

THIS INSTRUMENT PREPARED BY:
JAMES O. SHELFER, Attorney
1300 Thomaswood Drive
Tallahassee, FL 32312
(904) 385-0070

OR 1737PG0403

**DECLARATION OF RESTRICTIVE COVENANTS
OF FUTURE PHASES OF SUMMERBROOKE, A
RESIDENTIAL SUBDIVISION IN LEON COUNTY, FLORIDA**

THIS DECLARATION OF RESTRICTIVE COVENANTS is made this 25 day of MAY, 1994, by SUMMERBROOKE, a Florida General Partnership consisting of FRED G. SHELFER; FRED G. SHELFER, JR.; and PEAVY & SON CONSTRUCTION CO., INC., a Florida corporation, whose mailing address is 1355 Market Street, Suite A-4, Tallahassee, Florida 32312 (hereafter referred to as "Declarant"), and JAMESMARK, INC., a Florida corporation, whose mailing address is 5953 Ox Bottom Manor Drive, Tallahassee, Florida 32312 (hereafter referred to as "JAMESMARK").

W I T N E S S E T H :

Declarant has developed a residential subdivision in Leon County, Florida, known as SUMMERBROOKE, and is the owner of the property described in Exhibit "A" which will be Phase V of the subdivision. JAMESMARK is the owner of the remainder of the property that will be developed into future phases of SUMMERBROOKE. The Restrictive Covenants encumbering the previous phases of SUMMERBROOKE are dated June 13, 1989, and are recorded in Official Records Book 1381, Page 1251, and amended on December 7, 1990, in Official Records Book 1473, Page 338, both of the Public Records of Leon County, Florida, and shall be referred to herein as "Restrictive Covenants". In Article IX of those Restrictive Covenants entitled "Development in Phases", Declarant reserved unto itself the right to make additional contiguous property part of SUMMERBROOKE subdivision. The Declarant and JAMESMARK desire to incorporate the property described in Exhibits "A" and "B" into SUMMERBROOKE subdivision by making the property subject to the Restrictive Covenants with certain modifications as specified below.

NOW, THEREFORE, Declarant, as the owner of the property described in Exhibit "A", and JAMESMARK, as the owner of the property described in Exhibit "B", by this instrument, impose upon their respective parcels of property for the benefit of the present

and future owners of the land, the conditions, restrictions and limitations described in the Restrictive Covenants of SUMMERBROOKE.

PROVIDED, HOWEVER, that the Restrictive Covenants shall be modified as follows as to the property described in Exhibits "A" and "B" only:

ARTICLE I - DEFINITIONS

1. "Declarant" shall mean and refer to SUMMERBROOKE, a Florida General Partnership whose sole General Partners are FRED G. SHELFER; FRED G. SHELFER, JR. and PEAVY & SON CONSTRUCTION CO., INC., for the property described in Exhibit "A", and JAMESMARK, INC., a Florida Corporation, for the property described in Exhibit "B".

All other provisions of Article I shall remain in full force and effect.

**ARTICLE II - SUMMERBROOKE
PROPERTY OWNERS ASSOCIATION, INC.**

Section 3. Voting Rights: The Association shall have (2) classes of voting members as follows:

"Class A" - Class A membership shall be all owners with the exception of the Declarant, and shall be entitled to one (1) vote for each lot owned.

"Class B" - Class B membership shall be the Declarant, or its assigns, who shall be entitled to exercise two (2) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership when seventy-five percent (75%) of the lots are owned by persons or entities other than the Declarant.

No member shall be entitled to vote unless such member has fully paid all assessments as provided for herein as shown by the books of the Association.

All other provisions of Article II shall remain in full force and effect.

ARTICLE III - ASSESSMENTS

The following Section shall be added to Article III:

Section 9. Right of Declarant Notwithstanding anything contained herein to the contrary, Declarant shall be exempt from the payment of annual or special assessments against lots owned by the Declarant and held for sale in the normal course of business; provided, however, that this exemption shall not apply to lots owned by Declarant upon which have been constructed a dwelling unit; and provided, further, that Declarant's exemption from payment of annual or special assessments shall terminate upon termination of Class B membership in the Association or upon Declarant's written waiver of this exemption, whichever shall be first.

The remaining provisions of Article III shall remain in full force and effect.

