

Prepared by:

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Resurgens Plaza, Suite 2700  
945 East Paces Ferry Road  
Atlanta, Georgia 30326

After recording return to:

Todd Nelson, Esq.  
Legal Department  
Centex Destination Properties  
1064 Greenwood Boulevard  
Suite 200  
Lake Mary, Florida 32746

Parcel I.D. #: 05-11-31-5918-00000-00A0  
05-11-31-5918-00000-00B0  
05-11-31-5918-00000-00C0  
05-11-31-5918-00000-00D0  
05-11-31-5918-00000-00E0  
05-11-31-5918-00000-00F0  
05-11-31-5918-00000-00G0  
05-11-31-5918-00000-00H0

Grantor's Tax Identification No. 48-1210530

Inst No: 2005063276 10/13/2005  
02:12PM Book: 1336 Page: 705 Total Pgs: 5

GAIL WADSWORTH, FLAGLER Co.

**For Recording Purposes Only**

Cross-reference:

(i) Instrument No. 01034445  
Declaration of Restrictive Covenants and  
Easements for Village at Palm Coast, as  
recorded in Book 781, Page 1905, Official  
Records of Flagler County, Florida, as  
amended from time to time

STATE OF FLORIDA

COUNTY OF FLAGLER

**FIFTH AMENDMENT TO  
DECLARATION OF RESTRICTIVE COVENANTS AND EASEMENTS**

(All references to recording information herein are to the Official Records of Flagler County, Florida, unless otherwise indicated. All capitalized terms not otherwise defined herein shall be defined as set forth in the Declaration).

This Fifth Amendment to the Declaration of Restrictive Covenants and Easements (this "Amendment") is made on the date hereinafter set forth by Centex Homes, a Nevada general partnership, d/b/a Centex Destination Properties ("Centex"), as assignee of Longview Village Development Company's rights as "Company" under the Declaration (defined below). Centex's address is 1064 Greenwood Boulevard, Suite 200, Lake Mary, Florida 32746. VILLAGE AT PALM COAST HOMEOWNERS ASSOCIATION, INC., a Florida nonprofit corporation ("Association"), whose address is c/o May Management Services, Inc., 5455 Highway A1A South, St. Augustine, Florida 32080, hereby acknowledges and agrees to the terms and conditions of this Amendment.

### Recitals

WHEREAS, Longview Village Development Company ("Longview") entered into that certain Declaration of Restrictive Covenants and Easements on November 20, 2001, in Official Records Book 781, Page 1905, Public Records of Flagler County, Florida (the "Original Declaration");

WHEREAS, the Original Declaration was subsequently amended by that certain First Amendment to Declaration of Covenants and Restrictions for Village at Palm Coast, recorded on February 20, 2002, in Official Records Book 803, Page 1333, Public Records of Flagler County, Florida, and by that certain Second Amendment to Declaration of Covenants and Restrictions for Village at Palm Coast, recorded on July 3, 2002, in Official Records Book 832, Page 840, Public Records of Flagler County, Florida, that certain Third Amendment to Declaration of Covenants and Restrictions for Village at Palm Coast, recorded on November 16, 2004, in Official Records Book 1168, Page 1561, Public Records of Flagler County, Florida, and that certain Fourth Amendment to Declaration of Covenants and Restrictions for Village at Palm Coast, recorded on April 1, 2005, in Official Records Book 1223, Page 932, Public Records of Flagler County, Florida (as amended, the "Declaration");

WHEREAS, Longview assigned its rights as "Company" under the Declaration to Centex pursuant to that certain Assignment, dated April 5, 2005, recorded in Official Records Book 1223, Page 932, Public Records of Flagler County, Florida;

WHEREAS, pursuant to Article XI, Section 7 of the Declaration, Centex, as Company, may amend the Declaration so long as Centex owns title to any Lot affected by the Declaration;

WHEREAS, Section 8 of the Fourth Amendment to Declaration of Covenants and Restrictions for Village at Palm Coast, recorded on April 1, 2005, in Official Records Book 1223, Page 932, Public Records of Flagler County, Florida, further provides that Centex, as Company, may amend the Declaration so long as Centex owns title to any Phase 2 Single Family Lot (as defined therein) subject to the Declaration;

