

This Instrument Prepared By:

Katherine G. Jones

Upchurch, Bailey and Upchurch, P.A.

Post Office Drawer 3007

St. Augustine, Florida 32085-3007

FN. 6-99-227

**THIRD AMENDMENT  
TO DECLARATION OF COVENANTS AND RESTRICTIONS  
FOR SOUTHWOOD**

**THIS THIRD AMENDMENT** to Declaration of Covenants and Restrictions for Southwood is made this 13<sup>th</sup> day of June, 2007, by Modern Properties of St. Augustine, Inc. ("Declarant").

**PRELIMINARY STATEMENT**

**A.** Declarant is the Declarant described in the Declaration of Covenants and Restrictions for Southwood recorded in Official Records Book 1276, Pages 976 through 1011, as amended by Official Records 1514, Page 196, Official Records 2006, Page 1, and Official Records 2390, Page 1939, all of the public records of St. Johns County, Florida (the "Declaration").

**B.** Piler Properties, LLC, a Florida Limited liability company, is the owner of the lands described on Exhibit A ("the Phase 4 Lands"), which are a part of the Additional Lands described in the Declaration.

**C.** Pursuant to Article IX, Section 9.1 of the Declaration, the Declarant reserves the right to include the Phase 4 Lands as a part of the Property subject to the Declaration, and now desires to do so.

**NOW, THEREFORE,** pursuant to the authority granted by Article IX, Section 9.1 of the Declaration, the Declarant hereby supplements and amends the Declaration as follows:

**1.** The Phase 4 Lands, being the contiguous real property described on Exhibit A attached hereto, which are a portion of the Additional Lands described in Exhibit B to the Declaration, are hereby subjected to the terms and conditions of the Declaration and shall be held, sold and conveyed, subject to the easements, covenants, terms, conditions and restrictions of the Declaration, all of which are for the purpose of protecting the value and desirability of the Phase 4 Lands, and which shall be covenants and restrictions to run with the Phase 4 Lands and binding on all parties having any right, title or interest in the Phase 4 Lands or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner thereof.

**2.** The Owners of Lots located within the Phase 4 Lands shall be members of the Southwood Owners Association, Inc., (the "Association") and shall be subject to all covenants, rules, regulations and by-laws of the Association in the same manner and to the same extent as the Owners of existing Lots in Southwood.

3. Except as supplemented by this Third Amendment, all terms and conditions of the Declaration are and shall remain in full force and effect.

IN WITNESS WHEREOF, the Declarant has executed this Third Amendment to the Declaration on the date and year first above written.

Signed, sealed and delivered in the presence of:

[Signature]  
Witness: LARRY E PAYLOR

[Signature]  
Witness: Deborah O. Dunne

COPY

MODERN PROPERTIES OF ST. AUGUSTINE, INC., a Florida corporation

By: [Signature]  
Angela Bunkleman  
Its Vice President  
4475 Highway U.S. 1 South, Suite 504  
St. Augustine, Florida 32086

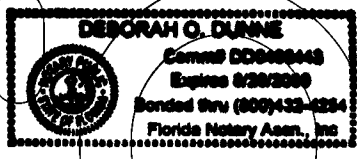
COPY

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

[SEAL]

THE FOREGOING instrument was acknowledged before me this 13<sup>th</sup> day of June, 2007, by Angela Bunkleman, as vice president of Modern Properties of St. Augustine, Inc., a Florida corporation, on behalf of the corporation, who () is personally known to me or () has produced a Florida drivers license as identification.

COPY



[Signature]  
Notary Public  
Deborah O. Dunne  
(Name of Notary Typed/Printed/Stamped)  
My Commission Expires: 6/28/09  
My Commission Number: DD046643

COPY


**JOINDER AND CONSENT**

PILER PROPERTIES OF ST. AUGUSTINE, LLC, a Florida limited liability company, the owners of the real property described as the Phase IV lands in the foregoing Amendment, hereby joins in and consents to the foregoing Amendment subjecting the Phase IV lands to the terms and conditions of the Declaration Covenants and Restrictions for Southwood recorded in Official Records Book 1276, Pages 976 through 1011, as amended by Official Records 1514, Page 196, Official Records 2006, Page 1, and Official Records 2390, Page 1939, all of the public records of St. Johns County, Florida, as covenants running with the land. This Joinder and Consent shall be binding upon the undersigned and its successors and assigns.


Dated this 13 day of June, 2007.

Signed, sealed and delivered  
in the presence of:

PILER PROPERTIES OF ST. AUGUSTINE, LLC,  
a Florida limited liability company

  
Name: Lindsay E. Taylor

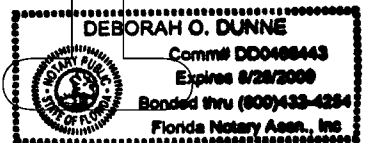
By: Elizabeth Robins  
Its Manager  
4475 Highway U.S. 1 South, Suite 504  
St. Augustine, Florida 32086

  
Name: Deborah O. Dunne

**STATE OF FLORIDA  
COUNTY OF ST. JOHNS**

THE FOREGOING instrument was acknowledged before me this 13<sup>th</sup> day of June, 2007, by Elizabeth Robins, as Manager of Piler Properties of St. Augustine, LLC, a Florida limited liability company, on behalf of the company, who () is personally known to me or () has produced \_\_\_\_\_ as identification.

