

THIS IS NOT A SUPPLEMENT TO MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CARROLLWOOD VILLAGE, PHASE III

CERTIFIED COPY

WHEREAS, U.S. Home Corporation, as the Declarant, recorded a Master Declaration of Covenants, Conditions and Restrictions for Carrollwood Village, Phase III in O.R. Book 3684, at page 294, Public Records of Hillsborough County, Florida (herein together with all amendments thereof and supplements thereto collectively called the "Master Declaration"), such Master Declaration being incorporated herein by reference; and

WHEREAS, Article VII of the Master Declaration provides a means by which land described on Exhibit C to the Master Declaration can, from time to time, be made subject to the terms and provisions of the Master Declaration, and to the jurisdiction and authority of the Carrollwood Village Phase III Homeowners Association, Inc. (the "Association") by the Declarant recording a Supplement to the Master Declaration for such Exhibit C land, or any part thereof; and

WHEREAS, U.S. Home Corporation is the owner in fee simple of the land described on Schedule 1 attached hereto and incorporated herein by reference, and wishes, as the Declarant, to add it to the land which is already subject to the terms and provisions of the Master Declaration and to the jurisdiction and authority of the Association, all pursuant to the terms of Article VII of the Master Declaration; and

WHEREAS, the land described on attached Schedule 1 is part of the land described on Exhibit C attached to the Master Declaration;

NOW, THEREFORE, U.S. Home Corporation, as the Declarant, pursuant to the terms of Article VII of the Master Declaration, does hereby declare that the land described on attached Schedule 1 shall henceforth be, and hereby is, made subject to, bound and encumbered by all of the terms, conditions and provisions of the Master Declaration, such that the land described on attached Schedule 1 shall be included within the term "Properties" as used in the Master Declaration, and shall be subject to all terms and provisions thereof, including without limitation, the assessment and lien provisions thereof, and shall also be subject to the jurisdiction and authority of the Association, including without limitation, its Articles of Incorporation, Bylaws and Rules and Regulations.

The land described on attached Schedule 1 shall now and henceforth be held, sold and conveyed subject to the easements, restrictions, covenants and conditions of the Master Declaration hereby imposed by this instrument, which are for the purpose of protecting the value and desirability of, and which, subject to the amendment provisions thereof, shall run with the land and be binding on all parties having any right, title or interest therein, or any part thereof, their respective heirs, personal representatives, successors and assigns, and shall inure to the benefit of each Owner thereof.

U.S. Home Corporation, as the Declarant, hereby certifies that the prior written approval of the Veterans Administration has been obtained to the recording of this Supplement. Pursuant to the terms of Article VII of the Master Declaration, no consent or approval of any other person or party is required to the recording of this Supplement.

This instrument prepared by:

Martin L. Zwerling
U. S. Home Corporation
8019 N. Himes, Suite 200
Tampa, Florida 33614

JAMES F. TAYLOR, JR.
CLERK CIRCUIT COURT
RECORDING DEPT.
HILLSBOROUGH CO.
TAMPA, FL 33601

INT. TAX
SURTAX
DOC. STP
REC. FEE 13.00
ACQ. NUM
TOT. DUE 13.00
REC. CLK

11397213
COCES
TIME 11 12A
R03 0006 070083
RECORDED 059874 A
13.00

THIS IS NOT A
CERTIFIED COPY
IN WITNESS WHEREOF, the undersigned corporation has executed this Supplement to Master Declaration of Covenants, Conditions and Restrictions for Carrollwood Village Phase III by its duly authorized officers as of this 29th day of November, 1983.

Signed, sealed and delivered in the presence of:

Virginia M. Priest
Lynda O. Shehan

"Declarant"
U.S. HOME CORPORATION

By I. A. Beauchamp, Jr.
Division President

Attest: Bill Daskarolis
Division Secretary

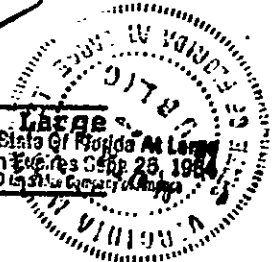
(CORPORATE SEAL)



STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 29th day of November, 1983 by I. A. Beauchamp, Jr. and Bill Daskarolis as Division President and Division Secretary, respectively, of U.S. Home Corporation, on behalf of the corporation.

Virginia M. Priest
Notary Public, State of Florida at Large
My commission expires: _____
Notary Public, State of Florida at Large
My Commission Expires Sept 28, 1984
Expires by SAICCO in State of Florida



DESCRIPTION: A parcel of land lying in Section 5, Township 28 South, Range 18 East, and Section 6, Township 28 South, Range 18 East, Hillsborough County, Florida, and being more particularly described as follows:

