

See Map Jacket # 4127

SECOND AMENDMENT TO MASTER DEED CREATING

AND ESTABLISHING HOLLY LAKE CAMPGROUND, A CONDOMINIUM

This is the Second Amendment to the Master Deed of Holly Lake Campground, a New Jersey Partnership, by its managing partner, EDSON F. ROBERTSON, of 478 Shore Road, Clarmont, Township of Middle, County of Cape May, New Jersey; and

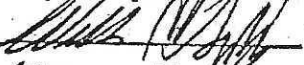
WHEREAS, on October 15, 1987, Holly Lake Campground, a Partnership filed a Master Deed creating and establishing Holly Lake Campground, A Condominium, which Deed was recorded October 15, 1987 in the Clerk's Office of Cape May County in Deed Book 1713, page 136; and

WHEREAS, on January 11, 1988, Holly Lake Campground, A Partnership filed a First Amendment to Master Deed creating and establishing Holly Lake Campground, A Condominium which Amendment was recorded January 11, 1988 in the Clerk's Office of Cape May County in Deed Book 1724, page 543; and

WHEREAS, there are further technical changes which must be made to conform said Master Deed to current circumstances and to recognize that there has been a redrawing of the lot lines of Sections 2 and 3 of said Condominium; and

WHEREAS, pursuant to paragraph 17 of said Master Deed, an Amendment to this Master Deed "may be effected solely upon the due execution and acknowledgement of an Amended Master Deed by Grantor, notwithstanding the procedures provided for in other

Prepared by:


WILLIAM E. SPIGGLE, JR. ESQUIRE

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sections of the Master Deed and without the need for the joinder by any other party" to adequately describe the completion of the improvements and/or to reflect alterations of the design and layout of the unit or any parts thereof; and

WHEREAS, these Amendments are expressly done to accurately describe the completion of improvements, to reflect the alteration of design and to correct certain errors which appeared in the filed Master Deed.

THIS MASTER DEED IS HEREBY AMENDED ACCORDINGLY:

1. The layout design of Lot 90, Section 1 of Holly Lake Campground will be revised to conform with the plat as filed with this Amendment drawn by Burkett Associates, P.A. dated November 4, 1987, revised July 1, 1988 and August 25, 1988 being designated as "Holly Lake Campground, A Condominium, Lot 16, Block 57 and Lots 10, 11, and 12, Block 58, Township of Dennis, Cape May County, New Jersey. Holly Lake Campground, Section 1, Site #90 is reduced in size to a width of 31 feet to permit a 5 foot wide walkway to be created between Lots 90 and 91. The previously filed map of Holly Lake Campground, as to Section 1 as drawn by Burkett Associates, P.A. is amended accordingly.

2. The layout, design, and numbering of Section 2 of Holly Lake Campground will be revised to conform with the plat as filed with this Amendment drawn by Burkett Associates, P.A. dated June 30, 1988 being therein designated as "Holly Lake Campground, A Condominium, Lot 16, Block 57 and Lots 10, 11, 12; Block 58, Township of Dennis, Cape May County, New Jersey,

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Holly Lake Campground, Section 2". The sites in Section 2 accordingly will be thereafter numbered 112 through 255, inclusive. Pursuant to that end, attached hereto and made a part hereof is Amended Exhibit C as it applies to Section 2 reflecting the appropriate numbering sequence being Lots 112 through 255 inclusive and including the appropriate change of the interest of Unit Owners in the common elements. The previously filed map of Holly Lake Campground, as to Section II as drawn by Michael W. Hyland Associates and amended by Taylor Engineering Company dated May 28, 1980 is hereby declared null and void and of no force and effect.

3. The layout, design and numbering of Section 3 of Holly Lake Campground will be revised to conform with the plan as filed with this Amendment drawn by Burkett Associates, P.A. dated June 30, 1988 being therein designated as "Holly Lake Campground, A Condominium Lot 16; Block 57 and Lots 10, 11, and 12; Block 58, Township of Dennis, Cape May County, New Jersey, Holly Lake Campground, Section 3". The sites in Section 3 accordingly will be thereafter numbered 256 through 351, inclusive. Pursuant to that end, attached hereto and made a part hereof is Amended Exhibit C as it applies to Section 3 reflecting the appropriate numbering sequence being Lots 256 through 351, inclusive and including the appropriate change of the interest of Unit owners in the common elements. The previously filed map of Holly Lake Campground, as to Section III as drawn by Michael W. Hyland Associates and amended by Taylor Engineering Company dated May 28, 198 is

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hereby declared null and void and of no force and effect.

