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2/25/93

ELEVENTH SUPPLEMENTARY DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR NORTHFORK

This Eleventh Supplementary Declaration is made this 22
day of January 1993 by North Fork, Inc., a Minnesota
corporation; Geo. Sontowski Builders, Inc., a Minnesota
corporation; and Norska Homes, Inc., a Minnesota corporation
(hereinafter "Declarants").

RECITALS

A. Declarant North Fork, Inc. is the developer of the
Northfork Planned Unit Development in the City of Ramsey, County
of Anoka, State of Minnesota.

B. Declarant North Fork, Inc. executed and recorded that
certain Declaration of Covenants, Conditions and Restrictions for
Northfork dated September 25, 1985 and recorded September 27,
1985 as Anoka County Registrar of Titles Document No. 145186 (the
"Original Declaration").

C. The Original Declaration was amended, restated and
supplemented by that certain Restated Declaration of Covenants,
Conditions and Restrictions for Northfork dated January 15, 1986
and recorded April 10, 1986 as Anoka County Registrar of Titles
Document No. 150096 (the "Restated Declaration").

D. Declarant North Fork, Inc. further executed and recorded
that certain Supplementary Declaration of Covenants, Conditions
and Restrictions for Northfork dated April 2, 1987 and recorded
April 2, 1987 as Anoka County Registrar of Titles Document No.
161498, thereby bringing the single family lots of NORTHFORK

SECOND within the scheme of the Restated Declaration as "Additional Property," pursuant to Section 2.3 of the Restated Declaration.

E. Declarant North Fork, Inc. further executed and recorded that certain Second Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated November 30, 1989, and recorded December 6, 1989, as Anoka County Registrar of Titles Document No. 191785 thereby bringing the single family lots of NORTHFORK THIRD within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration.

F. Declarant North Fork, Inc. further executed and recorded that certain Third Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated December 27, 1989, and recorded December 27, 1989, as Anoka County Registrar of Titles Document No. 192376, thereby bringing the one single family lot of Northfork FOURTH within the scheme of the Restated Declaration as "Additional Property," pursuant to Section 2.3 of the Restated Declaration.

G. Declarant North Fork, Inc. further executed and recorded that certain Fourth Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated and recorded December 31, 1990, as Anoka County Registrar of Titles Document No. 203462, thereby bringing NORTHFORK PARK ADDITION within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration.

H. Declarant North Fork, Inc. further executed and recorded that certain Fifth Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated and recorded December 31, 1990, as Anoka County Registrar of Titles Document No. 203464, thereby bringing NORTHFORK TRAIL ADDITION within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration.

I. Declarant North Fork, Inc. further executed and recorded that certain Sixth Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated March 14, 1991 and recorded April 15, 1991 as Anoka County Registrar of Titles Document No. 205466, amending certain provisions of the Restated Declaration pursuant to Article XIII thereof.

J. Declarant North Fork, Inc. and William G. Muller and Mary Ann Muller, husband and wife, further executed and recorded that certain Seventh Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated November 15, 1991 and recorded December 17, 1991 as Anoka County Registrar of Titles Document No. 214420, thereby bringing the fourteen (14) single family lots of NORTHFORK LINKS ADDITION within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration.

K. Declarant North Fork, Inc. further executed and recorded that certain Eighth Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated April 20, 1992 and recorded May 10, 1992 as Anoka County Registrar of

Titles Document No. 219409, thereby relocating the Lake Access Area described in Section 11.3 of the Restated Declaration and legally described in Exhibit B of said Restated Declaration to the parcel legally described as Exhibit A of such Eighth Supplementary Declaration.

L. Declarant Timothy E. Corrigan and Gwen Corrigan, husband and wife, and Thomas D. Miller and Shelly Lindman Miller, husband and wife, further executed and recorded that certain Ninth Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated April 20, 1992 and recorded May 10, 1992 as Anoka County Registrar of Titles Document No. 219410 thereby bringing the twenty (20) single family lots of NORTHFORK POINT ADDITION within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration.

M. Declarant North Fork, Inc. further executed and recorded that certain Tenth Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated _____, 1992 and recorded _____, 1992 as Anoka County Registrar of Titles Document No. _____, thereby bringing the two (2) single family lots of NORTHFORK LINKS SECOND ADDITION within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration.

N. Declarant North Fork, Inc. is the fee owner and Peoples National Bank of Mora, a banking corporation under the laws of

the United States of America, is the mortgagee of Lot 1, Block 1 and Outlot A, NORTHFORK LINKS THIRD ADDITION, according to the recorded plat thereof, Anoka County, Minnesota.

O. Declarant Geo. Sontowski Builders, Inc. is the fee holder and Peoples National Bank of Mora, a banking corporation under the laws of the United States of America, is the mortgagee of Lot 2, Block 1, NORTHFORK LINKS THIRD ADDITION.

P. Declarant Norska Homes, Inc. is the fee owner and Builders Development and Finance, Inc., a Minnesota corporation, is the mortgage holder of a part of Lot 3, Block 1, NORTHFORK LINKS THIRD ADDITION.

