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Prepared by and
when recorded return to:
Jessica Paz Mahoney, Esq.
Donna J. Feldman, P.A.
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Clearwater, Florida 33764

R-ENV

Recording cross-reference: O.R. Book 2428
Page 1572

**AMENDMENT TO SUPPLEMENTAL DECLARATION OF
COVENANTS AND RESTRICTIONS FOR
SOUTHERN HILLS PLANTATION
(CLUB VILLAS NEIGHBORHOOD)**

This Amendment to Supplemental Declaration of Covenants and Restrictions for Southern Hills Plantation (“**Amendment**”) is made this 29th day of December, 2011 by **SH VENTURE I, LLC**, a Florida limited liability company (“**Developer**”), and is joined in by **SOUTHERN HILLS PLANTATION HOMEOWNERS ASSOCIATION, INC.**, a Florida not for profit corporation (“**Association**”).

STATEMENT OF BACKGROUND INFORMATION

A. Pursuant to that certain Assignment of Declarant’s Rights by Hampton Ridge Developers, LLC, a Delaware limited liability company (“**HRD**”) and Developer recorded in O.R. Book 2778, Page 1673, of the Public Records of Hernando County, Florida (“**Public Records**”), Developer is the “Developer” under that certain Declaration of Covenants and Restrictions for Southern Hills Plantation, recorded October 15, 2004, in O. R. Book 1914, Page 989, of the Public Records, as amended and supplemented (collectively, the “**Declaration**”).

B. HRD, joined by the Association, executed and recorded that certain Supplemental Declaration of Covenants and Restrictions for Southern Hills Plantation (Club Villas Neighborhood) recorded in O.R. Book 2428, Page 1572, of the Public Records (“**Supplemental Declaration**”), which subjected the property described in the Supplemental Declaration and on Exhibit “A” attached hereto (the “**Club Villas Property**”), to the covenants, conditions and restrictions of the Declaration, and also designated the Club Villas Property as a “Neighborhood,” with reference to a Condominium Declaration, a Condominium Association and associated Neighborhood assessments, architectural and maintenance standards, and occupancy and leasing restrictions affecting the Club Villas Property.

C. Notwithstanding the original terms of the Supplemental Declaration, no Residential Units for which a certificate of occupancy has been issued have been completed on the Club Villas Property, the Condominium Association was never established, and the Condominium Declaration was never recorded.

D. Because the Condominium Association was never established, and the Condominium Declaration was never recorded, Developer, who owns fee simple title to all of the Club Villas Property, now desires to terminate certain provisions of the Supplemental Declaration, which were never implemented, in order to reflect the current condition, nature, and use of the Club Villas Property.

STATEMENT OF DECLARATION

NOW, THEREFORE, the Club Villas Property shall be held, sold, conveyed, encumbered, occupied and improved subject to the covenants, restrictions, easement and provisions of the Declaration as supplemented and amended by the Supplemental Declaration and this Amendment, as follows:

1. Amendment. Notwithstanding anything to the contrary in the Supplemental Declaration, Sections 1, 2, 3, 4, 5 and 6 of the Supplemental Declaration are hereby terminated, deleted, revoked, and withdrawn from the Supplemental Declaration, and have no force or effect on the Club Villas Property as of the date of this Amendment. Nothing in this Amendment shall be construed to otherwise limit or prevent the future establishment of a "Neighborhood" or condominium within the Club Villas Property in accordance with, and subject to, the terms, covenants and conditions of the Declaration and any other covenants, laws, rules and regulations governing use and development of the Club Villas Property.

2. Capitalized Terms; Effect of Amendment. Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Declaration. Except for the provisions of the Supplemental Declaration expressly terminated by Section 1 above, the Supplemental Declaration remains in full force and effect with respect to supplementation of the Club Villas Property as part of the Property and encumbering the Club Villas Property with the terms, covenants, conditions and restrictions of the Declaration.

[Signatures on following pages.]

IN WITNESS WHEREOF, this Amendment has been executed as of the date first above written.

DEVELOPER:

Witnesses:

SH VENTURE I, LLC,
a Florida limited liability company

Ellen Johnson
Printed Name: Ellen Johnson

By: [Signature]
Graydon E. Miars, Vice President

Violet Langieri
Printed Name: Violet Langieri

STATE OF FLORIDA
COUNTY OF Hernando

The foregoing instrument was acknowledged before me this 28th day of December, 2011, by Graydon E. Miars, as Vice President of SH Venture I, LLC, a Florida limited liability company, on behalf of the company. He is personally known to me or / / produced _____ (type of identification) as identification.



