

Prepared by and return to:
WaterMill Master Association, Inc.
414 Old Hard Road, Suite 201
Orange Park Florida, 32003

**ELEVENTH
SUPPLEMENTAL DECLARATION
TO THE DECLARATION OF COVENANTS,
CONDITIONS, RESTRICTIONS AND EASEMENTS
FOR WATERMILL
(The CornerStone at WaterMill)**

THIS SUPPLEMENTAL DECLARATION is made this 1st day of May, 2007 by WATERMILL, L.L.C., a Florida limited liability company ("Developer").

RECITALS

A. Developer subjected certain lands owned by it to the Declaration of Covenants, Conditions, Restrictions and Easements for WaterMill and Notice of Assessments for WaterMill Master Association, Inc. (the "Master Association") on March 22, 2001, and recorded on March 27, 2001, in Official Records Book 9927, page 1781, of the public records of Duval County, Florida, as amended and supplemented from time to time (collectively, the "Declaration").

B. Pursuant to Section 2.5 of the Declaration, Developer is authorized to subject lands owned by others to the terms and conditions of the Declaration by recording supplemental declarations, which subjects such land to the terms and conditions of the Declaration (so long as the owner of the land joins in and consents to the supplemental declaration).

C. Upon recording of the supplemental declaration, such additional land shall be considered within the definition of the term "Property" for all purposes of the Declaration.

D. Developer desires to subject the land more fully described in **Exhibit A** attached hereto and made a part hereof ("The CornerStone at Watermill Property") to the terms and conditions of the Declaration.

E. Watermill Townhomes, LLC, a Florida limited liability company, as the fee simple owner of The CornerStone at Watermill Property, joins in and consents to this Supplemental Declaration for the purpose of subjecting The CornerStone at Watermill Property to the terms and conditions of the Declaration.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and adequacy of which are acknowledged, the parties declare as follows:

1. Addition of The CornerStone at Watermill Property. On the date hereof, Developer hereby subjects The CornerStone at Watermill Property to the terms and conditions of the Declaration. The CornerStone at Watermill Property shall be held, sold, occupied, leased and conveyed subject to the covenants, conditions, restrictions and easements of the Declaration as amended and supplemented from time to time, which are covenants running with the land and shall be binding on all parties sharing any right, title or interest in The CornerStone at Watermill Property.

2. Common Property. None of the property located within The CornerStone at Watermill Property shall be deemed to be Common Property of the WaterMill Master Association, Inc.

3. No Further Revisions. Except as modified and supplemented herein, the terms and conditions of the Declaration remain in full force and effect.

This Supplemental Declaration has been executed as of the day and year first above written.

Signed and sealed in the presence of:

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

Shirley Smith
Print Name: SHIRLEY SMITH

By: The Wood Development Company of Jacksonville, a Florida corporation, its managing member

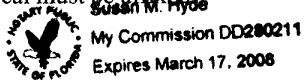
Sandy Spencer
Print Name: SANDY SPENCER

By: *Susan D. Wood*
Susan D. Wood, Vice President

STATE OF FLORIDA
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 8th day of May, 2007, by Susan D. Wood, as Vice President of The Wood Development Company of Jacksonville, a Florida corporation, the managing member of WaterMill, L.L.C., a Florida limited liability company, on behalf of the corporation and the limited liability company. She ✓ is personally known to me or _____ produced as identification.

{Notary Seal must be affixed}



Susan M. Hyde
Print Name: SUSAN M. HYDE
Notary Public - State of Florida
My commission expires: 3-17-08
Commission number: DD280211

Exhibit A

Legal Description for The CornerStone at Watermill Property

The real property being a portion of Section 32, Township 3 South, Range 25 East, City of Jacksonville, Duval County, Florida, more particularly described in the plat of Watermill Townhomes South as recorded in Plat Book 62, pages 16-19 of the public records of Duval County, Florida.

CONSENT OF MORTGAGEE

The undersigned is the holder of that certain mortgage more particularly described as follows:

Mortgage recorded in Official Records Book _____, page _____, of the public records of Duval County, Florida (the "Mortgage"),

and hereby joins in and consents to the recording of the Supplemental Declaration to the Declaration of Covenants, Conditions, Restrictions and Easements for Watermill (The CornerStone at Watermill), dated May 1st, 2007, and hereby subordinates the lien of its Mortgage and Financing Statement to the terms and conditions thereof.

The undersigned sets its hand and seal on this the 7 day of May, 2007.

