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 RECORDING FEES \$14.00
 PRESENTED & RECORDED:
 11-28-2012 03:17 PM
 JOHN LANE
 REGISTER OF DEEDS
 LANCASTER COUNTY, SC
 By: CANDICE PHILLIPS DEPUTY
BK: DEED 699
PG: 260-267

ASSIGNMENT OF DECLARANT'S RIGHTS

COUNTY: Lancaster
 CITY: _____

TAX MAP NUMBER: _____
 EFFECTIVE DATE: November 15th, 2012

Assignor

Assignee

**JOHN WIELAND HOMES AND
 NEIGHBORHOODS OF THE CAROLINAS,
 INC., a Georgia corporation**
 4125 Atlanta Road , SE
 Smyrna, GA 30080

JW HOMES, LLC,
 a Delaware limited liability company
 4125 Atlanta Road , SE
 Smyrna, GA 30080

The designation Assignor and Assignee as used herein shall include the named parties and their heirs, successors and assigns and shall include singular, plural, masculine, feminine or neuter as required by context.

WITNESSETH:

WHEREAS, Assignor has of even date herewith transferred to Assignee all of that certain property described on **Exhibit "A"** attached hereto and incorporated herein by this reference (the "Property").

WHEREAS, the Property is encumbered by that certain Declaration of Protective Covenants and Easements for BridgeMill, dated July 19, 2004, and recorded on July 28, 2004 in Book 245, Page 318 in the Lancaster County RMC Office, as modified, amended and supplemented from time to time (collectively, the "Declaration").

WHEREAS, Assignor is the "Declarant" under and as defined in the Declaration.

WHEREAS, Assignor desires to assign to Assignee all of its rights, title, interests, powers and authority as the Declarant under and pursuant to the Declaration as it relates to the Property.

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NOW, THEREFORE, for the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby agree and assign as follows:

1. Incorporation of Recitals. The foregoing recitals are true and correct and are incorporated herein by this reference.

2. Assignment. As of the Effective Date, Assignor hereby designates Assignee as the successor to Declarant and irrevocably assigns, transfers, conveys and sets over unto Assignee, its successors and assigns, to the fullest extent transferrable, all of Assignor's rights, title, interests, powers and authority as the Declarant under and pursuant to the Declaration and any and all documents related thereto, including, but not limited to, the articles of incorporation and bylaws of BridgeMill Citizens Assembly, Inc., a South Carolina nonprofit corporation (collectively, the "Declarant's Rights"). Assignor hereby expressly releases and relinquishes and surrenders unto Assignee all of its right, power and authority to amend, modify, cancel, terminate or in any way alter in any respect any of the terms or provisions of the Declaration. Notwithstanding the assignment of the Declarant's Rights as set forth herein, Assignor is not transferring, nor is Assignee accepting, any of the burdens, liabilities and/or obligations of the Declarant under the Declaration and/or any applicable law for any period prior to the Effective Date.

3. Representation. Assignor represents that (1) it has not executed any prior assignment, pledge or hypothecation of the Declarant's Rights assigned to Assignee hereunder, and (2) Assignor has the power and authority to transfer and assign the Declarant's Rights, and (3) except as disclosed on Exhibit "B", attached hereto and incorporated herein by this reference, Assignor has not received any notice of default under or any violation of the Declarant's Rights.

4. Future Cooperation. Assignor agrees to execute and deliver, upon request, any additional documents as may be reasonably requested by Assignee for the purpose of transferring to Assignee all of Assignor's rights in and to the Declarant's Rights.

5. Governing Law. This Assignment shall be governed by the laws of the State of South Carolina without regard to the principles of conflicts of laws.

6. Parties of Interest. This Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, Assignor has caused this Assignment of Declarant's Rights to be executed under seal this 15th day of November, 2012.