Ellen Johnson
Notary Public, State of Florida
Printed name: Ellen Johnson
My Commission Expires: 5/28/15
(NOTARY SEAL)

[Signatures continue on following page.]

JOINED IN BY ASSOCIATION:

Witness:

**SOUTHERN HILLS PLANTATION
HOMEOWNERS ASSOCIATION, INC.,**
a Florida not for profit corporation

Ellen Johnson
Printed Name: Ellen Johnson

Violet Langieri
Printed Name: Violet Langieri

By: [Signature]
Graydon E. Miars, a/k/a Grady Miars
Title: President

STATE OF FLORIDA
COUNTY OF Hernando

The foregoing instrument was acknowledged before me this 20th day of December, 2011, by Graydon E. Miars, a/k/a Grady Miars, as President of Southern Hills Plantation Homeowners Association, Inc., a Florida not for profit corporation, on behalf of the corporation. He is personally known to me or produced _____ (type of identification) as identification.



Ellen Johnson
Notary Public, State of Florida
Printed name: Ellen Johnson
My Commission Expires: 5/28/15
(NOTARY SEAL)

**JOINDER AND CONSENT
TO
AMENDMENT TO SUPPLEMENTAL DECLARATION OF
COVENANTS AND RESTRICTIONS FOR
SOUTHERN HILLS PLANTATION
(CLUB VILLAS NEIGHBORHOOD)**

Simultaneously with the recordation of this Amendment, Developer is conveying title to a portion of the Club Villas Property to the undersigned **THE VILLAS AT SOUTHERN HILLS PLANTATION, LLC**, a Florida limited liability company ("TVASHP, LLC"). TVASHP, LLC hereby joins in this Amendment made by SH Venture I, LLC to which TVASHP, LLC's Joinder and Consent is attached, and consents and agrees with the terms and conditions thereof.

IN WITNESS WHEREOF, TVASHP, LLC has caused this Joinder and Consent to be executed and delivered by its official on the date below written.

Violet Langieri
Print name: Violet Langieri

TVASHP, LLC:

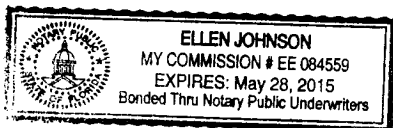
**THE VILLAS AT SOUTHERN HILLS
PLANTATION, LLC,**
a Florida limited liability company

Ellen Johnson
Print name: Ellen Johnson

By: *Roy Selway*
Roy Selway, Managing Member

STATE OF FLORIDA
COUNTY OF Hernando

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME this 28th day of December, 2011, by Roy Selway, as the Managing Member of The Villas at Southern Hills Plantation, LLC, a Florida limited liability company, on behalf of the company. He / is personally known to me or / / produced a _____ as identification.



Ellen Johnson
Notary Public, State of Florida
Printed name: Ellen Johnson
My Commission Expires: 5/28/15
(NOTARY SEAL)

EXHIBIT "A"

Description of Club Villas Property

That portion of Section 3, Township 23 South, Range 19 East, Hernando County, Florida, being further described as follows:

Commence at the Northernmost corner of Lot 11, of Southern Hills Plantation Hilltop, as recorded in Plat Book 38, Page 4, of the Public Records of Hernando County, Florida; thence along the West boundary of Tract X of said Southern Hills Plantation Hilltop, N.39°30'41"W., 209.15 feet to the South line of Summit View Drive; thence leaving said line, N.05°02'15"E., 60.00 feet to the Point of Beginning; thence N.84°57'45"W., 485.20 feet; thence N.17°38'19"W., 203.90 feet; thence S.84°57'34"E., 615.01 feet; thence S.71°45'20"E., 136.30 feet; thence S.58°48'47"E., 146.56 feet; thence S.28°45'12"W., 23.32 feet; thence S.17°45'14"W., 201.78 feet to a non-tangent curve concave Southwesterly and having a radius of 335.00 feet; thence Northwesterly along said curve, 300.28 feet through a central angle of 51°21'27" (chord bearing N.59°17'02"W., 290.33 feet) to the Point of Beginning