

Prepared by and return to:
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JIM FULLER
CLERK CIRCUIT COURT
DUVAL COUNTY
TRUST FUND \$ 2.50
RECORDING \$ 17.00

SUPPLEMENTAL DECLARATION
TO
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS
AND EASEMENTS FOR
WATERMILL AND
NOTICE OF ASSESSMENTS FOR
WATERMILL MASTER ASSOCIATION, INC.

THIS SUPPLEMENTAL DECLARATION is made this 9th day of August, 2001, by WATERMILL, L.L.C., a Florida limited liability company ("Declarant").

R E C I T A L S

A. Declarant subjected certain lands to the terms and conditions of the Declaration of Covenants, Conditions, Restrictions and Easements for WaterMill and Notice of Assessments for WaterMill Master Association, Inc. recorded in Official Records Book 9927, page 781 of the public records of Duval County, Florida ("Declaration").

B. Pursuant to Section 2.2 of the Declaration, the Declarant is authorized to subject other lands contained within the Future Development Property to the terms and conditions of the Declaration by recording Supplemental Declarations.

C. Declarant is the owner of certain lands which are contained within the Future Development Property which are more fully described as all of the lands contained in:

WaterMill Unit Two according to plat thereof recorded in Plat Book 54, Page 47 of the public records of Duval County, Florida ("Unit Two Land"); and

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WaterMill Unit Three according to plat thereof recorded in Plat Book 54, Page 48 of the public records of Duval County, Florida ("Unit Three Land").

The Unit Two Land and the Unit Three Land are sometimes jointly referred to herein as "Additional Property".

D. Further pursuant to the provisions of Section 2.2 of the Declaration, the Supplemental Declaration may vary the terms of the Declaration by addition, deletion, or modification so as to reflect any unique characteristics of a particular portion of the development of the Additional Property.

NOW THEREFORE, in consideration of the premises the Declarant hereby declares:

1. All Recitals are true and correct.

2. The Additional Property is hereby subjected to all terms and conditions of the Declaration and all owners of all or any portion of the Additional Property shall be bound by all such terms and conditions and shall have all rights and obligations set forth herein. The Additional Property shall be held, transferred, conveyed and encumbered in compliance with the terms and conditions of the Declaration, which are covenants running with title to the Additional Property.

3. The following paragraph is hereby added to Section 8.8 of the Declaration:

"The Lots contained in the Unit Two Land shall be improved with dwellings containing not less than One Thousand Eight Hundred (1,800) square feet of heated and air conditioned space. The Lots contained in the Unit Three Land shall be improved with dwellings containing not less than One Thousand Four Hundred (1,400) square feet of heated and air conditioned space. The minimum set back for the Unit Two Land and Unit Three Land shall be as follows:

Front Setback	20 feet
Rear Setback	10 feet
Side Setback	5 feet
Side Street Setback	10 feet"

4. Except as set forth herein, all terms and conditions of the Declaration remain in full force and effect.

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:

WATERMILL, L.L.C., a Florida limited liability company

Susan D. Wood
Print Name: Susan D. Wood

Sandra Spencer
Print Name: Sandra Spencer

By: James Ricky Wood
James Ricky Wood, President
The Wood Development Company
of Jacksonville, Inc., Managing Member

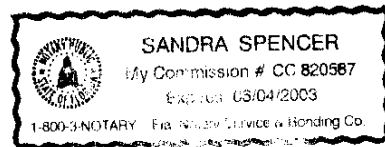
[Corporate Seal]

STATE OF FLORIDA

COUNTY OF Clay

The foregoing instrument was acknowledged before me this 9th day of August, 2001, by James Ricky Wood, President of The Wood Development Company of Jacksonville, Inc., Managing Member of WATERMILL, L.L.C., a Florida limited liability company, on behalf of the limited liability company. He is personally know to me or produced _____ as identification.

Sandra Spencer
Print Name: Sandra Spencer
Notary Public - State of Florida
My commission expires: _____
Commission number: _____



CONSENT OF MORTGAGEE

The undersigned is the holder of that certain Mortgage recorded in Official Records Book 9861, page 1501, and re-recorded in Official Records Book 9874, page 2438 all of the public records of Duval County, Florida ("Mortgage"), and hereby consents to the recording of the Supplemental Declaration to Declaration of Covenants, Conditions, Restrictions and Easements for WaterMill and Notice of Assessments for WaterMill Master Association, Inc. and subordinates the lien of its Mortgage to the terms and conditions thereof.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed in its name this 9th day of August, 2001.

Signed, sealed and delivered
in the presence of:

AMSOUTH BANK

Linda McLemore
Print Name Linda McLemore

Gary E. Hollifield
Gary E. Hollifield, Vice President

Theresa White
Print Name Theresa White

[CORPORATE SEAL]

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 9th day of August, 2001, by Gary E. Hollifield, the Vice President of AmSouth Bank, a national banking association, for and on behalf of said banking association. He is personally known to me.

Linda B. McLemore
Notary Public, State of Florida
Linda B. McLemore
Print Name of Notary Public
My commission expires: _____
My commission no.: _____

[Notarial Seal]

