

**TWELFTH AMENDMENT  
TO  
AMENDED AND RESTATED DECLARATION OF CONDOMINIUM  
RIDGEWOOD, A CONDOMINIUM  
Ridgewood Drive, Falmouth, Maine**

This Twelfth Amendment to Amended and Restated Declaration of Condominium (“Twelfth Amendment”) is effective January 27, 2017 at 12:01 am (the “Effective Date”) by Ridgewood Associates, LLC, a Maine limited liability company (the “Declarant”).

**RECITALS**

WHEREAS, Declarant created and declared certain units in Ridgewood, a Condominium, situated in Falmouth, Maine (the “Condominium”), in that certain Declaration of Condominium dated September 16, 2009 and recorded in the Cumberland County Registry of Deeds (the “Registry”) in Book 27257, Page 154 (the “Declaration”); as amended by that certain Amended and Restated Declaration of Condominium dated October 27, 2011 and recorded November 14, 2011 in the said Registry at Book 29119, Page 100; and as amended by First Amendment to Amended and Restated Declaration of Condominium dated June 6, 2013, and recorded in the said Registry in Book 30720, Page 196; and by Second Amendment to Amended and Restated Declaration of Condominium dated October 23, 2013 and recorded in said Registry in Book 31117, Page 232; and by Third Amendment to Amended and Restated Declaration of Condominium dated March 1, 2014 and recorded in said Registry in Book 31342, Page 14; and by Fourth Amendment to Amended and Restated Declaration of Condominium effective October 1, 2014 and recorded in said Registry of Deeds in Book 31788; Page 85 and by Fifth Amendment to Amended and Restated Declaration of Condominium dated October 5, 2015 and recorded in said Registry of Deeds in Book 32644, Page 125; and by Sixth Amendment to Amended and Restated Declaration of Condominium dated February 26, 2016 and recorded in said Registry of Deeds in Book 32928, Page 209; and by Seventh Amendment to Amended and Restated Declaration of Condominium dated May 16, 2016 and recorded in said Registry of Deeds in Book 33092, Page 163; and by Eighth Amendment to Amended and Restated Declaration of Condominium dated July 29, 2016 and recorded in said Registry of Deeds in Book 33308, Page 156; and by Ninth Amendment to Amended and Restated Declaration of Condominium dated October 7, 2016 and recorded in said Registry of Deeds in Book 33507, Page 266; and by Tenth Amendment to Amended and Restated Declaration of Condominium dated November 23, 2016 and recorded in said Registry of Deeds in Book 33626, Page 228; and by Eleventh Amendment to Amended and Restated Declaration of Condominium dated January

4, 2017 and recorded in said Registry of Deeds in Book 33738, Page 105 (the "Amended Declaration"); and

WHEREAS, the Amended Declaration contemplates the construction of additional units at the Condominium in phases and the creation and recording of amendments to the Amended Declaration to declare and create additional units and to reallocate the Percentage Interests, Common Expenses and voting rights among the Units in the Condominium upon the creation and declaration of the additional units; and

WHEREAS, the Declarant desires to amend the Amended Declaration to (i) declare and create two (2) additional units to be designated as Phase 2H of the Condominium as set forth herein, (ii) to amend Exhibit B to the Amended Declaration in order to reallocate the Percentage Interests, Common Expenses and voting rights for Units in the Condominium among all of the Units, including the Units declared and created hereby, and (iii) to amend Exhibit C to the Declaration to reference and incorporate the recorded Unit Plans for Units in the Condominium that were constructed subsequent to the recording of the Amended Declaration.

NOW THEREFORE, pursuant to the Maine Condominium Act and Articles 6 and 10 of the Amended Declaration, the undersigned hereby amends the Amended Declaration as follows:

1. A total of two (2) additional Units in the Condominium are created by this Amendment. The additional units in the Condominium, identified as Units H1 and L2, are hereby created and declared as Phase 2H. As provided in the Amended Declaration, the exact location of the vertical unit boundaries for the additional Units created and declared hereby shall be set forth on a Unit Plan to be recorded as of the time of the conveyance of the Units to purchasers.

2. The Percentage Interests, Common Expenses and voting rights and phases for all declared Units in the Condominium as of the date hereof shall be as set forth in Exhibit B (the "Amended Exhibit B") attached hereto and incorporated herein, and the Amended Exhibit B shall replace in its entirety Exhibit B attached to the Amended Declaration, effective upon recording of this Twelfth Amendment.