  
Notary Public



LEGAL DESCRIPTION  
PROPOSED SOUTHWOOD PHASE 4

A PORTION OF THOSE LANDS AS DESCRIBED IN OFFICIAL RECORDS BOOK 870, PAGE 1244 AS RECORDED IN THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA, ALSO BEING A PORTION OF SECTION 18, TOWNSHIP 8 SOUTH, RANGE 30 EAST, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHEAST CORNER OF THOSE LANDS AS DESCRIBED IN OFFICIAL RECORDS BOOK 870, PAGE 1244, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA, THENCE SOUTH 88°09'17" WEST, ALONG THE SOUTHERLY LINE OF SAID LANDS, A DISTANCE OF 434.80 FEET; THENCE NORTH 02°07'23" EAST, DEPARTING SAID SOUTHERLY LINE, A DISTANCE OF 32.26 FEET; THENCE NORTH 19°01'56" WEST, A DISTANCE OF 66.77 FEET; THENCE NORTH 09°42'25" WEST, A DISTANCE OF 47.95 FEET; THENCE NORTH 08°42'20" EAST, A DISTANCE OF 46.46 FEET; THENCE NORTH 20°57'39" WEST, A DISTANCE OF 45.85 FEET; THENCE NORTH 17°41'20" WEST, A DISTANCE OF 45.70 FEET; THENCE NORTH 38°06'26" WEST, A DISTANCE OF 31.57 FEET; THENCE NORTH 19°33'23" WEST, A DISTANCE OF 52.45 FEET; THENCE NORTH 12°52'10" WEST, A DISTANCE OF 51.18 FEET; THENCE NORTH 06°43'36" WEST, A DISTANCE OF 27.12 FEET; THENCE 01°07'06" WEST, A DISTANCE OF 46.34 FEET; THENCE NORTH 43°33'46" WEST, A DISTANCE OF 35.09 FEET; THENCE NORTH 29°39'53" WEST, A DISTANCE OF 35.56 FEET; THENCE NORTH 59°59'00" WEST, A DISTANCE OF 15.16 FEET; THENCE NORTH 41°06'33" WEST, A DISTANCE OF 64.86 FEET; THENCE NORTH 25°18'49" WEST, A DISTANCE OF 44.81 FEET; THENCE NORTH 41°52'33" WEST, A DISTANCE OF 54.12 FEET; THENCE NORTH 04°14'38" EAST, A DISTANCE OF 34.79 FEET; THENCE NORTH 20°32'00" EAST, A DISTANCE OF 29.43 FEET; THENCE NORTH 19°06'06" WEST, A DISTANCE OF 22.89 FEET; THENCE NORTH 32°44'07" WEST, A DISTANCE OF 35.82 FEET; THENCE NORTH 36°38'55" EAST, A DISTANCE OF 29.50 FEET; THENCE NORTH 79°23'13" EAST, A DISTANCE OF 55.71 FEET; THENCE NORTH 67°07'48" EAST, A DISTANCE OF 33.21 FEET; THENCE NORTH 19°59'07" EAST, A DISTANCE OF 22.47 FEET; THENCE NORTH 11°03'29" WEST, A DISTANCE OF 35.08 FEET; THENCE NORTH 44°28'50" WEST, A DISTANCE OF 34.63 FEET; THENCE SOUTH 80°46'15" WEST, A DISTANCE OF 40.10 FEET; THENCE NORTH 41°30'51" WEST, A DISTANCE OF 24.90 FEET; THENCE NORTH 19°16'15" EAST, A DISTANCE OF 29.51 FEET; THENCE NORTH 20°33'10" EAST, A DISTANCE OF 41.02 FEET; THENCE NORTH 43°07'00" EAST, A DISTANCE OF 27.89 FEET; THENCE NORTH 27°22'17" EAST, A DISTANCE OF 16.15 FEET; THENCE NORTH 12°47'09" EAST, A DISTANCE OF 23.37 FEET; THENCE NORTH 06°16'51" WEST, A DISTANCE OF 39.52 FEET; THENCE NORTH 22°00'28" WEST, A DISTANCE OF 26.64 FEET; THENCE NORTH 29°04'43" WEST, A DISTANCE OF 31.29 FEET; THENCE NORTH 24°34'54" EAST, A DISTANCE OF 28.67 FEET; THENCE NORTH 27°33'40" EAST, A DISTANCE OF 23.85 FEET; THENCE NORTH 49°29'53" WEST, A DISTANCE OF 26.37 FEET; THENCE NORTH 07°27'39" EAST, A DISTANCE OF 29.31 FEET TO THE NORTHERLY LINE OF SAID LANDS AS DESCRIBED IN OFFICIAL RECORDS BOOK 870, PAGE 1244; THENCE NORTH 59°04'24" EAST, ALONG SAID NORTHERLY LINE AND ALONG THE SOUTHERLY LINE OF ST. AUGUSTINE SHORES, UNIT THREE AS RECORDED IN MAP BOOK 12, PAGES 27 THROUGH 32 OF SAID PUBLIC RECORDS, A DISTANCE OF 675.17 FEET TO THE NORTHEASTERLY CORNER OF SAID LANDS AND THE WESTERLY LINE OF CAPTAINS POINTE, AS RECORDED IN MAP BOOK 19, PAGES 61 THROUGH 62 OF SAID PUBLIC RECORDS; THENCE SOUTH 02°33'55" EAST, ALONG SAID WESTERLY LINE, A DISTANCE OF 1562.25 FEET TO THE POINT OF BEGINNING.

CONTAINING 778,208 SQUARE FEET OR 17.87 ACRES, MORE OR LESS.

COPY