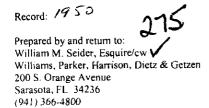
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SECOND AMENDMENT **DECLARATION OF MANAGEMENT COVENANTS FOR** WATERSIDE VILLAGE AT VENICE CENTER

This Amendment is executed this 5 day of September, 2002 by W.V. DEVELOPMENT NO. I, a Florida general partnership ("Declarant"), joined by W.V. DEVELOPMENT NO. II, a Florida general partnership ("W.V. II") and W.V.D., INC., a Florida corporation ("W.V. D.").

RECITALS:

- The Declaration of Management Covenants for Waterside Village at Venice Center ("Covenants") is recorded in Official Records Book 2778, Page 2815, Public Records of Sarasota County, Florida.
- The Covenants identify W.V. Development No. I as the Declarant and Community Developer of the residential areas within Waterside Village (the "Community").
- Paragraph 6 of the Covenants provides for the expansion of the areas to be submitted to the Covenants, and it is the intention of Declarant to expand the Community so as to include those areas included in Exhibit "A" attached hereto.

NOW THEREFORE, Declarant does hereby establish and declare as follows:

- The above recitals are true and correct. 1.
- The property which is subject to the Covenants shall be expanded so as to include that property described in Exhibit "A" attached hereto.
- W.V. II and W.V.D. are project developers within the Community, and hereby consent both to the First Amendment recorded as Instrument No. 1998124867 in the Official Records of Sarasota County, Florida, and hereby further consent to the Second Amendment as recited herein.
 - The balance of the Covenants continue in full force and effect.

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

Witnesses:

W.V. DEVELOPMENT NO. I, a Florida general partnership

SEL W.V. Development No. 1, Inc., a Florida corporation, as General

Partner

Stephen E. Lattmann

As its President

Signature of Witness

Debbue L. Connelly Print Name of Witness

Signature of Witness

James A. Connelly

Witnesses:	W.V. DEVELOPMENT NO. II, a Florida general partnership By: SEL W.V. Development No. 2, Inc., a Florida corporation, as General
Olblind Correlly Signature of Witness	Partner By: Stephen E. Lattmann
Debbut. Connelly Print Name of Witness	As its President
Signature of Witness	
Print Name of Witness	
Witnesses:	W.V.D, INC., a Florida corporation
Dublied Cornelly Signature of Witness	By: Stephen E. Lattmann As its President
Debbu L. Connelly Print Name of Witness	
Signature of Witness Sames A. Connelly Print Name of Witness	
STATE OF FLORIDA COUNTY OF SARASOTA	
2002 by Stephen E. Lattmann, as Presiden corporation, as general partner of W.V. Devel of the corporation and the partnership. The a	rledged before me this 5 day of september, to of SEL W.V. Development No. 1 Inc., a Florida opment No. I, a Florida general partnership, on behalf bove-named person is personally known to me or has identification. If no type of identification is indicated, to me.
(Notary Seal)	Signature of Notary Public DEBBIE L CONNELLY MY COMMISSION # DD 004061 EXPIRES. February 25, 2005 Print Notary in Public Underwriters
	I am a Notary Public of the State of Florida, and my commission expires on

STATE OF FLORIDA COUNTY OF SARASOTA

2002 by Stephen E. Lattmann, as President corporation, as general partner of W.V. Dev	ledged before me this 5 day of specified, of SEL W.V. Development No. 2, Inc., a Florida velopment No. II, a Florida general partnership, on The above-named person is personally known to me as identification. If no type of identification is ly known to me.
(Notary Seal)	Signature Octobolary Bessel Connelly MY COMMISSION # DD 004061 EXPIRES: February 25, 2005 Conded Thru Notary Public Lindameritars Print Name of Notary Public
	I am a Notary Public of the State of Florida, and my commission expires on
STATE OF FLORIDA COUNTY OF SARASOTA The foregoing instrument was acknowledged before me this 5 day of September, 2002 by Stephen E. Lattmann, as President of W.V.D., INC., a Florida corporation, on behalf of the corporation. The above-named person is personally known to me or has produced as identification. If no type of identification is indicated, the above-named person is personally known to me.	
(Notary Seal)	Signature of Notery Public DEBBIE L. CONNELLY MY COMMISSION # DD 004061 EXPERIENCE February 25, 2005 Print Name of Notery Public Underwriters I am a Notary Public of the State of Florida, and my commission expires on
329050.2	

EXHIBIT "A"

PARCEL "A", WATERSIDE VILLAGE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF THE EAST HALF OF SECTION 15, TOWNSHIP 39 SOUTH, RANGE 19 EAST, SARASOTA COUNTY, FLORIDA; THENCE N. 00°33'46" E., ALONG THE WEST LINE OF SAID EAST HALF OF SECTION 15, A DISTANCE OF 1867.05 FEET, FOR A POINT OF BEGINNING; THENCE CONTINUE ALONG SAID WEST LINE OF SAID EAST HALF OF SECTION 15, N. 00°33'46" E., A DISTANCE OF 1424.11 FEET; THENCE S. 89°26'14" E., A DISTANCE OF 277.79 FEET; THENCE S. 39°45'00" E., A DISTANCE OF 302.66 FEET; THENCE S. 32°17'00" E., A DISTANCE OF 1204.04 FEET; THENCE S. 64°30'00" W., A DISTANCE OF 191.54 FEET; THENCE S. 71°02'26" W., 502.21 FEET; THENCE N. 01°00'23" E., A DISTANCE OF 70.22 FEET; THENCE N. 89°26'13" W., 481.79 FEET, TO THE POINT OF BEGINNING.

PARCEL LYING AND BEING IN SECTION 15, TOWNSHIP 39 SOUTH, RANGE 19 EAST, SARASOTA COUNTY, FLORIDA. PARCEL CONTAINING 24.6 ACRES, MORE OR LESS.

WMS/South Preserve