ARTICLE V - USE RESTRICTIONS

The following Sections of Article V shall be amended to read as follows:

Section 4. No building shall be erected within thirty (30) feet of the front property line or fifty (50) feet of the rear property line or ten (10) feet from the side property lines. Declarant or the Architectural Control Committee shall have the right in their discretion to vary these setback restrictions where strict enforcement will result in unnecessary hardship.

Section 6. Each dwelling shall have a functional carport or garage which shall be screened on sides which are visible from the street, which runs in front of or adjacent to the property. All garage and carport entrances shall face the rear property line or a side property line unless the configuration of the lot makes compliance with this Section impractical or undesirable, in which event the Architectural Control Committee, in its sole discretion, retains the authority to waive this provision.

The following Section shall be added to Article V:

Section 16. No satellite dishes or antennae shall be allowed.

The remaining provisions of Article V not changed by this provision shall remain in full force and effect.

The following modification shall be effective for the property described in Exhibit "B" only (the JAMESMARK Property):

ARTICLE IV - ARCHITECTURAL CONTROL COMMITTEE

Section 1. of Article IV entitled "Membership" shall be amended to read as follows:

Section 1. Membership: The Architectural Control Committee for the property described in Exhibit "B" shall consist of three (3) members as follows:

- A. JAMES A. PREISS;
- B. MARK A. CONNER; and
- C. A member of the Association owning a lot within the subdivision.

JAMESMARK shall appoint the member from the Association and shall appoint any replacement members from time to time until such right to choose the Committee members is assigned by JAMESMARK to the Board of Directors of the Association.

The Restrictive Covenants, with the modifications as impose hereby, are covenants that will run with the land, and be binding on the Declarant and on their successors and assigns and all persons claiming any right, title or interest in the property described in Exhibits "A" and "B", and all subsequent purchasers, their heirs, personal representatives, successors and assigns.

IN WITNESS WHEREOF, this instrument has been executed by the Declarant on this 25 day of MAY, 1994.

WITNESSES
(Type or Print Names Beneath Signatures)

SUMMERBROOKE, a Florida
General Partnership

By: [Signature]
FRED G. SHELFER, JR.,
Managing General Partner

[Signature]
Witness

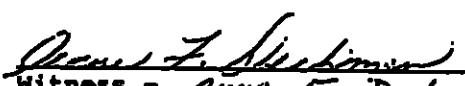
[Signature]
Witness -

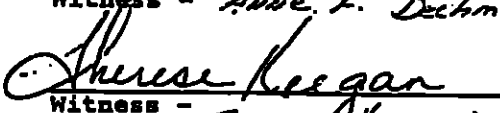
WITNESSES

(Please Type or Print Names Beneath Signatures)

JAMESMARK, INC. a
Florida Corporation

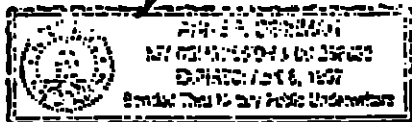
By: 
MARK A. CONNER,
Its President



Witness - ANNE F. DECHMAN


Witness - THERESE KEEGAN

STATE OF FLORIDA,
COUNTY OF LEON.

The foregoing Declaration of Restrictive Covenants was acknowledged before me by FRED G. SHELFER, JR., in his capacity as Managing General Partner of SUMMERBROOKE, a Florida General Partnership, under oath and personally known to me, on this 3rd day of May 1994.

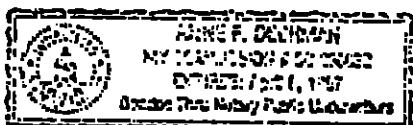


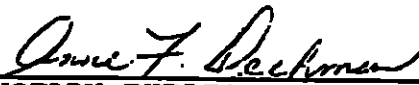

NOTARY PUBLIC - ANNE F. DECHMAN
(Please Type or Print Name of Notary)

My Commission Expires: 4/6/97

STATE OF FLORIDA,
COUNTY OF LEON.

The foregoing Declaration of Restrictive Covenants was acknowledged before me by MARK A. CONNER, as President of JAMESMARK, INC., a Florida Corporation, under oath and personally known to me, on this 3rd day of May, 1994.




