

Exhibit "C"

MILFORD PONDS

ARCHITECTURAL GUIDELINES

INTRODUCTION

ARTICLE I.

The guidelines and project philosophy as set forth herein are meant to establish a level of aesthetics which will benefit the value of the individual homes and properties, and therefore the entire community. These standards will be the basis of the architectural review process.

PHILOSOPHY OF DEVELOPMENT

ARTICLE II.

Milford Ponds is a community with a design concept focused on promoting a natural, private, active setting for its home owners.

It is the stated goal of this community to maintain this natural condition and to build on the remaining site in a way that results in a cohesive character with a strong sense of community identity.

Each new house design, while maintaining its individuality, should recognize its important role of reinforcing the established character of the community. The intent of these guidelines is to establish architectural guidelines that enhance and compliment the natural setting, thereby creating a community that will increase in value over time, and that promotes an unmatched style of living.

Persons interested in building may use any builder of their choice subject to the approval by the Milford Ponds Architectural Review Committee of plans and building materials.

LEGAL RESTRICTIONS

ARTICLE III.

All construction shall conform to the codes and ordinances of the City of Milford, Sussex County and the State of Delaware.

This document, which will be made a part of the Second Amended and Restated Community Constitution (Covenants, Conditions, Easements and Restrictions) For Milford Ponds Property Owners Association, Inc. (the "Declaration"), is a legal agreement among all property owners in Milford Ponds. It provides for a community association and gives that Association certain powers.

These architectural guidelines, by agreement, establish directives on the use and development of all property in Milford Ponds to protect the character and environmental quality of the community for the benefit of the Members.

One essential component of this agreement is the establishment of the Milford Ponds Architectural Review Committee (MPARC). This provision is made and described in the Declaration.

The MPARC is charged with the responsibility of interpreting the intent of these architectural guideline in order to promote, preserve, and protect the design and environmental qualities of Milford Ponds. For this purpose, these guidelines have been established.

MILFORD PONDS ARCHITECTURAL GUIDELINES DEFINED:

These Guidelines are a written composite summary of the MPARC's policies that relate to architecture, materials and finishes, and landscaping and site improvements for all residential properties.

These architectural guidelines differ from the Declaration in that they establish more

specific requirements as determined to be appropriate by the Declarant and/or MPARC. Changes may be recommended by the Declarant or MPARC and adopted in the manner prescribed in the Declaration.

These architectural guidelines are authorized by the Declaration and, as such, are legally enforceable restrictions.

MILFORD PONDS ARCHITECTURAL REVIEW COMMITTEE ("MPARC")

ARTICLE IV.

REVIEW BASIS

The MPARC bases its review of each application on its interpretation of the Declaration and these architectural guidelines only.

Due to time constraints, the MPARC's review of all applications occurs without personal presentations by the applicants. Therefore, it is incumbent upon the applicant to provide sufficient and accurate information to the MPARC for proper consideration. If, in the applicant's opinion, extenuating circumstances exist which would require a variance from stated guidelines, such information should be presented with the application. The MPARC may grant variances from these guidelines if it determines that a strict application of these guidelines would result in exceptional hardship to the applicant.

All buildings and improvements constructed by a Dealer (as defined in the Declaration) shall be exempt from the MPARC application, review, and approval process. However, Dealers shall be required to satisfy all Design Guidelines set forth below and all construction, design, and architectural guidelines set forth in the Declaration that are applicable to a Dealer.

PREPARATION OF DRAWINGS

For consideration by the MPARC, drawings must be neat, accurate, drawn to scale, and

with sufficient detail to adequately explain the entire design. Insufficient explanation of a design, including all visible details, is cause for rejection of an application.

New home and home improvement applications require two (2) sets of the following: site plans (showing the location of the structure or addition with dimensions to property lines and to include landscape plans), floor plans, elevations, and a description of the exterior materials and colors. For additions, the plans and elevations should show both the existing structure and the new construction. The drawings should address as many of the architectural guidelines as possible.

DESIGN GUIDELINES

ARTICLE V.

A. Site Development

1. All driveways shall be composed of a hard surface finish, which is either concrete, asphalt or comparable materials. Crushed shells, stone or gravel may not be used. All elevations related to the driveway will be set and/or approved by the MPARC. The driveway apron shall not impede adjacent stormwater swales and shall be appropriately contoured as required. This apron will be installed by the Declarant.

2. All houses shall be provided with a driveway. The only acceptable paving material is concrete, asphalt or comparable materials.

3. All other paved areas shall be subject to individual approval by the MPARC.

4. All refuse/waste containers shall be concealed in an approved enclosure.

5. All electric and telephone service lines shall be buried underground. All exterior lights not attached to a building shall not be greater than six (6) feet in height.

6. Each Unit is required to have a landscaping plan, which must be approved by the MPARC and completed in conjunction with the completion of any house constructed on the

Unit. Dealers shall not be required to comply with the foregoing approval requirements. Rather, Dealers shall submit their landscaping plans to and receive approval from the Declarant as set forth in Article VI, Section 17(a) of the Declaration. If landscaping cannot be completed due to weather, the planting must be completed at the first available opportunity that weather allows.

7. No exterior appendages or apparatus such as the following shall be allowed (by way of illustration and not limitation): antennas, towers, clothes lines, flag poles, or yard decorations.

8. Street numbers shall be limited to four inches (4") in height.

9. All propane, gas and oil tanks shall be concealed.

B. Minimum House Size

1. There shall be no more than one dwelling per Unit as delineated on the Record Plot. No dwelling shall have less than one thousand (1,000) square feet of under roof heated interior space, exclusive of porches and decks, garage or similar non-year-round heated space, but inclusive of heated basement space.

C. Architectural Features

1. All exposed portions of the foundation shall be of a finished concrete and/or covered with stone, brick, porridging or stucco.

2. All materials except for decking shall be stained or painted. No exposed- to-view materials will remain unfinished

3. All roofs shall be sloping. No flat roofs shall be allowed. The foregoing requirements shall not apply to accessory structures, such as a portico, constructed by a Dealer.

4. All roofing shall be architectural asphalt, cedar or approved metal.

5. Siding and trim shall be wood, aluminum or vinyl.

6. All chimneys shall exit the roof near or at the ridge of the roof. Metal flue caps shall be located only within metal chimney cap. Dealers shall be permitted to install direct vent fireplaces, in which case the foregoing requirements shall not apply.

7. Approved fences are allowed provided that they:

- a. are made out of PVC/vinyl or aluminum;
- b. have no less than three (3) railings and no more than four (4) railings;
- c. are located in the backyard behind the rear line of the house.

8. Dog kennels are not allowed.