4. All appropriate paragraphs of the Master Deed and the First Amendment to the Master Deed and specifically but not limited to paragraph 2B of the Master Deed and paragraph 3 of the Master Deed will be amended to reflect that the improvements to be constructed thereon shall consist of 351 camp lots, not 360 camp lots and the proportionate interest appurtenant to each unit at the completion of Sections 1 and 2 will be adjusted downward to .3921% not .4672% the next section to be completed; and the proportionate interest is to be further amended and adjusted upward to .2849% not .2777% at the completion of all 351 sites. Unit Owners by accepting title to their unit agrees to accept said adjustment of their proportionate interest.

5. Paragraph 10A of the Master Deed will be Amended to reflect as follows:

"Following the first conveyance, each Unit Owner shall be liable and charged for one one hundred eleventh (1/111th) of all common expenses. Following the conveyance of the one-hundred and eleventh (111th) unit each Unit Owner shall be liable and charged for one-two hundred and fifty-fifth (1/255th) of all common expenses; following the conveyance of the two-hundred and fifty-sixth (256th) unit each Unit Owner shall be liable and charged for one-three hundred and fifty-first (1/351st) of all common expenses. The developer shall be responsible for the payment of and deficits in the common expense budget. Anything to the contrary in the

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original Master Deed or Amendment is declared null and void.

6. Paragraph 15, subparagraph 3, is amended to reflect that "For so long as Grantor owns two hundred sixty-four (264) or more units, Grantor may designate all of the members of the Board of Trustees and if Grantor owns eighty-eight (88) or more units, Grantor may designate a majority of the members of the five member Board of Trustees of the Association. If the Grantor owns less than eighty eight (88) units, grantor shall turn over the entire Board of Trustees to election by the Unit Owners. These numerical designation are based upon a five member board which is not to be changed so long as the developers retain any units in the Campground.

7. Article III, Paragraph 2 of the By-Laws is to be amended to reflect that the first annual meeting shall be postponed, at the option of the initial Board of Trustees, to sixty days following the date on which title to eighty-eight (88) or more of the units shall have been conveyed by seller to the first Unit Owners (other than Seller). The remaining portion of that paragraph will remain as written.

8. Article IV, Paragraph 1, page 8, lines 7 to 21 will be amended accordingly:

"...right of Grantor to designate (i) all of the Trustees, so long as it holds title to two hundred sixty-four (264) or more units as provided in the Master Deed; (ii) three (3) of the Trustees, so long as it holds title to eighty-eight (88) or more units.

Within sixty (60) days after such time as title to the following number of units shall have been conveyed to the first Unit Owners other than the Grantor, in each case, a special meeting shall be called and held to elect some or all new members of the Board of Trustees: (1) when eighty-eight (88) have been conveyed the Unit Owners shall elect two (2)

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Trustees; (2) when two hundred sixty-four (264) have been conveyed the Unit Owners shall elect all Trustees, provided, however, that until such time as all units have been conveyed by the Grantor the number of the Trustees of the Board of Trustees shall not be changed..."

9. Article XIII of the Master Deed, Condominium Rules and Regulations, page 25 will be Amended to read "Only aluminum factory manufactured screened enclosures shall be permitted. Only aluminum and/or steel utility buildings, no larger than six feet by eight feet are permitted. Only aluminum rooms of a manufactured type may be erected. "The remaining portion of paragraph 25 will not be changed.

10. Unit Owner will provide adequate landscaping within ninety (90) days of occupancy. No clothes poles, lines or clothes trees shall be installed or maintained, nor shall any laundry or other thing be hung out to dry outside of any Unit or elsewhere within the Condominium. The Owner of each Unit shall not cause or permit any clothes, sheets, blankets, or laundry of any kind or other articles to be hung or displayed on the outside of windows or placed on the outside windowsills, walls, balconies or decks of any Building or in any parking areas.

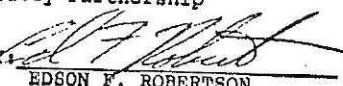
11. Except as amended by the First Amendment and hereafter by the Second Amendment, the Master Deed as filed on October 15, 1987 and the Amendment filed January 11, 1988 are ratified and reaffirmed as though re-executed and rerecorded at this time.

