. Acceptance and ratificate required to have a tree planted in the deceased and removed trees with trees 	Yes ion of the prove front greensp	No visions of the acce and relating	 Amendment, noting that a	ll Lots are
	Yes .	No .		
5. Acceptance and ratification the covenants, conditions, and restrict			ndment relating to the enfo	rcement of
•	X	`.	•	
:	Yes	No	-	
6. Acceptance and ratification in the Cordova – The Town developm		ons of the Ame	ndment relating to prohibiti	ing leasing
•	X			
	Yes	No	_	
The undersigned, by executi Ballot/Proxy be counted as if they v Cordova – The Town Homeowners A	vere personally	present at the	special meeting of the m	embers of

undersigned with the h the Ballot/Proxy as ma to vote at such special	(fill in the name if you wish to rour proxy; that person need not be a member) to act as the holder of a proxy holder of such proxy being specifically directed to vote strictly in accordang the above unless the undersigned gives to the holder of the Ballot/Proxy to meeting in such manner as the holder of the Ballot/Proxy may deem properally for any adjournment or adjournments of the special meeting of the men	y for the ace with he right er. This
<u>X</u>	Vote only as marked above; or	
	Vote as you deem proper on all matters brought before the meeting.	
the proposed amendment ballot/proxy; and (iii) a percent (67%) approvation signature below shall a Conditions and Restrict 1995, and recorded as I "Register's Office"), a	ed, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they haven; (ii) approves the acceptance and ratification of the Amendment by and agrees that in the event the Amendment referenced above receives sixtly of the members, and if I(we) voted in favor of the Amendment, then a satisfy the requirements of Article XI, Section 3 of Declaration of Coxcitions of Cordova — The Town Homeowners Association, Inc., dated A Instrument No. FA 7995 in the Register's Office of Shelby County, Tennes as amended by that certain instrument of record in the Register's Office, that sixty-seven percent (67%) of the members must sign any amendmen	written y-seven my(our) venants, pril 11, see (the ffice as
	Please sign below. If more than one Owner, all O should sign.	wners
	-	

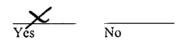
March 232011

The undersigned being the Lot Owner(s) of Swood 1			
street address) hereby vote as follows with regard to the proposed Seco	nd Amendr	nent to the I	Declaration
of Covenants, Conditions and Restrictions of Cordova - The Town H	lomeowners	Association	i, Inc. (the
"Amendment"):			

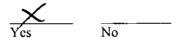
1.	Acceptance	and	ratification	of	the	provisions	of	the	Amendment	relating	to	minimum
architectural	requirement	s (i.e	., minimum	squ	are f	footage, ceili	ing	heig	ht, fences, and	i shutters):	



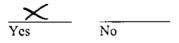
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



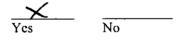
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



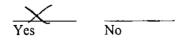
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 17, 2010, and to the

2011

Vote only as marked above; or

Vote as you deem proper on all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners

should sign.

	March	27, 2011		Can
The undersigned being t street address) hereby vote as fol of Covenants, Conditions and R "Amendment"):	lows with regard to	o tne proposea Se	cond Amendment to th	e Néciaration
Acceptance and rat architectural requirements (i.e., n				
·				
•	Yes	No	·	
2. Acceptance and rat completion of improvements:	ification of the p	provisions of the	Amendment regarding	g the timely
	Yes	No		
		•		
 Acceptance and ratification of architectural regulations by the 			ndment relating to the p	promulgation
	Yes	No	•	
4. Acceptance and ratif required to have a tree planted in deceased and removed trees with	n the front greensp	pace and relating	to the required replace	all Lots are ment of any
•	\checkmark			
	Yes	No		
5. Acceptance and ratific the covenants, conditions, and res	ation of the provisi trictions contained	ions of the Amend in the CCRs: W	ment relating to the ent	forcement of
			Sarry, K	let we do no
	Yes	No	have b	uta few
6. Acceptance and ratific in the Cordova – The Town develo	ation of the provisi	ions of the Amend		ons enforces
	1/			
	Yes	No		

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this

necessary appoints
Vote only as marked above; or
Vote as you deem proper on all matters brought before the meeting.
The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) ignature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 11, 12, 13, 14, 15, 16, 17, 18, 19, 19, 19, 19, 19, 19, 19, 19, 19, 19
Please sign below. If more than one Owner, all Owners should sign.

	Marc	cn 27, 2011
street address) hereby vote as follow	ws with regard	of // So Chase / Ack (insert to the proposed Second Amendment to the Declaration rdova – The Town Homeowners Association, Inc. (the
		provisions of the Amendment relating to minimum ootage, ceiling height, fences, and shutters):
•	Yes	No
2. Acceptance and ratific completion of improvements:	cation of the	provisions of the Amendment regarding the timely
	Yes	No No
	Yes ation of the properties of	No rovisions of the Amendment, noting that all Lots are space and relating to the required replacement of any
	Yes	No
5. Acceptance and ratificati the covenants, conditions, and restrict		isions of the Amendment relating to the enforcement of d in the CCRs:
	سسين ا	
	Yes	No
6. Acceptance and ratification the Cordova – The Town developed		isions of the Amendment relating to prohibiting leasing
		
	Yes	No
The undersigned, by execu	tion of this B	allot/Proxy, hereby evidences their consent that this

