THIS INSTRUMENT PREPARED BY: THOMAS M. JENKS PAPPAS & METCALF 1901 INDEPENDENT SQUARE TACKSONVILLE, FLORIDA 3220Z

THIRD AMENDMENT TO DECLARATION OF CONDOMINIUM FOR BEACH CLUB VILLAS CONDOMINIUM

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THIS THIRD AMENDMENT TO DECLARATION OF CONDOMINIUM for Beach Club Villas Condominium is made this stay of Morch, 1987, by BEACH CLUB VILLAS (SAWCRASS) CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit, and ARVIDA CORPORATION, a Delaware corporation.

WHEREAS, the Declaration of Condominium for Beach Club Villas Condominium was recorded in Official Records Book 524, page 722 and amended in Official Records Book 529, page 589, and in Official Records Book 543, page 199, all of the current public records of St. Johns County, Florida (the 'Declaration');

WHEREAS, Arvida Corporation is the owner of Unit 670 of Beach Club Villas Condominium, as more particularly described in the Declaration;

WHEREAS, the Association and Arvida Corporation wish to amend the Declaration to reduce the share of common surplus and common expense attributable to Unit 670 so that the aggregate ownership of same by all units will equal 100%; and

WHEREAS, the Board of Directors of the Association and Arvida have approved the Amendment pursuant to Section 718.110(5), Florida Statutes, and have authorized their respective undersigned corporate officers to execute this Third Amendment on behalf of the Association and Arvida;

NOW, THEREFORE, the Association and Arvida Corporation hereby amend Exhibit B of the Declaration to provide that the share of common surplus and common expense attributable to Unit 670 shall be 2.261%. Except as specifically modified herein, the Declaration shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have set their hands and seals the day and year first above written.

BEACH CLUB VILLAS (SAWGRASS) WITNESSES: CONDOMINIUM ASSOCIATION, TINC. [CORPORATE SEAL] ARVIDA CORPORATION By: Davidson, esident [CORPORATE SEAL] STATE OF FLORIDA)ss COUNTY OF ST. JOHNS) The foregoing instrument was acknowledged before me this 10 March, 1987, by Steven H. Van Wie vieldent of Beach Club Villas (Sawgrass) Co day Association, Inc., a Florida not for profit corporation, on behalf of the corporation.

NOTARY PUBLIC, State of Florida at Large.

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My Commission Expires:

May 4,1990

The foregoing instrument was acknowledged before me this /st day of March , 1987, by James E. Davidson, Jr., the Vice-President of Arvida Corporation, a Delaware corporation, on behalf of the corporation.

NOTARY PUBLIC, State of Florida at Large.

My Commission Expires

My Commission Expires Feb. 3, 1996

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FILED AND RECORDED IN PUBLIC RECORDS OF ST. JOHNS COUNTY, FLA.

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CLERK OF CIRCUIT COURT