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IN WITNESS WHEREOF, the Grantors have executed this
Second Amendment to the Master Deed the date and year first
above written.


HOLLY LAKE CAMPGROUND, A New
Jersey Partnership

BY: 
EDSON F. ROBERTSON

STATE OF NEW JERSEY)

COUNTY OF CAPE MAY)

I certify that on *March 15*, 1988, Edson F. Robertson,
Managing Partner for Holly Lake Campground, A New Jersey
Partnership personally came before me and acknowledge that
under oath, to my satisfaction, that this person: (a) is named
in and personally signed this Deed; (b) Signed, sealed and
delivered this Deed as his act and deed; and (c) made this
Deed for one dollar as the full and actual consideration paid
or to be paid upon the transfer of title (such consideration
is defined in N.J.S.A. 46:15-5).


Attorney for Law
OF NEW JERSEY

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EXHIBIT C

PROPORTIONATE INTEREST
OF UNIT OWNERS IN COMMON ELEMENTS

Section 1	At Completion of Section 1	At Completion of Sections 1 & 2	At Completion of Sections 1, 2 & 3
1	.9009%	.3921%	.2849%
2	.9009%	.3921%	.2849%
3	.9009%	.3921%	.2849%
4	.9009%	.3921%	.2849%
5	.9009%	.3921%	.2849%
6	.9009%	.3921%	.2849%
7	.9009%	.3921%	.2849%
8	.9009%	.3921%	.2849%
9	.9009%	.3921%	.2849%
10	.9009%	.3921%	.2849%
11	.9009%	.3921%	.2849%
12	.9009%	.3921%	.2849%
13	.9009%	.3921%	.2849%
14	.9009%	.3921%	.2849%
15	.9009%	.3921%	.2849%
16	.9009%	.3921%	.2849%
17	.9009%	.3921%	.2849%
18	.9009%	.3921%	.2849%
19	.9009%	.3921%	.2849%
20	.9009%	.3921%	.2849%
21	.9009%	.3921%	.2849%
22	.9009%	.3921%	.2849%
23	.9009%	.3921%	.2849%
24	.9009%	.3921%	.2849%
25	.9009%	.3921%	.2849%
26	.9009%	.3921%	.2849%
27	.9009%	.3921%	.2849%
28	.9009%	.3921%	.2849%
29	.9009%	.3921%	.2849%
30	.9009%	.3921%	.2849%
31	.9009%	.3921%	.2849%
32	.9009%	.3921%	.2849%
33	.9009%	.3921%	.2849%
34	.9009%	.3921%	.2849%
35	.9009%	.3921%	.2849%
36	.9009%	.3921%	.2849%
37	.9009%	.3921%	.2849%
38	.9009%	.3921%	.2849%
39	.9009%	.3921%	.2849%
40	.9009%	.3921%	.2849%
41	.9009%	.3921%	.2849%
42	.9009%	.3921%	.2849%
43	.9009%	.3921%	.2849%
44	.9009%	.3921%	.2849%
45	.9009%	.3921%	.2849%
46	.9009%	.3921%	.2849%
47	.9009%	.3921%	.2849%
48	.9009%	.3921%	.2849%
49	.9009%	.3921%	.2849%
50	.9009%	.3921%	.2849%
51	.9009%	.3921%	.2849%
52	.9009%	.3921%	.2849%
53	.9009%	.3921%	.2849%
54	.9009%	.3921%	.2849%
55	.9009%	.3921%	.2849%
56	.9009%	.3921%	.2849%
57	.9009%	.3921%	.2849%

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58	.9009Z	.3921Z	.2849Z
59	.9009Z	.3921Z	.2849Z
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65	.9009Z	.3921Z	.2849Z
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70	.9009Z	.3921Z	.2849Z
71	.9009Z	.3921Z	.2849Z
72	.9009Z	.3921Z	.2849Z
73	.9009Z	.3921Z	.2849Z
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82	.9009Z	.3921Z	.2849Z
83	.9009Z	.3921Z	.2849Z
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86	.9009Z	.3921Z	.2849Z
87	.9009Z	.3921Z	.2849Z
88	.9009Z	.3921Z	.2849Z
89	.9009Z	.3921Z	.2849Z
90	.9009Z	.3921Z	.2849Z
91	.9009Z	.3921Z	.2849Z
92	.9009Z	.3921Z	.2849Z
93	.9009Z	.3921Z	.2849Z
94	.9009Z	.3921Z	.2849Z
95	.9009Z	.3921Z	.2849Z
96	.9009Z	.3921Z	.2849Z
97	.9009Z	.3921Z	.2849Z
98	.9009Z	.3921Z	.2849Z
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100	.9009Z	.3921Z	.2849Z
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108	.9009Z	.3921Z	.2849Z
109	.9009Z	.3921Z	.2849Z
110	.9009Z	.3921Z	.2849Z
111	.9009Z	.3921Z	.2849Z

