

RICHARD AKE
CLERK OF CIRCUIT COURT
HILLSBOROUGH COUNTY
AMENDMENT TO DECLARATION
FOR BRANDON BROOK

THIS AMENDMENT TO DECLARATION made this 29th day of May, 1992, by Lennar Homes, Inc., a Florida corporation, hereinafter referred to as "Developer":

WITNESSETH:

WHEREAS, the Developer is the owner of certain property situated in Hillsborough County, Florida, more particularly described in Exhibit "A" attached hereto; and

WHEREAS, the Developer executed a Declaration for Brandon Brook which was recorded on the 22nd day of December, 1987 in Official Records Book 5297 at Page 414 of the Public Records of Hillsborough County, Florida ("Declaration"); and

WHEREAS, Article VII, Section 1 of said Declaration provides for annexation of additional lands as follows:

"Section 1. ANNEXATION AND DEVELOPMENT. Additional property which is legally described in Exhibit "2" attached hereto may be annexed by the DEVELOPER in whole or in part without the consent of members within five (5) years of the date of this instrument, provided that the ANNEXATION is in accordance with the GENERAL PLAN OF DEVELOPMENT heretofore approved by the Federal Housing Administration or the Veterans Administration. Such ANNEXATIONS, if they are made, will subject the annexed property to these Covenants and Restrictions.

Such ANNEXATIONS, if any, shall become effective upon the recording of an amendment to the Declaration in the Public Records of the County."

WHEREAS, the property described in Exhibit "A" hereto is within the area described in Exhibit "2" to the Declaration and Developer desires to submit, annex and add the property to the property previously made subject to the Declaration; and

WHEREAS, such annexed lands shall become subject to the provisions of the Declaration, including but not limited to, membership property rights and voting rights in a homeowner's association, covenant for maintenance and maintenance assessments, assessment liens and other matters.

NOW, THEREFORE, Developer does hereby declare the following:

- 1. The Property described in Exhibit "A" attached hereto, is hereby submitted, annexed and added to the property previously made subject to the above-described Declaration and shall be held, sold and conveyed subject to the easements, restrictions, covenants and conditions contained in said Declaration, which shall run with the real property and be binding on all parties having any right, title or interest in the described properties or any part hereto, their heirs, successors and assigns and shall inure to the benefit of each owner thereof as though originally submitted thereto.

EXECUTED the day and year first above written.

WITNESSES:

Beatrice S. Prebodo
Beatrice S. Prebodo

Janet S. English
Janet S. English

BY: LENNAR HOMES, INC.

By: *M. E. Saleda*
M. E. SALEDA, Vice President

Attest: *M. J. Watsky*
MORRIS J. WATSKY
Assistant Secretary

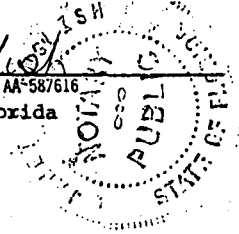
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Refer to 1st American title

STATE OF FLORIDA
COUNTY OF DADE

The foregoing Amendment to Declaration was acknowledged before me this 29th day of May, 1992 by M. E. SALEDA and MORRIS J. WATSKY, as Vice President and Assistant Secretary of Lennar Homes, Inc., a Florida corporation, on behalf of said corporation. They are personally known to me and did not take an oath.

Janet S. English
 Janet S. English AA-587616
 Notary Public, State of Florida



My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG. 10, 1994
BONDED THRU GENERAL INVESTORS

THIS IS TO CERTIFY THAT THE FOREGOING IS A
TRUE AND CORRECT COPY OF THE DOCUMENT ON
FILE IN MY OFFICE. WITNESS MY HAND AND OFFI-
CIAL SEAL THIS DAY OF
. 19

RICHARD AKE, CLERK
BY *Richard Ake* DC

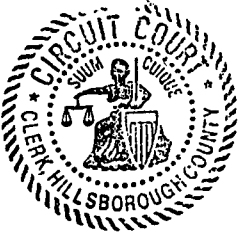


EXHIBIT "A"

O.R.
BOOK 6651 PAGE 1640

BRANDON BROOK - PHASE IIIA
DESCRIPTION:

A parcel of land in the southeast 1/4 of section 24, Township 29 South, Range 20 East, Hillsborough County, Florida, being more particularly described as follows: Commence at the NE 1/4 corner of Section 24, Township 29 South, Range 20 East, Hillsborough County, Florida and go N. 89° 13' 30" E., 482.12 feet along the east-west centerline of said section 24; thence S. 00° 46' 30" E., 721.00 feet, to the southeast corner of the Drainage Right-of-Way as shown on Sheet 5 of 5 of the Plat of Brandon Brook - Phase II, recorded in Plat Book 67, pages 3-1 through 3-5 of the Public Records of Hillsborough County, Florida, for a Point of Beginning:

Hillsborough County, Florida, to a Point of Beginning of the aforementioned Plat of Brandon Brook - Phase II; thence S. 03° 59' 17" E., 50.09 feet, along the west boundary of said Plat of Brandon Brook - Phase II; thence S. 00° 11' 38" E., 180.04 feet, along the west boundary of the Plat of Brandon Brook - Phase II, to a point on a north boundary of the Plat of Brandon Brook - Phase I, recorded in Plat Book 62, Pages 45-1, 45-2 and 45-3, of the Public Records of Hillsborough County, Florida; thence along said north boundary, S. 68° 34' 04" W., 205.00 feet; thence S. 21° 25' 56" E., 90.00 feet, along the westerly boundary of said Plat of Brandon Brook - Phase I; thence S. 68° 34' 04" W., 60.00 feet, along another northerly boundary of said Plat of Brandon Brook - Phase I; thence leaving the boundary of said Plat of Brandon Brook - Phase I, Brandon Brook - Phase I; thence leaving the boundary of said Plat of Brandon Brook - Phase I, N. 21° 25' 56" W., 90.00 feet; thence S. 80° 01' 16" W., 142.61 feet; thence N. 62° 25' 51" W., 40.04 feet; thence N. 87° 10' 38" W., 50.09 feet; thence S. 87° 25' 17" W., 110.06 feet; thence S. 86° 22' 56" W., 55.08 feet; thence N. 00° 36' 39" W., 140.12 feet; thence N. 85° 17' 50" E., 100.26 feet; thence N. 00° 36' 39" W., 117.19 feet; thence along a curve to the left that has a radius of 355.00 feet, an arc length of 213.76 feet, a chord length of 210.54 feet, a chord bearing of N. 17° 51' 39" W.; thence N. 35° 06' 39" W., 12.00 feet; thence N. 61° 40' 19" E., 161.13 feet; thence N. 35° 06' 39" W., 154.12 feet; thence N. 66° 43' 30" E., 111.74 feet; thence N. 78° 16' 47" E., 60.00 feet; thence in a southeasterly direction along the most westerly boundary of the aforementioned Plat of Brandon Brook - Phase II, along a curve to the left that has a radius of 75.00 feet, an arc length of 42.21 feet, a chord length of 40.70 feet, a chord bearing length of 102.61 feet, a chord length of 102.10 feet, a chord bearing of S. 33° 14' 24" E.; thence S. 23° 16' 30" E., 150.75 feet; thence along the south boundary of said Plat of Brandon Brook - Phase II, N. 89° 13' 13" E., 257.31 feet, to the Point of Beginning. Containing 7225 acres, more or less.