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Prepared by and Return to
David G. Larkin
Fallace & Larkin, L.C.
1900 S. Hickory Street, Ste. A
Melbourne, Florida 32901

IN THE RECORDS OF
JEFFREY K. BARTON
CLERK CIRCUIT COURT
INDIAN RIVER CO., FLA.

FIRST AMENDMENT TO THE MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CITRUS SPRINGS

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This FIRST AMENDMENT to the MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CITRUS SPRINGS (hereafter "First Amendment") is made this 21 day of March, 2003 by The Suntree Partners, a Florida general partnership (the "Developer").

RECITALS

A. Developer is the Declarant under the MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CITRUS SPRINGS, dated May 21, 2001 and recorded in Official Records Book 1404, Page 0770 of the Public Records of Indian River County, Florida (the "Declaration");

B. Pursuant to Article 12, 12.5 of the Declaration for so long as there remains Class B voting membership rights, the Developer may amend, change, supplement, modify or terminate the Declaration without approval of the Owners; and

C. Developer as the holder of all Class B voting membership rights, as defined under the Declaration, desires to amend Article 11, Section 11.1 of the Declaration.

AMENDMENTS

NOW THEREFORE, in accordance with the Declaration, the foregoing Recitals are incorporated into this Amendment and the Declaration is hereby amended and supplemented as follows:

1. Section 11.1 of the Declaration is amended in its entirety to read as follows:

Water system. The central water supply system provided by the City of Vero, Florida for the service of CITRUS SPRINGS PUD shall be used as the sole source of potable water. Each Owner shall pay water meter charges established by the City of Vero, Florida and shall maintain and repair all portions of such water lines located within the boundaries of his Lot.

2. All other terms, covenants, restrictions and provisions of the Declaration not expressly amended and modified hereunder, shall remain in full force and effect as set forth in the Declaration. If there is any conflict between this Amendment and the Declaration this Amendment shall govern and control.

IN WITNESS WHEREOF, the Developer has executed this First Amendment to the Master Declaration of Covenants, Conditions and Restrictions for Citrus Springs on the day and year first indicated above.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

DEVELOPER:

Ann Balgo
Witness Signature

THE SUNTREE PARTNERS, a Florida
general partnership

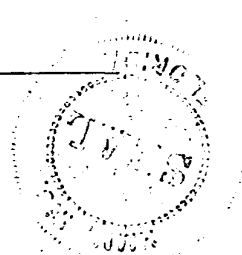
Ann Balgo
Print Witness Name

By: HMM, INC., a Florida
corporation, as General
Partner

Kelli Shepard
Witness Signature

By: John D. Haley
John D. Haley, President
Address:
P.O. Box 410999
Melbourne, Florida 32941

Kellie Shepard
Print Witness Name

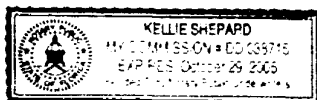


STATE OF FLORIDA)
) ss:
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 21 day of March 2003, by John D. Haley, as President of HMM, INC., a Florida corporation, as General Partner of THE SUNTREE PARTNERS, a Florida general partnership, who is personally known to me, or who has produced n/a as identification, and who did take an oath.

Kellie Shepard
Notary Public Signature

Kellie Shepard
Print Notary Public Name
My Commission Expires:



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