			•
undersigned with the ho the Ballot/Proxy as mark to vote at such special n	older of such proxy bein ked above unless the un meeting in such manner	eed not be a memb ng specifically dire idersigned gives to as the holder of the	(fill in the name if you wish to appoint er) to act as the holder of a proxy for the ected to vote strictly in accordance with the holder of the Ballot/Proxy the right he Ballot/Proxy may deem proper. This of the special meeting of the members.
	Vote only as marked ab	oove; or	
 -	Vote as you deem prope	er on all matters b	rought before the meeting.
the proposed amendment ballot/proxy; and (iii) and percent (67%) approval signature below shall see Conditions and Restrict 1995, and recorded as In "Register's Office"), as	ent; (ii) approves the act and agrees that in the event of the members, and it satisfy the requirements tions of Cordova — The astrument No. FA 7995 is amended by that cere	eceptance and ration the Amendment of I(we) voted in the of Article XI, Some Town Homeow in the Register's Cortain instrument	by: (i) acknowledges that they have readification of the Amendment by written at referenced above receives sixty-seven favor of the Amendment, then my(our) section 3 of Declaration of Covenants, ners Association, Inc., dated April 11. Office of Shelby County, Tennessee (the of record in the Register's Office as embers must sign any amendment.
		Please sign below should sign.	v. If more than one Owner, all Owners
·		_	

March 27, 2011

street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the

(insert

The undersigned being the Lot Owner(s) of

Amendment j.	tion of the pro	visions of the Amendment relating to minimum
		ge, ceiling height, fences, and shutters):
	Yes	No
2. Acceptance and ratificat completion of improvements:	tion of the pro	visions of the Amendment regarding the timely
•	. /	·
•	Yes	No
3. Acceptance and ratification of architectural regulations by the Architectural		ons of the Amendment relating to the promulgation ittee:
	/.	
	Yes	No
	front greenspac	sions of the Amendment, noting that all Lots are the and relating to the required replacement of any cies or of the Zelcova species.
	Yes	No .
5. Acceptance and ratification the covenants, conditions, and restriction		as of the Amendment relating to the enforcement of the CCRs:
	Yes	No
6. Acceptance and ratification in the Cordova – The Town developme		s of the Amendment relating to prohibiting leasing
	Vac	Na

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this

undersigned with the holder of su the Ballot/Proxy as marked above to vote at such special meeting in	(fill in the name if you wish to appoint that person need not be a member) to act as the holder of a proxy for the sch proxy being specifically directed to vote strictly in accordance with unless the undersigned gives to the holder of the Ballot/Proxy the right such manner as the holder of the Ballot/Proxy may deem proper. This adjournment or adjournments of the special meeting of the members.
Vote only	as marked above; or
Vote as ye	ou deem proper on all matters brought before the meeting.
the proposed amendment; (ii) appeallot/proxy; and (iii) and agrees to be the conditions and Restrictions of Conditions and Restrictions of Conditions and recorded as Instrument Register's Office"), as amended	proves the acceptance and ratification of the Amendment by writter that in the event the Amendment referenced above receives sixty-sever tembers, and if I(we) voted in favor of the Amendment, then my(our requirements of Article XI, Section 3 of Declaration of Covenants fordova — The Town Homeowners Association, Inc., dated April 11 No. FA 7995 in the Register's Office of Shelby County, Tennessee (the by that certain instrument of record in the Register's Office as reseven percent (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.

CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011
The undersigned being the Lot Owner(s) of
street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
Yes No
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
Yes No
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
Yes No
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
Yes No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
Yes No

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova - The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of such the Ballot/Proxy as marked above us to vote at such special meeting in su	(fill in the name if you wish to appoint at person need not be a member) to act as the holder of a proxy for the proxy being specifically directed to vote strictly in accordance with needs the undersigned gives to the holder of the Ballot/Proxy the right uch manner as the holder of the Ballot/Proxy may deem proper. This djournment or adjournments of the special meeting of the members.
Vote only a	s marked above; or
Vote as you	deem proper on all matters brought before the meeting.
the proposed amendment; (ii) appr ballot/proxy; and (iii) and agrees that percent (67%) approval of the ment signature below shall satisfy the re Conditions and Restrictions of Cor 1995, and recorded as Instrument Not "Register's Office"), as amended	on of this Ballot/Proxy, hereby: (i) acknowledges that they have read oves the acceptance and ratification of the Amendment by written at in the event the Amendment referenced above receives sixty-seven abers, and if I(we) voted in favor of the Amendment, then my(our) equirements of Article XI, Section 3 of Declaration of Covenants, dova — The Town Homeowners Association, Inc., dated April 11, p. FA 7995 in the Register's Office of Shelby County, Tennessee (the by that certain instrument of record in the Register's Office as seven percent (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the Lot Owner(s) of	Lot 39 (inser
street address) hereby vote as follows with regard to the of Covenants, Conditions and Restrictions of Cordova "Amendment"):	e proposed Second Amendment to the Declaration
1. Acceptance and ratification of the provarchitectural requirements (i.e., minimum square footage	isions of the Amendment relating to minimum re, ceiling height, fences, and shutters):
Yes	No
2. Acceptance and ratification of the provious completion of improvements:	isions of the Amendment regarding the timely
Yes	No
3. Acceptance and ratification of the provision of architectural regulations by the Architectural Commi	ns of the Amendment relating to the promulgation ttee:
Yes	No
4. Acceptance and ratification of the provisi required to have a tree planted in the front greenspace deceased and removed trees with trees of the same spec	
Yes	No
5. Acceptance and ratification of the provisions the covenants, conditions, and restrictions contained in the covenants.	of the Amendment relating to the enforcement of the CCRs:
Yes	No
6. Acceptance and ratification of the provisions in the Cordova – The Town development:	of the Amendment relating to prohibiting leasing
Yes	No
The undersioned by execution of this Dollet	Dravy haraby avidences their consent that this

