

Tax Parcel No. 07-030.10-015
Prepared by and to be returned to:
Saul Ewing LLP (PJS)
P.O. Box 1266
Wilmington, DE 19899

AMENDMENT
to
DECLARATION OF RESTRICTIONS

THIS AMENDMENT TO DECLARATION OF RESTRICTIONS ("Amendment") is made as of the _____ day of _____, 2008, by 20 Montchanin, LLC, a Delaware limited liability company, for and on behalf of itself and its respective successors and assigns, (hereinafter "Declarant") and New Castle County, a political subdivision of the State of Delaware ("County").

WHEREAS, Declarant holds legal title to that certain parcel of land being 19.85 acres of land with improvements thereon located at 20 Montchanin Road, Greenville, Delaware, Tax Parcel No. 07-030.10-015, as more particularly described on Exhibit "A" attached hereto and made a part hereof (the "Property"); and

WHEREAS, the Property is subject to certain Declaration of Restrictions recorded at Deed Record K, Volume 81, Page 219, dated September 9, 1968 and Deed Record Y, Volume 81, Page 155, dated January 17, 1969 (collectively the "Declaration"); and

WHEREAS, with the consent of New Castle County, Declarant desires to make and enter into this Amendment to Declaration of Restrictions to modify the Declaration.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that Declarant hereby covenants and declares that Declarant shall hold and stand seized of the Property under and subject to the following restrictive covenants for the benefit of New Castle County, or its successor, which covenants shall run with the land so as to be binding upon Declarant, all grantees and all others who from time to time hereafter may acquire or occupy, and for so long as they may hold, title to or any interest in all or any portion of the said Property.

1. Declaration. The Declaration is amended by permitting the construction of a separate building on the Property, approximate 36,500 square feet in size, to be used for general or medical office purposes ("the Building"). The height of the Building shall be no greater than forty (40) feet, exclusive of basement. Height shall be measured pursuant to the definition of "Height, building" as set forth in Section 40.33.000 of the New Castle County Unified Development Code as in effect at the time of execution of this Amendment to Declaration of Restrictions.

2. Amendment. The remaining covenants of the Declaration shall not be modified, amended or altered in whole or in part except with the express approval of County Council, or its successor, which shall be the only approval or consent required.

3. No Circumvention. Declarant, its successors and assigns, shall not seek to escape or circumvent the Declaration by obtaining a variance from the New Castle County Board of Adjustment.

4. Scope and Interpretation. The Amendment to Declaration of Restrictions shall be governed by Delaware law. It shall have no application to or effect upon any property other than the Property as described in Exhibit "A". No rights hereunder may be assigned by New Castle County except by operation of law to its duly constituted successor.

5. Effective Date. This Amendment to Declaration of Restrictions shall only take effect upon approval of County Council and recordation of a land development plan for the Building as described herein.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals, the day and year aforesaid.

WITNESS: 20 MONTCHANIN, LLC

By: _____ (Seal)
Authorized Member

WITNESS: NEW CASTLE COUNTY

By: _____ (Seal)

STATE OF DELAWARE)
 : SS.
COUNTY OF NEW CASTLE)

BE IT REMEMBERED, that on this _____ day of _____, 2008, personally came before me, the Subscriber, a Notary Public for the State and County aforesaid, _____, Authorized Member of 20 Montchanin, LLC, a Delaware limited liability company, party to this Indenture, personally known to me to be such, and acknowledged this Indenture to be his act and deed and the act and deed of said corporation, that the signature of the _____ President thereto is in his own proper handwriting and the seal affixed is the common and corporate seal of said corporation, and that his act of sealing, executing, acknowledging and delivering said Indenture was duly authorized by a resolution of the Board of Directors of said corporation.

GIVEN under my Hand and Seal of Office, the day and year aforesaid.

Notary Public
Print Name: _____
My Commission Expires: _____

STATE OF DELAWARE)
 : SS.
COUNTY OF NEW CASTLE)

BE IT REMEMBERED, that on this _____ day of _____, 2008, personally came before me, the Subscriber, a Notary Public for the State and County aforesaid, _____, as _____ of New Castle County, party to this Indenture, personally known to me to be such, and acknowledged this Indenture to be his act and deed and the act and deed of the County, that the signature of the _____ thereto is in his own proper handwriting and the seal affixed is the common and corporate seal of said corporation, and that his act of sealing, executing, acknowledging and delivering said Indenture was duly authorized by a resolution of the County.

GIVEN under my Hand and Seal of Office, the day and year aforesaid.

Notary Public
Print Name: _____
My Commission Expires: _____

EXHIBIT "A"
LEGAL DESCRIPTION