Witnesses:

[Signature]
Print Name: ROBERT W. DURR

[Signature]
Print Name: Steven Barnes

SUNTRUST BANK

By: [Signature]
Its: VICE-PRESIDENT
Print Name: STEVEN T. KELLEY

STATE OF FLORIDA
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 7 day of May, 2007, by Steven T. Kelley, the Vice President of SUNTRUST, a Georgia banking corporation, on behalf of the corporation. Such person is personally known to the undersigned or _____ produced _____ as identification.

{Notary Seal must be affixed}

[Signature]

(Signature of Notary)
Kerri L. Birchfield

(Print Name of Notary Public)

Notary Public, State of Florida

My Commission Expires: April 25, 2008

Commission No.: DD313419

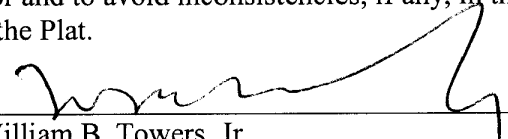


**DEVELOPER'S AFFIDAVIT RE SCRIVENER'S ERROR IN
PLAT OF WATERMILL TOWNHOMES**

STATE OF FLORIDA
COUNTY OF DUVAL

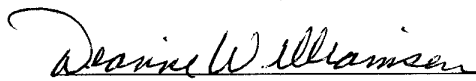
BEFORE ME, the undersigned authority, personally appeared WILLIAM B. TOWERS, JR. ("Affiant"), who being first duly sworn, deposes and says:

1. Affiant is the managing member of Watermill Townhomes, LLC, a Florida limited liability company (the "Company").
2. The Company is the developer of certain property described on that certain plat dated June 1, 2006, depicting property located at the southeast corner of Argyle Forest Boulevard and Oakleaf Village Parkway in Duval County, Florida (the "Property"), said plat being recorded in Book 62, at pages 16, 17, 18 & 19, of the public records of Duval County, Florida (the "Plat").
3. It was the intent of the Company to dedicate certain tracts of land described on the Plat for the benefit of the future homeowners of townhomes to be constructed on the Plat.
4. The Adoption and Dedication section of the Plat contains a scrivener's error incorrectly naming Watermill Master Association, Inc. as the party to which Tracts "J", "K" & "L" were dedicated.
5. The correct name of the association to which Tracts "J", "K" & "L" are to be irrevocably dedicated is CornerStone at Watermill Homeowners' Association, Inc.
6. Affiant makes this Affidavit in his capacity as managing member of the Developer to correct the scrivener's error and to avoid inconsistencies, if any, in the documents governing the Property and the Plat.



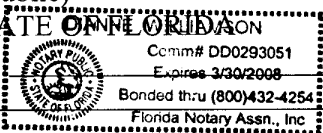
 William B. Towers, Jr.

SWORN TO AND SUBSCRIBED before me this 7th day of May, 2007, by William B. Towers, Jr., who is personally known to the undersigned.



 (Signature of Notary Public)
 Dianne Williamson

 (Print Name of Notary Public)
 NOTARY PUBLIC, STATE OF FLORIDA
 My Commission expires _____
 Commission No.: _____



CONSENT AND JOINDER

The undersigned is the owner of The CornerStone at Watermill Property, and the undersigned hereby joins in and consents to the Supplemental Declaration to the Declaration of Covenants, Conditions, Restrictions and Easements for WaterMill (The Cornerstone at Watermill), to be recorded in the public records of Duval County, Florida. The undersigned hereby subjects the title to its Property to all terms and conditions thereof.

IN WITNESS WHEREOF, the undersigned sets its hand and seal as of this 7th day of May, 2007.

Signed, sealed and delivered in the presence of:

Elizabeth J. Towers
Print Name Elizabeth Towers

WATERMILL TOWNHOMES, LLC, a Florida limited liability company

By: TWT Development Corporation, a Florida corporation, its Manager

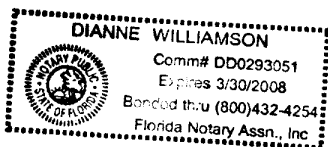
Dianne Williamson
Print Name DIANNE WILLIAMSON

By: William B. Towers, Jr., Its Director

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 7th day of May, 2007, by William B. Towers, Jr., as Director of TWT Development Corporation, the Manager of Watermill Townhomes, LLC, a Florida limited liability company, for and on behalf of the limited liability company and the corporation. Such person X is personally known to the undersigned or produced as identification.

{Notary Seal must be affixed}



Dianne Williamson
(Signature of Notary)
DIANNE WILLIAMSON
(Print Name of Notary Public)

Notary Public, State of Florida
My Commission Expires:
Commission No.: DIANNE WILLIAMSON
Comm# DD0293051
Expires 3/30/2008
Bonded thru (800)432-4254
Florida Notary Assn., Inc