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STATE OF SOUTH CAROLINA )  
                                  ) PROTECTIVE AND RESTRICTIVE COVENANTS  
                                  ) APPLICABLE TO PROPERTY OF WALKER  
COUNTY OF GREENVILLE )  
                                  ) PROPERTIES, A GENERAL PARTNERSHIP  
                                  ) AND HEATHER H. POE AND N. C. POE, JR.

The undersigned, being the owners of all those certain pieces, parcels and tracts of land being shown and designated on the Greenville County Tax Maps as Sheet 522.1, Block 1, Parcels 29, 29.2, 29.3 and 29.4, in order to assure the orderly and systematic development of their property and to insure that, in such development, it retains its residential character, do hereby agree that the covenants and restrictions hereinafter set forth shall be binding upon all of the parties hereto and all persons claiming under them until December 31, 2000, at which time said covenants shall be automatically extended for successive periods of Ten (10) years each unless by vote of a majority of the then owners of all smaller tracts into which these shall be subsequently cut, it is agreed to change the covenants in whole or in part. These restrictions may be amended, changed or altered prior to December 31, 2000, by a unanimous vote of the then owners of all said tracts.

If the parties hereto, or any of them, or their successors, heirs or assigns, shall violate any of the covenants herein or attempt to violate any of the covenants herein, it shall be lawful for any other person or persons owning any real property situate in said tracts to prosecute any proceeding at-law or in equity against the person or persons violating or attempting to violate any such covenant, either to prevent him or them from so doing or to recover damages or other dues for such violation.

Invalidation of any one of these covenants by judgment or court order shall in no wise affect any of the other provisions which shall remain in full force and effect.

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