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EXHIBIT C
 PROPORTIONATE INTEREST
 OF UNIT OWNERS IN COMMON ELEMENTS

Section 2	At Completion of Section 1	At Completion of Sections 1 & 2	At Completion of Sections 1, 2 & 3
112	OZ	.3921X	.2849X
113	OZ	.3921X	.2849X
114	OZ	.3921X	.2849X
115	OZ	.3921X	.2849X
116	OZ	.3921X	.2849X
117	OZ	.3921X	.2849X
118	OZ	.3921X	.2849X
119	OZ	.3921X	.2849X
120	OZ	.3921X	.2849X
121	OZ	.3921X	.2849X
122	OZ	.3921X	.2849X
123	OZ	.3921X	.2849X
124	OZ	.3921X	.2849X
125	OZ	.3921X	.2849X
126	OZ	.3921X	.2849X
127	OZ	.3921X	.2849X
128	OZ	.3921X	.2849X
129	OZ	.3921X	.2849X
130	OZ	.3921X	.2849X
131	OZ	.3921X	.2849X
132	OZ	.3921X	.2849X
133	OZ	.3921X	.2849X
134	OZ	.3921X	.2849X
135	OZ	.3921X	.2849X
136	OZ	.3921X	.2849X
137	OZ	.3921X	.2849X
138	OZ	.3921X	.2849X
139	OZ	.3921X	.2849X
140	OZ	.3921X	.2849X
141	OZ	.3921X	.2849X
142	OZ	.3921X	.2849X
143	OZ	.3921X	.2849X
144	OZ	.3921X	.2849X
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146	OZ	.3921X	.2849X
147	OZ	.3921X	.2849X
148	OZ	.3921X	.2849X
149	OZ	.3921X	.2849X
150	OZ	.3921X	.2849X
151	OZ	.3921X	.2849X
152	OZ	.3921X	.2849X
153	OZ	.3921X	.2849X
154	OZ	.3921X	.2849X
155	OZ	.3921X	.2849X
156	OZ	.3921X	.2849X
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163	OZ	.3921X	.2849X
164	OZ	.3921X	.2849X
165	OZ	.3921X	.2849X
166	OZ	.3921X	.2849X
167	OZ	.3921X	.2849X
168	OZ	.3921X	.2849X

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169	OZ	.3921X	.2849X
170	OZ	.3921X	.2849X
171	OZ	.3921X	.2849X
172	OZ	.3921X	.2849X
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178	OZ	.3921X	.2849X
179	OZ	.3921X	.2849X
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182	OZ	.3921X	.2849X
183	OZ	.3921X	.2849X
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185	OZ	.3921X	.2849X
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191	OZ	.3921X	.2849X
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193	OZ	.3921X	.2849X
194	OZ	.3921X	.2849X
195	OZ	.3921X	.2849X
196	OZ	.3921X	.2849X
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198	OZ	.3921X	.2849X
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200	OZ	.3921X	.2849X
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222	OZ	.3921X	.2849X
223	OZ	.3921X	.2849X
224	OZ	.3921X	.2849X
225	OZ	.3921X	.2849X
226	OZ	.3921X	.2849X
227	OZ	.3921X	.2849X
228	OZ	.3921X	.2849X
229	OZ	.3921X	.2849X
230	OZ	.3921X	.2849X
231	OZ	.3921X	.2849X
232	OZ	.3921X	.2849X