Q. Declarants desire to bring all the lots, block and outlots in NORTHFORK LINKS THIRD ADDITION within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration. NORTHFORK LINKS THIRD ADDITION is a replat of Lots 1 through 4, Block 3, Northfork Links Addition, all of the lots and blocks of NORTHFORK LINKS ADDITION had previously been brought within the scheme of the Restated Declaration as "Additional Property" pursuant to Section 2.3 of the Restated Declaration by virtue of the recording of the Seventh Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork dated November 15, 1991, recorded December 17, 1991 as Anoka County Registrar of Titles Document No. 214420. This Eleventh Supplemental Declaration neither adds or subtracts from burdens which were placed upon the property

pursuant to the Seventh Supplementary Declaration referenced herein.

DECLARATIONS

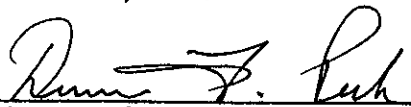
NOW, THEREFORE, Declarants hereby declare:

1. ADDITIONAL PROPERTY. The "Property" as defined in the Restated Declaration, shall include all the lots, block and outlot in NORTHFORK LINKS THIRD ADDITION, Anoka County, Minnesota. Said parcels are as defined in the Restated Declaration. Said parcels are and shall be held, transferred, sold, conveyed, used and occupied, subject to the covenants, conditions, restrictions, easements, charges and liens set forth in the Restated Declaration and the Supplementary Declarations.

2. SUPPLEMENT LIMITED. Except as specifically supplemented by this Eleventh Supplementary Declaration, the Restated Declaration, Supplementary Declaration, Second Supplementary Declaration, Third Supplementary Declaration, Fourth Supplementary Declaration, Fifth Supplementary Declaration, Sixth Supplementary Declaration, Seventh Supplementary Declaration, Eighth Supplementary Declaration, Ninth Supplementary Declaration and Tenth Supplementary Declaration shall remain in full force and effect according to their terms.

IN WITNESS WHEREOF, Declarants have executed this instrument the day and year first above written.

NORTH FORK, INC.

By 
its Assistant Vice President

GEO. SONTOWSKI BUILDERS, INC.

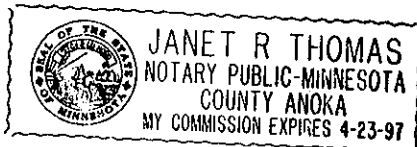
NORSKA HOMES, INC.

By [Signature]
its Vice President

By _____
its _____

STATE OF MINNESOTA)
COUNTY OF RAMSEY) ss.

The foregoing instrument was acknowledged before me this 22
day of February 1993 by Dennis F. Peck, the Assistant Vice
President of North Fork, Inc., a Minnesota corporation, on behalf of
the corporation.



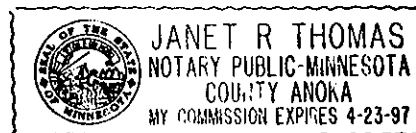
[Signature]
Notary Public

STATE OF MINNESOTA)
COUNTY OF Anoka) ss.

The foregoing instrument was acknowledged before me this 22
day of February 1993 by [Signature]
the Vice President of Geo. Sontowski Builders,
Inc., a Minnesota corporation.

[Signature]
Notary Public

STATE OF MINNESOTA)
COUNTY OF _____) ss.



The foregoing instrument was acknowledged before me this _____
day of _____ 1993 by _____
the _____ of Norska Homes, Inc., a
Minnesota corporation.

Notary Public

GEO. SONTOWSKI BUILDERS, INC.

NORSKA HOMES, INC.

By _____
its _____

By [Signature]
its President

STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this _____ day of _____ 1993 by Dennis F. Peck, the Assistant Vice President of North Fork, Inc., a Minnesota corporation, on behalf of the corporation.

Notary Public

STATE OF MINNESOTA)
) ss.
COUNTY OF _____)

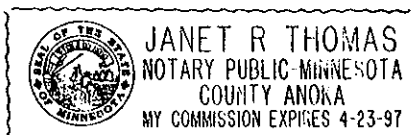
The foregoing instrument was acknowledged before me this _____ day of _____ 1993 by _____, the _____ of Geo. Sontowski Builders, Inc., a Minnesota corporation.

Notary Public

STATE OF MINNESOTA)
) ss.
COUNTY OF Anoka)

The foregoing instrument was acknowledged before me this 22nd day of February 1993 by Loren J. Spande, the President of Norska Homes, Inc., a Minnesota corporation.

[Signature]
Notary Public



CONSENT OF BUIDLERS DEVELOPMENT AND FINANCE, INC.

Builders Development and Finance, Inc., a Minnesota corporation, as holder of a mortgage on a part of Lot 3, Block 1; NORTHFORK LINKS THIRD ADDITION, hereby consents to the foregoing Eleventh Supplementary Declaration of Covenants, Conditions and Restrictions for Northfork and agrees to be bound by it, subject to its rights thereunder as a mortgagee.

BUILDERS DEVELOPMENT AND
FINANCE, INC.

By

Richard J. Schwegman
its *Rich J. Schwegman*

STATE OF MINNESOTA)
COUNTY OF *Dakota*) ss.

The foregoing instrument was acknowledged before me this *25th*
day of *January*, 199 *3* by *Richard J. Schwegman*, the *Vice President* of Builders
Development and Finance, Inc., a Minnesota corporation, on behalf
of said corporation.

Margaret J. McGuire
Notary Public

