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Prepared By:
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Bolanos Truxton, P.A.
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Fort Myers, Florida 33907

**AMENDMENT TO
DECLARATION OF GENERAL PROTECTIVE COVENANTS
AND RESTRICTIONS OF ORANGE TREE**
(Portions of Orange Blossom Ranch Property)

This Amendment to General Protective Covenants and Restrictions of Orange Tree (this "Amendment") is made as of the day and date executed by the last of the parties hereto, by Roberto Bollt, as Successor Trustee of the Orangetree Land Trust dated January 27, 1986, and recorded in Official Records Book 1347, Page 2331, of the Public Records of Collier County, Florida, as amended (referred to herein as the "Declarant" and/or "Trustee") and joined in by Orange Tree Homeowner's Association, Inc., a Florida not-for-profit corporation (referred to herein as the "Association").

Preliminary Statement

Pursuant to that certain Land Trust Agreement, dated January 27, 1986, and recorded in Official Records Book 1347 at Page 2331 of the Public Records of Collier County, Florida, as amended (referred to herein as the "Land Trust"), Amnon Golan is named Trustee of the Land Trust;

Amnon Golan, as Trustee and as "Declarant," executed that certain Declaration of General Protective Covenants and Restrictions of Orange Tree, which was recorded in Official Records Book 1310 at Page 1536 of the Public Records of Collier County, Florida (referred to herein as the "Declaration"), encumbering that certain real property (the "Initial Declaration Property") more particularly described on Exhibit "A" attached hereto and made a part hereof;

Roberto Bollt is the current Successor Trustee under the Land Trust and, as such, holds the rights and powers of the "Declarant" under the Declaration;

Declarant desires to remove, from the effect of the Declaration, that certain real property more particularly described on Exhibit "B" attached hereto and made a part hereof (referred to herein as the "Orange Blossom Ranch Parcels");

Removal of the Orange Blossom Ranch Parcels requires: (i) an amendment to the Declaration by Declarant; and (ii) as required by Section 11.05 of the Declaration (as to amendments to the Declaration), the vote of two-thirds (2/3rds) of the membership of the Association;

The required vote of the membership of the Association has been obtained.

NOW THEREFORE, in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration, Declarant does hereby modify and amend the Declaration

as follows:

1. Preliminary Statement. The Preliminary Statement is true and correct and, by this reference, is incorporated into and made a part of this Amendment. Capitalized terms that are not otherwise defined herein shall have the meanings given to them in the Declaration.
2. Removal of Certain Property. The real property as more particularly described on Exhibit "B," which constitutes the Orange Blossom Ranch Parcels, is hereby removed from the Declaration and shall no longer be encumbered or subject to any rights and/or obligations contained therein. The owners of the Orange Blossom Ranch Parcels shall no longer be deemed members of the Association.
3. Right to Subject and Remove Additional Properties from Declaration. Notwithstanding anything to the contrary contained in the Declaration, Declarant hereby reserves the right from time to time, without the consent or joinder of the Association or any other individual or entity, to subject additional lands to, and/or to remove existing lands from, the effect of the Declaration. An amendment to the Declaration which effects any of the foregoing shall not require a vote of the membership of the Association.
4. Ratification. All other terms and provisions of the Declaration are hereby ratified and confirmed and shall remain in full force and effect, except to the extent amended hereby. In the event of any inconsistency between the terms of this Amendment and the terms of the Declaration, the terms of this Amendment shall control.
5. Exculpation of Trustee. Trustee has executed this Amendment solely in the capacity as trustee for the Land Trust and not individually. This Amendment shall not be construed as imposing any personal or other liability upon Trustee. This Amendment has been executed pursuant to the authority conferred upon Trustee by the agreements governing the Trust and without imposing upon him any liability or obligations. Nothing herein shall create a right of claim, demand, action or cause of action whatsoever against Trustee or against any assets or properties of the Trust.

EXHIBIT "A"
LEGAL DESCRIPTION OF INITIAL DECLARATION PROPERTY

EXHIBIT "A"
LEGAL DESCRIPTION

AS TO UNIT 1:

All of NORTH GOLDEN GATE, UNIT 1, a Subdivision of portion of Sections 22, 23, 26 and 27, Township 48 South, Range 27 East, Collier County, Florida, and being more particularly described in the recorded Plat thereof in Plat Book 9 at Pages 12 to 28, inclusive, according to the Public Records of Collier County, Florida, less and except State Road S-846.

