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NINTH AMENDMENT TO DECLARATION
OF CONDOMINIUM
OF WESLEY MEWS CONDOMINIUM

This Amendment is made the 9th day of August, 2000, by
WESLEY MEWS LIMITED PARTNERSHIP, a Pennsylvania limited partnership
(the "Declarant").

WITNESSETH:

A. Pursuant to a certain Declaration executed by Declarant
and recorded in the Office of the Recorder of Deeds in and for
Cumberland County, Pennsylvania, in Miscellaneous Book 554, Page
902 (the "Declaration"), Declarant submitted to the provisions of
the Pennsylvania Uniform Condominium Act, 68 Pa. C.S. § 3101 at
seq. (the "Act"), certain real estate described in Exhibit "A" to
the Declaration and created a flexible condominium known as "Wesley
Mews Condominium" (the "Condominium").

R/D Plan Book 1212, 103
Plan Mark in pgs 104

B. Pursuant to Article XIX of the Declaration, Declarant
reserved an option to convert into Units, Limited Common Elements
or any combination thereof, all or any portions of the "Convertible
Real Estate" described in Exhibit "D" to the Declaration, at any
time and from time to time until the seventh anniversary of the
recordation of the Declaration.

C. Pursuant to Amendments to Declaration of Condominium
executed by Declarant and recorded in Cumberland County
Miscellaneous Books 564, Page 675; 568, Page 798; 586, Page 31;

595, Page 813; 599, Page 475; 605, Page 678; and 614, Page 509, Declarant converted portions of the Convertible Real Estate described in each amendment and created twenty (20) additional Units and Limited Common Elements appurtenant thereto, thus increasing the total number of Units in the Condominium to thirty-eight (38).

D. Pursuant to Article XXI of the Declaration, Declarant reserved an option to add to the Condominium all or any portion of the "Additional Real Estate" described in Exhibit "E" of the Declaration, located in the Township of Lower Allen, Cumberland County, Pennsylvania, without the consent of any Unit Owner or the holder or insurer of any Security Interest in any Unit.

E. Pursuant to an Eighth Amendment to Declaration of Condominium executed by Declarant dated January 20, 2000, and recorded in Cumberland County Miscellaneous Book 636, Page 308, Declarant added to the Condominium as the "First Addition to Condominium" the Additional Real Estate described in Exhibit "A" of the aforesaid Eighth Amendment to Declaration of Condominium, which Additional Real Estate is the same as is described as Parcel No. 2 in Exhibit "E" of the Declaration of Condominium.

F. The Additional Real Estate which makes up the First Addition to Condominium was added to the Condominium as Convertible and Withdrawable Real Estate, subject to all the provisions of Articles XIX and XX, inter alia, of the Declaration. The legal

description of the Convertible/Withdrawable Real Estate which is the First Addition to Condominium is marked as Exhibit "B" and attached to the aforesaid Eighth Amendment to Declaration of Condominium.

G. Declarant now desires to convert a portion of the Convertible Real Estate which is the First Addition to Condominium, and which is referred to herein as the "Converted Real Estate" into Units and Limited Common elements as hereinafter provided, thus increasing the total number of Units in the Condominium from thirty-eight (38) to forty-three (43). The Converted Real Estate is described in Exhibit "A" attached hereto.

H. All capitalized terms used hereto which are not defined shall have the meanings specified in Section 1.3 of the Declaration.

NOW, THEREFORE, pursuant to and in compliance with the Declaration and the Act, Declarant hereby amends the Declaration as follows:

1. The Converted Real Estate, as described on Exhibit "A" hereto, being a portion of the Convertible Real Estate described in Exhibits "A" and "B" to the Eighth Amendment to the Declaration, is hereby converted into the Units and Limited Common Elements appurtenant thereto as shown on the Ninth Amended Declaration Plats and Plans attached as Exhibit "B" hereto and made a part hereof.

2. Pursuant to Section 3211 of the Act, Declarant hereby assigns an identifying number to each Unit hereby formed in the Converted Real Estate and reallocates the Common Element interests, votes in the Association and Common Expense liabilities as shown on Exhibit "C" attached hereto and made a part hereof.

