

STATE OF SOUTH CAROLINA)
)
 COUNTY OF GREENVILLE)

SIXTH AMENDMENT TO
 DECLARATION (MASTER DEED)
 OF PROFESSIONAL CENTER ON
 MILLS, FORMERLY PHYSICIANS
 CENTER HORIZONTAL PROPERTY
 REGIME

RECORDED
 10-18-88 A 11:12
 REGISTERED

WHEREAS, by Declaration (Master Deed) dated September 25, 1984 and Recorded in the RMC Office for Greenville County on October 12, 1984 in Deed Book 1223 at Pages 164 through 227 inclusive, the Declarant, AMERICAN SERVICE CORPORATION OF S.C., retained and reserved the right to subdivide the units in the regime; and

WHEREAS, by First Amendment to said Declaration (Master Deed) recorded in the RMC Office for Greenville County on February 19, 1986 in Deed Book 1260 at Pages 108 through 115, the name changed from Physicians Center Horizontal Property Regime to Professional Center on Mills Horizontal Property Regime, and Unit 3 was subdivided into two (2) units known as Unit 3 and Unit 3-A; and

WHEREAS, by Second Amendment to said Declaration (Master Deed) Recorded in the RMC Office for Greenville County on June 13, 1986 in Deed Book 1268 at Pages 559 through 556, Unit 2 was subdivided into three (3) units known as Units 2, 2-A and 2-B and the percentage of undivided interests in the General Common Elements and Limited Common Elements was changed as shown in Exhibits A and B thereof and

WHEREAS, by Third Amendment to said Declaration (Master Deed) recorded in the RMC Office for Greenville County on June 1, 1988 in Deed Book 1326 at Page 964, Unit 3 was further divided into Unit 3 and Unit 3-B and the

percentages of undivided interests in the General Common Elements and Common Elements were changed as shown on Exhibits "A" and "B".

WHEREAS, by Fourth Amendment to said Declaration (Master Deed) Recorded in the RMC Office for Greenville County on April 25, 1997 in Deed Book 1685 at Page 572, Unit 3 was further divided into Unit 3 and Unit 3-D and the percentages of undivided interests in the General Common Elements and Common Elements were changed as shown on Exhibits "A" and "B"; and

WHEREAS, by Fifth Amendment to said Declaration (Master Deed) recorded in the RMC Office for Greenville County on June 15, 1998 in Deed Book 1768 at Page 472 Unit 2 was decreased and Unit 2-A was increased by the Same square footage shown on Exhibit "A" attached and the percentage of undivided interests in the General Common Elements and Limited Common Elements of all units were changed as shown on Exhibits "A" and "B".

WHEREAS, Declarant has now divested itself of all interest and duties assigned same to the current owners and now the current owners below, declare the Declaration (Master Deed) of Professional Center on Mills Horizontal Property Regime to be amended to provide for an alteration in the subdivision of Units 2 and 2-A so that Unit 2 is increased and Unit 2-A is decreased by the same square footage shown in Exhibit "A" attached hereto and the percentage of undivided interests in the General Common Elements and Limited Common Elements of all units are hereby changed to the percentage of undivided interest and to have the square footage and dimension, likewise shown on Exhibit "A".

Except as heretofore amended and herein amended, the Declaration shall

remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have executed this document this

25th day of September, 2003.

IN THE PRESENCE OF :

Ashley D. Seefeld
Robert C. Ray

By: [Signature]
Robert C. Ray
Title: owner

Ashley D. Seefeld
Robert C. Ray

By: [Signature]
Robert C. Ray
Title: owner
310 Mills Ave. Associates,
a partnership

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that (s)he saw all the above sign, seal and deliver the foregoing Agreement this 25th Day of September 2003.

[Signature]

SWORN to before me this 25th day of September 2003.

[Signature]
Notary Public for South Carolina My Commission Expires
My Commission Expires: _____ April 21, 2013

Handwritten signature

Robin D. Phasto

By: James R. Owings, Jr.
J. R. Owings, Jr.
DDS, MSD

Title: Owner
Periodontic Associates, PA.

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that
(s)he saw all the above sign, seal and deliver the foregoing Agreement this 25th
Day of September 2003.

Handwritten signature

SWORN to before me this
25th day of September 2003.

Robin D. Phasto

Notary Public for South Carolina
My Commission Expires: April 21, 2013

Penny H. Macaulay
Robin D. Jhant

By: F. Fernune Sudderth
F. Fernune Sudderth
Title: Owner
Sudderth Dental
Laboratory

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that
(s)he saw all the above sign, seal and deliver the foregoing Agreement this 25th
Day of Sept, 2003.