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

	•
necessary appoints	(fill in the name if you wish to appoint
someone else to hold your proxy; that person n	eed not be a member) to act as the holder of a proxy for the
	ng specifically directed to vote strictly in accordance with
	ndersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This
Rallot/Proxy shall be valid for any adjournment	t or adjournments of the special meeting of the members.
bullout forly share of varieties any angentation.	or any or any or any of the second of the se
Vote only as marked al	bove; or
Vote as you deem prop	er on all matters brought before the meeting.
	Ballot/Proxy, hereby: (i) acknowledges that they have read
he proposed amendment; (ii) approves the a	cceptance and ratification of the Amendment by written
pallot/proxy; and (iii) and agrees that in the eve	ent the Amendment referenced above receives sixty-seven
	if I(we) voted in favor of the Amendment, then my(our) s of Article XI, Section 3 of Declaration of Covenants,
Conditions and Restrictions of Cordova – Th	e Town Homeowners Association, Inc., dated April 11,
	in the Register's Office of Shelby County, Tennessee (the
Register's Office"), as amended by that ce	ertain instrument of record in the Register's Office as
nstrument No. LC 8372, that sixty-seven perce	nt (67%) of the members must sign any amendment.
•	
	Please sign below. If more than one Owner, all Owners
·	should sign.
	On what Himself
	Children .
	U O
	-

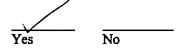
BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

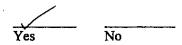
C 1

The undersigned being the Lot Owner(s) of	Lot 1211 Allentaun Jainsen
street address) hereby vote as follows with regard to the	e proposed Second Amendment to the Declaration
of Covenants, Conditions and Restrictions of Cordova	- The Town Homeowners Association, Inc. (the
"Amendment"):	

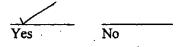
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):



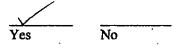
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:



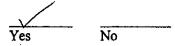
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:



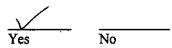
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

•	
undersigned with the holder of such proxy bein the Ballot/Proxy as marked above unless the und to vote at such special meeting in such manner	(fill in the name if you wish to appoint ed not be a member) to act as the holder of a proxy for the g specifically directed to vote strictly in accordance with dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked abo	ove; or
Vote as you deem prope	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the ever percent (67%) approval of the members, and it signature below shall satisfy the requirements Conditions and Restrictions of Cordova — The 1995, and recorded as Instrument No. FA 7995 it 'Register's Office"), as amended by that cer	allot/Proxy, hereby: (i) acknowledges that they have read ceptance and ratification of the Amendment by written in the Amendment referenced above receives sixty-seven I I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, Town Homeowners Association, Inc., dated April 11, in the Register's Office of Shelby County, Tennessee (the tain instrument of record in the Register's Office as it (67%) of the members must sign any amendment.
•	Please sign below. If more than one Owner, all Owners should sign.

À

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011

The undersigned being the street address) hereby vote as follows:			(insert
of Covenants, Conditions and Res "Amendment"):			
1. Acceptance and ratif architectural requirements (i.e., min			ment relating to minimum s, and shutters):
	Yes	No	
2. Acceptance and ratificompletion of improvements:	ication of the p	provisions of the Amenda	ment regarding the timely
completion of improvements.			
	Yes	No	•
•	165 .	140	•
3. Acceptance and ratifica of architectural regulations by the A			elating to the promulgation
·.			
	Yes	No	
4. Acceptance and ratific required to have a tree planted in deceased and removed trees with tree.	the front greens	pace and relating to the re	quired replacement of any
	./	•	•
	Yes	No	-
5. Acceptance and ratificate the covenants, conditions, and restri	ion of the provis	ions of the Amendment rel	ating to the enforcement of
•		· .	
	Yes	No	
6. Acceptance and ratification the Cordova – The Town develop		ions of the Amendment rel	ating to prohibiting leasing
·		,	·
,	Yes	No	
The undersigned, by execu	ition of this Ba	llot/Proxy, hereby evidence	ces their consent that this