NOTARY PUBLIC - ANNE F. DECHMAN
(Please Type or Print Name of Notary)


My Commission Expires: 4/6/97

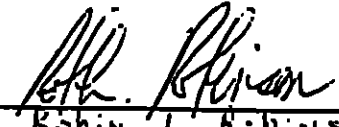
JOINDER

THE UNDERSIGNED, are the owners of Mortgages encumbering the property described in Exhibits "A" and "B". As owners of Mortgages encumbering the property, the undersigned acknowledge that the SUMMERBROOKE PARTNERSHIP and JAMESMARK, INC. have encumbered the property with the foregoing Declaration of Restrictive Covenants. The undersigned hereby consent to the Declaration of Restrictive Covenants described above, and by this document, evidence their joinder in the Declaration.

PEOPLES FIRST FINANCIAL SAVINGS AND LOAN ASSOCIATION


BARNETT BANK OF TALLAHASSEE

By: 
Joseph F. Humphrey
Its Vice President/City President

By: 
Robin L. Robinson
Its Vice President

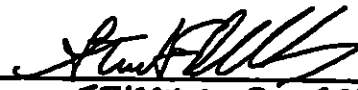
SUMMERBROOKE GOLF COURSE LIMITED PARTNERSHIP

By: SUMMERBROOKE GOLF COURSE, INC., General Partner

By: 
EUGENE B. RYER,
Its President

JOINDER BY PROPERTY OWNERS ASSOCIATION

SUMMERBROOKE PROPERTY OWNERS ASSOCIATION, INC.

By: 
STUART E. GOLDBERG
Its PRESIDENT



NOBLES, VARNUM & ASSOCIATES, INC.

CIVIL ENGINEERING • LAND SURVEYING • LANDSCAPE ARCHITECTURE
LAND USE PLANNING • ENVIRONMENTAL ANALYSIS & PERMITTING

October 19, 1993
NVA Job No. 1679

LEGAL DESCRIPTION SUMMERBROOKE PHASE V

Commence at a concrete monument marking the Southwest corner of Section 17, Township 2 North, Range 1 East, Leon County, Florida, thence run South 89 degrees 49 minutes 28 seconds East 1130.95 feet to an axle on the east boundary of the parcel for the proposed expansion of Ox Bottom Manor, thence run North 00 degrees 44 minutes 59 seconds West 97.76 feet to an iron rod, thence run North 00 degrees 05 minutes 41 seconds West 1197.32 feet to a concrete monument on the south boundary of the parcel for the proposed expansion of the subdivision of Summerbrooke, thence run along said south boundary South 89 degrees 57 minutes 37 seconds West 283.69 feet to the POINT OF BEGINNING. From said POINT OF BEGINNING thence continue South 89 degrees 57 minutes 37 seconds West 136.35 feet to a concrete monument, thence run South 89 degrees 59 minutes 22 seconds West 1780.03 feet, thence run North 30 degrees 56 minutes 55 seconds West 243.83 feet, thence run North 37 degrees 03 minutes 20 seconds East 225.37 to a point on the southwesterly right of way boundary of Preservation Road, thence run northwesterly along said right of way boundary and a curve concave northeasterly having a radius of 397.16 feet through a central angle of 05 degrees 53 minutes 11 seconds for an arc distance of 40.80 feet (chord bears North 38 degrees 23 minutes 16 seconds West 40.78 feet) thence leaving said right of way run South 57 degrees 21 minutes 51 seconds West 288.38 feet, thence run North 58 degrees 18 minutes 30 seconds West 254.61 feet, thence run North 07 degrees 13 minutes 12 seconds West 586.14 feet, thence run North 69 degrees 26 minutes 50 seconds East 447.21 feet, thence run South 51 degrees 52 minutes 16 seconds East 255.11 feet to a point on the northerly right of way boundary of said Preservation Road, thence along said right of way boundary run North 42 degrees 30 minutes 02 seconds East 15.04 feet, thence leaving said right of way boundary run North 51 degrees 52 minutes 16 seconds West 287.94 feet, thence run South 77 degrees 20 minutes 35 seconds West 45.17 feet, thence run North 51 degrees 52 minutes 15 seconds West 98.66 feet, thence run North 46 degrees 10 minutes 27 seconds East 748.03 feet, thence run North 70 degrees 04 minutes 20 seconds East 650.67 feet, thence run South 85 degrees 38 minutes 18 seconds East 213.01 feet, thence run South 33 degrees 00 minutes 30 seconds West 131.86 feet, thence run South 50 degrees 24 minutes 32 seconds East 295.03 feet to a point on the northwesterly right of way boundary of said Preservation Road, thence run northeasterly along said right of way boundary and a curve concave northwesterly having a radius of 320.00 feet through a central angle of 35 degrees 12 minutes 02 seconds for an arc distance of 196.60 feet (chord bears North 21 degrees 57 minutes 43

