

**SECOND AMENDMENT AND CORRECTION TO THE DECLARATION
OF COVENANTS AND RESTRICTIONS
OF THE GROVE ADDITION**

THIS SECOND AMENDMENT AND CORRECTION TO DECLARATION ("Second Amendment"), made on the date hereinafter set forth, by CALIBER DEVELOPMENT COMPANY LLC, a Delaware limited liability company, (hereinafter referred to as "Declarant"), hereby amends that certain Declaration of Covenants and Restrictions for The Grove Addition, recorded on June 19, 2007 and filed in Book 10517, Pages 908 through 968 of the Oklahoma County Clerk's Office ("Declaration") and that certain First Amendment and Annexation to the Declaration of Covenants and Restrictions of The Grove Addition, recorded on January 16, 2008 with the Oklahoma County Clerk's Office at Book 10708, Pages 577 to 596 ("First Amendment to Declaration") concerning certain real property that is and remains subject to the covenants and restrictions contained in said Declaration and First Amendment, and more particularly described on Exhibits 1 and 2 hereto.

WITNESSETH:

WHEREAS, Declarant was the owner of certain real property platted as The Grove Phase I, an addition to Oklahoma County, State of Oklahoma, which plat is recorded in Book 65 Plats, at Page 42 of the Oklahoma County records and is a portion of The Grove Addition f/k/a Meadowmont as shown on that certain Planned Unit Development Number 1111 approved on November 1, 2005, by the City of Oklahoma City, Oklahoma County, Oklahoma; and

WHEREAS, on June 19, 2007, by virtue of filing the Declaration, Declarant subjected all of the real property known as The Grove, Phase I to the covenants and restrictions set forth in the Declaration and imposed certain covenants and restrictions running with the land on all of said real property. The real property known as The Grove, Phase I, is more particularly described on the attached Exhibit 1, which is the same legal description set forth at Exhibit A of the Declaration; and

WHEREAS, on January 16, 2008, Declarant was the owner of certain real property known as and to be platted as The Grove Phase II, an addition to Oklahoma County, State of Oklahoma, and which is located within Section 25, Township 14 North, Range 4 West in Oklahoma County, Oklahoma, and which is more particularly described on the attached Exhibit 2; and

WHEREAS, on January 16, 2008, by virtue of filing the First Amendment to Declaration, Declarant modified the Declaration and Declarant subjected all of the real property known as The Grove, Phase II to the covenants and restrictions set forth in the Declaration and imposed certain covenants and restrictions running with the land on all of said real property; and

WHEREAS, a typographical error was set forth within the First Amendment to Declaration filed on January 16, 2008 and Declarant seeks to amend said Declaration with the filing of this Second Amendment;

Bk 10714
Pg 203-209
DATE 01/24/08 15:56:23
Filing Fee \$25.00
Documentary Tax \$0.00
State of Oklahoma
County of Oklahoma
Oklahoma County Clerk
Carolynn Caudill
Doc# 2008010673

7/25

I, Chris Dunning the undersigned President of the Association, hereby attest, acknowledge and certify that the execution of this Second Amendment and Correction to Declaration is my act and deed and the act and deed of the Association and that the above and foregoing facts are true.

Dated: January 24, 2008


Chris Dunning, President

I, Russell Wantland, the undersigned Secretary of the Association, hereby attest, acknowledge and certify that the execution of this Second Amendment and Correction to Declaration is my act and deed and the act and deed of the Association and that the above and foregoing facts are true.

Dated: January 24, 2008


Russell Wantland, Secretary

EXHIBIT "1"

THE GROVE, PHASE I

LEGAL DESCRIPTION

A part of the Northeast Quarter (NE/4) of Section Twenty-Five (25), Township Fourteen (14) North, Range Four (4) West of the Indian Meridian, City of Oklahoma City, County of Oklahoma, Oklahoma and being more particularly described as follows:

