



INSTR # 5017853 OR BK 3335 PG 4253 RECD 12/07/00 11:23 AM
CHARLIE GREEN, CLERK OF COURT, LEE COUNTY
DEPUTY CLERK J MILLER

**AMENDMENT
TO THE
DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR
HERITAGE COVE**

THIS AMENDMENT is made this 1st day of December, 2000 by U.S. HOME CORPORATION, a Delaware Corporation authorized to do business in the State of Florida, hereinafter called the "Declarant" to the Declaration of Covenants, Conditions and Restrictions for HERITAGE COVE.

WHEREAS, the Declaration is recorded in Official Records Book 3178, Page 0965 through 1052, Public Records of Lee County, Florida; and

WHEREAS, pursuant to Sections 15.10 and 17.2 of this Declaration, the Declarant reserved, in his sole discretion, the right to unilaterally modify or amend the governing documents in any way and to add and submit additional Lands to Lands governed by the Declaration with and upon the Joinder and Consent to such amendment by the holder(s) of all mortgages encumbering the additional Lands so submitted to the Declaration; and

WHEREAS, the Declarant is desirous of adding Lands described in Exhibit "A" to this Declaration, pursuant to its reserved right to amend and add Lands;

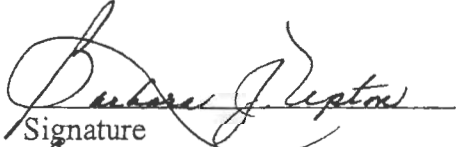
NOW, THEREFORE, the Declarant submits the Lands described in Exhibit "A" to this Declaration:

See attached Exhibit "A"

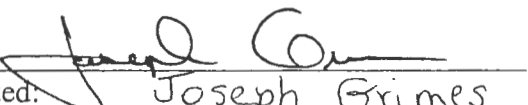
IN WITNESS WHEREOF, we have hereunto affixed our hands and the seal of said corporation, this 1st day of December, 2000.

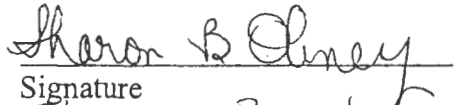
U.S. HOME CORPORATION,
a Delaware corporation

WITNESSES:


Signature

BARBARA J. UPTON
Printed Name

By: 
Printed: Joseph Grimes
Title:

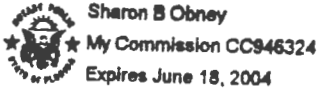

Signature

Sharon B. Olney
Printed Name

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 1st day of December, 2000, by Joseph Grimes, _____ (title) of U.S. HOME CORPORATION, a Delaware corporation, on behalf of the corporation. (He/She is personally known to me or has produced _____ as identification and did not take an oath.

(Notary Seal)



Sharon B. Obney

Signature of Notary Public

Sharon B. Obney

(Print, type or stamp commissioned name of Notary Public)

Commission No: _____

This Instrument prepared by:
Christopher J. Shields, Esq.
PAVESE, HAVERFIELD, DALTON,
HARRISON & JENSEN, L.L.P.
1833 Hendry Street
Fort Myers, Florida 33901
(941) 334-2195

EXHIBIT A

**Blocks "B", "F" and "G", of Heritage Cove Phase I,
recorded in Plat Book 64, Pages 90 through 100 of the public records of
Lee County, Florida, a subdivision lying in
Section 28, Township 45 South, Range 24 East, Lee County, Florida**

This Instrument prepared by:
 Christopher J. Shields, Esq.
 PAVESE, HAVERFIELD, DALTON,
 HARRISON & JENSEN, L.L.P.
 1833 Hendry Street
 Fort Myers, Florida 33901
 (941) 334-2195

**CONSENT & JOINDER
 TO SUBMITTAL OF LANDS DESCRIBED
 IN EXHIBIT "A"
 TO THE DECLARATION OF COVENANTS,
 CONDITONS & RESTRICTIONS
 OF
 HERITAGE COVE**

The undersigned, the owner and holder of a certain Mortgage recorded in Official Records Book 3001, Page 2051, et seq., as modified by that certain Mortgage Modification Agreement recorded in Official Records Book 3180, Page 0081, et seq., both being of the Public Records of Lee County, Florida, encumbering all or a portion of the property being submitted to plat as HERITAGE COVE PHASE II, a replat of Blocks "B", "F" and "G", of Heritage Cove Phase I, recorded in Plat Book 64, Pages 90 through 100 of the Public Records of Lee County, Florida, a subdivision lying in Section 28, Township 45 South, Range 24 East, Lee County, Florida, does hereby join in and consent to the submittal of the Lands described in Exhibit "A" to the terms, conditions, and restrictions set forth in the Declaration of Covenants, Conditions and Restrictions for Heritage Cove as originally recorded in Official Records Book 3178, Pages 965 through 1052, and as later amended, Public Records of Lee County, Florida.

IN WITNESS WHEREOF, the undersigned has caused this Consent and Joinder to be executed this 1st day of December, 2000.

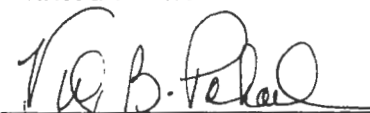
Witnesses:



Witness #1 Signature

LYNNE KANTER

Printed Name



Witness #2 Signature

VIRGINIA B. ROKET

Printed Name



JOHN USDAN, TRUSTEE under
 unrecorded Land Trust Agreement
 dated as of January 1, 1997

STATE OF NEW YORK
COUNTY OF NEW YORK

The foregoing instrument was acknowledged before me on this 1st day of December, 2000, by JOHN USDAN, as Trustee under an unrecorded Land Trust Agreement dated as of January 1, 1997, on behalf of the Land Trust. He is personally known to me or has produced _____ as identification.

Isabelle W. Clark

Notary Public

ISABELLE W. CLARK

Print or Type Name

41-4680162

Notary Commission Number

I am a Notary Public for
the State of New York
and my commission
expires on

5/31/01

(SEAL)

ISABELLE W. CLARK
Notary Public, State of New York
No. 41-4680162
Qualified in Queens County
Commission Expires 5/31/01