INST # 6187563 OR BK 04229 Pgs 4471 - 4473; (3pgs) RECORDED 03/17/2004 01:39:25 PM
CHARLIE GREEN, CLERK OF COURT, LEE COUNTY, FLORIDA
REC FEE 15.00
DEPUTY CLERK X Lopez

FIRST AMENDMENT TO COVENANT FOR CLUB MEMBERSHIP AND CLUB CHARGES

This First Amendment to Covenant for Club Membership and Club Charges ("Amendment") is made this 10th day of March, 2004, by Florida Development Partners, L.C., a Florida limited liability company ("Club").

WHEREAS, on August 10, 2000, Club executed and recorded that certain Covenant for Club Membership and Club Charges which was recorded in O.R. Book 3325, Page 0286, of the Public Records of Lee County, Florida ("Covenant"), which Covenant encumbers the real property more particularly described therein; and

WHEREAS, pursuant to the terms of Covenant, the Club has the right to subject additional real property to the terms and conditions thereof; and

WHEREAS, Club is also the owner of the following real property ("Additional Property"):

Grand Oak East, according to the plat thereof recorded in Plat Book 77, Pages 26 through 38 of the Public Records of Lee County, Florida.

WHEREAS, Club desires to execute this Amendment for the purpose of subjecting the Additional Property to the terms and provisions of the Covenant.

NOW, THEREFORE, Club hereby declares that the Additional Property shall be held, sold, conveyed, encumbered, leased, occupied, and improved subject to the Covenants, Conditions, Restrictions, Assessments, Liens, Charges and other provisions set forth in the Covenant which run with the Additional Property, be binding and all parties having any right, title, or interest in any part of the Additional Property, and their heirs, successors in title, and assigns.

IN WITNESS HEREOF, Club hereby executes this Amendment, which shall be effective upon the recording of the same in the Public Records of Lee County, Florida.

JOINDER OF MORTGAGEE

AmSouth Bank, an Alabama state banking corporation ("Mortgagee"), being the owner and holder of that certain Mortgage recorded at O.R. Book 3822, Page 0160 of the Public Records of Lee County, Florida, as amended, does hereby join in and consent to the terms and conditions of the foregoing Amendment to which this Mortgagee consent is attached.

This Joinder shall be binding upon Mortgagee, its successors and assigns.

IN WITNESS HEREOF, Mortgagee has caused this instrument to be executed as of the 12 day of March, 2004.

Witnesses:

Kimberly S. Best

Print Name: Kimberly S. Best

Print Name: JUDY MOROHOVICH

AmSouth Bank, an Alabama state banking corporation

By: Thomas E. Finlay, Vice President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me, this 12 of March, 2004 by Thomas E. Finlay as Vice-President of AmSouth Bank , an Alabama state banking corporation, on behalf of said corporation., He is personally known to me.

(SEAL)

Kimberly S. Best
NOTARY PUBLIC
Name: Kimb... S. Best
(Type or Print)
My Commission Expires: 1/18/08

KIMBERLY S. BEST
MY COMMISSION # DD 270652
EXPIRES: January 18, 2008
Bonded Thru Notary Public Underwriters

S:\CLIENTS\STOCK DEVELOPMENT\Grandezza\SAVONA (Humphry Parcel)\FIRST AMENDMENT TO COVENANT.doc

JOINDER OF MORTGAGEE

AmSouth Bank, an Alabama state banking corporation ("Mortgagee"), being the owner and holder of that certain Mortgage recorded at O.R. Book 3822, Page 0160 of the Public Records of Lee County, Florida, as amended, does hereby join in and consent to the terms and conditions of the foregoing Amendment to which this Mortgagee consent is attached.

This Joinder shall be binding upon Mortgagee, its successors and assigns.

IN WITNESS HEREOF, Mortgagee has caused this instrument to be executed as of the 12 day of March, 2004.

Witnesses:

Kimberly S. Best

Print Name: Kimberly S. Best

Print Name: JUDY MOROHOVICH

AmSouth Bank, an Alabama state banking corporation

By: Thomas E. Finlay, Vice President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me, this 12 of March, 2004 by Thomas E. Finlay as Vice-President of AmSouth Bank , an Alabama state banking corporation, on behalf of said corporation., He is personally known to me.

(SEAL)

Kimberly S. Best
NOTARY PUBLIC
Name: Kimb... S. Best
(Type or Print)
My Commission Expires: 1/18/08

KIMBERLY S. BEST
MY COMMISSION # DD 270652
EXPIRES: January 18, 2008
Bonded Thru Notary Public Underwriters

S:\CLIENTS\STOCK DEVELOPMENT\Grandezza\SAVONA (Humphry Parcel)\FIRST AMENDMENT TO COVENANT.doc