SIGNED, SEALED AND DELIVERED IN THE PRESENCE OF:

ASSIGNOR:

JOHN WIELAND HOMES AND NEIGHBORHOODS OF THE CAROLINAS, INC., a Georgia corporation

Witness #1

[Handwritten signature]

By: *[Handwritten signature]* (SEAL)
Signature of authorized signatory

Witness #2

[Handwritten signature]

Type name of authorized signatory: **F. Robert Parker**

Its: Vice-President and Secretary
(Type capacity of signatory)

STATE OF GEORGIA

COUNTY OF FULTON

I, a Notary Public for Georgia, do hereby certify that JOHN WIELAND HOMES AND NEIGHBORHOODS OF THE CAROLINAS, INC., a Georgia corporation, Grantor, by F. Robert Parker, Its: Vice-President and Secretary, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal this the 15th day of November, 2012.

[Handwritten signature]

Notary Public for Georgia

My Commission Expires: _____

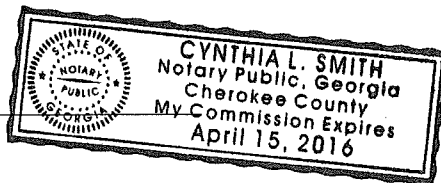


EXHIBIT "A"

LEGAL DESCRIPTION

Bridgemill Property

PARCEL 1:

"ALL that certain piece, parcel or tract of land, lying, being and situate in Indian Land Township, Lancaster County, South Carolina, and being further described as follows:

BEGINNING at a found nail in the center line of Possum Holler Road, said nail is located approximately 2 miles as measured along the center line of Possum Holler Road (also known as Possum Hollow Road) in a generally southerly direction from the intersection of the center line of Possum Holler Road with the center line of Highway 160; thence from said beginning point S 77-20-05 E 297.67 feet to a two (2) inch iron pipe; thence N 89-27-46 E 2,789.71 feet to a ¾ inch pipe then S 00-58-28 E 275.77 feet to a ¾ inch pipe a corner of the Springs Industries, Inc. property (see Deed Book P6, page 2078 in Lancaster County Register of Deeds's Office); thence with the Springs line S 53-58-06 E 273.41 feet to a ¾ inch pipe in at the northerly most corner of the M. R. Ross property (see Deed Book J, page 415 and Plat 97, page 616); thence with the Ross property line in these four (4) courses and distances; (1) S 66-24-50 W 829.38 feet to a NMS, (2) S 01-05-49 W 726.22 feet, (3) S 27-19-37 W 55.76 feet, (4) S 82-37-01 W 1,674.98 feet to a No. 5 rebar; thence S 82-37-01 W 459.88 feet to a ¾ inch pipe; thence S 14-39-08 W 1,049.19 feet to a ½ inch pipe located in the northerly right of way of Possum Holler Road; thence S 89-36-47 W 74.32 feet to a ¾ inch iron pipe located in the center line of Possum Holler Road; thence with the center line of Possum Holler Road in these 16 courses and distances, (1) N 61-30-15 W 33.07 feet, (2) N 55-31-29 W 99.88 feet, (3) N 44-35-47 W 100.01 feet, (4) N 35-40-04 W 99.91 feet, (5) N 24-49-59 W 99.95 feet, (6) N 15-04-53 W 99.95 feet, (7) N 04-45-27 W 99.94 feet, (8) N 06-16-27 E 221.11 feet to an NMS, (9) N 07-45-17 E 795.47 feet to an ½ inch pipe, (10) N 06-04-54 E 267.48 feet, (11) N 05-09-25 E 200.14 feet, (12) N 03-46-39 E 423.93 feet, (13) N 03-46-21 E 180.02 feet, (14) N 06-49-20 E 99.88 feet, (15) N 10-47-56 E 100.04 feet, (16) N 12-41-54 E 81.13 feet to the point or place of BEGINNING and being 122.16 acres, all as shown on a boundary survey prepared for John Wieland Homes, Inc. by David A. Weirich, South Carolina registered surveyor, to which reference is herewith made.