EXHIBIT "A"

Page 1 of 3 Pages

seconds East 193.52 feet), thence run South 85 degrees 38 minutes 18 seconds East 60.00 feet to a point on the easterly right of way boundary of said Preservation Road and a curve concave northwesterly, thence run southwesterly along said curve having a radius of 380.00 feet through a central angle of 72 degrees 45 minutes 05 seconds for an arc distance of 482.51 feet (chord bears South 40 degrees 44 minutes 15 seconds West 450.74 feet), thence run South 77 degrees 06 minutes 47 seconds West 229.12 feet to a point of curve to the left, thence run southwesterly along said curve having a radius of 1270.00 feet through a central angle of 08 degrees 11 minutes 18 seconds for an arc distance of 181.50 feet (chord bears South 73 degrees 01 minutes 08 seconds West 181.35 feet), thence leaving said right of way boundary run South 34 degrees 11 minutes 17 seconds East 214.78 feet, thence run South 64 degrees 12 minutes 27 seconds West 336.86 feet, thence run South 48 degrees 02 minutes 54 seconds West 258.91 feet, thence run South 43 degrees 40 minutes 05 seconds West 262.86 feet, thence run South 86 degrees 48 minutes 57 seconds West 164.94 feet to a point on the easterly right of way boundary of said Preservation Road, thence run southeasterly along said right of way boundary and a curve concave northeasterly having a radius of 337.16 feet through a central angle of 90 degrees 36 minutes 05 seconds for an arc distance of 533.15 feet (chord bears South 40 degrees 48 minutes 08 seconds East 479.31 feet), thence run South 86 degrees 06 minutes 10 seconds East 232.23 feet, thence leaving said right of way boundary run North 29 degrees 19 minutes 08 seconds East 224.49 feet, thence run North 84 degrees 43 minutes 33 seconds East 83.88 feet, thence run North 53 degrees 34 minutes 04 seconds East 312.80 feet, thence run North 46 degrees 48 minutes 26 seconds East 402.72 feet, thence run North 02 degrees 29 minutes 22 seconds East 93.76 feet, thence run North 50 degrees 47 minutes 29 seconds East 307.25 feet, thence run South 56 degrees 18 minutes 30 seconds East 124.40 feet, thence run South 37 degrees 24 minutes 29 seconds East 85.03 feet, thence run South 28 degrees 00 minutes 45 seconds East 225.73 feet, thence run South 09 degrees 12 minutes 38 seconds East 449.22 feet, thence run South 10 degrees 29 minutes 27 seconds East 220.90 feet to a point on the northerly right of way boundary of said Preservation Road, thence run South 19 degrees 39 minutes 05 seconds West 60.00 feet to a point on the southerly right of way boundary of said Preservation Road, thence run along said right of way boundary South 70 degrees 20 minutes 55 seconds East 106.68 feet, thence leaving said right of way run South 12 degrees 19 minutes 24 seconds West 166.39 feet to the POINT OF BEGINNING, containing 59.40 acres more or less.

EXHIBIT "A"

AND ALSO:

**A PORTION OF LOT 3, BLOCK "L"
OF AN UNRECORDED PORTION OF SUMMERBROOKE**

Commence at a concrete monument marking the Southwest corner of Section 17, Township 2 North, Range 1 East, Leon County, Florida and thence run North 89 degrees 49 minutes 28 seconds East 1130.95 feet to an axle on the east boundary of the parcel for the proposed expansion of the subdivision of Ox Bottom Manor, thence run North 00 degrees 44 minutes 59 seconds West, along said east boundary, 97.76 feet to an iron rod, thence run North 00 degrees 05 minutes 41 seconds West, along said east boundary, 1197.32 feet to a concrete monument on the south boundary of the parcel for the proposed expansion of the subdivision of Summerbrooke, thence run South 89 degrees 57 minutes 37 seconds West, along said south boundary, 420.04 feet to a concrete monument, thence run North 00 degrees 01 minutes 41 seconds East 2595.55 feet to a point on the southerly right of way boundary of Summerbrooke Drive, thence continue North 00 degrees 01 minutes 41 seconds East 75.19 feet to the northerly right of way boundary of said Summerbrooke Drive, thence continue North 00 degrees 01 minutes 41 seconds East 52.23 feet to the POINT OF BEGINNING. From said POINT OF BEGINNING thence run North 40 degrees 31 minutes 50 seconds West 184.84 feet to a concrete railroad tie, thence run North 89 degrees 35 minutes 18 seconds East 120.19 feet to a concrete monument, thence run South 00 degrees 01 minutes 41 seconds West 141.35 feet to the POINT OF BEGINNING. The above described parcel contains 0.20 of an acre more or less.

SUMMERBROOKE OPTION PARCEL

COMMENCING at a concrete monument marking the Southwest Corner of Section 17, Township 2 North, Range 1 East, Leon County, Florida; thence North 89 degrees 49 minutes 28 seconds East a distance of 1130.95 feet to an axle on the east boundary of the parcel for the proposed expansion of the subdivision of Ox Bottom Manor; thence North 00 degrees 44 minutes 59 seconds West, along said east boundary, a distance of 97.76 feet to an iron rod; thence North 00 degrees 05 minutes 41 seconds West, along said east boundary, a distance of 1197.32 feet to a concrete monument on the south boundary of the parcel for the proposed expansion of the subdivision of Summerbrooke and the POINT OF BEGINNING.

From said POINT OF BEGINNING, thence South 89 degrees 57 minutes 37 seconds West, along said south boundary, a distance of 420.04 feet to a concrete monument on the line that approximately separates Summerbrooke Phases I through V from Phases VI and greater; thence North 00 degrees 01 minutes 41 seconds East, along said separation line, a distance of 2864.33 feet to a concrete monument; thence South 89 degrees 35 minutes 18 seconds West a distance of 120.19 feet to a concrete railroad tie; thence North 00 degrees 24 minutes 24 seconds West a distance of 2764.07 feet to the south boundary of a parcel referred to as Tract Two; thence along said south boundary of Tract Two as follows: South 90 degrees 00 minutes 00 seconds East a distance of 532.19 feet; thence South 00 degrees 02 minutes 32 seconds East a distance of 509.92 feet; thence South 83 degrees 14 minutes 51 seconds East a distance of 241.98 feet to a point on a non-tangent curve, concave to the east; thence Southerly, along said curve, on a radius of 830.00 feet, through a central angle of 05 degrees 55 minutes 03 seconds an arc distance of 85.72 feet (chord of 85.68 feet bears South 01 degrees 13 minutes 27 seconds West) to a non-tangent point; thence South 75 degrees 18 minutes 24 seconds East a distance of 62.77 feet to a point on a non-tangent curve, concave to the northeast; thence Southeasterly, along said curve, on a radius of 30.00 feet, through a central angle of 84 degrees 21 minutes 32 seconds an arc distance of 44.17 feet (chord of 40.29 feet bears South 45 degrees 14 minutes 06 seconds East) to a point of compound curve; thence Easterly, along said curve, on a radius of 956.12 feet, through a central angle of 15 degrees 27 minutes 02 seconds an arc distance of 257.83 feet (chord of 257.05 feet bears North 84 degrees 51 minutes 36 seconds East) to a non-tangent point; thence South 12 degrees 51 minutes 55 seconds East a distance of 83.83 feet; thence South 01 degrees 48 minutes 14 seconds East a distance of 61.14 feet to a point of curve to the left; thence Southerly, along said curve, on a radius of 510.00 feet, through a central angle of 32 degrees 35 minutes 56 seconds an arc distance of 290.17 feet (chord of 286.27 feet bears South 18 degrees 06 minutes 12 seconds East) to a point of tangency; thence South 34 degrees 24 minutes 10 seconds East a distance of 531.89 feet to a point of curve to the left; thence Southeasterly, along said curve, on a radius of 400 feet, through a central angle of 80 degrees 14 minutes 44 seconds an arc distance of 560.22 feet (chord of 515.54 feet bears South 74 degrees 31 minutes 32 seconds East) to a non-tangent point on an old concrete post and barbed wire fence line; thence South 00 degrees 52 minutes 05 seconds East, along said old fence line and leaving the south boundary of said Tract Two, a distance of 1099.38 feet to a broken concrete monument; thence North 89 degrees 12 minutes 35 seconds East 2639.12 feet to a terra cotta monument; thence South 01 degrees 35 minutes 40 seconds East a distance of 1562.82 feet to a terra cotta monument; thence South 01 degrees 00 minutes 19 seconds East a distance of 1084.41 feet; thence North 86 degrees 45 minutes 35 seconds West a distance of 2672.73 feet to a terra cotta monument; thence South 01 degrees 42 minutes 30 seconds East a distance of 431.74 feet to the north boundary of the parcel referred to as Tract One; thence South 89 degrees 57 minutes 37 seconds West, along said north boundary, a distance of 1522.21 feet to the POINT OF BEGINNING. The above described parcel contains 371.964 acres more or less.

