AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION ("Amendment") is made
this day of, 1999, by ST. LUCIE WEST DEVELOPMENT CORP., a Delaware
corporation authorized to transact business in the State of Florida, ("Declarant"), 1740 S. W. St.
Lucie West Boulevard, Port St. Lucie, Florida 34986, and ST. LUCIE WEST INDUSTRIAL
ASSOCIATION, INC., a Florida corporation not for profit ("Association"), whose principal office
is located at 1740 S. W. St. Lucie Boulevard, Port St. Lucie, Florida 34986, as follows:

WITNESSETH

PURSUANT to the provisions of Article XIII Section 2 of the Declaration of Covenants, Conditions and Restrictions (herein the "Declaration") for St. Lucie West Industrial Association, which Declaration is recorded at Official Records Book 572, Page 1493, of the public records of St. Lucie County, Florida, the undersigned hereby certify and affirmatively find that the following Amendment to the said Declaration has no adverse effect upon any right of any Owner and further that this Amendment was approved by a unanimous vote of the Association's Board of Directors at its meeting on ______, 1999, which Amendment follows:

1. Article I, Section 22, Page 4 is amended to add the following Definition:

Section 22: Adult entertainment establishment shall mean an adult theater, an adult book store, an adult performance establishment, a commercial physical contact parlor or an escort service or as otherwise may be defined and proscribed by Chapter 113 of the Port St. Lucie City Code, as it may be amended from time to time (herein "Ordinance"). An establishment which has a occupational or use permit issued through any governmental agency for use as any of the above uses or is actually used for such purposes, or engages in any of the following activities, whether or not such permit is issued, or engages in proscribed activities as defined by the Ordinance, shall be presumed to be an adult entertainment establishment.

Adult performance establishment shall mean:

- (a) An establishment where any worker:
 - (i) Engages In a private performance, acts as a private model, or displays or exposes any anatomical areas proscribed by the Ordinance to a customer,

regardless of whether the worker engages in dancing or any particular activity as may be proscribed by the Ordinance;

- (ii) Displays to a customer any covering, tape, pasty or other device which simulates or otherwise gives the appearance of the display or exposure of any anatomical areas, regardless of whether the worker actually engages in performing or dancing as may be proscribed by the Ordinance;
- (iii) Offers, solicits or contracts to dance or perform with a customer and accepts any consideration, tip, or compensation from or on behalf of that customer; or
- (iv) Dances or performs with or within three (3) feet of a customer and accepts any consideration, tip, or compensation from or on behalf of that customer.
- (2) An adult performance establishment shall not be deemed a place provided or set apart for the purpose of exposing or exhibiting a person's sexual organs in a manner contrary to the first sentence of Florida Statutes, section 800.03, the state's indecent exposure statute as set forth in the decision of the Supreme Court of Florida in the case of Hoffman v. Carson, 250 So.2d 891, 893 (Fla. 1971), app. disrn. 404 U.S. 981 (1971).
- (b) Adult theater shall mean any establishment which has adult booths, where adult materials may be viewed or any establishment which has an auditorium, rooms, or an open air area where persons may view films, motion pictures, video cassettes, slides, or other photograph reproductions which have as their primary or dominant theme matters depicting, illustrating or relating to sexual activities or anatomical areas as may be specified by the Ordinance. Adult motels and adult booth or peep show arcades are considered to be adult theaters;
- (c) Adult book store, adult novelty store, or adult video store means an establishment which, as one of its principal purposes, offers for sale or rental of any form or consideration any one or more of the following:
 - (i) Books, magazines, periodicals or other printed matter, or photographs, films, motion pictures, video cassettes or video reproductions, slides, or other visual representatives which are categorized by the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance or:
 - (ii) Instruments, devices, or paraphernalia which are designed for use in connection with sexual activities as may be proscribed by the Ordinance."
 - (iii) A commercial establishment may have other principal business purposes that do not involve the offering for sale or rental of material depicting or describing sexual activities or sexually oriented anatomical areas and still be categorized as adult book store, adult novelty store or adult video store. Such other business purposes will not serve to exempt such commercial establishments from being so categorized as long as one of the business purposes remains the offering for sale or rental for consideration the specified materials which are categorized by

the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance.

- (d) Adult material shall mean any one or more of the following regardless of whether it is new or used:
 - (i) Books, magazines, periodicals, other printed matter, photographs, films, motion pictures, video tapes, slides, computer digital graphic recordings, visual representations, tape recordings or other audio matter which have as their primary or dominant theme matter depicting, illustrating, describing or relating to sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance; or
 - (ii) Instruments, novelties, devices or paraphernalia which are designed or used in connection with sexual activities, excluding bona fide birth control devices.
- 2. Article XII, Page 20 is amended to add the following new Section 14. New Article XII Section 14, follows:

Section 14: Adult entertainment establishment as herein defined are prohibited within the Properties, whether or not such activities may be permitted by the City of Port St. Lucie, or by any other governmental agency. It shall be presumed that such use of any portion of the Properties shall cause the immediate and irreparable monetary and other noncompensable harm to another person, which may not be cured or remedied solely by the payment of monetary damages, but which will additionally require the immediate removal of such use. Any member utilizing any of the Properties as an adult entertainment establishment shall entitle the association to both temporary and permanent injunctive relief, as such use will engender immediate and irreparable harm.

entertainment establishment shall entitle the association to both temporary and permanent injunctive relief, as such use will engender immediate and irreparable harm.
This Amendment is made and adopted this day of, 1999.
ST. LUCIE WEST DEVELOPMENT CORP. a Delaware corporation authorized to transact business in the State of Florida
BY: Paul J. Hegener PRESIDENT
(CORPORATE SEAL)
ST, LUCIE WEST INDUSTRIAL ASSOCIATION, INC. a Florida corporation not for profit
BY; David C. Page PRESIDENT

(CORPORATE SEAL)

STATE OF COUNTY OF

HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Paul J. Hegener the President of ST. LUCIE WEST DEVELOPMENT CORP, a Delaware corporation authorized to transact business in the State of Florida, freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He is personally know to me.

VVITNESS my hand and official seal of, 19	in the County and State last aforesaid this day
	Notary Public
A. Commission Contract	Typed, printed or stamped name of Notary Public
My Commission Expires:	
STATE OF COUNTY OF	
and in the County aforesaid to take acknowledged before me by David C. Pag ASSOCIATION, INC, a Florida corporation n	e me, an officer duly authorized in the State aforesaid acknowledgments, the foregoing instrument was e the President of ST. LUCIE WEST INDUSTRIAL ot for profit, freely and voluntarily under authority duly at the seal affixed thereto is the true corporate seal of its.
WITNESS my hand and official seal of, 19	in the County and State last aforesaid this day
	Notary Public
	Typed, printed or stamped name of Notary Public
My Commission Expires:	(1) boot brillion or armirbon in an include a second

THIS INSTRUMENT PREPARED BY: Dorothy A. Hudson, Esquire DOROTHY A. HUDSON, CHARTERED 2919 Cardinal Drive Vero Beach, Florida 32963

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FIRST AMERIMENT TO DECLARATION OF COVERABLE, COMMITTORS AND RESTRICTIONS FOR ST. LUCIE WEST INVISTRIAL ASSOCIATION

THIS AMENDHENT to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, made and executed this 16th day of Normbry., 1988 by THOS.

J. WHITE DEVELOPMENT CORPORATION, a Florida corporation (the Declarant),

WITHESSETE

WHEREAS, Declarant executed a certain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, dated January 22, 1988 and recorded in Official Record Book 572, Page 1498, Public Records of St. Lucie County, Plorida (the "Declaration"), which Declaration encumbers the property described therein and all property subsequently subjected thereto; and

WHEREAS, Declarant is the owner of that real property ("Additional Property") lying and being in St. Lucie County, Florida, and legally described as follows:

Plat Number 4 of St. Lucie West, according to the Plat thereof as recorded in Plat Book 19, Pages 19, 19A through 19E of the Public Records of St. Lucie County, Florida;

and

WHEREAS, Daclarant wishes to subject the Additional Property to all terms and provisions of the Declaration, in accordance therewith.

NOW THEREFORE, be it known that the Declaration is hereby numerical as follows:

1. In accordance with Article VIII, Section 1 of the Declaration, Declarant does hereby subject the Additional Property to all covenants, restrictions; easternts, reservations, assessments, charges, liens and other terms and provisions of the Declaration, which shall hereafter constitute a covenant running with the Additional Property. From and after the date of

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Report of Spains 27. St. 200 2) roley of Spains 27. St. 200 200 38 milyarthe. St. 200 recording of this instrument, the property subject to the Declaration and all of the covenants and restrictions contained therein, shall include that real property legally described in Exhibit A to the Declaration, and all property added thereto subsequent to the filing of the Declaration, including without limitation, the Additional Property.

2. The Additional Property shall be governed by the St. Lucie West Industrial Association, Inc., a Florida not-for-profit corporation, as well as by the St. Lucie West Association, Inc., a Florida not-for-profit corporation.

Except as expressly amended hereby, the Declaration, and all terms and provisions thereof, shall continue in full force and effect in accordance with its terms.

IN WITHKEE WHERROF, Declarant has caused this instrument to be executed in its page, the day and year first above written.

Signed, sealed and delivered in the presence of:

THOS. J. WHITE DEVELOPMENT CORPORATION a Flocida corporation

James P. Brown, President

(corporate seal)

STATE OF PLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before the this law of Hautonita 1980, by James F. Brown, the President of THOS. J. WHITE DEVELOPMENT CORPORATION, a Florida Corporation, on behalf of the Corporation.

(notation seal)

My Commission Espites:

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JOINDER OF ST. LUCIE WEST PARTER ASSOCIATION

ST. LUCIE WEST HASTER ASSOCIATION, IEC., a Florida not-for-profit corporation, hereby joins in the Amendment to the beclaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, for the sole purpose of agracing to perform its obligations as contained in the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, as same is now or hereafter amended.

Bigned, sealed and delivered

in the presence of:

ST. LUCIS WESS EMETER
ASSOCIATION, FRO., a Florida
not for profit corporation

James P. Brown, President

STATE OF PLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this day of flours (cf). 19 00 by James P. Brown, the President of ST. LUCIE WEST MASTER ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation.

aluci Notary Public

My Commission Expires:

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SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, made executed this 27th day of January 1988 by THOS. I. WHITE DEVELOPMENT CORPORATION, a Florida corporation (the "Declarant"),

WITNESSETH;

WHEREAS, Declarant executed a certain Declaration of Covenante, Conditions and Restrictions for St. Lucia West Industrial Association, dated January 22, 1986 and recorded in Official Record Book 572, Page 1498, Public Records of St. Lucia County, Florida (the "Declaration"), which Declaration encumbers the property described therein and all property subsequently subjected thereto and subjected thereto; and

WHEREAS, Declarant is the owner of that real property ("Additional property") lying and being in St. Lucie County, Florida, and legally described as follows:

Plat Number 11 of St. Lucie West (first replat in Commerce Park), according to the Plat thereof as recorded in Plat Book 27, Pages 10, 10A through 10E of the Public Records of St. Lucie County, Florida;

and

WHEREAS, Declarant wishes to subject the Additional Property all terms and provisions of the Declaration, in accordance therewith.

