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**TWELFTH AMENDMENT**

**TO**

**OFFERING PLAN OF**

**RIVERWATCH CONDOMINIUM**

**(f/k/a Tower At Greystone Condominium)**

**Premises at  
1020 Warburton Avenue  
Greystone-On-Hudson  
Yonkers, New York 10701  
in the County of Westchester**

**Dated: September 23, 2010**

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**THIS AMENDMENT MODIFIES AND SUPPLEMENTS THE TERMS OF THE ORIGINAL OFFERING PLAN DATED AUGUST 17, 2006, AS AMENDED BY A FIRST AMENDMENT DATED NOVEMBER 1, 2006, A SECOND AMENDMENT DATED NOVEMBER 15, 2006, A THIRD AMENDMENT DATED JANUARY 29, 2007 A FOURTH AMENDMENT DATED MARCH 20, 2007, A FIFTH AMENDMENT DATED APRIL 13, 2007, A SIXTH AMENDMENT DATED JUNE 6, 2007, A SEVENTH AMENDMENT DATED AUGUST 2, 2007, AN EIGHTH AMENDMENT DATED FEBRUARY 13, 2008, A NINTH AMENDMENT DATED JUNE 5, 2008, A TENTH AMENDMENT DATED JULY 30, 2009 AND AN ELEVENTH AMENDMENT DATED JUNE 17, 2010 (COLLECTIVELY, THE "PLAN"), AND SHOULD BE READ IN CONJUNCTION THEREWITH.**

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## **RIVERWATCH CONDOMINIUM**

(f/k/a Tower At Greystone Condominium)

Premises at  
1020 Warburton Avenue  
Greystone-On-Hudson  
Yonkers, New York 10701

### **SPONSOR:**

GDC GREYSTONE, LLC  
100 Summit Lake Drive  
Valhalla, NY 10595

### **SELLING AGENT:**

GDC Sales and Marketing, LLC  
100 Summit Lake Drive  
Valhalla, NY 10595

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## **TWELFTH AMENDMENT TO OFFERING PLAN OF RIVERWATCH CONDOMINIUM**

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**This Amendment modifies and supplements the terms of the original Offering Plan dated August 17, 2006, as amended by a First Amendment dated November 1, 2006, a Second Amendment dated November 15, 2006, a Third Amendment dated January 29, 2007, a Fourth Amendment dated March 20, 2007, a Fifth Amendment dated April 13, 2007, a Sixth Amendment dated June 6, 2007, a Seventh Amendment dated August 2, 2007, an Eighth Amendment dated February 13, 2008, a Ninth Amendment dated June 5, 2008, a Tenth Amendment dated July 30, 2009 and an Eleventh Amendment dated June 17, 2010 (collectively, the "Plan") and should be read in conjunction therewith.**

### **1. SALE OF UNSOLD PARKING SPACE UNITS:**

Sponsor currently owns the Unsold Parking Space Units set forth in Schedule A annexed hereto and made a part hereof. The Eleventh Amendment to the Offering Plan set forth that all Unit Owners shall have the right to buy Unsold Parking Space Units on the terms set forth in such amendment, provided that no less than

ten (10) of the Unsold Parking Space Units are sold. Although the Sponsor has not sold ten (10) Unsold Parking Space Units, it hereby waives the requirement that ten (10) Parking Space Units be sold, and will proceed with the sale of the Parking Space Units to Unit Owners who have already signed purchase agreements as of the date hereof.

**2. PLAN AS AMENDED BY THIS TWELFTH AMENDMENT IS INCORPORATED BY REFERENCE:**

The Plan, as modified and supplemented hereby, is incorporated by reference with the same effect as if set forth in this Amendment at length. Accordingly, all provisions, schedules and exhibits previously contained in the Plan and all prior Amendments thereto shall be deemed amended to reflect the provisions contained herein.

**3. EXTENSION:**

The Plan may be used for six (6) months from the date this Twelfth Amendment is duly accepted for filing and thereafter said date is to be extended in a further amendment to be filed.

**4. DEFINITION OF TERMS:**

All of the terms used in this Twelfth Amendment not otherwise defined herein shall have the same meaning ascribed to them in the Plan.

**5. NO OTHER MATERIAL CHANGES:**

There have been no material changes in the Plan except as set forth in this Twelfth Amendment to the Plan.

Dated: Valhalla, New York  
September 23, 2010

SPONSOR:

GDC GREYSTONE, LLC

**Exhibit A**

[Schedule A for Parking Space Units]