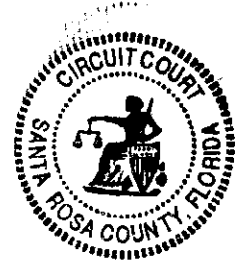


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Prepared by:
William V. Linne, Esquire
127 Palafox Place
P. O. Box 12347
Pensacola, FL 32582-2347

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STATE OF FLORIDA
COUNTY OF SANTA ROSA



AMENDMENT TO COVENANTS, RESTRICTIONS AND CONDITIONS
OF GRAND POINTE, PHASE I

This amendment to the Covenants, Restrictions and Conditions of Grand Pointe, Phase I, made this 3rd day of November, 1994, executed by William R. Meek, as President of Grand Pointe, Inc., a Florida corporation, Grantor.

WHEREAS, the Grantor executed the Covenants, Restrictions and Conditions of Grand Pointe, Phase I (hereinafter referred to as "Restrictions"), on the 26th day of August, 1994 and filed September 26, 1994 in Official Records Book 1438 at page 896, of the public records of Santa Rosa County, Florida, and;

WHEREAS, Article VII, Section 3 of the Restrictions provided that the Grantor reserved the right to amend for the purpose of curing any ambiguity in or any inconsistencies contained in the Restrictions; and

WHEREAS, the Grantor is desirous of modifying and amending the Restrictions herein;

NOW, THEREFORE, the following modifications and amendments are made:

FIRST

ARTICLE I, Section 1 of the Restrictions is hereby amended to read as follows:

"Section 1. "Association" shall mean and refer to Grand Pointe Development Homeowners Association, Inc., a Florida not-for-profit corporation, its successors and assigns."

SECOND

ARTICLE I, Section 3 of the Restrictions is hereby amended to read as follows:

"Section 3. "Development." The Grantor owns other acreage in Section 36, Township 1 South, Range 29 West, Santa Rosa County,

COPY

Florida and contemplates developing a substantial portion thereof (but not necessarily all) as sequentially numbered residential subdivisions (Grand Pointe, Phase II and Grand Pointe, Phase III, etc.) with substantially the same covenants, restrictions, and conditions applicable to each. "Development" shall initially mean and refer to Grand Pointe, Phase I. Thereafter, and provided that: (1) the Declaration of Covenants, Restrictions and Conditions requires each Lot Owner of that sequentially numbered subdivision to be a member of the Grand Pointe Development Homeowners Association, Inc. and (2) a plat and Declaration of Covenants, Restrictions and Conditions for that sequentially numbered subdivision is recorded in the public records of Santa Rosa County, Florida, said sequentially numbered subdivision shall thereupon be included within the meaning of the word "Development." Notwithstanding anything herein contained to the contrary, nothing contained herein is intended to, nor shall it in any way apply, infer or be interpreted that any property owned by the Grantor other than the Subdivision which is the subject matter hereof, is burdened by the terms and conditions of these Restrictive Covenants."

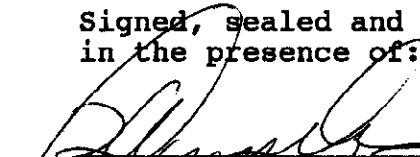
THIRD


The Restrictions in all other respects shall remain unamended and unchanged.

IN WITNESS WHEREOF, the Grantor, in pursuance of due and proper action, has executed these presents, causing its name to be signed by its president, on this 3rd day of November, 1994.

Signed, sealed and delivered
in the presence of:

GRAND POINTE, INC.
a Florida corporation



William R. Linne


Brenda K. Stokes


BY: 

WILLIAM R. MEEK, President

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 3rd day of November, 1994, by WILLIAM R. MEEK, as President of Grand Pointe, Inc., a Florida corporation, who is personally known to me.

WILLIAM V. LINNE
Notary Public, State of Florida
My comm. expires Dec. 30, 1995
Comm. No. CC160312



NOTARY PUBLIC
Typed Name: _____
Commission Expires: _____
Commission No.: _____

B48/grandpt.amd

SANTA ROSA COUNTY, FLORIDA
MARY M JOHNSON, CLERK

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