NOW THEREFORE, be it known that the Declaration is hereby amended as follows:

l. In accordance with Article VIII, Section I of the Declaration, Declarant does hereby subject the Additional Property to all covenants, restrictions, essements, reservations, assessments of the Additional Appropriate Charges lies and Attachments. assessments, charges, lices and other terms and provisions of the Decliration, which shall hereafter constitute a covenant running with the Additional Property. From and after the date of

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recording of this instrument, the property subject to the Declaration and all of the covenants and restrictions contained therein, shall include that real property legally described in Exhibit A to the Declaration, and all property added thereto subsequent to the filing of the Declaration, including without limitation, the Additional Property. limitation, the Additional Property.

2. The Additional Property shall be governed by the St. Lucie West Industrial Association, Inc., a Florida not-for-profit corporation, as well as by the St. Lucie West Master Association, Inc., a Florida not-for-profit corporation.

Except as expressly amended hereby, the Daularation, and all terms and provisions thereof, shall continue in full force and effect in accordance with its terms.

IN WITHESS WHEREOF, Declarant has caused this instrument to be executed in its name, the day and year first above written.

Signed, sealed and delivered in the presence of:

James P. Brown, President

corporation

(corporate mont)

THOS. J. WHITE DEVELOPMENT CORPORATION & Florida

STATE OF PLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this day of Collocate. 1960, by James P. Brown, the President of THOS. J. WHITE DEVELOPMENT CORPORATION, a Florida corporation, on behalf of the Corporation.

(noterial seal)

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KILLELO Notary Public

My Commission Expires:

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JOINDER OF ST. LUCIE WEST MASTER ASSOCIATION

ST. LUCIE WEST MASTER ASSOCIATION, INC., a Florida not-For-profit corporation, bereby joins in the Second Amendment to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, for the sole purpose of agreeing to parform its obligations as contained in the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, as some is now or hereafter amended. amended.

Signed, sealed and delivered

in the presence of:

ET. LUCIE WEST MASTER
ASSOCIATION, INC., a Florida
not est profit corporation
By:

James P. Brown, President , w/

ETATE OF FLORIDA COUNTY OF ST. LUCIE

the President of ST. LUCIE WEST MASTER ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation.

est estima (noterial seal)

Notary Public

My Commission Expires:

Prepared by and return to: Wesley R. Harvin, F.A. 2400 St Midport Rd., 4200 Port St. Lucie, FL 34952

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Prepared by and return to: Wesley R. Harvin, P.A. 2400 SE Midport Rd. #200 Port St. Lucie, PL 34952

THIRD AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT to the Declaration of Covenants, Conditions and Restrictions for St. bucie West Industrial Association is made and executed this let day of March. 1989 by THOS. J. WHITE DEVELOPMENT CORPORATION, a Florida corporation (the "Declarant").

WITNESSETH:

WHEREAS, Declarant executed a certain Declaration of Covening, Conditions and Restrictions for St. Lucie West Industrial Association, dated January 22, 1989 and recorded in D.R. Book 572, page 1493, as amended in D.R. Book 61, page 2277 and D.R. Book 621, page 2279, public records of St. Lucie County, Fiorida (the "Declaration"), which Declaration encumbers the property described therein and all property subsequently subject thereto; and

WHEREAS, Declerant wishes to amend the Declaration as hereinafter set forth: and

WHEREAS, pursuant to Article XIII, Section 2 of the Declaration, this Declaration may be amended so long as Developer still owns property described in Exhibit "A" and Exhibit "B" and so long as the amendment has no material, adverse effect upon any right of any owner; and

Whereas, the Declarant still owns property described in Exhibit "A" and Exhibit "B" and this amendment has no material adverse effect upon any right of any owner.

NOW THEREFORE, pursuant to Article XIII, Section 2 of the Declaration, the Declarant hereby amends the Declaration as follows:

1. Section 6 of Article X is hereby deleted in its entirety and replaced with the following:

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Section 6. Date of Commencement of Annual Assessments The annual assessments provided for herein shall commence as to each Unit on the date of conveyance of the unit by Declarant. The first annual assessment shall be adjusted according to the number of days remaining in the fiscal year at the time assessments commence on the Unit.

2. Section 9 or Article X is amended to add Section 9:

Section 9: Capitalization of Association. Upon acquisition of record title to a Unit by the first purchaser thereof, a contribution shall be made by or on behalf of the purchaser to the working capital of the Association in an amount equal to one-sixth (1/6) of the amount of the annual Base Assessment per Unit for that year as determined by the Board. This amount shall be deposited into the purchase and sales excrow and disbursed therefrom to the Association for use in meeting unforeseen expenditures, purchasing aguipment deemed necessary or desirable, or otherwise, or otherwise to cover operating expenses properly incurred by the Association. Such contributions shall not be considered an advance payment of regular assusaments.

Except as expressly amended hereby and by prior amendments, the Declaration, and all terms and provisions thereof. shall continue in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, Declarant has caused this instrument to be executed in its name, the day and year first above written.

Signed, sealed and delivered

in the bresence of:

THOS.J WHITE DEVELOPMENT CORPORATION, A PLOTICA CORPORATION

James P. Brown, Pres.

(Corporate Baal)

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STATE OF FLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this let day of <u>March</u> 1989, by James P. Brown, the President of THOS, J. WHITE DEVELOPMENT CORPORATION, a Florida corporation, on behalf of the corporation.

My Commission Expires:

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FOURTH AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, made and executed this 25TH day of April, 1989 by THOS. J. WHITE DEVELOPMENT CORPORATION, a Florida corporation (the "Declarant"),

WITNESSETH

WHEREAS, Declarant executed a dertain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, dated January 22, 1988 and recorded in Official Record Book 572, Page 1498; as amended in D.R. Book 511, page 2277; O.R. Book 621, page 2279; and O.R. Book 628, page 1991, all of Public Records of St. Lucie County, Florida (the Declaration*), which Declaration encumbers the property described therein and all property subsequently subjected thereto; and

WHEREAS, Declarant is the owner of that real property ("Additional Property") lying and being in St. Lucie County, Piorida, and legally described as follows:

Plat Number 14 of St. Lucie West, COMMERCE PARK - PHASE TWO, according to the Plat thereof as recorded in Plat Book 27, Pages 17, 17A through 17F of the Public Records of St. Lucie Lounty, Florida;

and

WHEREAS, Declarant wishes to subject the Additional Property to all terms and provisions of the Declaration, in accordance therewith.

NOW THEREFORE, be it known that the Declaration is hereby amended as follows:

1. In accordance with Article VIII, Section 1 of the Declaration, Declarant does hereby subject the Additional Property to all covenants, restrictions, essements, reservations, essements, charges, liens and other terms and provisions of the Declaration, which shall bereafter constitute a covenant running with the Additional Property. From and after the date of

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recording of this instrument, the property subject to the Declaration and all of the covenants and restrictions contained therein, shall include that real property legally described in Exhibit A to the Declaration, and all property added thereto subsequent to the filing of the Declaration, including without limitation, the Additional Property.

2. The Additional Property shall be governed by the St. Lucie West Industrial Association, Inc., a fiorida not-for-profit corporation, as well as by the St. Lucie West Master Association, Inc., a Florida not-for-profit corporation.

Except as expressly amended hereby, the Declaration, and all terms and provisions thereof, shall continue in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, Declarant has caused this instrument to be executed in its name, the day and year first above written.

Signed, scaled and delivered in the presence of:

THOS. J. WHITE DEVELOPMENT CORPORATION & Florida corporation

James P. Brown

STATE OF FLORIDA COUNTY OF ST. LUCIE

The foregoing instrument wan acknowledged before me this 25th day of April 1989, by James P. Brown, the President of THOS. J. WHITE DEVELOPMENT CORPORATION, a Plorida corporation, on behalf of the Corporation

Notary Public

My Commission Expires:

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JOINDER OF ST. LUCIE WEST MASTER ASSOCIATION

FT. LUCIE WEST MASTER ASSOCIATION, INC., a Florida not-for-profit corporation, hereby joins in the Fourth Amendment to the Declaration of Covenanta, Conditions and Restrictions for St. Lucie West Industrial Association, for the sole purpose of Lucie West Industrial association as contained in the agreeing to perform its obligations as contained in the Declaration of Covenanta, Conditions and Restrictions for St. Lucie West Industrial Association, as same is now or hereafter amended.

Signed, sealed and delivered

in the presence of:

ST. LUCIL REST MASTER
ASSOCIATION INC., a Florida
not for profit corporation

James P. Brown, President

STATE OF PLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this 25th day of ADTIL 19.89 by James F. Brown, the President of ST. LUCIE WEST MASTER ASSOCIATION, INC., a Provide not-for-profit corporation, on behalf of the corporation.

(notatial seal)

Atricia Wilks

My Commission Expires:

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Frei the do by and return to: Hotling R. Harvin, P.A. 2100 BE Midport Rd., \$200 Port St. Lucie, FL 34952

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Prepared by and return to: Wesley R. Harvin, P.A. 590 NW Peacook Loop, #10 Port St. Lucie, FL 34986

FOURTH AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, made and executed this day of February, 1990 by THOS A. WHITE DEVELOPMENT CORPORATION, a Florida corporation (the "Declarant").

WITNESSETH:

WHEREAS, Declarant executed a cartain Declaration of Covenants, Conditions and Restrictions for St. Lucia West Commercial Association, dated January 22, 1988, and recorded in O.R. Book 572, page 1493 as amended in O.R. Book 611, page 2277; O.R. Book 621, page 2279; O.R. Book 626, page 1991; and O.R. Book 634, page 1103, all of the Public Records of St. Lucie County, Florida, which Declaration encumbers the property described therein and all property subsequently subjected thereto; and

WHEREAS, Declarant wishes to amend the Declaration as hereinafter set forth: and

WHEREAS, pursuant to Article VIII, Section 1, Declarant may annex additional property to this Declaration, without the approval of Class "A" membership, until Japuary 1, 2017, and

WHEREAS, Declarant is the owner of that real property ("Additional Property") lying and being in St. Lucie County, Florida and legally described as follows:

Plat Number 16 of St. Lucie West. COMMERCE PARK - PHASE THREE, according to the plat thereof as recorded in Plat Book 28, pages 6, 6A through 6D. Public Records of St. Lucie County, Florida.

and

WHEREAS, Declarant wishes to subject the Additional Property to all terms and provisions of the Declaration, in accordance therewith.

NOW THEREFORE, be it known that the Declaration is hereby amended as follows:

- 1. In accordance with Article VIII, Saction 1 of the Declaration, Declarant does hereby subject the Additional Property to all covenants, restrictions, eabements, reservations, assessments, charges, liens and other terms and provisions of the Declaration, which shall hereafter constitute a covenant running with the Additional Property. From and after the date of recording of this instrument, the property subject to the Declaration and all of the covenants and restrictions contained therein, shall include that real property legally described Exhibit "h" to the Declaration, and all property added thereto subsequent to the filing of the Declaration, including without Limitation, the Additional Property.
- 2. The Additional Property described in Plat No. 16 shall be governed by the St. Lucia West Industrial Association, Inc., a Florida not-for-profit corporation, as well as by the St. Lucia West Master Association, Inc., a Florida not-for-profit corporation.
- 3. The address of the St. Lucie West Industrial Association, Inc. for purposes of notice under Article I, Section 2 of the By-Laws shall be as follows:

St. Lucie West Industrial Association, Inc. 1171 N.W. Frima Vista Boulevard Port St. Lucia, PL 34986

Except as expressly emended hereby and by prior amendments, the Declaration, and all terms and provisions thereof, shall continue in full force and effect in accordance with its terms.

IN WITHESS WHERROF, Declarant has caused this instrument to be executed in its name, the day and year first above written.

Signed, sealed and delivered

in the presence of:

Sto. V. Bund

STATE OF FLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this to day of February, 1990, by Thomas J. White, Jr., the President of TROS.