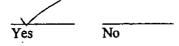
Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

older of such proxy be rked above unless the u meeting in such manne	ing specifically d indersigned gives or as the holder of	nber) to act as irected to vote to the holder of the Ballot/Pro	the holder of a p e strictly in acco of the Ballot/Pro oxy may deem p	roxy for the rdance with xy the right roper. This
Vote only as marked	above; or		•	
Vote as you deem pro	per on all matters	brought befor	e the meeting.	
ent; (ii) approves the and agrees that in the evaluation of the members, and satisfy the requirementions of Cordova — Trustrument No. FA 7993 as amended by that of	acceptance and ravent the Amendm if I(we) voted in ts of Article XI, the Town Homeo in the Register's tertain instrument	ent referenced a favor of the Section 3 of wners Associa Office of She of record in	the Amendment above receives Amendment, the Declaration of ation, Inc., date by County, Tern the Register's	by written sixty-seven hen my(our) Covenants, d April 11, nnessee (the coffice as
	Please sign belo should sign.	ow. If more th	an one Owner, a	Il Owners
	older of such proxy be rived above unless the use meeting in such manneral of the alid for any adjournment. Vote only as marked and the vote as you deem provided, by execution of this ent; (ii) approves the and agrees that in the end of the members, and satisfy the requirement tions of Cordova — To instrument No. FA 799 as amended by that of the requirement is a samended by that the requirement is a samended by that of the requirement is a samended by the requirement is	our proxy; that person need not be a memoloder of such proxy being specifically dirked above unless the undersigned gives meeting in such manner as the holder of alid for any adjournment or adjournments. Vote only as marked above; or Vote as you deem proper on all matters and, by execution of this Ballot/Proxy, here and agrees that in the event the Amendment of the members, and if I(we) voted in satisfy the requirements of Article XI, tions of Cordova — The Town Homeon instrument No. FA 7995 in the Register's as amended by that certain instrument 2, that sixty-seven percent (67%) of the members as ign below the sign below the	our proxy; that person need not be a member) to act as colder of such proxy being specifically directed to vote riked above unless the undersigned gives to the holder meeting in such manner as the holder of the Ballot/Proalid for any adjournment or adjournments of the special Vote only as marked above; or Vote as you deem proper on all matters brought befored, by execution of this Ballot/Proxy, hereby: (i) acknown; (ii) approves the acceptance and ratification of and agrees that in the event the Amendment referenced of the members, and if I(we) voted in favor of the satisfy the requirements of Article XI, Section 3 of tions of Cordova — The Town Homeowners Associanstrument No. FA 7995 in the Register's Office of Shess amended by that certain instrument of record in 2, that sixty-seven percent (67%) of the members must	our proxy; that person need not be a member) to act as the holder of a polder of such proxy being specifically directed to vote strictly in accorrked above unless the undersigned gives to the holder of the Ballot/Promeeting in such manner as the holder of the Ballot/Proxy may deem probable for any adjournment or adjournments of the special meeting of the Vote only as marked above; or Vote as you deem proper on all matters brought before the meeting. In the distribution of this Ballot/Proxy, hereby: (i) acknowledges that the cent; (ii) approves the acceptance and ratification of the Amendment agrees that in the event the Amendment referenced above receives to the members, and if I(we) voted in favor of the Amendment, the satisfy the requirements of Article XI, Section 3 of Declaration of tions of Cordova — The Town Homeowners Association, Inc., date instrument No. FA 7995 in the Register's Office of Shelby County, Terms amended by that certain instrument of record in the Register's 2, that sixty-seven percent (67%) of the members must sign any amendation. Please sign below. If more than one Owner, a sign and the content of the county of the members must sign any amendation.

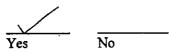
BALLOT/PROXY CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

	March	27, 2011		
The undersigned being the street address) hereby vote as folloof Covenants, Conditions and Resultaneous and	ows with regard t	to the proposed Sec		
1. Acceptance and rational architectural requirements (i.e., mi	•			•
	1			
	Yes	No		
Acceptance and ratificompletion of improvements:	fication of the p	provisions of the $\frac{1}{N_0}$	Amendment rega	rding the timely
3. Acceptance and ratification of architectural regulations by the			dment relating to	the promulgation
	Yes	No		
4. Acceptance and ratific required to have a tree planted in deceased and removed trees with tr	the front greens	pace and relating	to the required rep	
	Yes	No	·	

5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:



The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of the Ballot/Proxy as marked above to vote at such special meeting	(fill in the name if you wish to appoint it; that person need not be a member) to act as the holder of a proxy for the such proxy being specifically directed to vote strictly in accordance with we unless the undersigned gives to the holder of the Ballot/Proxy the right in such manner as the holder of the Ballot/Proxy may deem proper. This my adjournment or adjournments of the special meeting of the members.
Vote on	ly as marked above; or
Vote as	you deem proper on all matters brought before the meeting.
the proposed amendment; (ii) a ballot/proxy; and (iii) and agrees percent (67%) approval of the a signature below shall satisfy the Conditions and Restrictions of 1995, and recorded as Instrumen 'Register's Office'), as amend	ecution of this Ballot/Proxy, hereby: (i) acknowledges that they have read approves the acceptance and ratification of the Amendment by written is that in the event the Amendment referenced above receives sixty-seven members, and if I(we) voted in favor of the Amendment, then my(our) he requirements of Article XI, Section 3 of Declaration of Covenants, Cordova – The Town Homeowners Association, Inc., dated April 11, at No. FA 7995 in the Register's Office of Shelby County, Tennessee (the led by that certain instrument of record in the Register's Office as a sty-seven percent (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign. Courty Hymor

CORDOVA - THE TOWN HOMEOWNERS ASSOCIATION, INC.

