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JOHN A. CRAWFORD
CLERK OF CIRCUIT COURT
NASSAU COUNTY, FLORIDA
RECORDING FEES 35.50

Prepared by and return to:
Melissa S. Turra, Esq.
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50 North Laura Street, Suite 3900
Jacksonville, Florida 32202

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**SUPPLEMENTAL DECLARATION TO
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS
AND EASEMENTS FOR HICKORY VILLAGE**

This Supplemental Declaration is made this 26th day of July, 2005 by **MARSH CREEK DEVELOPMENT CORPORATION**, a Florida corporation, whose address is 4314 Pablo Oaks Court, Jacksonville, Florida 32224 (the "Developer").

RECITALS

A. The Developer is the developer of certain real property within a planned residential community located in Nassau County, Florida, commonly referred to as "HICKORY VILLAGE".

B. The real property located within Hickory Village is subject to all of the terms and conditions set forth in the Declaration of Covenants, Conditions, Restrictions and Easements for Hickory Village, dated September 4, 2003, and recorded on September 9, 2003, at Official Records Book 1169, pages 625 through 695 of the current public records of Nassau County, Florida, as may be amended from time to time (the "Declaration").

C. Article X(B)(1) of the Declaration provides that the Developer shall have the right for so long as it owns other parcels of land (the "Additional Property"), from time to time, in its sole discretion, to annex to the Property and to include within the Declaration, any Additional Property with no further consent of owners or mortgagees.

D. Article X(C) of the Declaration provides that "[a]ny such additions authorized in [Article X(B)] shall be made by the filing of record of one or more Supplemental Declarations with respect to the Additional Property. A Supplemental Declaration may contain any additions to or modifications of the provisions hereof applicable to the Additional Property as may be necessary, in Developer's judgment, to reflect the different character, if any, of the Additional Property that is the subject of the Supplemental Declaration, including, without limitation, any differences in the method or level of Assessments to be levied upon such Additional Property taking into account the different nature or amount of services to be rendered to its Owners by the Association. A Supplemental Declaration shall become effective upon being recorded in the public records of the County."

E. Article X(D) of the Declaration provides that "[i]n the event that any Additional Property is annexed to the Property pursuant to the provisions of this Article X upon recording of the Supplemental Declaration, (a) such Additional Property shall be considered within the definition of the term "Property" for all purposes of [the] Declaration, and (b) all voting of each class of membership of the Association and all voting by the Owners hereunder shall be aggregated, it being intended that (i) any voting requirements need not be fulfilled separately for the Additional Property, and (ii) any Class B Member shall at all times have a majority of the votes of the Association until converted to Class A membership as described in Article II" of the Declaration.

F. In accordance with Article XIII of the Declaration, the Developer desires to develop the property described in Exhibit A of this Supplemental Declaration as a part of Hickory Village, subject to all of the terms and conditions set forth in the Declaration.

G. The property described in Exhibit A of this Supplemental Declaration constitutes Additional Property which is to become a part of the Property subject to the Declaration.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the Developer hereby supplements the Declaration and declares:

1. Unless set forth to the contrary, all capitalized terms herein shall have the same meaning as set forth in the Declaration.

2. The definition of the term "Property" contained in Article I(A)(20) of the Declaration is expanded to include the real property described in Exhibit A attached hereto and by reference made a part hereof (the "Phase Two Property" and "Phase Four Property").

3. The Developer declares that the Phase Two Property and Phase Four Property shall be occupied, used, sold, conveyed, leased, mortgaged, and otherwise encumbered subject to the easements, covenants, conditions, restrictions and reservations set forth in the Declaration, all of which are created in the best interests of the Owners and residents of the Property and which shall run with the title to the Phase Two Property and Phase Four Property and shall be binding upon and inure to the benefit of all persons having and/or acquiring any right, title or interest in the Phase Two Property and Phase Four Property or any portion thereof.

4. This Supplemental Declaration and the Declaration shall run with the land and shall be binding upon all parties and all persons claiming any interest therein in accordance with Article X(C) and Article XI(A) of the Declaration.

IN WITNESS WHEREOF, the undersigned has set its hand and seal as of the date first above written.

Signed, sealed and delivered
in the presence of

Tina E. Downs
Print Name: Tina E. Downs
Lauren L. Owens
Print Name: Lauren L. Owens

MARSH CREEK DEVELOPMENT CORPORATION, a Florida corporation

By: Richard H. O'Steen
Name: RICHARD H. O'STEEN
Title: VICE PRES.

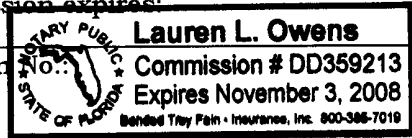
STATE OF FLORIDA
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 26th day of July, 2005, by Richard H. O'Steen, as Vice President of MARSH CREEK DEVELOPMENT CORPORATION, a Florida corporation, on behalf of the corporation, and who is personally known to me ~~or has provided~~ as identification.

Lauren L. Owens
Print Name: Lauren L. Owens
Notary Public, State of Florida

My commission expires:

Commission



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EXHIBIT "A"

HICKORY VILLAGE PHASE TWO AND PHASE FOUR PROPERTY

Real property described and depicted in the plat for Hickory Village Phase Two, recorded in Plat Book 7, pages 120 and 121, of the public records of Nassau County, Florida.

Real property described and depicted in the plat for Hickory Village Phase Four, recorded in Plat Book 7, pages 122 and 123, of the public records of Nassau County, Florida.

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