Commencing at the Northeast corner of said Northeast Quarter (NE/4); thence South 00°15'55" East along the east line of said Northeast Quarter a distance of 395.38 feet to the POINT OF BEGINNING; thence continuing South 00°15'55" East along the said east line a distance of 1002.12 feet; thence South 89°44'05" West a distance of 103.82 feet to a point on a curve to the right, said curve having a radius of 260.50 feet, a central angle of 21°09'15", a chord bearing of North 79°41'17" West and a chord distance of 95.63 feet; thence along the arc of said curve a distance of 96.18 feet to a point on a compound curve to the left, said curve having a radius of 139.50 feet, a central angle of 21°09'15", a chord bearing of North 79°41'17" West and a chord distance of 51.21 feet; thence along the arc of said curve a distance of 51.50 feet; thence South 89°44'05" West a distance of 166.45 feet; thence South 44°44'05" West a distance of 48.79 feet; thence South 00°15'55" East a distance of 3.74 feet; thence South 89°44'05" West a distance of 174.97 feet; thence North 06°06'52" West a distance of 228.93 feet; thence North 23°03'37" West a distance of 178.64 feet; thence North 32°46'37" West a distance of 109.86 feet; thence North 02°45'25" East a distance of 70.33 feet; thence North 59°32'25" West a distance of 97.44 feet to a point on a non-tangent curve to the left, said curve having a radius of 225.00 feet, a central angle of 03°26'36", a chord bearing of South 27°27'53" West and a chord distance of 13.52 feet; thence along the arc of said curve a distance of 13.52 feet; thence North 64°15'25" West a distance of 50.00 feet; thence North 58°54'53" West a distance of 86.82 feet; thence North 67°48'49" West a distance of 135.75 feet; thence North 76°17'48" West a distance of 104.87 feet; thence North 85°13'34" West a distance of 115.90 feet to a point on a non-tangent curve to the left, said curve having a radius of 225.00 feet, a central angle of 05°28'45", a chord bearing of South 02°11'06" East and a chord distance of 21.51 feet; thence along the arc of said curve a distance of 21.52 feet; thence South 85°04'31" West a distance of 50.00 feet; thence South 87°54'50" West a distance of 147.59 feet; thence North 07°04'29" West a distance of 50.58 feet; thence North 05°27'55" East a distance of 27.67 feet; thence North 24°27'28" East a distance of 69.30 feet to a point on a non-tangent curve to the right, said curve having a radius of 475.00 feet, a central angle of 04°36'37", a chord bearing of North 77°34'44" East and a chord distance of 38.21 feet; thence along the arc of said curve a distance of 38.22 feet; thence North 10°06'58" West a distance of 50.00 feet; thence North 12°32'31" West a distance of 185.34 feet; thence North 53°29'02" West a distance of 132.39 feet; thence North 37°01'22" West a distance of 44.94 feet; thence North 24°13'32" West a distance of 61.31 feet; thence North 05°51'50" West a distance of 100.36 feet; thence North 30°52'51" West a distance of 31.75 feet to a point on the north line of the Northeast Quarter (NE/4); thence North 89°15'52" East along the said north line a distance of 1316.70 feet; thence South 00°43'48" East a distance of 392.33 feet; thence North 89°44'08" East a

distance of 369.21 feet to the point of beginning containing 1,435,926.5569 square feet or 32.9643 acres more or less;

and otherwise known as

all of the real property described in the plat recorded on May 31, 2007 as document number 2007077960 in Book 65 Plats, at Page 42 of the Oklahoma County Clerk's Office's records and designated as The Grove Phase I, including specifically:

Lots One (1) through Fifty-six (56), inclusive, in Block One (1) of the plat of The Grove Phase I; and

Lots One (1) through Twenty (20), inclusive, in Block Two (2) of the plat of The Grove Phase I; and

Lots One (1) through Twenty (20), inclusive, in Block Three (3) of the plat of The Grove Phase I; and

Lots One (1) through Twelve (12), inclusive, in Block Four (4) of the plat of The Grove Phase I; and

Lots One (1) through Eight (8), inclusive, in Block Five (5) of the plat of The Grove Phase I; and

Lots One (1) through Two (2), inclusive, in Block Six (6) of the plat of The Grove Phase I; and

Common Area "A" of the plat of The Grove Phase I; and

Common Area "B" of the plat of The Grove Phase I.