	Marde	22, 2011	
of Covenants, Conditions and R	mows with regard to	the proposed s	(inserdecond Amendment to the Declaration Homeowners Association, Inc. (the
"Amendment"): 1. Acceptance and ra	itification of the pi	rovisions of the	e Amendment relating to minimum
architectural requirements (i.e., r			
			_
	Yes	No	
2. Acceptance and racompletion of improvements:	itification of the pi	rovisions of the	e Amendment regarding the timely
	Yes	No	_
3. Acceptance and ratif of architectural regulations by the	-		endment relating to the promulgation
	Yes		_
	Yes	No	
	in the front greensp	ace and relating	Amendment, noting that all Lots are g to the required replacement of any Zelcova species.
	Yes	No	_
5. Acceptance and ratifithe covenants, conditions, and re			ndment relating to the enforcement of
	Yes	No	_
6. Acceptance and ratifien the Cordova – The Town deve	ication of the provisi		ndment relating to prohibiting leasing
	<u> </u>		_
	Yes	No	
The undersigned, by ex	recution of this Bal	llot/Proxy, here	by evidences their consent that this

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2010, and to the

proxy for the undersignate accordance with the Ba Ballot/Proxy the right to	hold your proxy; that person nee ed with the holder of such proxy llot/Proxy as marked above unles vote at such special meeting in s Ballot/Proxy shall be valid for an	(fill in the name if you wish to ad not be a member) to act as the holder of a being specifically directed to vote strictly it is the undersigned gives to the holder of the such manner as the holder of the Ballot/Proxy y adjournment or adjournments of the special
	Vote only as marked above; or	
,	Vote as you deem proper on all ma	tters brought before the meeting.
the proposed amendmer ballot/proxy; and (iii) an percent (67%) approval signature below shall sa Conditions and Restricts 1995, and recorded as In "Register's Office"), as	at; (ii) approves the acceptance and agrees that in the event the Ame of the members, and if I(we) votatisfy the requirements of Article ions of Cordova – The Town Hostrument No. FA 7995 in the Regist amended by that certain instru	, hereby: (i) acknowledges that they have read and ratification of the Amendment by writter andment referenced above receives sixty-severed in favor of the Amendment, then my(our) XI, Section 3 of Declaration of Covenants ameowners Association, Inc., dated April 11 ster's Office of Shelby County, Tennessee (the ment of record in the Register's Office as the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

3-25-, 2011
The undersigned being the Lot Owner(s) of 1203 Chapel Pauls BIVD (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova - The Town Homeowners Association, Inc. (the "Amendment"):

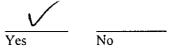
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):

Yes No

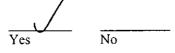
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:

Yes No

3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:

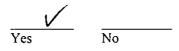


4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:

6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova - The Town development:



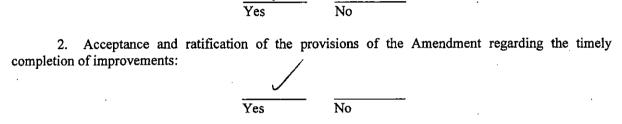
The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova - The Town Homeowners Association, Inc., to be held on ______, 2010, and to the

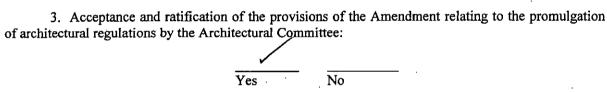
extent necessary appoir	nts		(fill in the name if you wish to
appoint someone else t proxy for the undersign accordance with the B Ballot/Proxy the right t	to hold your proxy; that pened with the holder of such allot/Proxy as marked about o vote at such special medias Ballot/Proxy shall be value.	ch proxy being specification over unless the undersicating in such manner and the second of the seco	nember) to act as the holder of a ically directed to vote strictly in igned gives to the holder of the as the holder of the Ballot/Proxy int or adjournments of the special
\checkmark	Vote only as marked above	e; or	
	Vote as you deem proper	on all matters brought	before the meeting.
the proposed amendme ballot/proxy; and (iii) a percent (67%) approva signature below shall: Conditions and Restrict 1995, and recorded as I "Register's Office"), a	ent; (ii) approves the accellent agrees that in the event all of the members, and if I satisfy the requirements of ctions of Cordova — The Instrument No. FA 7995 in as amended by that certage	eptance and ratification the Amendment reference (we) voted in favor of Article XI, Section Town Homeowners A the Register's Office can instrument of reco	acknowledges that they have reach of the Amendment by writter enced above receives sixty-sever of the Amendment, then my(our) 3 of Declaration of Covenants association, Inc., dated April 11 of Shelby County, Tennessee (the ord in the Register's Office as must sign any amendment.
		Please sign below. If m hould sign.	ore than one Owner, all Owners
	_		

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

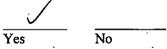
March 27, 2011

The undersigned being the Lot Owner(s) of 1\2 9 ALLENTOWN RD (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):

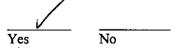




4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.