Penny H. Macaulay

SWORN to before me this
25th day of September, 2003.

Robin D. Jhant

Notary Public for South Carolina My Commission Expires
My Commission Expires: April 21, 2013

Robin S. Johnston

By: Harold C. Jennings, Jr.
Harold C. Jennings, Jr.
DMD

Doris A. Skeggs

Title: Owner
Harold C. Jennings, Jr.
DMD

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that (s)he saw all the above sign, seal and deliver the foregoing Agreement this 11th Day of September 2003.

Doris A. Skeggs

SWORN to before me this 11th day of September 2003.
Robin S. Johnston
Notary Public for South Carolina
My Commission Expires: 5-15-13

Phyllis J. Patter
Robin A. Johnston

By: James D. Faulkner
James D. Faulkner

Title: Owner
Faulkner & Associates,
Inc.

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that
(s)he saw all the above sign, seal and deliver the foregoing Agreement this 25th
Day of September 2003.

Phyllis J. Patter

SWORN to before me this
25th day of September 2003.

Robin A. Johnston

Notary Public for South Carolina
My Commission Expires: April 21, 2013

Robin D. Phaste
Robin D. Phaste

By: David L. Narramore
David L. Narramore, AIA
Title: president
Narramore Associates,
Inc.

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that
(s)he saw all the above sign seal and deliver the foregoing
Agreement this 25th
Day of September 2003.

Robin D. Phaste

SWORN to before me this
25th day of September 2003.

Robin D. Phaste
Notary Public for South Carolina
My Commission Expires: My Commission Expires
April 21, 2013

Jenny Knight
Robin D. Johnston

By: William H. Ehlied
William H. Ehlied
Title: Owner
William H. Ehlied, PA

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me the undersigned who made oath that
(s)he saw all the above sign, seal and deliver the foregoing Agreement this 25th
Day of September 2003.

Jenny Knight

SWORN to before me this
25th day of September, 2003.
Robin D. Johnston
Notary Public for South Carolina
My Commission Expires: My Commission Expires
April 21, 2013