3. Exhibit C to the Amended Declaration is hereby replaced with the Amended Exhibit C Attached hereto, referencing the recorded Unit Plans that set forth the exact location of the vertical unit boundaries of Units in the Condominium that have been conveyed to purchasers since the date of recording of the Eleventh Amendment to the Amended and Restated Declaration of Condominium.

4. This Twelfth Amendment is made in exercise of the Declarant's Development Rights as set forth in Section 10.2 (b) of the Amended Declaration and shall become effective upon the Effective Date, following recording without the consent of any Unit Owner or Eligible Mortgagee.

5. All capitalized terms not defined herein shall have the meanings set forth in the Amended Declaration.

6. Except as set forth in this Twelfth Amendment, all terms and conditions of the Amended Declaration shall remain in full force and effect.

IN WITNESS WHEREOF, Ridgewood Associates, LLC has caused this instrument to be executed on January 25, 2017, with an effective date as of January 27, 2017 at 12:01 am.

WITNESS:

Jason C. Stude

Ridgewood Associates, LLC  
By Apex Management, LLC, Its Manager

By: Michael H. Payson, Jr.  
Michael H. Payson, Jr.  
Its: Manager

STATE OF MAINE  
CUMBERLAND, SS.

January 25, 2017

Personally appeared before me the above named Michael H. Payson, Jr., Manager of Apex Management, LLC, Manager of Ridgewood Associates, LLC, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of Ridgewood Associates, LLC and its Manager, Apex Management, LLC.

Before me,

Roma A. Bonnin

Notary Public/Attorney At Law

Commission Expires:

Print Name:

ROMA A. BONNIN  
Notary Public, Maine  
My Commission Expires October 4, 2019

## EXHIBIT B

to

**Twelfth Amendment to Amended and Restated Declaration of Condominium  
Ridgewood, a Condominium, Falmouth, Maine**

PERCENTAGE INTERESTS IN COMMON ELEMENTS AND PERCENTAGE  
OF COMMON EXPENSE LIABILITY \*

| Unit No. | Unit Percentage Interest | Vote | Phase | Unit No. | Unit Percentage Interest | Vote | Phase |
|----------|--------------------------|------|-------|----------|--------------------------|------|-------|
| A1       | 1.887                    | 1    | 1A    | L1       | 1.887                    | 1    | 2B    |
| A2       | 1.887                    | 1    | 1A    | L2       | 1.887                    | 1    | 2H    |
| A3       | 1.887                    | 1    | 1A    | M5       | 1.887                    | 1    | 2A    |
| A4       | 1.887                    | 1    | 1A    | N3       | 1.887                    | 1    | 2A    |
| A5       | 1.887                    | 1    | 1A    | N4       | 1.887                    | 1    | 2D    |
| B1       | 1.887                    | 1    | 1A    | O1       | 1.887                    | 1    | 1F    |
| B2       | 1.887                    | 1    | 1A    | O2       | 1.887                    | 1    | 1D    |
| B3       | 1.887                    | 1    | 1A    | O3       | 1.887                    | 1    | 1B    |
| B4       | 1.887                    | 1    | 1A    | P1       | 1.887                    | 1    | 1G    |
| C1       | 1.887                    | 1    | 1A    | P2       | 1.887                    | 1    | 1D    |
| C2       | 1.887                    | 1    | 1A    | P4       | 1.887                    | 1    | 1B    |
| D1       | 1.887                    | 1    | 1A    | Q1       | 1.887                    | 1    | 1B    |
| D2       | 1.887                    | 1    | 1A    | Q2       | 1.887                    | 1    | 1B    |
| D3       | 1.887                    | 1    | 1A    | R1       | 1.887                    | 1    | 1E    |
| E1       | 1.887                    | 1    | 1A    | R2       | 1.887                    | 1    | 1B    |
| E2       | 1.887                    | 1    | 1A    | S1       | 1.887                    | 1    | 1C    |
| E3       | 1.887                    | 1    | 1A    | S2       | 1.887                    | 1    | 1C    |
| E4       | 1.887                    | 1    | 1A    | S3       | 1.887                    | 1    | 1D    |
| E5       | 1.887                    | 1    | E5    | T1       | 1.887                    | 1    | 1D    |
| E6       | 1.887                    | 1    | 1A    | T2       | 1.887                    | 1    | 1D    |
| F2       | 1.887                    | 1    | 2E    | T3       | 1.887                    | 1    | 1D    |
| F4       | 1.887                    | 1    | 2F    | T4       | 1.887                    | 1    | 1D    |
| G1       | 1.887                    | 1    | 2G    | T5       | 1.887                    | 1    | 1C    |
| H1       | 1.887                    | 1    | 2H    | T6       | 1.887                    | 1    | 1E    |
| H3       | 1.887                    | 1    | 2B    |          |                          |      |       |
| H5       | 1.887                    | 1    | 2C    |          |                          |      |       |
| I1       | 1.887                    | 1    | 2F    |          |                          |      |       |
| I2       | 1.887                    | 1    | 2F    |          |                          |      |       |
| K1       | 1.887                    | 1    | 2F    |          |                          |      |       |

\* A Unit's Percentage Interest and percentage of Common Expenses liability shall be determined by dividing 100 by the number of Units.