5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:



6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:

Yes

No

The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova — The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints	(fill in the name if you wish to appoint
someone else to hold yo	our proxy; that person need not be a member) to act as the holder of a proxy for the
undersigned with the ho	older of such proxy being specifically directed to vote strictly in accordance with
the Ballot/Proxy as mar	ked above unless the undersigned gives to the holder of the Ballot/Proxy the right
to vote at such special r	neeting in such manner as the holder of the Ballot/Proxy may deem proper. This
Ballot/Proxy shall be va	lid for any adjournment or adjournments of the special meeting of the members.
/ /	
	Vote only as marked above; or
•	Vote as you deem proper on all matters brought before the meeting.
	Vote as you deem proper on an matters or ought before the mounts.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign

Carrie to

<u>BALLOT/PROXY</u> CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.
<u> </u>
The undersigned being the Lot Owner(s) of 1250 MAGINA 57 (insert street address) hereby vote as follows with regard to the proposed Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc. (the "Amendment"):
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
k
$\frac{\chi}{\text{Yes}}$ No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
√
$\frac{\chi}{\text{Yes}}$ No
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
$\frac{\chi}{\text{Yes}}$ No
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
Yes No
100
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
X
$\frac{\chi}{\text{Yes}}$ No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
$\frac{\mathcal{Y}}{\text{Yes}}$ ${\text{No}}$
Yes No
The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on, 2010, and to the

proxy for the undersigned with the holder of accordance with the Ballot/Proxy as marke Ballot/Proxy the right to vote at such special	(fill in the name if you wish to hat person need not be a member) to act as the holder of a of such proxy being specifically directed to vote strictly ind above unless the undersigned gives to the holder of the all meeting in such manner as the holder of the Ballot/Proxy be valid for any adjournment or adjournments of the special
Vote only as marked	above; or
Vote as you deem pr	roper on all matters brought before the meeting.
the proposed amendment; (ii) approves the ballot/proxy; and (iii) and agrees that in the bercent (67%) approval of the members, and signature below shall satisfy the requireme Conditions and Restrictions of Cordova — 1995, and recorded as Instrument No. FA 79 'Register's Office'), as amended by that	s Ballot/Proxy, hereby: (i) acknowledges that they have read acceptance and ratification of the Amendment by written event the Amendment referenced above receives sixty-sevent if
	Please sign below. It more than one Owner, all Owners should sign.

BALLOT/PROXY CORDOVA – THE TOWN HOMEOWNERS ASSOCIATION, INC.

March 27, 2011
The undersigned being the Lot Owner(s) of
1. Acceptance and ratification of the provisions of the Amendment relating to minimum architectural requirements (i.e., minimum square footage, ceiling height, fences, and shutters):
Yn G Yes No
2. Acceptance and ratification of the provisions of the Amendment regarding the timely completion of improvements:
$\frac{\mathcal{ME}}{\text{Yes}}$ No
3. Acceptance and ratification of the provisions of the Amendment relating to the promulgation of architectural regulations by the Architectural Committee:
$\frac{M}{Yes} \frac{\mathcal{L}}{No}$
4. Acceptance and ratification of the provisions of the Amendment, noting that all Lots are required to have a tree planted in the front greenspace and relating to the required replacement of any deceased and removed trees with trees of the same species or of the Zelcova species.
$\frac{\mathcal{N}\mathcal{E}}{Yes}$ No.
5. Acceptance and ratification of the provisions of the Amendment relating to the enforcement of the covenants, conditions, and restrictions contained in the CCRs:
Yes No
6. Acceptance and ratification of the provisions of the Amendment relating to prohibiting leasing in the Cordova – The Town development:
$\frac{V \mathcal{E}}{Yes} = \frac{No}{No}$
The undersigned, by execution of this Ballot/Proxy, hereby evidences their consent that this Ballot/Proxy be counted as if they were personally present at the special meeting of the members of

Cordova - The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

undersigned with the holder of such proxy being the Ballot/Proxy as marked above unless the un- to vote at such special meeting in such manner	(fill in the name if you wish to appoint the dot be a member) to act as the holder of a proxy for the ng specifically directed to vote strictly in accordance with dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This or adjournments of the special meeting of the members.
Vote only as marked ab	pove; or
- 1	er on all matters brought before the meeting.
the proposed amendment; (ii) approves the act ballot/proxy; and (iii) and agrees that in the every percent (67%) approval of the members, and is signature below shall satisfy the requirements Conditions and Restrictions of Cordova — The 1995, and recorded as Instrument No. FA 7995 'Register's Office'), as amended by that cerein the state of the proposed series of t	callot/Proxy, hereby: (i) acknowledges that they have read compared and ratification of the Amendment by written but the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, in the Register's Office of Shelby County, Tennessee (the ratin instrument of record in the Register's Office as int (67%) of the members must sign any amendment.
	Please sign below. If more than one Owner, all Owners should sign.
	Martha Ebuhart
	•

March 27, 2011

(insert

		provisions of the Amendment relating to minimum potage, ceiling height, fences, and shutters):	
	\int		
	Yes	No	
2. Acceptance and completion of improvements:	ratification of the p	provisions of the Amendment regarding the timel	у
•	.]		
•	Yes	No	
		risions of the Amendment relating to the promulgation	n
of architectural regulations by t	1		
	Yes	No .	
4. Acceptance and ra required to have a tree planted deceased and removed trees with	Yes tification of the prolain the front greens; the trees of the same s	No ovisions of the Amendment, noting that all Lots are space and relating to the required replacement of any species or of the Zelcova species.	
4. Acceptance and ra required to have a tree planted deceased and removed trees with	Yes tification of the prolimation of the prolimation of the same so Yes Treation of the provise estrictions contained	No ovisions of the Amendment, noting that all Lots are space and relating to the required replacement of any species or of the Zelcova species. No sions of the Amendment relating to the enforcement of	y
4. Acceptance and ra required to have a tree planted deceased and removed trees with 5. Acceptance and ratif the covenants, conditions, and r	Yes tification of the prolimation of the prolimation of the same softh trees of the provise elopment:	No ovisions of the Amendment, noting that all Lots are space and relating to the required replacement of any species or of the Zelcova species. No sions of the Amendment relating to the enforcement of in the CCRs:	f

