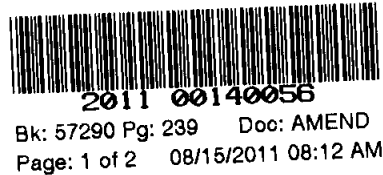


2,  
Newman & Newman P.C.  
One McKinley Square  
Boston, MA 02109



**Second Amendment of Declaration of Protective Covenants, Termination and Waiver**

Reference is made to that certain Protective Covenants dated July 24, 1961, recorded in the Middlesex South District Registry of Deeds at Book 9860, Page 112, as amended by First Amendment to Declaration of Protective Covenants Apple D'Or Farms, Littleton, Massachusetts ("First Amendment") dated January 21, 2000, and recorded with said Registry at Book 31073, Page 144 (collectively, the "Covenants").

Littleton Land Corporation, a Massachusetts corporation, as Declarant of the Covenants, duly authorized and in accordance with the provisions of the Covenants, including, but not limited to, Paragraphs 15 and 16 of the First Amendment, for itself and its successors and assigns hereby:

(a) modifies and amends Paragraph 14 of the First Amendment to read as follows:

"14. ACCUMULATION OF ADJOINING PROPERTY: The Declarant and/or any Lot owner may purchase and subdivide additional parcels of land and combine said parcels into the Apple D'Or Subdivision community. Said additional acreage may be accessed through the Apple D'Or Subdivision at the option of Declarant and/or any Lot owner who owns such additional parcel or parcels of land."; and

(b) permanently, unconditionally and irrevocably deletes and terminates the terms and provisions of Paragraphs 1, 2, 3, 4, 5, 9, 10, 20, 22, 23, 24 and 26 of the First Amendment (collectively, "Released Covenants"); and

(c) modifies and amends the Covenants to release the following property (the "Released Property") from the Covenants and waives any and all restrictions contained therein with respect to the Released Property:

Lot 56A, as shown on a plan of land entitled "Plan of Land in Littleton/Westford, Massachusetts Prepared for E.J. DiCarlo", Scale 1" = 40', dated September 13, 2000, prepared by J.D. Marquedant & Associates, Inc., recorded in the Middlesex South District Registry of Deeds as Plan Number 1330 of 2000 and also Lot 56A as shown on the plan of land entitled Phase II "Apple D'Or Farms Subdivision Plan of Land in Littleton, Massachusetts" Scale 1" = 40', dated January 2, 1998, prepared by J.D. Marquedant & Associates, Inc., recorded in said Registry as Plan Number 704 of 1998.

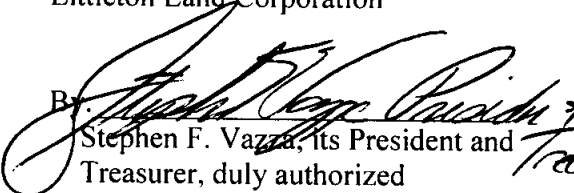
Declarant hereby waives any right pursuant to the terms and provisions of Paragraphs 15 or 16 of the First Amendment to enforce or reinstate any term or provision of any of the Released Covenants or to establish new restrictions or further amend any term or provision of the Covenants, or to reinstate any of the Covenants, as amended or as may be further amended, against the Released Property.

Each provision of this instrument shall be considered separable. If for any reason any provision or provisions herein are determined to be invalid and contrary to any existing or future law, such invalidity shall not impair the operation of or affect those portions of this instrument which are valid.

Remainder of page left blank. Signature page follows.

Executed as a sealed instrument this 21 day of July, 2011.

Littleton Land Corporation

By:   
Stephen F. Vazza, its President and  
Treasurer, duly authorized

COMMONWEALTH OF MASSACHUSETTS

~~Essex~~ Middlesex, ss.

On this 21<sup>st</sup> day of July, 2011, before me, the undersigned notary public, personally appeared Stephen F. Vazza, proved to me through satisfactory evidence of identification, which was personal knowledge, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose, as President and Treasurer for Littleton Land Corporation, a corporation.

  
Notary Public:

My Commission expires:

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