WHEREAS, the Phase 2 Single Family Lots have been subjected to the Declaration pursuant to that certain Supplemental Declaration to Declaration of Restrictions and Easements, recorded on October ~~13~~, 2005, in Official Records Book ~~1223~~, Page ~~673~~, Public Records of Flagler County, Florida;

WHEREAS, Centex is the owner of the Phase 2 Single Family Lots;

WHEREAS, Centex desires to amend certain provisions of the Declaration as more particularly described herein; and

WHEREAS, the Village at Palm Coast Homeowners Association, Inc. desires to consent to such amendments.

NOW, THEREFORE, the following amendment to the Declaration is hereby adopted, and each Phase I Owner, transferee, mortgagee or lienor of any property subject to the Declaration (including any future phases thereof submitted to the Declaration) and their respective heirs, successors and assigns, shall be bound by and subject to such amendment, to wit:

1. Article V, Section 1. A. of the Declaration is hereby deleted.
2. The phrase "In addition to the exterior maintenance of Dwelling Units referred to above" set forth in Article V, Section 1.B. of the Declaration is hereby deleted.
3. The phrase "(except for exterior facing)" set forth in Article V, Section 2 of the Declaration is hereby deleted.
4. The phrase "and (2b) by all institutional mortgages of Lots affected by this Declaration" set forth in Article XI, Section 7 is hereby deleted.
5. Except as specifically amended hereby, the Declaration and all terms thereof shall remain in full force and effect.

[SIGNATURES BEGIN ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned has executed this Fifth Amendment to Declaration of Restrictive Covenants and Easements as of the day and year first above written.

Witnesses:

*Michelle Knowles*  
Michelle Knowles  
(Name Printed or Typed)

*Kristie Smith*  
Kristie Smith  
(Name Printed or Typed)

CENTEX:

CENTEX HOMES, a Nevada general partnership, d/b/a Centex Destination Properties

By: Centex Real Estate Corporation, a Nevada corporation, its managing general partner

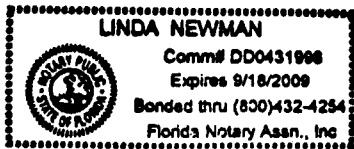
*[Signature]*  
By: John P. Lenihan,  
Division President—East Division

[CORPORATE SEAL]

STATE OF FLORIDA  
COUNTY OF \_\_\_\_\_

This instrument was acknowledged before me on the 6<sup>th</sup> day of October, 2005, by John P. Lenihan as Division President-East Division of Centex Real Estate Corporation, a Nevada corporation, the managing general partner of Centex Homes, a Nevada general partnership, d/b/a Centex Destination Properties on behalf of said partnership.

NOTARY PUBLIC:



Sign: *[Signature]*  
Print: Linda Newman  
My Commission Expires: \_\_\_\_\_

[Notary Seal]

Acknowledged, agreed and consented to by the Association as of the 3<sup>rd</sup> day of October, 2005.

Witnesses:

*George Appleby*  
George Appleby V.P.  
(Name Printed or Typed)

*Carla Bowers*  
Carla Bowers CMA  
(Name Printed or Typed)

VILLAGE AT PALM COAST  
HOMEOWNER'S ASSOCIATION, INC., a  
Florida corporation

By: *William D. Clinton*  
William D. Clinton  
President

By: *Rose Cregan*  
Rose Cregan  
Secretary

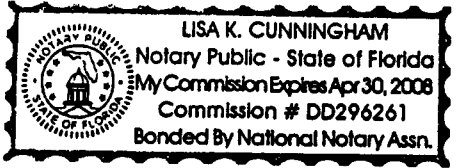
(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me this 3rd day of October, 2005, by William F. Clinton, as President, and Rose Cregan, as Secretary, of Village at Palm Coast Homeowners Association, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me or have produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: *Lisa K. Cunningham*  
Print: \_\_\_\_\_



State of Florida At Large  
(Seal)  
My Commission Expires:

Title/Rank: \_\_\_\_\_  
Commission Number: \_\_\_\_\_