undersigned with the h the Ballot/Proxy as ma	older of such proxy being rked above unless the un	(fill in the name if you wish to appoint seed not be a member) to act as the holder of a proxy for the ag specifically directed to vote strictly in accordance with a dersigned gives to the holder of the Ballot/Proxy the right as the holder of the Ballot/Proxy may deem proper. This
		or adjournments of the special meeting of the members.
	Vote only as marked at	pove; or
	Vote as you deem prop	er on all matters brought before the meeting.
the proposed amendment ballot/proxy; and (iii) a percent (67%) approvates signature below shall a Conditions and Restrict 1995, and recorded as I "Register's Office"), a	ent; (ii) approves the act and agrees that in the event of the members, and it satisfy the requirements actions of Cordova — The instrument No. FA 7995 as amended by that ce	Ballot/Proxy, hereby: (i) acknowledges that they have read ecceptance and ratification of the Amendment by written ent the Amendment referenced above receives sixty-seven if I(we) voted in favor of the Amendment, then my(our) of Article XI, Section 3 of Declaration of Covenants, the Town Homeowners Association, Inc., dated April 11 in the Register's Office of Shelby County, Tennessee (the rtain instrument of record in the Register's Office as int (67%) of the members must sign any amendment.
·		Please sign below. If more than one Owner, all Owners should sign.
•		

	March	127, 2011
street address) hereby vote as follow	ws with regard t	of Boll Rosers Park Ave (insert to the proposed Second Amendment to the Declaration dova – The Town Homeowners Association, Inc. (the
		provisions of the Amendment relating to minimum otage, ceiling height, fences, and shutters):
•	\propto	
	Yes	No
2. Acceptance and ratific completion of improvements:	cation of the p	provisions of the Amendment regarding the timely
•	\forall	
·	Yes	No
of architectural regulations by the A 4. Acceptance and ratificate required to have a tree planted in the second	Yes ation of the prothe front greens	No ovisions of the Amendment, noting that all Lots are pace and relating to the required replacement of any
deceased and removed trees with tre		
•	Voc	No
	Yes	No
Acceptance and ratificati the covenants, conditions, and restrict		sions of the Amendment relating to the enforcement of I in the CCRs:
	×	No No
	Yes	No
6. Acceptance and ratificati in the Cordova – The Town develop		sions of the Amendment relating to prohibiting leasing
	V	
	Yes	No
The undersigned, by execu	tion of this Ba	allot/Proxy, hereby evidences their consent that this

Ballot/Proxy be counted as if they were personally present at the special meeting of the members of Cordova – The Town Homeowners Association, Inc., to be held on March 27, 2011, and to the extent

necessary appoints		(fill in the name if you wish to appoint
someone else to hold y	our proxy; that person need n	ot be a member) to act as the holder of a proxy for the
		ecifically directed to vote strictly in accordance with
the Ballot/Proxy as ma	rked above unless the undersi	igned gives to the holder of the Ballot/Proxy the right
to vote at such special	meeting in such manner as th	ne holder of the Ballot/Proxy may deem proper. This
Ballot/Proxy shall be v	alid for any adjournment or ac	djournments of the special meeting of the members.
· · · · · · ·	Vote only as marked above;	or
-	Vote as you deem proper on	all matters brought before the meeting.

The undersigned, by execution of this Ballot/Proxy, hereby: (i) acknowledges that they have read the proposed amendment; (ii) approves the acceptance and ratification of the Amendment by written ballot/proxy; and (iii) and agrees that in the event the Amendment referenced above receives sixty-seven percent (67%) approval of the members, and if I(we) voted in favor of the Amendment, then my(our) signature below shall satisfy the requirements of Article XI, Section 3 of Declaration of Covenants, Conditions and Restrictions of Cordova – The Town Homeowners Association, Inc., dated April 11, 1995, and recorded as Instrument No. FA 7995 in the Register's Office of Shelby County, Tennessee (the "Register's Office"), as amended by that certain instrument of record in the Register's Office as Instrument No. LC 8372, that sixty-seven percent (67%) of the members must sign any amendment.

Please sign below. If more than one Owner, all Owners should sign.

Prepared By and Return To: Melody W. Oliver, Attorney Glankler Brown, PLLC 6000 Poplar Avenue, Suite 100 Memphis, TN 38119

4

FIRST AMENDMENT TO

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF CORDOVA-THE TOWN HOMEOWNERS ASSOCIATION, INC.

THIS FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF CORDOVA-THE TOWN HOMEOWNERS ASSOCIATION, INC. (hereafter "Declaration"), made as of this 21st day of JUNE 2001, by Gill Development Company, Inc., a Tennessee corporation (hereafter "Declarant").