PARCEL 2:

"BEING all of that 64.71 acre tract of land lying and being in the Indianland Township of Lancaster County, South Carolina and being approximately 1.5 miles south of the intersection of SC Highway 160 and US Highway 521 as measured along US Highway 521 and being the same property shown on Plat 53 which is recorded in Lancaster County Register of Deeds office and being more particularly described as follows:

BEGINNING at a point in the right of way of US Highway 521, said point lies in the intersection of said US Highway 521 with Spice Road and being the northeasterly corner of this subject tract; thence from said beginning point and with these seventeen (17) calls and distances within the right of way of US Highway 521; (1) S 15-40-15 W 198.91 feet; (2) S 14-18-15 W 100 feet; (3) S 11-57-45 W 100 feet; (4) S 09-24-15 W 100 feet; (5) S 07-18-15 W 100 feet; (6) S 04-28-45 W 100 feet; (7) S 02-17-15 W 100 feet; (8) S 00-08-45 E 100 feet; (9) S 02-29-15 E 100 feet; (10) S 04-59-15 E 100 feet; (11) S 07-20-45 E

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100 feet; (12) S 09-59-15 E 100 feet; (13) S 12-17-15 E 100 feet; (14) S 14-18-15 E 100 feet; (15) S 16-57-15 E 100 feet; (16) S 19-16-45 E 100 feet; (17) S 19-29-45 E 100.29 feet to a point; thence S 68-35-54 W 1,469.20 feet to a 24" sweet gum tree; thence N 24-02-40 W 758 feet to a 1" pipe; thence N 66-56-00 E 131.28 feet to a ¾" pipe; thence N 64-16-21 E 107.50 feet to a point; thence N 17-06-00 W 82.09 feet to a No. 5 rebar; thence N 66-16-11 W 101.32 feet to a point; thence N 87-03-39 W 115.24 feet to a point; thence N 87-47-51 W 84.10 feet to a ½" pipe; thence N 24-02-40 W 323.95 feet to an axle; thence N. 53-54-14 W 148.66 feet to a ¾" pipe; thence N 53-58-09 W 273.40 feet to a ¾" pipe; thence N 69-09-26 E 2,357.73 feet to the point or place of BEGINNING, all as shown on a survey prepared for John Wieland Homes by ESP Associates and dated November 12, 2002.

PARCEL 3:

"ALL that certain piece, parcel or tract of land, lying, being and situate in Indian Land Township, Lancaster County, South Carolina, and being further described as follows:

BEGINNING at a point in the right of way of Possum Hollow Road (SC State Road 157), said point marks the intersection of a 25 ft. private road (as shown in Plat Book 97 at Page 610) with the right of way of Possum Hollow Road, said point also marks the southeast corner of Lot 4 (as shown in Map Book 97, Page 610 and Plat No. 5605); thence with the aforesaid private road and the easterly line of Lots 4 and 5 on the aforesaid plat, N. 14-44-03 E 841.06 feet to a rebar; thence S. 80-51-39 E. 12.45 feet to a point; thence with the eastern margin of Lot 6, N. 14-39-40 E. 339.80 feet to a No. 5 rebar in the Lynn C. Tucker Line (now the property of John Wieland Homes and Neighborhoods of North Carolina, Inc. See Deed Book 176 at Page 35); thence with the Tucker line in four (4) courses and distances as follows: (1) thence N. 82-37-01 E. 1,674.98 feet to a point; (2) thence N. 27-19-38 E. 55.76 feet; (3) thence N. 01-05-49 E. 726.22 feet to a point; (4) thence N. 66-24-50 E. 829.21 feet to a ¾ inch pipe in the Springs Industries, Inc. line (now the property of John Wieland Homes and Neighborhoods of North Carolina, Inc. See Deed Book 178 at page 11); thence with the Springs line in two (2) courses and distances as follows: (1) S 53-54-14 E. 148.66 feet to an axle; (2) S 24-02-40 E. 1,323.77 feet to a 24 inch sweet gum tree; thence S. 17-18-54 E. 183.69 feet to a one inch pipe; thence S. 23-24-09 W. 664.68 feet to a one inch pipe; thence S. 87-59-16 W. 613.26 feet to a No. 4 rebar, the southeastern corner of the Susan Ross Taylor tract (see Deed Book 159 at Page 168 and Plat 2002-302 Lancaster County Register of Deeds); thence with the Taylor tract in 10 courses and distances as follows: (1) N. 00-06-46 W. 82.81 feet; (2) N. 12-26-41 E. 198.53 feet; (3) N. 23-39-36 E. 32.70 feet; (4) N. 47-32-10 E. 41.73 feet; (5) N. 63-15-16E. 46.85 feet; (6) 67-38-39 E. 52.69 feet; (7) N. 40-36-45 E. 39.48 feet; (8) N. 12-19-22 E. 33.34 feet to a point; (9) N. 05-30-08 W. 18.5 feet; (10) N. 72-25-50 W. 659.48 feet to a one inch pipe; thence S. 84-05-39 W. 779.09 feet to a ½ inch pipe; thence S. 83-54-54 W. 324.75 feet to a point; thence S. 07-52-58 E. 1,118.11 feet to a ¾ inch pipe; thence N. 79-49-30 W. 251.57 feet to a 30 inch poplar tree; thence N. 80-50-22 W, 862.94 feet to the point or place of Beginning and containing 83.503 acres, all as shown on a survey prepared for John Wieland Homes by ESP Associates, P.A. dated December 12, 2002, to which reference is herewith made."