Exhibit A

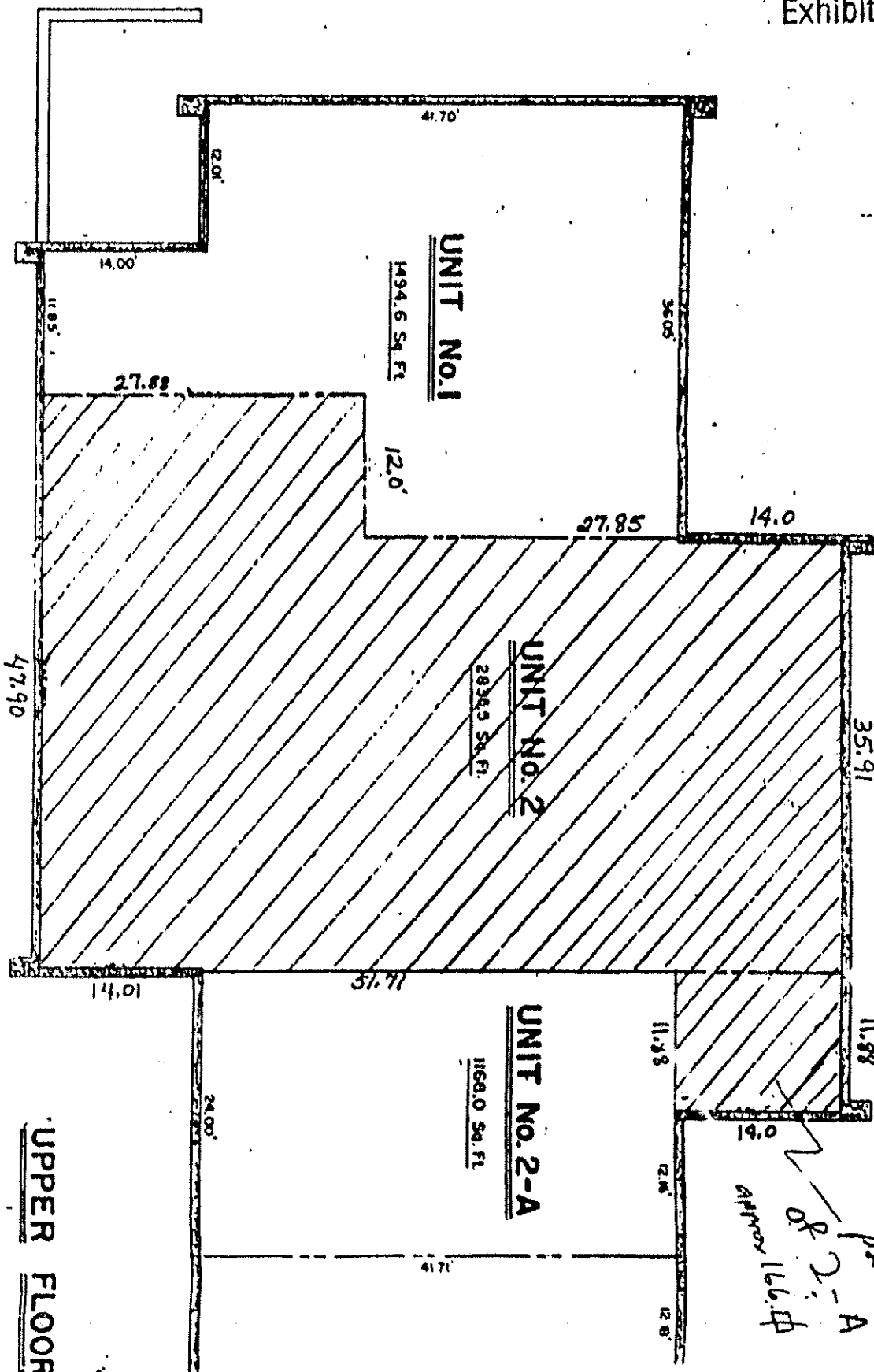


EXHIBIT "B"

**Chart Showing Percentage Interest
in the Common Elements
for Units 1, 2, 2-A, 3, 3-A, 3-B, 3-C and 3-D
and the Basic Values of the Units and
the Method of Calculating the
Percentage Interest of each Unit**

<u>Unit Number</u>	<u>Square Footage</u>	<u>Basic Value</u>	<u>Percentage Interest</u>
1	1,494.6	\$119,568.00	.0976849
2	3,000.00	\$240,000.00	.1960758
2-A	1,000.00	\$80,000.00	.0653586
2-B	2,163.90	\$173,112.00	.1414295
3	3,489.0	\$279,120.00	.2280362
3-A	1,158.70	\$92,696.00	.0757310
3-B	498.00	\$39,840.00	.0325486
3-C	945.0	\$75,580.00	.0617639
3-D	1,551.00	\$124,080.00	.1013712
Total	15,330.20	\$1,223,996.00	100.00%

The Basic Value of all units is based upon \$80 per square foot of space calculated to the exterior walls of the building and to the center line of adjoining units. The unit is more fully defined in the Declaration (Master Deed) and said definition shall control as to ownership.

The Basic Value is used to establish the percentage of the co-owners in the common elements, and the expenses of, and rights in, the elements held in common, in compliance with the Horizontal Property Regime Act of South Carolina.

The Basic Value is fixed solely for the purpose of said Act and the actual value may differ from the Basic Value.

The Declarant has reserved the right to build in stages on property shown on Exhibit "B" of the Declaration (Master Deed). The Declarant proposes to contract no more than five buildings having a total of no more than 60,000 square feet.

The percentage of ownership in the common elements for each unit in the stages of development shall be calculated by dividing the Basic Value of said unit by the total of the Basic Value of all units at each stage of development.

All units in future stages shall have a comparable architectural style, quality of construction, and quality of building materials equal or better than those in the original units.

EXHIBIT "C"

ATTORNEY'S CERTIFICATE

I hereby certify that I have reviewed the Sixth Amendment to Declaration (Master Deed) of Professional Center on Mills (f/k/a Physicians Center HPR), including the attached plans showing a reconfiguration of Units 2 and 2-A, and the re-allocation of ownership of the common elements will not impair or in any way affect the validity or the continuing legality of the Master Deed.

Signed this 6 day of Oct., 2003.

WITNESSES:

Candi Smith
Jean Claymont

Archibald W. Black
Archibald W. Black, II
(BWS)

STATE OF SOUTH CAROLINA }
COUNTY OF GREENVILLE } PROBATE

PERSONALLY appeared before the undersigned witness, who, being duly sworn, states that s/he saw the within-named Archibald W. Black sign, seal, and deliver the Attorney's Certificate, and that s/he with the other witness named above, witnessed the execution thereof.

SWORN TO BEFORE ME
this 6 day of
October, 2003.

Candi Smith

Jean Claymont
Notary Public for South Carolina
My Commission Expires: -29-06

FILED FOR RECORD IN GREENVILLE
COUNTY SC R.O.D. OFFICE AT 11:12 AM
10 08 03 RECORDED IN DEED
BOOK 2058 PAGE 1428 THRU 1439
DOC # 2003119075
Judy A. Hix