From the Northwest corner of Section 5, Township 28 South, Range 18 East, Hillsborough County, Florida; run thence N.89°54'16"E., 1075.65 feet along the North boundary of said Section 5; thence S.00°05'44"E., 550.00 feet along the centerline of Burrington Drive; thence S.89°54'16"W., 40.00 feet to the Point of Beginning; thence S.00°05'44"E., 790.43 feet along the West right-of-way line of Burrington Drive, to a point of curvature; thence Southeasterly, 320.28 feet along the arc of a curve concave to the Northeast and having a radius of 1680.00 feet (chord bearing S.05°33'26"E., 319.80 feet) along said right-of-way line to a point of tangency; thence S.11°01'07"E., 304.74 feet along said right-of-way line to a point of curvature; thence Southwesterly, 340.59 feet along the arc of a curve concave to the Northwest and having a radius of 597.79 feet (chord bearing S.05°18'12"W., 336.00 feet) along said right-of-way line; thence N.66°41'27"W., 1193.12 feet along the Northeasterly boundary of VILLAGE XIV of CARROLLWOOD VILLAGE, PHASE III, according to the map or plat thereof as recorded in Plat Book 51, Page 75 of the Public Records of Hillsborough County, Florida; thence N.66°41'27"W., 116.17 feet; thence N.00°05'44"W., 640.00 feet; thence N.08°02'00"E., 106.00 feet; thence N.19°55'20"E., 97.00 feet; thence N.29°23'00"E., 91.50 feet; thence N.08°38'12"E., 77.59 feet; thence N.00°05'44"W., 230.00 feet; thence N.89°54'16"E., 1040.00 feet to the Point of Beginning.

Containing 38.85 acres, more or less.

LESS: The following two parcels of land comprising Units I & II of Village XIII

DESCRIPTION: A parcel of land lying in Section 5, Township 28 South, Range 18 East, and Section 6, Township 28 South, Range 18 East, Hillsborough County, Florida, and being more particularly described as follows:

From the Northwest corner of Section 5, Township 28 South, Range 18 East, Hillsborough County, Florida; run thence N.89°54'16"E., 1075.65 feet along the North boundary of said Section 5; thence S.00°05'44"E., 550.00 feet along the centerline of Burrington Drive; thence S.89°54'16"W., 40.00 feet; thence S.00°05'44"E., 759.30 feet along the West right-of-way line of Burrington Drive, to the Point of Beginning; thence continue along said West right-of-way line S.00°05'44"E., 31.13 feet to a point of curvature; thence Southeasterly, 320.28 feet along the arc of a curve concave to the Northeast and having a radius of 1680.00 feet (chord bearing S.05°33'26"E., 319.80 feet) along said right-of-way line to a point of tangency; thence S.11°01'07"E., 304.74 feet along said right-of-way line to a point of curvature; thence Southwesterly, 340.59 feet along the arc of a curve concave to the Northwest and having a radius of 597.79 feet (chord bearing S.05°18'12"W., 336.00 feet) along said right-of-way line; thence N.66°41'27"W., 1193.12 feet along the Northeasterly boundary of VILLAGE XIV of CARROLLWOOD VILLAGE, PHASE III, according to the map or plat thereof as recorded in Plat Book 51, Page 75 of the Public Records of Hillsborough County, Florida; thence N.66°41'27"W., 116.17 feet; thence N.00°05'44"W., 430.52 feet; thence N.89°54'16"E., 115.00 feet; thence N.00°05'44"W., 33.51 feet; thence N.89°54'16"E., 165.00 feet; thence N.00°05'44"W., 8.39 feet; thence N.89°54'16"E., 115.00 feet; thence N.00°05'44"W., 11.20 feet; thence N.89°54'16"E., 165.00 feet; thence N.00°05'44"W., 11.30 feet; thence N.89°54'16"E., 165.00 feet; thence S.00°05'44"E., 13.50 feet; thence N.89°54'16"E., 280.00 feet; thence S.00°05'44"E., 18.29 feet; thence N.89°54'16"E., 140.00 feet to the Point of Beginning.

Containing 20.09 acres, more or less.

DESCRIPTION: A parcel of land lying in Section 5, Township 28 South, Range 18 East, Hillsborough County, Florida, and being more particularly described as follows:

From the Northwest corner of said Section 5, run thence N.89°54'16"E., along the North boundary of said Section 5, a distance of 1075.65 feet; thence S.00°05'44"E., along the centerline of Burrington Drive, a distance of 550.00 feet; thence S.89°54'16"W., 40.00 feet to a point on the West right-of-way of Burrington Drive and the Point of Beginning; thence S.00°05'44"E., along said right-of-way, a distance of 759.30 feet; thence continue said right-of-way, S.89°54'16"W., 140.00 feet; thence N.00°05'44"W., 18.29 feet; thence S.89°54'16"W., 280.00 feet; thence N.00°05'44"W., 13.50 feet; thence S.89°54'16"W., 165.00 feet; thence N.00°05'44"W., 257.50 feet; thence S.89°54'16"W., 22.50 feet; thence N.00°05'44"W., 165.00 feet; thence S.89°54'16"W., 160.00 feet; thence N.00°05'44"W., 165.00 feet; thence N.89°54'16"E., 7.50 feet; thence N.00°05'44"W., 140.00 feet; thence N.89°54'16"E., 760.00 feet to the Point of Beginning.

Containing 11.30 acres, more or less.

XIII