J. WHITE DEVELOPMENT CORPORATION, a Florida corporation, on behalf of the Corporation.

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(notarial seal)

THOS. J. WHITE DEVELOPMENT

CORPORATION, a Florida

Thomas (J. White)

corporation By: Manual

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JOINDER OF ST. LUCIE WEST MASTER ASSOCIATION

ST. LUCIE WEST MASTER ASSOCIATION, a Florida not-for-profit corporation, hereby joins in the Fourth Amendment to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, for the sole purpose of agreeing to perform the obligations as contained in the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, as same is now or hereafter amended.

Signed, sealed and delivered in the presence of:

ST. LUCTE WEST MASTER
ASSOCIATION, INC., a Plottide notfor profit corporation

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STATE OF FLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this day of Jenuary, 1990, by W. Byron Traynor, the President of ST. LUCIE WEST MASTER ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation.

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ASSET GIMENT OF DEDICATIONS LATE.

THIS INDENTURE is made on this Z4TM day of April. 1990, between ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida not for profit corporation, and THOS. J. WHITE DEVELOPMENT CORPORATION (WHITE).

WITNESSETH

ET. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., in consideration of \$10.00 and other good and valuable consideration to it paid by WHITE, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, convey, easign, transfer, and set over unto WHITE, its legal representatives, successors, and assigns, for the purpose of providing drainage and surface water management, all rights and privileges that ST, LUCIE WEST INDUSTRIAL ASSOCIATION, INC., has or may have under the laws of the State of Florida or otherwise, and all right, title, and interest of ST, LUCIE WEST INDUSTRIAL ASSOCIATION, INC., in; to, and under, each of the dedications of subgrade, bass (but specifically excluding asphalt, curbs, and gutters), and other drainage structures and improvements lying within those roadways or rights-of-way specified and set forth in the attached Exhibit A, all of which in turn are identified on certain plats in St, Lucie County, State of Florida (the Dedications).

TO HAVE AND TO HOLD said Dedications unto WHITE, its legal representatives, successors, and assigns, to and for its or their uses forever with the right of substitution and subrogation of WHITE in and to all covenants and warranties heretofore given or made in respect of said Dedications or any part thereof, to the extent said covenants and

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warranties are assignable or can be enforced, at WHITE's expense, for WHITE's renear.

ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., does for itself and its legal representatives, successors, and assigns, covenant to and with WHITE, its legal representatives, successors, and assigns, that it is the lawful owner of the Dedications; that the Dedications are free from all encumbrances except as specified on the plats referred to in Exhibit A; that it has good right to assign the Dedications, and that it will warrant and defend the assignment of the Dedications unto WHITE, its legal representatives, successors, and assigns, against the lawful claims and demands of all persons whomsonver.

IN WITHESS WHEREOF, ST. LUCIE WEST INDUSTRIAL ASSOCIATION. INC., has caused this instrument to be executed by its duly authorize agents, and its corporate seal affixed here to.

Signed, sealed, and delivered in the presence of:

ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC.

Nexe

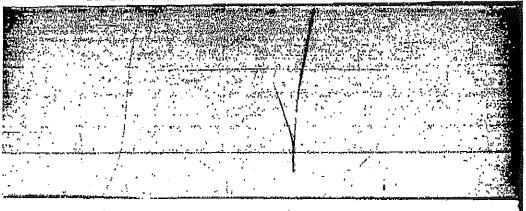
BY: W. BYRON TRAYNOR, Aresiden

CHARLES E

CUNNINGRAM, Secretor

CONTENTAL SECURIT

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STATE OF FLORIDA COUNTY OF ST. LUCTE

BEFORE ME, the understyned authority, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared W. BYRON TRAYNOR and CHARLES B. CUMNINGHAM on the President and Secretary, respectively, of ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida not for profit comporation and they acknowledged before me that they executed the foregoing instrument on behalf of the corporation for the purpose therein contained.

WITNESS my hand and seal in the County and State last aforesaid, this 24° day of April, 1990:

Thoraxy seal)

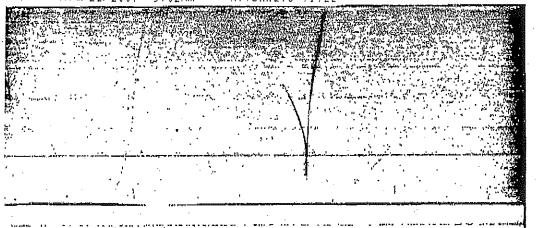
Notary Public

My Commission Expires:

Hotery Public, State of Floride at Leigh My Cammistion Expires Sept. 7, 1891 Builded Stru Huckleberry & Aspodates

Prepared by
James A. Geese
590, N. N. Peacook Loop
Shite \$10
Port St. Lucie Pl \$4988

108, 688 met 1396



ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC.

EXHIBIT "A"

N.W. Enterprise Blvd. (1778.71 L.F.) (sta. 0+75.00 to 7+43.54 and Sta. 12+76.39 to 23+85.56), St. Lucie West Plat. Mo. 1 - Prima Vista Boulevard, Plat Book 26, Pages 8, 8A through BG, Public Records of St. Lucie County, Florida.

N.W. Stadium Drive (600 L.F.) (sta. 0+60 to 6+60.00), St. Lucie West Plat No. 1 - Prima Vista Boulevard, Plat Book 25, Pages 8, BA through SG, Public Records of St. Lucie County, Florida.

N.W. Enterprise Boulevard (532.85 L.F.) (sts. 7+43.54 to 12+76.39). St. Lucie West Plat No. 4, Commerce Park - Phase One, Plat Book 26, pages 19, 19A through 19E, Public Records of St. Lucie County, Florida.

FILED AND RECORD OF THE PROPERTY OF THE PROPER

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SIXTE AMERICANT TO ARCLARATION OF COVERANTS, CONDITIONS AND DESTRICTIONS FOR ST. LICIE WEST. INDICATED ASSOCIATION, 1821

TEIS AMERISEET to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, Nac. is made and executed this 13th day of February, 1991, by THOS. J. WEITE DEVALOPMENT CORPORATION, a Florida corporation (the "Declarant").

H I THE BEETE I

WHERERS, Declarant executed a certain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, dated January 22, 1988, and resorded in C.R. Book 572, page 1493, as amended in C.R. Book 611, page 2277; C.R. Book 621, page 2279; and C.R. Book 628, page 1991; C.R. Book 634, page 1103; and C.R. Book 678, page 1387, as re-recorded in C.R. Book 679, page 2199, all of the Public Records of St. Lucie County, Florida, which Declaration encumbers the property described therein and all property subsequently subjected thereto; and

MERRISE, Declarant wishes to award the Declaration as hazelnafter set forth; and

MERERAS, Fursuant to Article VIII, Section 1, Declarant may annex additional property to this Declaration, without approval of Class "A" manhership, until January 1, 2017; and

MMEREAE, Declarant is the owner of that real property (Additional Property") lying and being in St. Lucie County, Florida and legally described as follows:

SER EXECUTION "A" ANYAGRED SERETO AND BY REFERENCE MADE A FART BEREOF.

and

Market.

WHEREAS, Declarant wishes to subject the Additional Property to all terms and provisions of the Declaration, in accordance therewith.

BOW THEREFORE, he it known that the Declaration is hereby amended as follows:

- 1. In accordance with Article VIII, Section 1 of the Declaration, Declarant does hereby subject the Additional Property to all covenants, restrictions, easements, reservations, essessents, charges, lies and other terms and provisions of the Declaration which shall hereafter constitute a covenant running with the Additional Property. From and after the date of recording of this instrument, the property subject to the Declaration and all of the covenants and restrictions contained therein, shall include that real property legally described in Exhibit "A" to the Declaration, and all property added thereto subsequent to the filing of the Declaration, and all property added thereto subsequent to the filing of the Declaration, including without limitation, the Additional Property.
- The Additional Property described berein shall be governed by the St. Lucis West Industrial Association, Inc., a Florida not-forprofit corporation.
- 3. The address of the St. Lucie West Industriall Association, Inc. for purposes of notice under Article I, Section 2 of the By-Laws shall be as follows:

St. Lucit West Industrial Association, Inc. 1172 N.W. Prime Vista Boulsvard Port St. Lucie, FL 34986

Except as expressly assended hereby and by prior assendments, the Declaration, and all terms and provisions thereof, shall continue in full force and effect in accordance with its terms.

IN MITTERS MEEREOF, Declarant has caused this instrument to be executed in its name, the day and year first above written.

Signed, sealed and delivered

in the presence of:

STATE OF PLORIDA

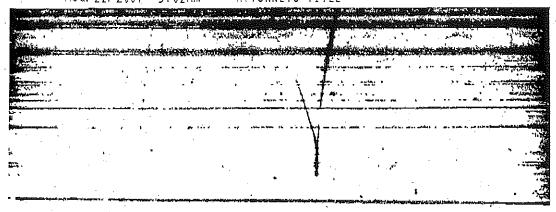
COUNTY OF ST. LUCIE

THOS. J. WHITE DEVEL CORPORATION, a Florid

corporation

M. Byron Tri Executive evi

The foregoing instrument was acknowledged before me this



day of February, 1991, by W. Syron Traymor, the Executive Vice President of TEM. J. WHITE DEVELOPMENT COMPONENTION, a Florida corporation, on behalf of the Corporation.

My Commission Expires:

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A PARCEL OF LAND LYING IN SECTION 23, TOWNSELF 26 SOUTH, RANCE 29 SAFT, ST. LUCIE COUNTY, FLORIDA, BRING A PORTION OF TRACT "A", BLOCK 2, AS SHOWN ON ST. LUCIE WEST PLAT NUMBER 4, PLAT SOOK 26, PAGES 19, 19A THROUGH 19E, PUBLIC RECORDS OF ST. LUCIE COUNTY, FLORIDA, PARTICULARLY DESCRIPED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID TRACT "A"; THERE RUN SOUTE OF DEGREES 60 MINUTES OF SECONDS WEST ALONG THE WEST LINE OF SAID TRACT "A" A DISTANCE OF 525.92 FRET TO A POINT OF CURVATURE; THERE RUN SOUTHERLY ALONG THE ARC OF A CHAVA, COMMAND TO THE EAST, WITH HARDING OF 10,985.16 FRET AND A CENTRAL ANGLE OF 0 DEGREES 20 MINUTES 04 SECONDS A DISTANCE OF 64.11 FRET TO TRE POINT OF BEGINNING; THERE RUN BECATA 69 DEGREES 22 HINUTES 57 SECONDS EAST A DISTANCE OF 1075.00 FEAT; THENCE RUN SOUTH 0 DEGREES 37 NINUTES 03 SECONDS EAST A DISTANCE OF 480.16 FRET; THENCE RUN SOUTH 45 DEGREES 00 MINUTES 00 SECONDS EAST A DISTANCE OF A9.92 FRET TO AN INTERRECTION WITH TAX ARC OF A CHAVE; THENCE RUN SOUTHERLY ALONG THE ARC OF A CHAVE, COMMAND RAST FROM EATH POINT OF INTERSECTION, WITH RADIUS OF 50.00 FRET AND A CENTRAL ANGLE OF 151 DEGREES 09 MINUTES 54 SECONDS A DISTANCE OF 131.92 FRET; SOUTH 30 DEGREES 09 MINUTES 54 SECONDS A DISTANCE OF 131.92 FRET; SOUTH 30 DEGREES 09 MINUTES 54 SECONDS A DISTANCE OF 131.92 FRET; THENCE RUN THENCE RUN GOUTH 11 DEGREES 7 MINUTES 01 SECONDS WEST A DISTANCE OF 123.42 FRET; THENCE RUN SOUTH 89 DEGREES 22 MINUTES 57 SECONDS WEST A DISTANCE OF 961.54 FRET TO AS INTERSECTION WITH THE WIST LINE OF SAID THACT "A"; THERCE RUN BOUTH 89 DEGREES 21 MINUTES 40 SECONDS EAST FROM SAID POINT OF INTERSECTION, WITH BADJUS OF 10,985.16 FRET AND A CENTRAL ANGLE OF 4 DEGREES 58 MINUTES 16 SECONDE A DISTANCE OF 953.12 FRET TO THE POINT OF BEGINNING; CURTAINING 23.290 ACRES.