PARCEL 4:

"All that certain piece, parcel or tract of land lying, being and situate in Lancaster County, South Carolina, north of Possum Hollow Road (S-29-157) in the Indian Land Community, containing 5.001 acres and being shown and described on plat of survey entitled "Plat of Property of Susan Ross Taylor surveyed by J. C. Crumpler dated May 8, 2002, recorded as Plat No. 2002-302 which plat is by reference incorporated herein."

PARCEL 5:

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“Being all that certain real property consisting of approximately 23.19 acres, more or less, located in Indian Land Township, Lancaster County, South Carolina, as shown on that certain Subdivision Plat for Bridgemill Subdivision, Phase 4 – POD B, dated November 29, 2010, last revised March 10, 2011, and recorded March 17, 2011, in Plat Book 2011, page 141-142, Register of Deeds, Lancaster County, South Carolina, including Lots numbered 594, 595, and 721 through 762 inclusive, and property labeled COS, all as set forth thereon.”

LESS AND EXCEPT FROM PARCELS 1, 2, 3, 4, AND 5 THE LAND SHOWN ON THE FOLLOWING RECORDED SUBDIVISION PLATS (COLLECTIVELY “SUBDIVISION PLATS”):

Bridgemill Phase 1, Map 1 recorded in Plat Book 2004, page 49; revised by plat recorded in Plat Book 2011, page 563;

Bridgemill Phase 1, Map 2 recorded in Plat Book 2004, page 50; revised by plat recorded in Plat Book 2005, page 90; and revised by plat recorded in Plat Book 2006, page 239;

Bridgemill Phase 1, Map 3 recorded in Plat Book 2004, page 275;

Bridgemill Phase 1, Map 4 recorded in Plat Book 2005, page 29; revised by plat recorded in Plat Book 2006, page 218;

Bridgemill Phase 1, Map 5 recorded in Plat Book 2005, page 507; revised by plat recorded in Plat Book 2006, page 264;

Bridgemill Phase 1, Map 6 recorded in Plat Book 2006, page 47, revised by plat recorded in Plat Book 2006, page 342;

Bridgemill Phase 2, Map 1 recorded in Plat Book 2006, page 603; revised by plat recorded in Plat Book 2008, page 419;

Bridgemill Phase 3, Map 1 recorded in Plat Book 2007, page 659; revised by plat recorded in Plat Book 2008, page 485, and revised by plat recorded in Plat Book 2010, page 246;

Bridgemill Phase 3, Map 2 recorded in Plat Book 2007, page 945; revised by plat recorded in Plat Book 2010, page 246, and revised by plat recorded in Plat book 2011, page 232;

Bridgemill Phase 3, Map 3 recorded in Plat Book 2007, page 1052; revised by plat recorded in Plat Book 2010, page 246, and revised by plat recorded in Plat Book 2011, page 232;