AS TO UNIT 2:

All of NORTH GOLDEN GATE, UNIT 2, a Subdivision of portions of Section 11 and Section 14, Township 48 South, Range 27 East, Collier County, Florida, being more particularly described in the recorded Plat thereof recorded in Plat Book 9 at Pages 29 through 43, inclusive, according to the Public Records of Collier County, Florida, less State Road S-846, Collier County, Florida.

AS TO UNIT 3:

All of NORTH GOLDEN GATE, UNIT 3, a Subdivision of portions of Sections 21, 24, 25 and 26, Township 48 South, Range 27 East, according to the recorded Plat thereof, recorded in Plat Book 9 at Pages 125 through 142, inclusive, according to the Public Records of Collier County, Florida, less portions formerly conveyed by Warranty Deed recorded in Official Records Book 623 at Page 80, more particularly described as Tract "A" in Block 546 and Tract "B" in Block 547 of NORTH GOLDEN GATE, UNIT 3, according to the Plat thereof recorded in Plat Book 9 at Pages 125 through 142, inclusive of the Public Records of Collier County, Florida.

AS TO UNIT 4:

All of NORTH GOLDEN GATE, UNIT 4, a Subdivision of portions of Sections 24 and 25, Township 48 South, Range 27 East, and portions of Sections 19 and 20, Township 48 South, Range 28 East, Collier County, Florida, being more particularly described in the recorded Plat thereof recorded in Plat Book 9 at Pages 52 through 64, inclusive, according to the Public Records of Collier County, Florida.

AS TO UNIT 5:

All of NORTH GOLDEN GATE, UNIT 5, a Subdivision of portions of Sections 12, 13 and 14, Township 48 South, Range 27 East and portions of Sections 7 and 13, Township 48 South, Range 28 East, Collier County, Florida, being more particularly described in the recorded Plat thereof recorded in Plat Book 9 at Pages 65 through 72, inclusive, according to the Public Records of Collier County, Florida.

AS TO UNIT 6:

All of NORTH GOLDEN GATE, UNIT 6, a Subdivision of portions of Section 13 and 14, Township 48 South, Range 27 East, Collier County, Florida, being more particularly described in the recorded Plat thereof in Plat Book 9 at pages 74 through 84, inclusive, according to the Public Records of Collier County, Florida.

AS TO UNIT 7:

All of NORTH GOLDEN GATE, UNIT 7, a Subdivision of portions of Sections 13, Township 48 South, Range 27 East, and a portion of Section 18, Township 48 South, Range 28 East, Collier County, Florida, being more particularly described in the recorded Plat thereof in Plat Book 9 at Pages 85 through 87, inclusive, according to the Public Records of Collier County, Florida.

Recorded and Verified
in Official Records of
COLLIER COUNTY, FLORIDA
JAMES C. GILES, CLERK

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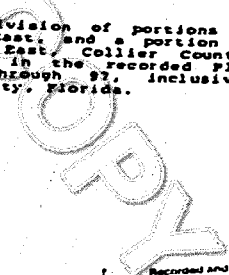
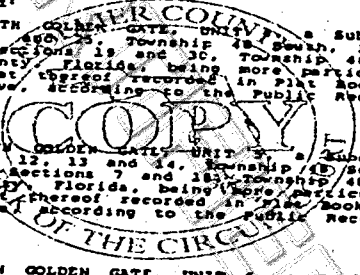


EXHIBIT "B"
LEGAL DESCRIPTION OF ORANGE BLOSSOM RANCH PARCELS

Q. GRADY MINOR & ASSOCIATES, P.A.
Civil Engineers • Land Surveyors • Planners

Q. GRADY MINOR, P.E.
MARK W. MINOR, P.E.
C. DEAN SMITH, P.E.
DAVID W. SCHMITZ, P.E.
MICHAEL J. DELATE, P.E.
NORMAN J. TREBILCOCK, A.I.C.P., P.E.
MATTHEW J. HERMANSON, P.E.

D. WAYNE ARNOLD, A.I.C.P.
ROBERT "BOB" THINNES, A.I.C.P.
THOMAS JACKSON GARRIS, P.S.M.
STEVE BURGESS, P.S.M.
ALAN V. ROSEMAN.