(SYSCO.LEG)

7097737 57 0000g AS DIXON Joanne Holman, Clerk of the Dircuit Court - St. Lucie County File Number: 1723110 OR BOOK 1225 PAGE 1722 Recorded: 05-27-99 09:24 A.H.

AMENDMENT TO THE DECLARATION OF COVENANTS. CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION ("Amendment") is made this 29° day of April 1999, by ST. LUCIE WEST DEVELOPMENT CORP., a Delaware corporation authorized to transact business in the State of Florida, ("Declarant"), 1740 S. W. St. Lucie West Boulevard, Port St. Lucie, Florida 34986, and ST. Lucie West INDUSTRIAL ASSOCIATION, INC., a Florida corporation not for profit ("Association"), whose principal office is located at 1740 S. W. St. Lucie Boulevard, Port St. Lucie, Florida 34985, as follows:

WITHESSETH

PURSUANT to the provisions of Article XIII Section 2 of the Declaration of Covenants, Conditions and Restrictions (herein the "Declaration") for St. Lucie West Industrial Association, which Declaration is recorded at Official Records Book 572, Page 1493, of the public records of St. Lucie County, Fiorids, line undersigned hereby certify and effirmatively find that the following Amendment to the said Declaration has no adverse effect upon any right of any Owner and further that this Amendment was approved by a unanimous vote of the Association's Board of Directors at its meeting on APT. 1 S.11., 1999, which Amendment follows:

1. Article I, Section 22, Page 4 is amended to add the following Definition:

Section 22: Adult entertainment satabishment shall mean an adult theater, an adult book store, an adult performance establishment, a commercial physical contact parior or an escort service or as otherwise may be defined and proscribed by Chapter 113 of the Port St. Lucie City Code, as it may be amended from time to time (herein "Ordinanco"). An establishment which has a occupational or use permit issued through any governmental agency for use as any of the above uses or is actually used for such purposes, or engages in only of the following activities, whether or not such permit is issued, or engages in proscribed activities as defined by the Ordinanco, shall be presumed to be an adult entertainment establishment.

Adult performance establishment shall meah!

- (a) An establishment where any worker:
 - Engages in a private performance, acts as a private model, or displays or exposes any anatomical areas proscribed by the Ordinance to a customer,

Ret. Levetty a. Husen atty. 29190 Cardines Dr. 2- Very Luch, Feb. 32763

OR BOOK 1225 PAGE 1723

regardless of whether the Worker engages in denoung or any particular activity as may be prosoriosed by the Ordinance:

- (ii) Displays to a customer any covering, tape, pasty or other device which simulatee or otherwise gives the appearance of the display or exposure of any anatomical areas, regardless of whether the worker actually engages in performing or denoing as may be proscribed by the Ordinance;
- Offers, solicits or contracts to dance or perform with a customer and accepts any consideration, tip, or compensation from or on behalf of that customer; or
- (iv) Dances or performs with or within three (3) tost of a customer and eccepts any consideration, tip, or compensation from or on behalf of that customer.
- (2) An adult performance establishment shall not be deamed a place provided or sat spart for the purpose of exposing or exhibiting a person's sexual organs in a manner contrary to the first sentence of Florida Statutes, section 800.03, the state's indecent exposure statute as set forth in the decision of the Supreme Count of Florida in the case of Hoffman v. Cerson, 250 So.2d 891, 893 (Fig. 1971), app. dism. 404 U.S. 881 (1971).
- (b) Adult theater shall mean any establishment which has adult booths, where adult materials may be viewed or any establishment which has an auditorium, rooms, or an open air gress where persons may view films, motion pictures, video cassettes, sildes, or other photograph reproductions which have so their primary or dominant theme matters depicting, illustrating or relating to because activities or anatomical areas as may be specified by the Ordinance. Adult motels and adult booth or peop show arcades are considered to be adult theaters;
- (c) Adult book store, adult novelty store, or adult video store means an establishment which, as one of its principal purposes, offers for sale or rental of any form or consideration any one or more of the following.
 - (i) Books, magazines, periodicals or other printed matter, or photographs, films, motion pictures, video cassaties or video reproductions, slides, or other visual representatives which are categorized by the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance or.
 - (ii) Instruments, devices, or parephenalia which are designed for use in connection with sexual activities as may be proscribed by the Ordinance."
 - (iii) A commercial establishment may have other principal business purposes that do not involve the offering for sale or rental of material depicting or describing sexual activities or sexually oriented anatomical areas and still be categorized as adult book store, adult novelty store or adult video store. Such other business purposes will not serve to exempt such commercial establishments from being an categorized as long as one of the business purposes remains the offering for carts for consideration the specified materials which are categorized by

DR BOOK 1225 PAGE 1724

the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance.

- (d) Adult material shall mean any one or more of the following regardless of whether it is new or used;
 - (i) Booke, magazines, periodicals, other printed matter, photographs, films, motion pictures, video tapes, alides, computer digital graphic recordings, visual representations, tape reportings or other audio matter which have as their primary or dominant theme matter depicting, illustrating, describing or relating to sexual activities or sexually enerted enatomical areas as may be specified by the Ordinance; or
 - Instruments, novalties, devices or paraphernalis which are designed or used in connection with sexual activities, excluding bona fide birth control devices.
- 2 Article XII, Page 20 is amended to add the following new Section 14. New Article XII Section 14. follows:

Section 14: Adult ontertainment establishment as hareln defined are prohibited within the Properties, whether or not such activities may be permitted by the City of Port St. Lucis, or by any other governmental agency. It shall be presumed that such use of any portion of the Proporties shall cause the immediate and irreparable monetary and other noncompensable harm to another person, which may not be cured or remediate solely by the payment of monetary damages, but which will additionally require the immediate removal of such use. Any member utilizing any of the Properties as an adult entertainment establishment shall entitle the association to both temporary and parmanent injunctive raisef, as such use will engender immediate and irreparable harm.

This Amendment is made and adopted this 29 day of r 7 7r 1 1999.

TO SEPTIMENT OF THE PROPERTY O

ST, LUCIE WEST DEVELOPMENT CORP. a Delewate corporation authorized to transact by increase in the State of Florida

> BY: Paul J. Hegener PRESIDENT

(CORPORATE SEAL)

ST, LUCIE WEST INDUSTRIAL ASSOCIATION, INC. a Florida popporation not for profit

BY: David C. Page PRESIDENT

(CORPORATE SEAL)

OR BOOK 1225 PAGE 1725

STATE OF

I HEREBY CERTIFY that on this day, before ms, an officer dufy authorized in the State pforeasid and in the County aforeasid to take acknowledgments, the foregoing instrument was acknowledged before me by Paul J. Hegener the President of ST. LUCIE WEST DEVELOPMENT CORP a Delaware corporation authorized to transact business in the State of Florida, Insely and voluntarily under authority dufy vested in him/her by said corporation and that the seal attixed thereto is the true corporate scal of said corporation. He is personally know to me

of April 18 99	ficial scal in the County and State last aloresaid this of oa
,	Sheld & Joneth
,	Notery Public
	_ Shirler E Smith
My Commission Expires	Typed ported of the state of Notary Public SHALEY & SERTH
STATE OF COUNTY OF	OF FLO MANAGE EDWARD OF FLO MAY COMMENCE EDWARD MAY 4,9901

HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforeasid end in the County aforesaid to take exhausted ments, the foregoing instrument was acknowledged before me by David C. Page the President of ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. a Floride corporation not for profit, freely and voluntarily under authority duly vested in him/her by said corporation and that the soal affixed thereto is the true porporate seal of said corporation. He is personally know to me.

WITNESS my hand and official seel in the County and State last of resaid this <u>29</u> day

Noticy Public

Typed, printed or stamped name of Notary Public

My Commission Expires.

YHIB INSTRUMENT PREPARED BY DOYOTY A. HIDGON, ESQUIR DOROTHY A. HUDSON, CHARTERED 2419 CATORIS DAYS Vers Beach, Florids 32965

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	William Likes.
SOLVEDE	MAR. 7,2001

Johnne Holman, Clerk of the Circuit Court - St. Lucie County File Number: 1322583 OR BOOK OBSS PAGE 1779 Recorded: 05-04-94 01:07 P.M.

PREPARED BY, RECORD AND RETURN TO:

LAURIE L. GILDAN, ESQ. GREENBERG, TRAURIG, HOFFMAN, LIPOFF, ROSEN & QUENTEL, P.A. 777 South Flegler Drive Suite 310-East West Palm Beach, FL 33401

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ASSIGNMENT OF DECLARANT'S RIGHTS (St. Lucie West Industrial Association)

THIS ASSIGNMENT is made as of the 2014, day of April, 1994, by and between THOS. J. WHITE DEVELOPMENT CORP., a Florida composation ("Assignor") and BALFOUR HOLDINGS (FLORIDA) LIMITED PARTNERSHIP, a Florida limited partnership ("Assignee").

WHEREAS Assignor is the Declarant, as defined in that certain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, dated January 22, 1988 and recorded January 22, 1988 in Official Record Book 572, Page 1493, Public Records of St. Lucie County, Florids, as amended by amendments recorded in Official Record Book 611, Page 2277; Official Record Book 621, Page 2279; Official Record Book 628, Page 1991; Official Record Book 634, Page 1103; Official Record Book 678, Page 1387 as re-recorded in Official Record Book 679, Page 2199; and Official Record Book 726, Page 2555; all of the Public Records of St. Lucie County, Florida, as the same may have been further amended from time to time (collectively, the "Declaration"); and

WHEREAS simultaneously with the delivery hereof, Assignor has conveyed to Assignee all of the lands owned by Assignor which are subject to the Declaration, pursuant to a Purchase and Sale Agreement dated December 29, 1993, as amended (the "Agreement"), which Agreement requires Assignor to assign to Assignee all of the rights, privileges, benefits and protections of the Declarant under the Declaration.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, including the consideration described in the Agreement, Assigner and Assigner hereby agree as follows:

I. To the extent permitted by the Declaration and by applicable faw, all rights, privileges, benefits, and protections of the Declarant in, under and with respect to the Declaration are hereby assigned by Assignor to Assignee and to such of Assignee's

RETURN TO: COMMONWEALTH LAND TITLE COURTHOUSE BOX #1 successors and assigns as Assignee may further assign any of the rights, privileges, benefits and protections berein assigned.