**EXHIBIT C**  
to  
**Twelfth Amendment to Amended and Restated Declaration of Condominium**  
**Ridgewood, a Condominium, Falmouth, Maine**

The following table contains a listing of the Unit Plans for each of the Units that have been constructed and sold. Each Unit Plan sets forth the actual location of the Vertical and Horizontal Unit Boundaries of the Unit, as required by the Act and as set forth in Section 3.2 (f) of the Amended Declaration. As additional Units are sold and additional Unit Plans are recorded, the Declarant shall record an amendment to the Declaration amending this Exhibit C to incorporate by reference the recording information of each additional Unit Plan. The Unit Plans for sold and constructed Units as of the date of the recording of this Amended Exhibit C are as follows:

| Unit Number                  | Plan Book and Page of Recorded Unit Plan |
|------------------------------|--|
| B4                           | 209-270; recorded 9/17/2009              |
| B2                           | 209-376; recorded 11/4/2009              |
| C2                           | 210-135; recorded 4/06/2010              |
| A4                           | 210-150; recorded 4/26/2010              |
| A2                           | 210-186; recorded 6/01/2010              |
| C1                           | 210-204; recorded 6/23/2010              |
| A3                           | 210-208; recorded 6/29/2010              |
| A5                           | 210-247; recorded 7/30/2010              |
| B3                           | 210-257; recorded 8/11/2010              |
| E5                           | 210-308; recorded 9/14/2010              |
| A1                           | 210-331; recorded 9/29/2010              |
| E1                           | 211-210; recorded 8/19/2011              |
| D1                           | 211-254; recorded 9/14/2011              |
| B1                           | 211-372; recorded 12/15/2011             |
| E4                           | 212-362; recorded 11/16/2012             |
| E6                           | 213-22; recorded 2/14/2013               |
| D2                           | 213-43; recorded 2/21/2013               |
| E3                           | 213-204; recorded 5/24/2013              |
| Q2                           | 213-256; recorded 6/17/2013              |
| O3                           | 213-286; recorded 7/2/2013               |
| Q1                           | 213-314; recorded 8/7/2013               |
| P4                           | 213-337; recorded 9/4/2013               |
| S1                           | 213-398; recorded 11/01/2013             |
| S2                           | 213-435; recorded 12/04/2013             |
| T5                           | 213-448; recorded 12/16/2013             |
| R2                           | 214-11; recorded 1/15/2014               |
| O2                           | 214-227; recorded 6/23/2014              |
| P2                           | 214-238; recorded 7/2/2014               |
| S3                           | 214-61; recorded 3/6/2014                |
| <i>(continued next page)</i> |  |

|    |                              |
|----|------------------------------|
| T1 | 214-176; recorded 5/23/2014  |
| T2 | 214-134; recorded 4/22/2014  |
| T3 | 214-118; recorded 4/4/2014   |
| T4 | 214-264; recorded 7/31/2014  |
| R1 | 214-406; recorded 10/9/2014  |
| N3 | 215-418; recorded 10/15/2015 |
| H3 | 216-42; recorded 2/29/2016   |
| L1 | 216-68; recorded 3/15/2016   |
| M5 | 216-131; recorded 5/4/2016   |
| P1 | 216-154; recorded 5/16/2016  |
| H5 | 216-176; recorded 6/2/2016   |
| O1 | 216-184; recorded 6/3/2016   |
| T6 | 216-191; recorded 6/13/16    |
| N4 | 216-287; recorded 7/29/16    |
| F2 | 216-429; recorded 10/25/16   |
| F4 | 216-464; recorded 11/23/16   |
| I1 | 216-528; recorded 12/22/16   |
| I2 | 216-483; recorded 12/2/16    |
| K1 | 216-489; recorded 12/5/16    |
| G1 | 217-3; recorded 1/6/17       |

Amended as of January 27, 2017 to reflect Unit Plans recorded as of such date.