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Pamela L. Whitaker, Register
 Sumner County Tennessee
 Rec #: 494489 Instrument 606174
 Rec'd: 10.00 NRK: 89 Pa 34
 State: 0.00 Recorded
 Clerk: 0.00 6/5/2002 at 12:05 PM
 Notary: 2.00 in Record Book
 Total: 12.00

1488 Pa 550

APPOINTMENT OF SUCCESSOR DECLARANT FOR WINSTON HILLS SUBDIVISION

This Appointment of Successor Declarant For Winston Hills Subdivision set forth and entered into this 26 day of MARCH, 2002, by the undersigned.

WITNESSETH:

WHEREAS, by instrument entitled Phase One of Winston Hills (Village III) Declaration of Covenants, Conditions and Restrictions, recorded in Record Book 982, page 242, Register's Office for Sumner County, Tennessee, RBAG/Preston - Winston Hills, LLC was named "Declarant" as defined therein; and

WHEREAS, by Construction Trust Deed with Assignment of Rents, Security Agreement and Fixture Filing of record in Book 843, Page 297, Register's Office for Sumner County, Tennessee (the "*Deed of Trust*") RBAG/Preston - Winston Hills, LLC, conveyed to Joseph B. Pitt, Jr., Trustee, the hereinafter described property for the purpose of securing the payment of the indebtedness and performance of the obligations therein set forth, together with all rights appurtenant thereto; and

WHEREAS, Laura Lincoln was appointed Successor Trustee on November 21, 2000, to serve in the place and stead of Joseph B. Pitt, Jr., Trustee, said appointment being recorded in Book 1180, Page 117, said Register's Office; and

WHEREAS, default was made in the terms and conditions of said Deed of Trust; and the beneficiary requested Laura Lincoln, Successor Trustee, to advertise and sell said property under the terms and provisions of said Deed of Trust; and

WHEREAS, in pursuance of said request of said beneficiary, the said property was advertised for sale in conformity with the terms and provisions of said Deed of Trust, by which advertisement the sale was appointed to be held on the 20th day of April, 2001, at the Sumner County Courthouse in Gallatin, Tennessee; and

WHEREAS, at the time and place mentioned in said advertisement, Laura Lincoln, Successor Trustee, offered said property for sale at public outcry to the highest and best bidder for cash (or credit upon the indebtedness secured if the holder of the secured indebtedness were the successful bidder) at which sale, Indymac Bank, F.S.B. d/b/a Construction Lending Corporation of America, the holder of the secured indebtedness, was the highest and best bidder and became the purchaser of said property for the sum of \$5,050,000.00; and

WHEREAS, Laura Lincoln, as Successor Trustee, did grant, bargain, sell and convey to the said Indymac Bank, F.S.B. d/b/a Construction Lending Corporation of America, in fee simple forever, the property above mentioned in the County of Sumner and State of Tennessee, by Trustee's Deed recorded in Record Book 1262, page 480, Register's Office for Sumner County, Tennessee, together with all rights appurtenant thereto; and

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WHEREAS, Indymac Bank, F.S.B. d/b/a Construction Lending Corporation of America did grant, bargain, sell and convey to HALO Properties, LLC in fee simple forever, the property by Special Warranty Deed recorded in Record Book 1433, page 292, Register's Office for Sumner County, Tennessee, together with all rights appurtenant thereto.

NOW, THEREFORE, in consideration of the premises contained herein, the undersigned, Indymac Bank, F.S.B. d/b/a Construction Lending Corporation of America, does hereby appoint HALO Properties, LLC as the Successor Declarant pursuant to the Phase One of Winston Hills (Village III) Declaration of Covenants, Conditions and Restrictions, recorded in Record Book 982, page 242, Register's Office for Sumner County, Tennessee, to serve in the place and stead of RBAG/Preston - Winston Hills, LLC.

ENTERED the day and date first above written.

INDYMACBANK F.S.B. d/b/a/
CONSTRUCTION LENDING
CORPORATION OF AMERICA

BY: Scott W. Morris
SCOTT W. MORRIS
VICE PRESIDENT

STATE OF ILLINOIS
COUNTY OF COOK

Personally appeared before me, Gloria Martinez, a Notary Public,
Scott W. Morris, with whom I am personally acquainted, and who
acknowledged that he executed the within instrument for the purposes therein contained, and
who further acknowledged that he is the VP of INDYMACBANK
F.S.B. d/b/a/ CONSTRUCTION LENDING CORPORATION OF AMERICA, a
Corporation and is authorized by the corporation to execute this instrument on behalf of the
corporation.

WITNESS my hand, at office, this 26 day of March, 2002.

Gloria Martinez
NOTARY PUBLIC

My commission expires June 23, 2003

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PREPARED BY:
KAY HOUSCH, ESQ.,
NASHVILLE, TN