LEGAL DESCRIPTION
ORANGE BLOSSOM RANCH PUD
(DRAWING # B-2309-2B)

THREE PARCELS OF LAND LOCATED IN SECTIONS 13 AND 14, TOWNSHIP 48 SOUTH, RANGE 27 EAST, AND SECTION 19, TOWNSHIP 48 SOUTH, RANGE 28 EAST, COLLIER COUNTY, FLORIDA BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

PARCEL I

COMMENCE AT THE SOUTHEAST CORNER OF SECTION 13, TOWNSHIP 48 SOUTH, RANGE 27 EAST, COLLIER COUNTY, FLORIDA; THENCE RUN SOUTH 88°50'06" WEST, ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13 FOR A DISTANCE OF 2.68 FEET TO A POINT HEREINAFTER REFERRED TO AS POINT "A"; THENCE RUN NORTH 00°30'11" WEST FOR A DISTANCE OF 50.01 FEET TO A POINT ON THE NORTH RIGHT OF WAY LINE OF OIL WELL ROAD (C.R.858) AND THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED; THENCE RUN SOUTH 88°50'05" WEST, ALONG SAID NORTH RIGHT OF WAY LINE FOR A DISTANCE OF 2,677.95 FEET; THENCE RUN SOUTH 89°35'35" WEST, ALONG SAID NORTH RIGHT OF WAY LINE FOR A DISTANCE OF 1,051.57 FEET TO A POINT ON THE EAST LINE OF A 150 FEET WIDE NORTH-SOUTH DRAINAGE EASEMENT RECORDED IN OFFICIAL RECORD BOOK 1433 AT PAGES 509 THROUGH 517 OF THE PUBLIC RECORDS OF COLLIER COUNTY, FLORIDA; THENCE RUN NORTH 00°29'46" WEST, ALONG SAID EAST LINE FOR A DISTANCE OF 4,173.91 FEET TO A POINT HEREINAFTER REFERRED TO AS POINT "B", THE SAME BEING A POINT ON THE SOUTH LINE OF A 150 FOOT WIDE CANAL MAINTENANCE EASEMENT RECORDED IN OFFICIAL RECORD BOOK 1322 AT PAGE 1903 OF THE PUBLIC RECORDS OF COLLIER COUNTY, FLORIDA; THENCE RUN NORTH 89°33'04" EAST, ALONG SAID SOUTH LINE FOR A DISTANCE OF 3,729.66 FEET TO A POINT ON THE WEST LINE OF NORTH GOLDEN GATE CANAL, (AN 80 FOOT WIDE RIGHT OF WAY); THENCE RUN SOUTH 00°29'30" EAST, ALONG SAID WEST LINE FOR A DISTANCE OF 4,141.20 FEET TO THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED, CONTAINING 356.387 ACRES, MORE OR LESS.

TOGETHER WITH

PARCEL II

COMMENCE AT THE HEREINABOVE DESCRIBED POINT "B" THE SAME BEING THE NORTHEAST CORNER OF A 150 FOOT WIDE NORTH-SOUTH DRAINAGE EASEMENT RECORDED IN OFFICIAL RECORD BOOK 1433 AT PAGES 509 THROUGH 517 OF THE PUBLIC RECORDS OF COLLIER COUNTY, FLORIDA; THENCE RUN SOUTH 89°33'04" WEST, ALONG THE NORTH LINE OF SAID NORTH-SOUTH DRAINAGE EASEMENT FOR A DISTANCE OF 150.00 FEET TO THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED; THENCE RUN SOUTH 00°29'46" EAST, ALONG THE WEST LINE OF SAID NORTH-SOUTH DRAINAGE EASEMENT FOR A DISTANCE OF 1,820.00 FEET; THENCE RUN SOUTH 89°33'05" WEST FOR A DISTANCE OF 1,463.41 FEET TO A POINT ON THE WEST LINE OF SECTION 13, TOWNSHIP 48 SOUTH, RANGE 27 EAST, COLLIER COUNTY, FLORIDA; THENCE CONTINUE SOUTH 89°33'05" WEST FOR A DISTANCE OF 1,018.80 FEET; THENCE RUN NORTH 00°29'30" WEST FOR A DISTANCE OF 1,427.55 FEET TO A POINT ON THE SOUTHERLY LINE OF A 150 FOOT WIDE CANAL MAINTENANCE EASEMENT RECORDED IN OFFICIAL RECORD BOOK 1322 AT PAGE 1903 OF THE PUBLIC RECORDS OF COLLIER COUNTY, FLORIDA; THENCE RUN NORTH 74°32'31" EAST, ALONG SAID SOUTHERLY LINE FOR A DISTANCE OF 1,063.68 FEET

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 STEVE BURGESS, P.S.M.
 ALAN V. ROSEMAN.