Bridgemill Phase 3, Map 4 recorded in Plat Book 2008, page 95, revised by plat recorded in Plat Book 2010, page 99;

Bridgemill Phase 4, POD B, recorded in Plat Book 2011, pages 141 and 142, revised by plat recorded in Plat book 2012, page 33;

LESS AND EXCEPT FROM PARCELS 1, 2, 3, 4, AND 5 THE FOLLOWING:

0.252 acres conveyed to Lancaster County Water & Sewer District by deed recorded in Deed Book 344, page 122; and

0.229 acres conveyed to Lancaster County Water & Sewer District by deed recorded in Deed Book 288, page 1.

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PARCEL 6:

“ALL those certain pieces, parcels or lots of land, lying, being and situate in Indian Land Township, Lancaster County, South Carolina, in a subdivision known as Bridgemill, and being shown, described, and designated as:

Lots 1 and 7, Bridgemill Phase 1, Map 1, recorded in Plat Book 2004, page 49, revised by plat recorded in Plat Book 2011, page 563;

Lot 2, Bridgemill, Phase 1, Map 1, recorded in Plat Book 2004, page 49;

Lot 108 Bridgemill, Phase 1, Map 5, recorded in Plat Book 2005, page 507;

Lots 230, 231, 232, 233, 264, and 284, Bridgemill, Phase 2, Map 1, recorded in Plat Book 2006, page 603, revised by plat recorded in Plat Book 2008, page 419;

Lots 367 and 378, Bridgemill, Phase 3, Map 1, recorded in Plat Book 2007, page 659;

Lots 379, 381, 382, 389, 390, 391, 392, 393, 394, 411, 423, 424, and 444, Bridgemill Phase 3, Map 2, recorded in Plat Book 2007, page 945, revised by plat recorded in Plat Book 2010, page 246, and revised by plat recorded in Plat book 2011, page 232;

Lots 395, 396, 412, 413, 414, 415, 416, 417, 418, 419, 421, 425, 426, 427, 428, 429, 430, 431 and 433, Bridgemill, Phase 3, Map 3, recorded in Plat Book 2007, page 1052, revised by plat recorded in Plat Book 2010, page 246, and revised by plat recorded in Plat Book 2011, page 232;

Lots 595, 723, 724, 725, 726, 727, 728, 729, 730, 731, 739, 741, 742, 743, 744, 745, 752, 753, 754, 755, 756, 757, 758, 759, 760, and 762, Bridgemill, Phase 4, POD B, recorded in Plat Book 2011, pages 141 and 142, and revised by plat recorded in Plat Book 2012, page 33;

TOGETHER WITH ALL ROADS AND COMMON AREAS AS SHOWN ON SUBDIVISION PLATS, BUT LESS AND EXCEPT THOSE COMMON AREAS DESCRIBED IN THE FOLLOWING DEEDS:

1. Deed Book 265, page 222: COS 1- 0.045 acres, COS 2- 0.340 acres, COS 3- 0.185 acres, COS 4- 0.340 acres, COS 5- 0.196 acres, COS 6- 3.891 acres, COS 7- 0.187 acres, COS 8- 0.465 acres, COS 1- 3.950 acres, COS 2- 0.248 acres, COS 3- 0.316 acres, COS 4- 10.872 acres (which includes Amenity Area – 6 acres and Pond 2.312 acres), and COS 1- 21.822 acres;
2. Deed Book 317, page 138: COS 1- 0.567 acres, COS 1- 6.823 acres, and COS 2- 7.706;
3. Deed Book 373, page 331: COS 1- 0.063 acres, COS 2- 1.809 acres, COS 1- 0.077, and COS 2- 1.793 acres; and
4. Deed Book 441, page 268: COS 1- 0.336 acres, COS 2- 0.576 acres, COS 3- 1.097 acres, and COS 4- 0.407 acres.

EXHIBIT "B"

NOTICES OF DEFAULT OR VIOLATION

NONE