- 2. The foregoing assignment shall also be deemed to include the assignment of; (a) all of Assignor's rights, privileges, benefits and protections under all Articles of Incorporation, Bylaws, Rules and Regulations and similar instruments creating, governing or pertaining to any association established to administer and/or enforce the Declaration, including, without limitation, St. Lucie West Industrial Association, Inc., a Florida not-for-profit corporation; and (b) all of Assignor's rights, standings, benefits and privileges in, to and under all fillings, registrations, acceptances, exemptions, approvals and authorizations made with or given by all federal, state and local real estate, land tales, securities and similar offices, departments, bureaus, agencies and authorities as the same pertain to the Declaration.
- 3. Assignee hereby indomnifies, defends and holds Assignor harmless from and against any and all losses, damages, claims and demands with respect to the Declaration, and reasonable attorney's fees and costs whether suit is instituted or not, and Assignee agrees to pay all costs and expenses (including reasonable attorney's fees and costs whether suit is instituted or not) incurred by Assignor in enforcing this indemnity provision; provided, however, and notwithstanding the generality of the foregoing, said indemnity shall be only for matters arising subsequent to the date hereof.
- 4. This Assignment is made without recounse or warranty of any kind or nature whatsoever, except and to the extent set forth in the Agreement.

IN WITNESS WHEREOF, Assignor and Assignee have executed and delivered this Agreement on the day and year first above written.

Signed, scaled and delivered in the presence of:	ASSIGNOR:
	THOS. J. WHITE DEVELOPMENT CORPORATION, a Plorida corporation
Primi Name: Longo L. GILDON	By: There What Thomas J. White, Jr., Vice President
Carmen M. Josef	Atta
Print Name: Common St. Lay	

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	•	9
	BALFOUR HOLDINGS (FLORIDA) LIMITED PARTNERSHIP, # Florida limited partnership	BOOK
Jasuria La Conserva	By: Balfour Holdings (Florida), Inc., a Florida corporation, general partner	00000
Prine Name: Caldred M. Engl	Du Box	PLOE 1:
STATE OF FLORIDA	Michael Hamosom, Tronsurer	ב ב
COUNTY OF PALM BEACH		
AND A PROPERTY OF ASSESSMENT OF THE PROPERTY O	white Development corporation, a position.	
	Noury Public, State of Florida	-

(Print, Type or Stamp Commissioned Name of Notary Public)

Personally Known OR | Produced Identification
Type of Identification Produced

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27%, day of Acr. 1994, by Michael Hamesson, as Tressurer of Balfour Holdings (Florids), Inc., a Florida corporation, general partner of BALFOUR HOLDINGS (FLORIDA) LIMITED PARTNERSHIP, a Florida limited partnership, on behalf of said partnership.

Notary Public, State of Florida

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BOOK

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PAGE

1782

(Print, Type or Sump Commissioned Name of Notary Public)

Dersonally Known OR II Produced Identification
Type of Identification Produced



MANAGEMENT INTO THE SERVENING

JOINDER AND CONSENT

The undersigned, ST.LUCIE WEST INDUSTRIAL ASSOCIATION INC., a Fiorida not-for-profit corporation established to administer and/or enforce that certain Declaration of Covenants, Conditions and Restrictions as described in the Assignment of Declarant's Rights to which this Joinder and Consent is attached ("Assignment"), does hereby join in and consent to the Assignment.

ST. LUCIE WEST INDUSTRIAL ASSOCIATION.INC.

Name: Left wilsty D. Dine Jr.
Title: Prostocky

STATE OF FLORIDA

14. 1

COUNTY OF St. Lucia

SS:

The foregoing instrument was acknowledged before me by <u>frestf.byr.Tr.</u> as <u>President</u> of ST.LUCIE WEST INDUSTRIAL ASSOCIATION, INC., on behalf of said conporation.

OFFICIAL MOTARY SEAL

DEAN BAPCIN, KI

NOTARY PIVELY STATE OF FLORIDA

COMMISSION NO. CCORROS

MY COMMISSION EXP. MARL FLORY

MY COMMISSION EXP. MARL FLORY

Notary Public, State of Florida

(Print, Type or Stamp Commissioned Name of Notary Public)

☐ Fersonally Known OR ☐ Produced Identification
Type of Identification Produced

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SAMPLING FAMILY STATES AND THE

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PREPARED BY, RECORD MITTER TURN TO:

Barry E. Somerstein, Esq. Rudes, McClosky, Smith, Schuster & Russell, P.A. 200 East Browned Boulevand Fort Lauderdale, Fl. 33301

ASSIGNMENT OF DECLARANT'S RIGHTS (St. Lucie West Industrial Association)

THIS ASSIGNMENT is made as of the Aday of May, 1996, by and between BALFOUR HOLDINGS (FLORIDA) LIMITED PARTNERSHIP, a Florida limited partnership ("Assignor") and ST. LUCIE WEST DEVELOPMENT CORP., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the Declarant, as defined in that certain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, dated January 22, 1988 and recorded January 22, 1988 in Official Record Book 572, Page 1493, Public Records of St. Lucie County, Florida, as amended by amendments recorded in Official Record Book 611, Page 2277; Official Record Book 628, Page 1991; Official Record Book 634, Page 1103; Official Record Book 678, Page 1387 as re-recorded in Official Record Book 679, Page 2199; and Official Record Book 726, Page 2555; all of the Public Records of St. Lucie County, Florida, as the same may have been further amended from time to time (collectively, the "Declaration"); and

WHEREAS, simultaneously with the delivery hereof, Assignor has conveyed to Assignee all of the lands owned by Assignor which are subject to the Declaration, pursuant to a Settlement Agreement dated May 17, 1996 (the "Agreement"), which Agreement requires Assignor to assign to Assignee all of the rights, privileges, benefits and protections of the Declarant under the Declaration.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, including the consideration described in the Agreement, Assignor and Assigned hereby agree as follows:

- 1. To the extent permitted by the Declaration and by applicable law, all rights, privileges, benefits, and protections of the Declarant in, under and with respect to the Declaration are hereby assigned by Assignor to Assignee and to such of Assignee's successors and assigns as Assignee may further assign any of the rights, privileges, benefits and protections herein assigned.
- The foregoing assignment shall also be deemed to include the assignment of: (a) all
 of the Assignor's rights, privileges, benefits and protections under all Articles of Incorporation.

PTL:146884:1

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Bylaws, Rules and Regulations and similar instruments creating, governing or pertaining to any association established to administer and/or enforce the Declaration, including, without limitation, St. Lucie West Industrial Association, Inc., a Florida not-for-profit corporation; and (b) all of Assignor's rights, standings, benefits, membership interests and privileges in, to and under all fillings, registrations, acceptances, exemptions, approvals and authorizations made with or given by all federal, state and local real estate, land sales, securities and similar offices, departments, hureaus, agencies and authorities as the same perisin to the Declaration.

- Assignee hereby assumes the obligations of Declarant under the Declaration.
- This Assignment is made without recourse or warranty of any kind or nature whatsoever, except and to the extent set forth in the Agreement.

IN WITNESS WHEREOF, Assignor and Assignee have executed and delivered this Agreement on the day and year first above written.

Signed, scaled and delivered in the presence of:

ASSIGNOR:

BALFOUR HOLDINGS (FLORIDA) LIMITED PARTNERSHIP, a Florida limited partnership

BALFOUR HOLDINGS (FLORIDA), INC., a Florida composition, general parmer

By;

Title,

570 N.W. PEALOCK PORT ST. LUCIE, EL 349&L

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	COUNTY OF NEW YORK)	·	
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	aforesaid and in the County aforesaid to	take acknowledgments, the	toregoing instrument was
	acknowledged before me by Mus. E	PARISTO The It	LIBERT OF BALFOUR
	HOLDINGS (CLOPIDA) INC Plan	ale ve	TIMEET OI DALFOOK
	HOLDINGS (FLORIDA), INC., a Flor	icus corporation, as the gen	end partner of BALFOUR
	HOLDINGS (FLORIDA) LIMITED PA	R'INERSHIP, a Florida lim	ited partnership, freely and
	voluntarily under authority duly vested	in him/her by said comorati	on on behalf of the limited
	partnership, and that the scal affixed then	In the time areas of the	-C-tdt- T- 5t
	is named to be an an and a beauty	on white true colliditie 25th	it said componition. He/She
•	is personally known to me or who has pre	Millioco 85 150	ntification.
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JOINDER AND CONSENT

The undersigned, ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida notfor-profit corporation established to administer and/or enforce that certain Declaration of Covenants, Conditions and Restrictions as described in the Assignment of Declarant's Rights to which this loinder and Consent is attached ("Assignment"), does hereby join in and consent to the Assignment.

ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC.

By

Ernest R. Dike, Jr., President

STATE OF FLORIDA

SS:

COUNTY OF SH. Lacie

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by ERNEST R. DIKE, JR., the President of ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida corporation, freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true corporate scal of said corporation. He is personally known to me or who has produced as identification.

WITNESS my hand and official scal in the County and State last aforesaid this 20 day of

Notary Public

Shirley E. Jmith

Typed, printed or stamped name of Notary Public

My Commission Expires:



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Prepared by and return to: Wesley R. Harvin, F.A. 590 NW Peacock Loop, #10 Port St. Lucie, PL 34986

CORRECTED FIFTH** FOURTH AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, made and executed this Conditions and compound the Condition of February, 1990 by THOS J. WHITE DEVELOPMENT CORPORATION, a Florida corporation (the "Declarant"),

WITNESSETH:

WHEREAS. Declarant executed a certain Declaration of Covenants. Conditions and Restrictions for St. Lucie West Commercial Association, dated January 22, 1988, and recorded in 0.R. Book 572, page 1493 as smended in 0.R. Book 611, page 2277; 0.R. Book 621, page 2279; 0.R. Book 626, page 1991; and 0.R. Book 634, page 1103, all of the Public Records of St. Lucie County, Florida, which Declaration encumbers the property described therein and all property subsequently subjected property described therein and all property subsequently subjected

WHEREAS, Declarant wishes to amend the Declaration as hereinafter set forth; and

WHEREAS, pursuant to Article VIII, Seption 1, Declarant may onnex additional property to this Declaration, without the approval of Class "A" membership, until January 1, 2017, and

WHERMAS. Declarant is the owner of that real property and legally described as follows;

Plat Number 16 of St. Lucie West, COMMERCE PARK - PHASE THREE, according to the plat thereof as recorded in Plat Book 28, pages 6, 6% through 6D, Public Records of St.

and

WHEREAS, Declarent Wishes to subject the Additional Property to all terms and provisions of the Declaration, in accordance therewith.

NOW THEREPORE, be it known that the Declaration is hereby amended as follows:

(**ATHIS DOCUMENTS IS BEING RE-RECORDED FOR THE PURPOSE OF AMENDING ANY AND ALL REFERENCES TO THIS FOURTH AMENDMENT TO DECLARATION TO NOW BE THE FIFTH AMENDMENT), 678 PAGE 1387

LL 679 mm 2199

__ATTORNEYS TITLE

- The Additional Property described in Plat No. 16 shall be governed by the St. Lucie West Industrial Association, Inc., a Florida not-for-profit corporation, as well as by the St. Lucie West Master Association, Inc., a Florida not-for-profit corporation,
- The address of the St. Lucia West Industrial Association, Inc. for purposes of notice under Article I, Section 2 of the By-Laws

St. Lucie West Industrial Association, Inc. 1171 N.W. Prima Vista Boulevard Port St. Lucia, FL 34986

Except as expressly emended hereby and by prior emendments, the Declaration, and all terms and provisions thereof, shall continue in full force and effect in accordance with its terms,

IN WITNESS WHEREOF, Declarant has caused this instrument to be executed in its name, the day and year first above written.

Signed, sealed and delivered

the presence of:

STATE OF FLORIDA COUNTY OF ST. LUCIE THOS. J. WHITE DEVELOPMENT CORPORATION, a Florida

corporation

Thomas (j. White President

The foregoing instrument was acknowledged before methods: day of February, 1990, by Thomas J. White, Jr., the President of THOS. J. White DEVELOPMENT CORPORATION, a Florida correspond on behalf of corporation, on bahalf of

My HORTH BESTATE BETTER 8: F* COP* BRICH FIP. BUS 15,1992 CTICAL TO UND.