3. Except as modified by this Amendment, all of the terms and provisions of the Condominium Documents are hereby expressly ratified and confirmed, shall remain in full force and effect and shall apply to the Units and Limited Common Elements hereby created.

IN WITNESS WHEREOF, the Declarant has caused this Amendment to be executed as of the day and year first above written.

DECLARANT:
WESLEY MEWS LIMITED PARTNERSHIP, a
Pennsylvania limited partnership

ATTEST:

By: BLG, Inc., General Partner

By:



Edwin L. Glasgow
President

EXHIBIT "B"

NINTH AMENDED DECLARATION PLATS AND PLANS

The Ninth Amended Declaration Plats and Plans for Wesley Mews Condominium, dated August 9, 2000, consisting of a total of three (3) pages, are being recorded simultaneously herewith with the Cumberland County Recorder of Deeds and are hereby incorporated herein by reference and made an integral part hereof.

EXHIBIT "C"

PERCENTAGE INTEREST IN COMMON ELEMENTS,
 SHARE OF COMMON EXPENSES
 AND VOTES, APPURTENANT TO UNITS

Unit Identifying Number	Percentage Interest %	Number of Votes
Building Containing Units 5201 and 5211 (odd) Inclusive		
Unit 5201	2.32	2.32
Unit 5203	2.32	2.32
Unit 5205	2.32	2.32
Unit 5207	2.32	2.32
Unit 5209	2.32	2.32
Unit 5211	2.32	2.32
Building Containing Units 5212 to 5222 (even) Inclusive		
Unit 5212	2.32	2.32
Unit 5214	2.32	2.32
Unit 5216	2.32	2.32
Unit 5218	2.32	2.32
Unit 5220	2.32	2.32
Unit 5222	2.32	2.32
Building Containing Units 5200 to 5210 (even) Inclusive		
Unit 5200	2.32	2.32
Unit 5202	2.32	2.32
Unit 5204	2.32	2.32
Unit 5206	2.32	2.32
Unit 5208	2.32	2.32
Unit 5210	2.32	2.32
Building Containing Units 5224 to 5230 (even) Inclusive		
Unit 5224	2.32	2.32
Unit 5226	2.32	2.32
Unit 5228	2.32	2.32
Unit 5230	2.32	2.32
Building Containing Units 5221 to 5227 (odd) Inclusive		
Unit 5221	2.32	2.32
Unit 5223	2.32	2.32
Unit 5225	2.32	2.32
Unit 5227	2.32	2.32

Building Containing Units 5232 to 5238 (even) Inclusive		
Unit 5232	2.32	2.32
Unit 5234	2.32	2.32
Unit 5236	2.32	2.32
Unit 5238	2.32	2.32
Building Containing Units 5229 to 5235 (odd) Inclusive		
Unit 5229	2.32	2.32
Unit 5231	2.32	2.32
Unit 5233	2.32	2.32
Unit 5235	2.32	2.32
Building Containing Units 5213 to 5219 (odd) Inclusive		
Unit 5213	2.32	2.32
Unit 5215	2.32	2.32
Unit 5217	2.32	2.32
Unit 5219	2.32	2.32
Building Containing Units 5311 to 5319 (odd) Inclusive		
Unit 5311	2.32	2.32
Unit 5313	2.32	2.32
Unit 5315	2.32	2.32
Unit 5317	2.32	2.32
Unit 5319	2.32	2.32
TOTAL (43 Units)	99.33	99.33

Attention to the Recorder of Deeds:

After recordation of this document, please return to:

Vanguard Homes
413 Johnson Street
Suite 210
Jenkintown, PA 19046

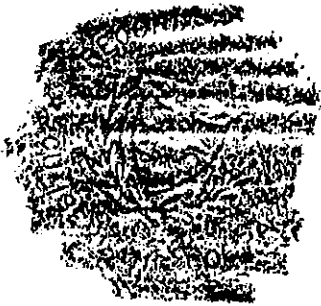
COMMONWEALTH OF PENNSYLVANIA :
: SS.
COUNTY OF CUMBERLAND :

RECORDED in the Office of the Recorder of Deeds in and for
said County in Miscellaneous Book 651, Page 931.

WITNESS my hand and official seal this 11 day of Aug,
2000.

Robert P. Ziegler

Recorder of Deeds



BOOK 651 PAGE 910