EXHIBIT "2"

THE GROVE, PHASE II

LEGAL DESCRIPTION

A part of the North Half (N/2) of Section Twenty-Five (25), Township Fourteen (14) North, Range Four (4) West of the Indian Meridian, City of Oklahoma City, County of Oklahoma, Oklahoma and being more particularly described as follows:

Commencing at the Northeast corner of said North Half (N/2); thence South 89°15'52" West along the north line of the Northeast Quarter a distance of 1689.11 feet to the POINT OF BEGINNING; thence from said point of beginning South 30°52'51" East a distance of 31.75 feet; thence South 05°51'50" East a distance of 100.36 feet; thence South 24°13'32" East a distance of 61.31 feet; thence South 37°01'22" East a distance of 44.94 feet; thence South 53°29'02" East a distance of 132.39 feet; thence South 12°32'31" East a distance of 185.34 feet; thence South 10°06'58" East a distance of 50.00 feet to a point on a non-tangent curve to the left, said curve having a radius of 475.00 feet, a central angle of 25°48'22", a chord bearing of South 66°58'51" West and a chord distance of 212.14 feet; thence along the arc of said curve a distance of 213.94 feet; thence South 54°04'40" West a distance of 216.17 feet; thence South 35°50'08" East a distance of 122.50 feet; thence South 54°04'40" West a distance of 279.89 feet; thence South 46°20'06" West a distance of 436.99 feet; thence South 62°13'32" West a distance of 268.67 feet; thence South 10°53'13" West a distance of 194.82 feet; thence North 45°22'28" West a distance of 79.70 feet; thence North 45°48'16" West a distance of 136.23 feet to a point on a non-tangent curve to the right, said curve having a radius of 110.00 feet, a central angle of 82°19'23", a chord bearing of South 72°13'14" West and a chord distance of 144.80 feet; thence along the arc of said curve a distance of 158.05 feet to a point on a reverse curve to the left, said curve having a radius of 118.00 feet, a central angle of 51°09'24", a chord bearing of South 87°48'14" West, and a chord distance of 101.89 feet; thence along the arc of said curve a distance of 105.36 feet; thence North 27°46'28" West a distance of 50.00 feet to a point on a non-tangent curve to the left, said curve having a radius of 118.00 feet, a central angle of 51°09'24", a chord bearing of North 36°38'49" East and a chord distance of 101.89 feet; thence along the arc of said curve a distance of 105.36 feet to a point on a reverse curve to the right, said curve having a radius of 110.00 feet, a central angle of 33°56'27", a chord bearing of North 28°02'21" East and a chord distance of 64.21 feet; thence along the arc of said curve a distance of 65.16 feet; thence North 17°42'37" East a distance of 41.53 feet; thence North 16°06'50" West a distance of 91.86 feet to a point on a curve to the right, said curve having a radius of 1030.00 feet, a central angle of 12°02'05", a chord bearing of North 10°05'48" West and a chord distance of 215.95 feet; thence along the arc of said curve a distance of 216.35 feet; thence North 47°20'27" West a distance of 35.99 feet; thence North 01°17'52" West a distance of 50.00 feet; thence North 44°44'43" East a distance of 35.99 feet to a point on a non-tangent curve to the right, said curve having a radius of 1030.00 feet, a central angle of 11°01'04", a chord bearing of North 06°59'34" East and a chord distance of 197.76 feet; thence along the arc of said curve a distance of 198.07 feet to a point on a reverse curve to the left, said curve having a radius of 295.00 feet, a central angle of 37°59'43", a chord bearing of North 06°29'46" West and a chord distance of 192.06 feet;

thence along the arc of said curve a distance of 195.63 feet; thence North 25°29'37" West a distance of 216.15 feet to a point on a curve to the right, said curve having a radius of 355.00 feet, a central angle of 20°47'06", a chord bearing of North 15°06'04" West and a chord distance of 128.08 feet; thence along the arc of said curve a distance of 128.78 feet to a point on a reverse curve to the left, said curve having a radius of 100.00 feet, a central angle of 17°16'40", a chord bearing of North 13°20'51" West and a chord distance of 30.04 feet; thence along the arc of said curve a distance of 30.16 feet to a point on a compound curve to the right, said curve having a radius of 210.23 feet, a central angle of 21°01'04", a chord bearing of North 11°28'40" West and a chord distance of 76.69 feet; thence along the arc of said curve a distance of 77.12 feet; thence North 00°44'08" West a distance of 65.22 feet to a point on the north line of the Northwest Quarter (NW/4); thence North 89°16'35" East a distance of 447.80 feet to the Northwest corner of the Northeast Quarter (NE/4); thence North 89°15'52" East along the north line of the said Northeast Quarter (NE/4) a distance of 960.45 feet to the point of beginning containing 1,663,899.2779 square feet or 38.1979 acres more or less.

W1
WHEN RECORDED MAIL TO
NAME Chick + Falcone PysC
ADDRESS 6301 N. Waterford Blvd., Ste 320
CITY & STATE Okc, Ok 73118