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JOINDER OF ST. LUCIE WEST MASTER ASSOCIATION

ST. LUCID WEST MASTER ASSOCIATION. a Florida not-for-profit corporation, hereby joins in the Fourth Amendment to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, for the sole purpose of agreeing to perform its obligations as contained in the Declaration of Covenants, Conditions and Restrictions for St. Lucia West Industrial Association, as same is now or hereafter amended.

Signed, sealed and delivered in the presence of:

STATE OF PLORIDA COUNTY OF ST. LUCIE ST. LUCIE WEST MASTER ASSOCIATION, INC. . 2 for profit corporat

Буфф

70 FEB 28 A8:38 1028645 AK DOUGLAS DIXON (1) \$1 LUCIF (JOUNT), ;

foregoing instrument was acknowledged before me this 15 to 19 90 by W. Byron Traynor, the President of INC., a Florida not-for-profit WEST MASTER corporation, on behalf of the corporation.

1026837 90 FEB 20 A9 47 6/

FILED AND RECORDE DOUGLAS DIXON (1 - ST. LUCIE COUNTY, F

Pol 678 PAGE 1389

LL 678 m 2201

STATE OF FLORIDA)) SS:
COUNTY OF ST. LUCIE)
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by County Theorem the Corp., a Delaware corporation authorized to transact business in the State of Florida, freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He/She is personally known to me or who has produced as identification.
WITNESS my hand and official seal in the County and State last aforesaid this 30th day of becomber, 1998.
OFFICIAL NOTARY SEAL JEAN E SAKOWSKI COMMISSION NUMBER CC622777 MY COMMISSION EXPIRES MAR. 7,2001 Typed, printed or stamped name of Notary Public
My Commission Expires:
STATE OF FLORIDA)) SS: COUNTY OF ST. LUCIE)
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Dound C. Page the President of St. Lucie West Commercial Association, Inc., a Florida not-for-profit corporation, freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He/She is personally known to me or who has produced as identification.
WITNESS my hand and official seal in the County and State last aforesaid this 30 day of December, 1998.
Notify Public Notify Public CC622777 MY COMMISSION EXPIRES MAR. 7,2001 My Commission Expires: Typed, printed or stamped name of Notary Public

OR BOOK 1195 PAGE 1641

JOINED BY:

Signature Signature Signature Signature Signature Susan E. Berg Signature Susan E. Berg Printed Name	ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida not for-profit corporation, By: Printed Name: Davis C. Paco Title: [Aosidoro].
	JOINED BY:
	OUTDOOR RESORTS OF AMERICA, INC., a Delaware corporation,
Signature	Th
Printed Name	By: Printed Name:
Signature	Title:
Printed Name	•

EXHIBIT "A"

Parcel 28H-A of ST. LUCIE WEST PLAT NO. 113, according to the Plat thereof recorded in Plat Book 37, Pages 27 and 27A of the Public Records of St. Lucie County, Florida.

File Number: 1723110 OR BOOK 1225 PAGE 1722 Recorded: 05-27-99 09:24 A.M.

AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

THIS AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION ("Amendment") is made this 3.9 day of April , 1999, by ST. LUCIE WEST DEVELOPMENT CORP., a Delaware corporation authorized to transact business in the State of Florida, ("Declarant"), 1740 S. W. St. Lucie West Boulevard, Port St. Lucie, Florida 34986, and ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida corporation not for profit ("Association"), whose principal office is located at 1740 S. W. St. Lucie Boulevard, Port St. Lucie, Florida 34986, as follows:

WITNESSETH

PURSUANT to the provisions of Article XIII Section 2 of the Declaration of Covenants, Conditions and Restrictions (herein the "Declaration") for St. Lucie West Industrial Association, which Declaration is recorded at Official Records Book 572, Page 1493, of the public records of St. Lucie County, Florida, the undersigned hereby certify and affirmatively find that the following Amendment to the said Declaration has no adverse effect upon any right of any Owner and further that this Amendment was approved by a unanimous vote of the Association's Board of Directors at its meeting on APril 29, 1999, which Amendment follows:

1. Article I, Section 22, Page 4 is amended to add the following Definition:

Section 22: Adult entertainment establishment shall mean an adult theater, an adult book store, an adult performance establishment, a commercial physical contact parior or an escort service or as otherwise may be defined and proscribed by Chapter 113 of the Port St. Lucie City Code, as it may be amended from time to time (increin "Ordinance"). An establishment which has a occupational or use permit issued through any governmental agency for use as any of the above uses or is actually used for such purposes, or engages in any of the following activities, whether or not such permit is issued, or engages in proscribed activities as defined by the Ordinance, shall be presumed to be an adult entertainment establishment.

Adult performance establishment shall mean:

- (a) An establishment where any worker:
 - (i) Engages in a private performance, acts as a private model, or displays or exposes any anatomical areas proscribed by the Ordinance to a customer.

regardless of whether the worker engages in dancing or any particular activity as may be proscribed by the Ordinance;

- (ii) Displays to a customer any covering, tape, pasty or other device which simulates or otherwise gives the appearance of the display or exposure of any anatomical areas, regardless of whether the worker actually engages in performing or dancing as may be proscribed by the Ordinance;
- (iii) Offers, solicits or contracts to dance or perform with a customer and accepts any consideration, tip, or compensation from or on behalf of that customer; or
- (iv) Dances or performs with or within three (3) feet of a customer and accepts any consideration, tip, or compensation from or on behalf of that customer.
- An adult performance establishment shall not be deemed a place provided or set apart for the purpose of exposing or exhibiting a person's sexual organs in a manner contrary to the first sentence of Florida Statutes, section 800.03, the state's indecent exposure statute as set forth in the decision of the Supreme Court of Florida in the case of Hoffman v. Carson, 250 So.2d 891, 893 (Fla. 1971), app. disrn. 404 U.S. 981 (1971).
- (b) Adult theater shall mean any establishment which has adult booths, where adult materials may be viewed or any establishment which has an auditorium, rooms, or an open air area where persons may view films, motion pictures, video cassettes, sildes, or other photograph reproductions which have as their primary or dominant theme matters depicting, illustrating or relating to sexual activities or anatomical areas as may be specified by the Ordinance. Adult motels and adult booth or peep show areades are considered to be adult theaters;
- (c) Adult book store, adult novelty store, or adult video store means an establishment which, as one of its principal purposes, offers for sale or rental of any form or consideration any one or more of the following:
 - (i) Books, magazines, periodicals or other printed matter, or photographs, films, motion pictures, video cassettes or video reproductions, slides, or other visual representatives which are categorized by the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance of:
 - (ii) Instruments, devices, or paraphernalis which are designed for use in connection with sexual activities as may be proscribed by the Ordinance."
 - (iii) A commercial establishment may have other principal business purposes that do not involve the offering for sale or rental of material depicting or describing sexual activities or sexually oriented anatomical areas and still be categorized as adult book store, adult novelty store or adult video store. Such other business purposes will not serve to exempt such commercial establishments from being so categorized as long as one of the business purposes remains the offering for sale or rental for consideration the specified materials which are categorized by

the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance.

- (d) Adult material shall mean any one or more of the following regardless of whether it is new or used:
 - (I) Books, magazines, periodicals, other printed matter, photographs, films, motion pictures, video tapes, alides, computer digital graphic recordings; visual representations, tape recordings or other audio matter which have as their primary or dominant theme matter depicting, illustrating, describing or relating to sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance; or
 - (ii) Instruments, novelties, devices or paraphemalia which are designed or used in connection with sexual activities, excluding bona fide birth control devices.
- 2. Article XII, Page 20 is amended to add the following new Section 14. New Article XII Section 14, follows:

Section 14: Adult entertainment establishment as herein defined are prohibited within the Properties, whether or not such activities may be permitted by the City of Port St. Lucie, or by any other governmental agency. It shall be presumed that such use of any portion of the Properties shall cause the immediate and ineparable monetary and other noncompensable harm to another person, which may not be cured or remedied solely by the payment of monetary damages, but which will additionally require the immediate removal of such use. Any member utilizing any of the Properties as an adult entertainment establishment shall entitle the association to both temporary and permanent injunctive relief, as such use will engender immediate and irreparable harm.

(CORPORATE SEAL)

ST. LUCIE WEST DEVELOPMENT CORP.

a Delaware corporation authorized to transact Mainess in the State of Florida

BY: Paul J. Hegener PRESIDENT

ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. a Florida corporation not for profit

BY: David C. Page PRESIDENT

(CORPORATE SEAL)

STATE OF COUNTY OF

THEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesald and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Paul J. Hegener the President of ST. LUCIE WEST DEVELOPMENT CORP, a Delaware corporation authorized to transact business in the State of Florida, freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He is personally know to me.

WITNESS my hand and official seal in the County and State last aforesaid this African 1999.

Notary Public/

Typed printed of etamped name of the printed printed of the printed pr

MAY 4,2001

Notary Public

My Commission Expires:

STATE OF COUNTY OF

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by David C. Page the President of ST. LUCIE WEST INDUSTRIAL acknowledged before me by David C. Page the President of ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. a Florida corporation not for profit, freely and voluntarily under authority duly vested in him/ner by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He is personally know to me.

WITNESS my hand and official seal in the County and State last aforesaid this 29 day

Dril , 18 99.

Notary Public

Typed, printed or stamped name of Notary Public

My Commission Expires:

THIS INSTRUMENT PREPARED BY:
Dorothy A. Hudson, Esquire
DOROTHY A. HUDSON, CHARTERED
2919 Cardinal Drive
Vero Beach, Florida 32963.

OFFICIAL NOTARY SEAL
JEAN E SAKOWSKI
COMMISSION HUMBER
OC622777
MY COMMISSION EXPIRES
OFFICO MAR. 7,2001

Jan. 1999

JoAnne Holman, Clerk of the Circuit Court - St. Lucie County File Number: 1688760 OR BOOK 1195 PAGE 1639 Recorded: 01-06-99 12:30 P.M.

Prepared by:

Barry B. Somerstein, Esq. * DOC ASSUMP: \$ 0.00 Ruden, McClosky, Smith, * DOC Tax : \$ 0.70 Schuster & Russell, P.A. * Int Tax : \$ 0.00

P.O. Box 1900

Fort Lauderdale, FL 33302

AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION.

WITNESSETH:

WHEREAS, on January 22, 1988, Thos. J. White Development Corp., a Florida corporation ("Original Declarant") executed that certain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association and caused same to be recorded Official Records Book 572, Page 1498, as amended in Official Records Book 611 Page 2277; Official Records Book 621, Page 2279; Official Records Book 628, Page 1991; Official Records Book 634, Page 1103; Official Records Book 678, Page 1387 as re-recorded in Official Records Book 679, Page 2199 and Official Records Book 726, Page 2555, all of the Public Records of St. Lucie County, Florida (collectively the "Declaration") which Declaration encumbers the property described therein and all property subsequently subjected thereto; and

WHEREAS, Original Declarant assigned its rights under the Declaration to Balfour Holdings (Florida) Limited Partnership ("Balfour") by Assignment of Declarant's Rights recorded May 4, 1994 in Official Records Book 898, Page 1779 of the Public Records of St. Lucie County, Florida; and

WHEREAS, Balfour assigned its rights under the Declaration to Declarant by Assignment of Declarant's Rights recorded May 24, 1996 in Official Records Book 1016, Page 2247 of the Public Records of St. Lucie County, Florida; and

WHEREAS, pursuant to Article II of the Declaration, Declarant may remove any portion of the Properties (as defined in the Declaration) owned by the Declarant from the provisions of this Declaration; and

WHEREAS, Declarant is the owner of all of the real estate ("Subject Property") described in Exhibit "A" attached hereto and made a part hereof; and

WHEREAS, simultaneously herewith Declarant is conveying the Subject Property to Outdoor; and

CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of St. Lucie West Industrial Association, Inc., a Florida corporation;

That the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof held on the 2∂ day of 198%.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 22 day of 14NVARY, 1988.