WITNESSETH:

WHEREAS, a Declaration of Covenants, Conditions and Restrictions for Cordova-The Town Homeowners Association, Inc. was filed of record on April 27, 1995, in the Register's Office of Shelby County, Tennessee, as Instrument No. FA 7995; and

WHEREAS, Declarant reserved the right in the Declaration to unilaterally amend said Declaration for a period of seven (7) years from the date of the Declaration; and,

WHEREAS, Declarant has re-recorded the plat of Phase 1, Cordova The Town Planned Development recorded in Plat Book 148, Page 85 in Plat Book 152, Page 34, Plat Book 155, Page 64, Plat Book 161, Page 22 and Plat Book 192, Page 45; and

WHEREAS, Declarant desires to amend the Declaration as set forth below so that the terms of the Declaration shall apply to and affect only the property described herein.

NOW, THEREFORE, the Declaration is hereby amended as follows:

The legal description set forth in Exhibit A of the Declaration is amended by deleting the
property described in Exhibit A-1 attached hereto and made a part hereof by reference.
The property described on said Exhibit A-1 shall not be subject to the terms of the
Declaration, nor shall the owner or owners of the property described in said Exhibit A-1
be members of the Cordova-The Town Homeowners Association, Inc. (the
"Association").

- 2. It is anticipated that a portion of the area described as "Future Development Valmont Place PD Parcel A" on the plat recorded in Plat Book 192, Page 45 will be developed into thirteen (13) lots. Said thirteen (13) lots shall be subject to the Declaration and the owner or owners of said lots shall be members of the Association. Notwithstanding anything in the Declaration to the contrary, the following shall be applicable to the said thirteen (13) lots:
 - A. The assessment points assigned are established at 8 per lot provided the home sales price is less than \$200,000.00. For sales prices from \$200,000.00 to \$275,0000.00, the assessment points shall be 9 per lot.
 - B. The plans shall not be subject to any Design Review fees, nor the approval or use of any specific architect or landscape architect.
 - C. There shall be no requirement for an "alley tree".
 - D. There shall be no restriction of "for Sale" signs.
 - E. The photo-cell on/off garage lighting on houses facing a service drive are not required to be decorative.
 - F. These lots are not subject to the by-laws or the Covenants, Conditions and Restrictions of Cordova-The Town Merchants Association, Inc.
- 3. Declarant's authority under Article XI, Section 13 shall be extended from 7 years to 10 years from the date of the Declaration, which was April 11, 1995, provided, however, Declarant may not further amend any of the matters set forth herein without the written consent of the owner or owners of the properties affected thereby.
- 4. Except as amended hereby, the terms and conditions of the Declaration shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has caused this First Amendment to be signed by the officer duly authorized to do so as of the day and year first above written.

GILL DEVELOPMENT COMPANY, INC., a

Tennessee corporation

Raymond B. Gill, III, President

STATE OF TENNESSEE

COUNTY OF SHELBY

Before me, the undersigned Notary Public in the State and County aforesaid, personally appeared Raymond B. Gill, III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be the President of GILL DEVELOPMENT COMPANY, INC., the within named bargainor, a Tennessee corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such President.

Witness my hand and official seal at office this 21 day of ______, 2001.

My commission expires:

Notary Public

Exhibit A-1

The state of the s

Description of Valmont Subdivision excluding Lots 1-13

Commencing at a point on the south line of Rogers Park Avenue, 397.62' east of the east line of Allentown Street and being the point of beginning for this description; thence N 07°21'51'E, 44.00' to a point on the north line of Rogers Park Avenue; thence S 82°38'09'E, 82.59' to a point; thence N 07°24'17'E, 280.30' to a point; thence N 22°24′17′E, 193.85′ to a point; thence N 56°27′30′E, 91.30′ to a point; thence N 22°49'45'E, 35.88' to a point on the south line of Cordova Road, thence S 67°10′15′E, along said south line, 310.15′ to a point; thence eastwardly along said south line with a curve to the left having a radius of 1454.00', 405.24' to a point; thence S 83.08'22'E, along said south line, 163.07' to a point; thence eastwardly along a curve to the right having a radius of 10.08', 15.84' to a point; thence S 07°36'07"W, 18.74" to a point; thence S 82°35'43'E, 34.00' to a point on the west line of Cordova Vood Squares thence S 07°36'07°W, along said line, 612.19' to a point on the north line of CSX Railroad; thence S 77°13'07"W, along said line, 683.94" to a point; thence westwardly along a curve to the left having a radius of 289.00', 81.86' to a point; thence S 81°20'30'W, 100.59' to a point on the east line of Stubbs Enterprises; thence N 07°29'52'E, along said line, 300.21' to a point on the north line of Stubbs; thence N 82°30'08'V, along said line, 197.27' to a point on the east line of Lat 13. Valmont Subdivision; thence N 07°24'17'E, along said line 142.68' to a point on the south line of Rogers Park Avenue, thence westwardly along said line with a curve to the left having a radius of 278.00', 12.80' to a point; thence N 82°38'09°W, along sald line, 86.42' to the point of beginning and containing 18.733 acres.



LC8372

Plats: Subdivision Restri	ctions	5 2
B/C: 16 - MICHELLE AL	MOREWS	
VALUATION	N/A	
TH MOSTGAGE TAX	H/A	
TH TRANSFER TAX	N/A	
RECORDING FEE		15.00
OP PEE		2.00
MEMOTER'S FEE	N/A	
WALK THRU FEE	N/A	
TOTAL AMOUNT		18.00
PAGE COUNT: 4 PAGE	E ADDED: No GROUP ID: X	(00068236T

STATE of TEMPESSEE, COUNTY of SHELBY
Torn Leatherwood, resister

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