TO A POINT ON THE WEST LINE OF SAID SECTION 13; THENCE CONTINUE NORTH 74°32'31" EAST, ALONG SAID SOUTHERLY LINE FOR A DISTANCE OF 451.69 FEET; THENCE RUN NORTH 89°33'04" EAST, ALONG SAID SOUTHERLY LINE FOR A DISTANCE OF 1,018.10 FEET TO THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED, CONTAINING 97.113 ACRES, MORE OR LESS.

TOGETHER WITH

PARCEL III

COMMENCE AT THE HEREINABOVE DESCRIBED POINT "A"; THENCE RUN SOUTH 00°24'57" EAST FOR A DISTANCE OF 50.01 FEET TO A POINT ON THE SOUTH RIGHT OF WAY LINE OF OIL WELL ROAD (C.R.858), THE SAME BEING A POINT ON THE WEST LINE OF NORTH GOLDEN GATE CANAL, (AN 80 FOOT WIDE RIGHT OF WAY) AND THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED THENCE RUN SOUTH 00°29'18" EAST, ALONG SAID WEST LINE FOR A DISTANCE OF 920.94 FEET TO A POINT ON THE EAST LINE OF SECTION 24, TOWNSHIP 48 SOUTH, RANGE 27 EAST, COLLIER COUNTY, FLORIDA; THENCE CONTINUE SOUTH 00°29'18" EAST, ALONG SAID WEST LINE, FOR A DISTANCE OF 1,819.06 FEET; THENCE RUN SOUTH 89°30'46" WEST FOR A DISTANCE OF 4.33 FEET TO A POINT ON THE EAST LINE OF SAID SECTION 24; THENCE CONTINUE SOUTH 89°30'46" WEST FOR A DISTANCE OF 395.66 FEET; THENCE RUN NORTH 58°31'29" WEST FOR A DISTANCE OF 1,010.00 FEET; THENCE RUN NORTH 88°17'01" WEST FOR A DISTANCE OF 645.91 FEET; THENCE RUN SOUTH 81°45'31" WEST FOR A DISTANCE OF 230.00 FEET; THENCE RUN NORTH 47°05'10" WEST FOR A DISTANCE OF 686.83 FEET; THENCE RUN NORTH 31°29'29" WEST FOR A DISTANCE OF 300.00 FEET; THENCE RUN NORTH 50°28'29" WEST FOR A DISTANCE OF 630.00 FEET; THENCE RUN NORTH 39°58'29" WEST FOR A DISTANCE OF 255.00 FEET; THENCE RUN NORTH 00°24'25" WEST FOR A DISTANCE OF 850.00 FEET TO A POINT ON THE SOUTH RIGHT OF WAY LINE OF OIL WELL ROAD (C.R.858); THENCE RUN NORTH 89°35'36" EAST, ALONG SAID SOUTH RIGHT OF WAY LINE, FOR A DISTANCE OF 749.99 FEET; THENCE RUN NORTH 88°50'07" EAST, ALONG SAID SOUTH RIGHT OF WAY LINE, FOR A DISTANCE OF 2,677.38 FEET TO THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED, CONTAINING 162.431 ACRES, MORE OR LESS.

NOTES:

1. BEARINGS SHOWN HEREON REFER TO THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SECTION 13, TOWNSHIP 48 SOUTH, RANGE 27 EAST, COLLIER COUNTY, FLORIDA, AS BEING S 89°35'35" W.
2. THIS PROPERTY IS SUBJECT TO EASEMENTS, RESERVATIONS AND/OR RESTRICTIONS OF RECORD.
3. DIMENSIONS SHOWN HEREON ARE IN FEET AND DECIMALS THEREOF.

8/31/04
 SIGNED

Thomas J. Garris, P.S.M. #3741
 THOMAS JACKSON GARRIS STATE OF FLORIDA

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