Becretary

(SEAL)

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FILEL 41 DOUGLAS ST. LUCKLAS

April 1999

AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ST. LUCIE WEST INDUSTRIAL ASSOCIATION

WITNESSETH

PURSUANT to the provisions of Article XIII Section 2 of the Declaration of Covenants, Conditions and Restrictions (herein the "Declaration") for St. Lucie West Industrial Association, which Declaration is recorded at Official Records Book 572, Page 1493, of the public records of St. Lucie County, Florida, the undersigned hereby certify and affirmatively find that the following Amendment to the said Declaration has no adverse effect upon any right of any Owner and further that this Amendment was approved by a unanimous vote of the Association's Board of Directors at its meeting on APRIA 29, 1999, which Amendment follows:

1. Article I, Section 22, Page 4 is amended to add the following Definition:

Section 22: Adult entertainment establishment shall mean an adult theater, an adult book store, an adult performance establishment, a commercial physical contact parlor or an escort service or as otherwise may be defined and proscribed by Chapter 113 of the Port St. Lucle City Code, as it may be amended from time to time (herein "Ordinance"). An establishment which has a occupational or use permit issued through any governmental agency for use as any of the above uses or is actually used for such purposes, or engages in any of the following activities, whether or not such permit is issued, or engages in proscribed activities as defined by the Ordinance, shall be presumed to be an adult entertainment establishment.

Adult performance establishment shall mean:

- (a) An establishment where any worker:
 - (i) Engages In a private performance, acts as a private model, or displays or exposes any anatomical areas proscribed by the Ordinance to a customer,

regardless of whether the worker engages in dancing or any particular activity as may be proscribed by the Ordinance;

- (ii) Displays to a customer any covering, tape, pasty or other device which simulates or otherwise gives the appearance of the display or exposure of any anatomical areas, regardless of whether the worker actually engages in performing or dancing as may be proscribed by the Ordinance;
- (iii) Offers, solicits or contracts to dance or perform with a customer and accepts any consideration, tip, or compensation from or on behalf of that customer; or
- (iv) Dances or performs with or within three (3) feet of a customer and accepts any consideration, tip, or compensation from or on behalf of that customer.
- (2) An adult performance establishment shall not be deemed a place provided or set apart for the purpose of exposing or exhibiting a person's sexual organs in a manner contrary to the first sentence of Florida Statutes, section 800.03, the state's indecent exposure statute as set forth in the decision of the Supreme Court of Florida in the case of Hoffman v. Carson, 250 So.2d 891, 893 (Fla. 1971), app. disrn. 404 U.S. 981 (1971).
- (b) Adult theater shall mean any establishment which has adult booths, where adult materials may be viewed or any establishment which has an auditorium, rooms, or an open air area where persons may view films, motion pictures, video cassettes, slides, or other photograph reproductions which have as their primary or dominant theme matters depicting, illustrating or relating to sexual activities or anatomical areas as may be specified by the Ordinance. Adult motels and adult booth or peep show areades are considered to be adult theaters;
- (c) Adult book store, adult novelty store, or adult video store means an establishment which, as one of its principal purposes, offers for sale or rental of any form or consideration any one or more of the following:
 - (i) Books, magazines, periodicals or other printed matter, or photographs, films, motion pictures, video cassettes or video reproductions, slides, or other visual representatives which are categorized by the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance or:
 - (ii) Instruments, devices, or paraphernalia which are designed for use in connection with sexual activities as may be proscribed by the Ordinance."
 - (iii) A commercial establishment may have other principal business purposes that do not involve the offering for sale or rental of material depicting or describing sexual activities or sexually oriented anatomical areas and still be categorized as adult book store, adult novelty store or adult video store. Such other business purposes will not serve to exempt such commercial establishments from being so categorized as long as one of the business purposes remains the offering for sale or rental for consideration the specified materials which are categorized by

the depiction or description of sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance.

- (d) Adult material shall mean any one or more of the following regardless of whether it is new or used:
 - Books, magazines, periodicals, other printed matter, photographs, films, motion (i) pictures, video tapes, sildes, computer digital graphic recordings, visual representations, tape recordings or other audio matter which have as their primary or dominant theme matter depicting, illustrating, describing or relating to sexual activities or sexually oriented anatomical areas as may be specified by the Ordinance; or
 - Instruments, novelties, devices or paraphernalia which are designed or used in (ii) connection with sexual activities, excluding bona fide birth control devices.
- Article XII, Page 20 is amended to add the following new Section 14. New Article XII 2. Section 14, follows:

Section 14: Adult entertainment establishment as herein defined are prohibited within the Properties, whether or not such activities may be permitted by the City of Port St. Lucie, or by any other governmental agency. It shall be presumed that such use of any portion of the Properties shall cause the immediate and irreparable monetary and other noncompensable harm to another person, which may not be cured or remedied solely by the payment of monetary damages, but which will additionally require the immediate Any member utilizing any of the Properties as an adult removal of such use. entertainment establishment shall entitle the association to both temporary and permanent injunctive relief, as such use will engender immediate and irreparable harm.

This Amendment is made and adopted this 29^{T} day of Apri

(CORPORATE SEAL)

ST. LUCIE WEST DEVELOPMENT CORP. a Delaware corporation authorized

to transact business in the State of Florida

BY: Paul J. Hegener

PRESIDENT

ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. a Florida corporation not for profit

> BY; David C, Page PRESIDENT

ATE SEAL)

STATE OF COUNTY OF

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Paul J. Hegener the President of ST. LUCIE WEST DEVELOPMENT CORP, a Delaware corporation authorized to transact business in the State of Florida, freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He is personally know to me.

witness my hand and official seal of April	in the County and State last aforesaid this Andrew
10	Shuley E. Smith
	Notary Public
	Shirley E. Smith
	Typed printed or stamped name of Notary Public
My Commission Expires:	SHIRLEY E SMITH
	COMMISSION NUMBER
STATE OF	CC639712 MY COMMISSION EXPIRES
COUNTY OF	OF FLOW MAY 4,2001
and in the County aforesaid to take acknowledged before me by David C. Pag ASSOCIATION, INC. a Florida corporation necessities and the composition of the country aforesaid to take a composition of the country and the country aforesaid to take a composition of the country aforesaid to take a composition of the country and the country aforesaid to take a composition of the country and a composition of the country aforesaid to take a composition o	e me, an officer duly authorized in the State aforesaid acknowledgments, the foregoing instrument was e the President of ST. LUCIE WEST INDUSTRIAL of for profit, freely and voluntarily under authority duly at the seal affixed thereto is the true corporate seal of se.
WITNESS my hand and official seal	in the County and State last aforesaid this 29th day

My Commission Expires:

THIS INSTRUMENT PREPARED BY: Dorothy A. Hudson, Esquire DOROTHY A. HUDSON, CHARTERED 2919 Cardinal Drive Vero Beach, Florida 32963

19 99.

OFFICIAL NOTARY SEAL
JEAN E SAKOWSKI
COMMISSION NUMBER
C C 622777
MY COMMISSION EXPIRES
MAR. 7,2001

Typed, printed or stamped name of Notary Public

JOANNE HOLMAN, CLERK OF THE CIRCUIT COURT — SAINT LUCIE COUNTY File Number: 1892401 OR BOOK 1372 PAGE 1798

CONSENT TO AMENDMENTS OF DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR OUTDOOR RESORTS AT ST. LUCIE WEST RV RESORT

ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC., a Florida not for profit corporation, whose address is 1850 Fountainview Blvd., Suite 201, Port St. Lucie, Florida 34986, pursuant to Section 12.2.8 of the Declaration of Covenants, Conditions, Restrictions and Easements For Outdoor Resorts at St. Lucie West RV Resort ("Declarations"), by and through its undersigned authorized officer, hereby consents to the following amendments to the Declarations:

- 1. FIRST AMENDMENT to Declarations recorded on September 2, 1999 at Official Record Book 1247, Pages 2307 through 2311, public records of St. Lucie County, Florida; and
- 2. SECOND AMENDMENT to Declarations recorded on August 3, 2000 at Official Record Book 1318, Pages 716 through 719 public records of St. Lucie County, Florida; and
- 3. THIRD AMENDMENT to Declarations recorded on December 6, 2000 at Official Record Book 1347, Pages 238 through 243, public records of St. Lucie County, Florida.

IN WITNESS WHEREOF, the ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. has caused it duly authorized officer to execute this Consent on this 7^E day of MARCH, 2001.

WITNESSES:

Hyllin andry

Phy//is LANDRY

(Print or Type Name)

Susan E. BERG

(Print or Type Name)

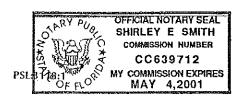
ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC.

By: Alle

(Print Name and Title)

STATE OF FLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was sworn to and subscribed before me this $\underline{\gamma h}$ day of $\underline{\underline{March}}$, 2001 by $\underline{\underline{David}}$ C. $\underline{\underline{Vage}}$, as $\underline{\underline{Rrevident}}$ of the ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. Said officer $\underline{\underline{U}}$ is personally known to me or $\underline{\underline{U}}$ produced a Florida Drivers License as proof of identification.



Shully E. Smith
Notary Public, State of Florida

ieturn to: Ruden McClosky
145 NW Central Park Plaza \$200
1974 Stuck FC 34986
N. DREYER

Return to: (enclose self-addressed stamped envelope)

Name:

Jeffrey A. Rembaum, Esq.

Address:

Ruden, McClosky, Smith, Schuster & Russell, P.A. 222 Lakeview Ave., Suite 800 West Palm Beach, FL 33401

This Instrument Prepared by:

Jeffrey A. Rembaum, Esq. Ruden, McClosky, Smith, Schuster & Russell, P.A. 222 Lakeview Ave., Suite 800 West Palm Beach, FL 33401 EDWIN M. FRY, Jr., CLERK OF THE CIRCUIT COURT SAINT LUCIE COUNTY

FILE # 3093684 08/10/2007 at 08:37 AM

OR BOOK 2864 PAGE 415 - 418 Doc Type: BYLAWS

RECORDING: \$35.50

SPACE ABOVE THIS LINE FOR PROCESSING DATA

SPACE ABOVE THIS LINE FOR PROCESSING DATA

AMENDMENT TO THE BYLAWS OF ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC.

WHEREAS, on January 22, 1988, Thos. J. White Development Corp., a Florida corporation ("Original Declarant") executed that certain Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association which included the Bylaws of the Association as an exhibit thereto and caused same to be recorded in Official Records Book 572, Page 1498, as amended; and

WHEREAS, due to a scriveners error, the Association's Bylaws were recorded without Page 1; and

WHEREAS, Declarant reasonably believes it located a copy of unrecorded page one (1) of the Bylaw; and

WHEREAS, Section six (6) of the Association's Bylaws authorizes the Declarant to amend, modify, adopt and repeal any Bylaws without the requirement of any consent, approval or vote of the members; and

NOW, THEREFORE, the Delcarant along with joinder of the Association hereby amends the Bylaws of the Association as follows:

The attached Exhibit "A" shall be incorporated as Page 1 of the By Laws of ST. LUCIE WEST COMMERCIAL ASSOCIATION, INC.