EXHIBIT "B"

AND ALSO:

**SUMMERBROOKE TRACT ONE
LESS WATER TANK SITE**

COMMENCING at a concrete monument marking the Southwest Corner of Section 17, Township 2 North, Range 1 East, Leon County, Florida; thence North 89 degrees 49 minutes 28 seconds East a distance of 1130.95 feet to an axle on the east boundary of the parcel for the proposed expansion of the subdivision of Ox Bottom Manor; thence North 00 degrees 44 minutes 59 seconds West, along said east boundary, a distance of 97.76 feet to an iron rod and the POINT OF BEGINNING.

From said POINT OF BEGINNING, thence North 00 degrees 05 minutes 41 seconds West, along said east boundary, a distance of 1197.32 feet to a concrete monument; thence South 89 degrees 57 minutes 37 seconds West a distance of 1552.21 feet; thence South 01 degrees 42 minutes 30 seconds East a distance of 1189.72 feet to an iron rod; thence South 89 degrees 39 minutes 44 seconds West a distance of 1555.72 feet to the POINT OF BEGINNING. The above described parcel contains 42.159 acres more or less.

LESS AND EXCEPT: Commencing at the southwest Corner of Section 17, Township 2 North, Range 1 East, Leon County, Florida; thence North 89 degrees 49 minutes 28 seconds East, along the south boundary of said Section 17, a distance of 1030.69 feet to the westerly boundary of a City of Tallahassee 100 foot electric transmission right-of-way; thence North 03 degrees 57 minutes 34 seconds East, along the westerly boundary of said right-of-way, a distance of 18.35 feet; thence North 16 degrees 39 minutes 22 seconds East, along the westerly boundary of said right-of-way, a distance of 1108.74 feet to the POINT OF BEGINNING.

From said POINT OF BEGINNING thence South 89 degrees 57 minutes 37 seconds West a distance of 222.70 feet to the easterly boundary of the parcel proposed for future expansion of the subdivision of Ox Bottom Manor; thence North 00 degrees 05 minutes 41 seconds West, along the easterly boundary of said proposed Ox Bottom Manor, a distance of 215.00 feet to the southerly boundary of the parcel proposed for future expansion of the subdivision of Summerbrooke; thence North 89 degrees 57 minutes 37 seconds East a distance of 286.40 feet to the westerly boundary of said City of Tallahassee 100 foot electric transmission right-of-way; thence South 16 degrees 39 minutes 22 seconds West, along the westerly boundary of said right-of-way, a distance of 224.46 feet to the POINT OF BEGINNING. The above described parcel contains 1.254 acres more or less.

LESS AND EXCEPT any of the property described herein that lies within SUMMERBROOKE, PHASE V, as described in Exhibit "A" or that lies within SUMMERBROOKE GOLF COURSE as described in that certain Deed recorded in Official Records Book 1616, Page 667, of the Public Records of Leon County, Florida.

EXHIBIT "B"

DAVE LANG
CLERK CIRCUIT COURT
LEON COUNTY, FLORIDA

MAY 26 3 37 PM '94

RECORDED IN THE PUBLIC
RECORDS OF LEON COUNTY, FLORIDA

1293741