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**AMENDMENT
TO THE
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
OF ISLESWORTH**

The Declaration of Covenants, Conditions and Restrictions of Islesworth was recorded in the Martin County public records at Official Records Book 1132, page 0700 et.seq., and were amended at Official Records Book 1148, page 1095 et.seq. and Official Records Book 1161, page 0577 et.seq. The same Declaration of Covenants, Conditions and Restrictions was amended by the membership by vote sufficient for approval at a special members' meeting held on June 8, 1999.

1. Article VI, Section 2 is amended as follows:

**ARTICLE VI
COVENANT FOR MAINTENANCE ASSESSMENTS**

Section 2. Purpose of Assessments. The assessments levied by the Association shall be used exclusively to promote the recreation, health, safety and welfare of the residents in the Property including, but not limited to, charges for cable television services; and for the improvement and maintenance of the Common Area, easement areas benefiting the Property, or of right-of-way areas adjacent to the Property that the Association chooses to maintain, or for any other purpose set forth in the Declaration that the Association deems necessary.

2. The foregoing amendment to the Declaration of Covenants, Conditions and Restrictions of Islesworth was amended by the membership by vote sufficient for approval at a special members' meeting held on June 8, 1999.

Record & Return to:
Cornett, Googe, Ross & Earle, PA
401 East Osceola Street
Stuart, FL 34994

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3. The adoption of this amendment appears upon the minutes of said meeting and is unrevoked.

4. All provisions of the Declaration of Covenants, Conditions and Restrictions of Islesworth are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned have caused these presents to be signed in its name by its President, Secretary and its corporate seal affixed this 21 day of June, 1999.

WITNESSES:

Nancy J. Hodde
Witness signature

Nancy T. Hodde
Printed Name of Witness

Heidi Christensen
Witness signature

Heidi Christensen
Printed Name of Witness

Elizabeth Meister
Witness signature

Elizabeth Meister
Printed Name of Witness

Jeanette Korynzel
Witness signature

JEANETTE KORYNSEL
Printed Name of Witness

ISLESWORTH AT MARTIN DOWNS HOMEOWNERS ASSOCIATION, INC.

By: [Signature]
Its President

By: [Signature]
Its Secretary

CORPORATE
SEAL (emboss here)

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me this 21 day of June, 1999, by Dennis Rohan as president of Islesworth at Martin Downs Homeowners Association, Inc., who is personally known to me [] or [] who has produced identification [Type of Identification: N/A].

Nancy T. Hodde
Signature

Nancy T. Hodde
Printed Name

Commission Stamp/Seal



NANCY T. HODDE
MY COMMISSION # CC465824 EXPIRES
July 8, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

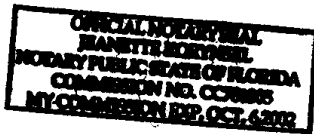
STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 21 day of June, 1999, by Theresa Dorni as secretary of Islesworth at Martin Downs Homeowners Association, Inc., who is personally known to me [] or [] who has produced identification [Type of Identification: _____].

Janette Korynsel
Signature

JANETTE Korynsel
Printed Name

Commission Stamp/Seal:



CERTIFICATE

Islesworth at Martin Downs Homeowners Association, Inc., by its duly authorized officers, hereby certifies that the amendment to the Declaration of Covenants, Conditions and Restrictions, a copy to which this is attached, was duly and regularly adopted and approved by the membership by vote sufficient for approval at a special members' meeting held on June 8, 1999.

EXECUTED this 21 day of June, 1999.

WITNESSES:

Nancy T. Hodde
Witness signature

Nancy T. Hodde
Printed Name of Witness

Heidi Christensen
Witness signature

Heidi Christensen
Printed Name of Witness

ISLESWORTH AT MARTIN DOWNS HOMEOWNERS ASSOCIATION, INC.

By: [Signature]
Its President

Elizabeth Meister
Witness signature

Elizabeth Meister
Printed Name of Witness

By: Theresa Dorni
Its Secretary

Jeanette Korynse
Witness signature

JEANETTE KORYNSE
Printed Name of Witness

CORPORATE
SEAL (emboss here)

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 21 day of June, 1999, by Dennis Rohan as president of Islesworth at Martin Downs Homeowners Association, Inc., who is personally known to me or who has produced identification [Type of Identification: N/A].

Nancy T. Hodde
Signature

Nancy T. Hodde NANCY T. HODDE
Printed Name
Commission Stamp  MY COMMISSION # CC465624 EXPIRES July 8, 1999
BONDED THRU TRIOY FAIR INSURANCE, INC.

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 21 day of June, 1999, by Theresa Dorni as secretary of Islesworth at Martin Downs Homeowners Association, Inc., who is personally known to me or who has produced identification [Type of Identification: _____].



Jeanette Korynse
Signature
JEANETTE KORYNSE
Printed Name
Commission Stamp/Seal:

-LAST PAGE-

Record & Return to:
Cornett, Gooch, Ross & Earle, PA
401 East Osceola Street
Stuart, FL 34994