IN WITNESS WHEREOF, this Amendment has been executed the day and year first above set forth.

100 10 000 101	
WITNESSES:	ST. LUCIE WEST DEVELOPMENT COMPANY, LLC, a Florida limited liability company
1. D. J. Farmon	By: Toff A.Eup
Signature + Parl Fanning	Printed Name: James Anderson Title: EVP
Printed Name	
Mary Christine Moore	
Signature Mary Christine Moore	
Printed Name	
STATE OF FLORIDA)) SS:	
COUNTY OF ST. LUCIE)	
I HEREBY CERTIFY that on thi	s day, before me, an officer duly authorized in the State
aforesaid and in the County aforesaid to acknowledged before me	by Stake acknowledgments, the foregoing instrument was
FVP of St. Luci profit corporation. He/She is pe	ie West Houstriel Association, Inc., a Florida not for limber sonally known to me or who has produced
as identificat	10n.
WITNESS my hand and official	seal in the County and State last aforesaid this 6th day
of August, 2007.	111
J. PAUL FANNING MY COMMISSION # DD 453243 EXPIRES: August 29, 2009	Wotary Public
Bonded Thru Notary Public Underwriters	J. Paul Fanning
	Typed, printed or stamped name of Notary Public
My Commission Expires:	

JOINED BY:

ST. LUCIE WEST INDUSTRIAL ASSOCIATION,

	INC., a Florida not-for-profit corporation
Signature O. Part Fanning Printed Name	By: Printed Name: DHN C) CALLAGHER Title: PRESIDENT
My Christine Morre Mary Christine Morre Printed Name	
STATE OF FLORIDA) SS: COUNTY OF ST. LUCIE) I HEREBY CERTIFY that on the State aforesaid and in the County is	this day, before me, an officer duly authorized in aforesaid to take acknowledgments, the foregoing
instrument was acknowledged before for the profit corporation as identific	cie West Development Company; ELC, a Florida personally known to me or who has produced
day of August, 20	D. Paul Ganner
EXPIRES: August 29, 2009 EXPIRES: August 29, 2009 Bonded Thru Notary Public Underwriters My Commission Expires:	Notary Public J. Pal Farth Ing Typed, printed or stamped name of Notary Public
	·

SLW Industrial

OCT 0 1 2010

ATTORNEYS AT LAW

SUITE 207 1850 SW FOUNTAINVIEW BLVD. PORT ST. LUCIE, FLORIDA 34986

TELEPHONE (772) 871-8020 DIRECT LINE (772) 408-5612 FACSIMILE (772) 871-8060

STEPHANIE W. ADAMS, Legal Asst. sadams@ssclawfirm.com

September 29, 2010

St. Lucie West Industrial Association, Inc. c/o Ms. Linda Moutogiannis **Bayshore Association Management** P.O. Box 880038 Port St. Lucie, FL 34988

Re:

St. Lucie West Industrial Association, Inc.; Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association

Dear Linda:

Enclosed please find a recorded copy of the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association which has been recorded at OR Book 3232, Page 1852, of the Public Records of Saint Lucie County.

If you have any questions, please do not hesitate to contact me.

Sincerely,

Stephanie W. Adams,

Legal Assistant to Larry Z. Glickman

Enclosure

This instrument prepared by and to be returned to: Larry Z. Glickman Sachs Sax Capian 1850 SW Fountainview Blvd., Ste 207 Port St. Lucie, FL 34986 (772) 871-8020

JOSEPH E. SMITH, CLERK OF THE CIRCUIT COURT SAINT LUCIE COUNTY

FILE # 3518191 09/24/2010 at 09:33 AM OR BOOK 3232 PAGE 1852 - 1856 Doc Type: CTF RECORDING: \$44,00

CERTIFICATE OF AMENDMENT TO THE

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS **FOR**

ST. LUCIE WEST INDUSTRIAL ASSOCIATION

I HEREBY CERTIFY that the amendment attached as Exhibit "A" to this Certificate was duly adopted as an amendment to the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association. The Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association is recorded in Official Records Bo

at Page 1493 et seq., of the Public Records of St. Lucie County, Florida.
DATED this 6 day of July , 2010.
WITNESSES ST. HIGH WEST INDUSTRIAL LOSS STATES
Signature ST. LUCIE WEST INDUSTRIAL ASSOCIATION, INC. By Signature
Print Name Profesto (CARKE OLMSTEAD President
Signature Signature Haddad Kevin Gillym, Secretary Print Name
STATE OF FLORIDA) State of Florida) COUNTY OF PALM BEACH)
The foregoing instrument was acknowledged before me this day of bly, 2010, by CLARKE CLMSTEADs President, and KEVIN GILLUM, as Secretary, of St. Lucie West the Association, Inc.; who are Personally Known (for Produced Identification (f).
Type of Identification Produced:

Notary Public State of Florida Caroline M Knudsen My Commission DD688396 Expires 06/24/2011

West Industrial AssociDocuments\Certificate of Amendment - Dec.wpo

EXHIBIT "A"

SUBSEQUENT AMENDMENT to the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS for ST. LUCIE WEST INDUSTRIAL ASSOCIATION

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association was recorded in the Public Records of St. Lucie County, Florida, at Official Records Book 572, Page 1493 et seq. together with all amendments thereto ("Industrial Declaration"); and

WHEREAS, an Amendment to the Industrial Declaration was recorded on January 6, 1999, in the Public Records of St. Lucie County, Florida, at Official Records Book 1195, Page 1639 et seq. ("1999 Amendment"), which 1999 Amendment deleted certain property described therein ("Subject Property", now known as "Outdoor Resorts") from the Industrial Declaration yet purported to require the commercial owner of the Subject Property to pay certain assessments under the Industrial Declaration; and

WHEREAS, subsequently to the 1999 Amendment, the Subject Property has been developed as residential property, and both the St. Lucie West Industrial Association, Inc. ("Industrial Association") and the RV Resort at St. Lucie West Owners Association, Inc. ("Outdoor Association") are uncertain as to the meaning and enforce-ability of the 1999 Amendment; and

WHEREAS, Article VIII, Section 2 of the Industrial Declaration authorizes the annexation of property under the Industrial Declaration, subject to an approving vote of a majority of the Members of the Industrial Association; and

WHEREAS, Section 9.7.1(b) of the Declaration of Covenants, Conditions, Restrictions and Easements for Outdoor Resorts at St. Lucie West RV Resort ("Resorts Declaration") authorizes the submission of the Common Areas thereof, to the Industrial Declaration, subject to an approving vote of sixty seven (67%) percent of the Members of the Outdoor Association; and

WHEREAS, Industrial Association and Outdoor Association wish to resolve any ambiguity respecting the 1999 Amendment, through the submission of appropriate corrective documents for an approving vote of their respective Members, of which this Amendment is an integral part;

NOW THEREFORE, in furtherance thereof, the following Amendment is adopted:

- 1. In accordance with Article VIII, Section 2 of the Declaration of Covenants, Conditions and Restrictions for St. Lucie West Industrial Association, the real property described on Schedule "1" attached hereto and made a part hereof ("Outdoor Resorts Common Property") shall be annexed hereunder and subject to the provisions of this Declaration, including without limitation the provisions of Article X respecting assessments and liens, and Exhibit "C" respecting assessment and voting formulas.
- 2. Pursuant to Article III, Section 1 of this Declaration, the Owner of the Outdoor Resorts Common Property, RV Resort at St. Lucie West Owners Association, Inc. ("Outdoor Association"), shall be deemed to have designated its President, ex officio, as the individual authorized to exercise the rights and privileges of the membership of Outdoor Association, including but not limited to receipt of notice and casting of membership votes; provided, however, in the event a member of Outdoor Association desires to be a candidate for the Board of Directors of this Association, said member of Outdoor Association shall be eligible to do so, and if so elected said member of Outdoor Association may serve as a Director and be entitled to cast one vote as a Director pursuant to Article III, Paragraph A, Section 1 of the Bylaws.
- 3. In the event of any conflict between this Amendment and the Amendment to the Industrial Declaration recorded on January 6, 1999, in the Public Records of St. Lucie County, Florida, at Official Records Book 1195, Page 1639 et seq., this Amendment shall control.

M:\Association\St. Lucie West Industrial Assoc\Documents\SUBSEQUENT AMENDMENT.recorded version.wpd

* *****	SCHEDULE I	
TRACY	PLAT	
OST-1	SLW#118 PB 38 PG 38-381	Acerage/Common Areas
OST-2	SLW#118 PB 38 PG 38-38(2.720
OST-3	SLW#118 PB 38 PG 38-38I	1.458
QST-4	SLW#118 PB 38 PG 38-38	2.165
OST-5	SLW#118 PB 38 PG 38-38	2.444
OST-6	SLW#118 PB 38 PG 38-38	0,430
OST-7		3,541
OST-8	SLW#180 PB 57 PG 35-38	4.792
OST-9	SLW#180 PB 57 PG 35-38	1.763
PHASE III	SLW#180 PB 57 PG 35-38	0.108
OADWAY TRACT R1	UNPLATTED	5.327
TRACT M-1	SLW#180 PB 57 PG 35-38/SLW#118 PB 38 PG 38-38/	7.093
ULT-5	SLW#118 PB 38 PG 38-38I	0.186
ULT-6	SLW#118 PB 38 PG 38-38I	0.156
* Trans to the transfer of the contract of the	SLW#118 PB 38 PG 38-38I	0:056
ULT-7	SLW#118 PB 38 PG 38-38I	0.146
ULT-8	SLW#118 PB 38 PG 38-384	0.144
ULT-9	SLW#118 PB 38 PG 38-38I	0.264
ULT-10	SLW#118 PB 38 PG 38-38I	0.063
ULT-11	SLW#118 PB 38 PG 38-38I	
ULT-12	SLW#118 PB 38 PG 38-38I	0.067
ULT-13	SLW#118 PB 38 PG 38-38I	0.061
ULT-14	SLW#118 P8 38 PG 38-381	0.087
ULT-15	SLW#118 PB 38 PG 38-38	0.113
ULT-16	SLW#118 PB 38 PG 38-38[0.148
CREATIONAL TRACT	SLW#118 PB 38 PG 38-38	0.089
TOTAL		3.255
	of a specific and with a superference of the specific and specific and the	36.654
-	the entropy of the same of the second entropy of the second entrop	
NOTES:	1) OST-2 Owned by ORA but Dedicated for Common Use	
2) Pi	nase III is a Tentative Plat; Proposed Tracts OST-5A,10,11,	The state of the s
	and Roadway Yract; Subject to Final Platting	12



CULPEPPER & TERPENING, INC

CONSULTING ENGINEERS LAND SURVEYORD

Sender's email: mkolo@ct-eng.com VIA: E-Mail/US Mail Project: 08-333-WA-02 December 8, 2009

RV Resorts @ St. Lucie West c/o Mr. Larry Z. Glickman, Esq. SACHS SAX CAPLAN 1850 SW Fountainview Blvd. Suite 207 St Lucie West, Florida 34986

RE: Outdoor Resorts at St. Lucie West Common Area Calculation

Dear Mr. Glickman,

As requested we have amended the Common Area Calculations for Outdoor Resorts at St Lucie West to more accurately reflect the future common areas in the future Phase III Plat and the Schedule I is attached.

CULPEPPER & TERPENING, INC.

Michael T. Kolodziejczyk, PLS Senior Project Manager