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233	OX	.3921X	.2849X
234	OX	.3921X	.2849X
235	OX	.3921X	.2849X
236	OX	.3921X	.2849X
237	OX	.3921X	.2849X
238	OX	.3921X	.2849X
239	OX	.3921X	.2849X
240	OX	.3921X	.2849X
241	OX	.3921X	.2849X
242	OX	.3921X	.2849X
243	OX	.3921X	.2849X
244	OX	.3921X	.2849X
245	OX	.3921X	.2849X
246	OX	.3921X	.2849X
247	OX	.3921X	.2849X
248	OX	.3921X	.2849X
249	OX	.3921X	.2849X
250	OX	.3921X	.2849X
251	OX	.3921X	.2849X
252	OX	.3921X	.2849X
253	OX	.3921X	.2849X
254	OX	.3921X	.2849X
255	OX	.3921X	.2849X

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EXHIBIT C

PROPORTIONATE INTEREST
OF UNIT OWNERS IN COMMON ELEMENTS

Section 3	At Completion of Section 1	At Completion of Sections 1 & 2	At Completion of Sections 1, 2 & 3
256	0%	0%	.2849%
257	0%	0%	.2849%
258	0%	0%	.2849%
259	0%	0%	.2849%
260	0%	0%	.2849%
261	0%	0%	.2849%
262	0%	0%	.2849%
263	0%	0%	.2849%
264	0%	0%	.2849%
265	0%	0%	.2849%
266	0%	0%	.2849%
267	0%	0%	.2849%
268	0%	0%	.2849%
269	0%	0%	.2849%
270	0%	0%	.2849%
271	0%	0%	.2849%
272	0%	0%	.2849%
273	0%	0%	.2849%
274	0%	0%	.2849%
275	0%	0%	.2849%
276	0%	0%	.2849%
277	0%	0%	.2849%
278	0%	0%	.2849%
279	0%	0%	.2849%
280	0%	0%	.2849%
281	0%	0%	.2849%
282	0%	0%	.2849%
283	0%	0%	.2849%
284	0%	0%	.2849%
285	0%	0%	.2849%
286	0%	0%	.2849%
287	0%	0%	.2849%
288	0%	0%	.2849%
289	0%	0%	.2849%
290	0%	0%	.2849%
291	0%	0%	.2849%
292	0%	0%	.2849%
293	0%	0%	.2849%
294	0%	0%	.2849%
295	0%	0%	.2849%
296	0%	0%	.2849%
297	0%	0%	.2849%
298	0%	0%	.2849%
299	0%	0%	.2849%
300	0%	0%	.2849%
301	0%	0%	.2849%
302	0%	0%	.2849%
303	0%	0%	.2849%
304	0%	0%	.2849%
305	0%	0%	.2849%
306	0%	0%	.2849%
307	0%	0%	.2849%
308	0%	0%	.2849%
309	0%	0%	.2849%
310	0%	0%	.2849%
311	0%	0%	.2849%
312	0%	0%	.2849%

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DB1886P0157

313	OZ	OZ	.2849X
314	OZ	OZ	.2849X
315	OZ	OZ	.2849X
316	OZ	OZ	.2849X
317	OZ	OZ	.2849X
318	OZ	OZ	.2849X
319	OZ	OZ	.2849X
320	OZ	OZ	.2849X
321	OZ	OZ	.2849X
322	OZ	OZ	.2849X
323	OZ	OZ	.2849X
324	OZ	OZ	.2849X
325	OZ	OZ	.2849X
326	OZ	OZ	.2849X
327	OZ	OZ	.2849X
328	OZ	OZ	.2849X
329	OZ	OZ	.2849X
330	OZ	OZ	.2849X
331	OZ	OZ	.2849X
332	OZ	OZ	.2849X
333	OZ	OZ	.2849X
334	OZ	OZ	.2849X
335	OZ	OZ	.2849X
336	OZ	OZ	.2849X
337	OZ	OZ	.2849X
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339	OZ	OZ	.2849X
340	OZ	OZ	.2849X
341	OZ	OZ	.2849X
342	OZ	OZ	.2849X
343	OZ	OZ	.2849X
344	OZ	OZ	.2849X
345	OZ	OZ	.2849X
346	OZ	OZ	.2849X
347	OZ	OZ	.2849X
348	OZ	OZ	.2849X
349	OZ	OZ	.2849X
350	OZ	OZ	.2849X
351	OZ	OZ	.2849X

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118-C

15 pgs 1-N

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R005204

RECORDED
CAPE MAY COUNTY

89 MAR 17 PM 3:10

Joseph A. Pollock
COUNTY CLERK

603009

Peter A. Smith
RD #3 Box 305
Woodbine NJ
08270

XO

XO

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0210988180