

Prepared by and return to:
Victoria Lakes, LLC.
V. Hawley Smith, Jr., Managing Member
One San Jose Place, Suite 7
Jacksonville, FL 32257

**FIRST AMENDMENT TO THE DECLARATION
OF COVENANTS, CONDITIONS, EASEMENTS AND
RESTRICTIONS FOR VICTORIA LAKES**

THIS FIRST AMENDMENT TO THE DECLARATIONS OF COVENANTS, CONDITIONS, EASEMENTS, AND RESTRICTIONS FOR VICTORIA LAKES ("First Amendment") is made and executed this 1st Day of March, 2007 by **VICTORIA LLC**, a Florida Corporation ("Developer") and joined in by **The Owners Association of Victoria Lakes, Inc. a Florida for Profit Corporation**.

WHEREAS, Developer executed that certain Declaration of Covenants, Conditions, Easements and Restrictions for Victoria Lakes, recorded in Official Records Book 11044, at Page 597, of the Public Records of Duval County, Florida ("Declaration"); and

WHEREAS pursuant to authority granted to it in ARTICLE VII – GENERAL PROVISIONS, Section 4 (a) of the Declaration, desires to amend the Declaration to modify, clarify and otherwise conform the terms and provisions of the Declaration.

NOW THEREFORE, the undersigned Developer hereby declares as follows:

A. In the even the terms and provisions of this First Amendment should conflict with the terms and provisions of the Declaration, the terms and provisions of this First Amendment shall control.

1. Article III, Covenant for Maintenance Assessments and Capital Contributions, Section 7, Initial Capital Contribution – Due Date, is hereby amended by adding the following language at the end of the existing paragraph:

"All subsequent conveyances of a lot after the initial conveyance will incur the same Two Hundred Fifty & 00/100 Dollars (\$250.00) capital contribution.

2. Article IV, Architectural Control, Section 3, A.R.C. Approval, is hereby amended by adding the following definition as Section 3b to Article IV:

"Except as noted in Section 3, all applications for changes to a residential property must include a \$45.00 application processing fee to cover charges related to review of submissions. The Association's Board of Directors may adjust this rate from time to time by a majority vote of the Board at a meeting specially called or at a regular meeting of the Board of Directors or Association"

3. Article V, Use Restrictions, Section 1, parking of Wheeled Vehicles, Boats, Etc., is hereby amended by adding the following definition as Section 1b to Article V:

"Other than the commercial vehicles defined in Article 1 of Section V, no commercial vehicles of any type are permitted to be parked or stored at any time within the community of Victoria Lakes. Commercial vehicles used in the delivery

of goods and materials may be parked for as long as necessary to load or offload contents. Additionally, the term "occasional overnight parking" as used in Section 1 of Article V is further clarified to mean no more than 3 48-hour periods within a 90-day period. Owners who violate the parking provisions of this section will reimburse the Association for towing costs and necessary legal fees and be subjected to a \$50.00 per-day fine."

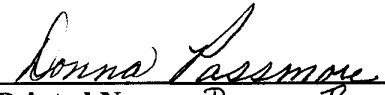
B. Except as expressly amended and modified hereby the Declaration shall remain in full force and effect in accordance with the terms and provisions thereof.

IN WITNESS WHEREOF, this First Amendment has been executed as of the date first set forth above by the Developer, acting by and through its undersigned officer who is thereunto duly authorized.

Signed, sealed and delivered
In the presence of:



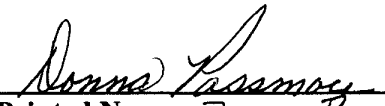
Printed Name: Bill Thompson



Printed Name: DONNA PASSMORE



Printed Name: BILL THOMPSON



Printed Name: DONNA PASSMORE

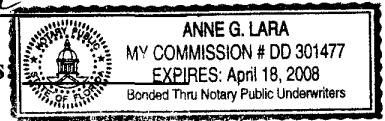
STATE OF FLORIDA

County of Duval

The foregoing was acknowledged before me this 1st day of March, 2007 by Mary Louise Dungey, the Vice President of The Owners Association of Victoria Lakes, Inc., a Florida for Profit Corporation. He is personally known to me.



Notary Public
My Commission Expires



DEVELOPER:

VICTORIA LAKES, LLC,
a Florida for profit Corporation

By: Mary Louise Dungey
Mary Louise Dungey, Vice President

(Corporate Seal)

THE OWNERS ASSOCIATION OF VICTORIA LAKES, INC,
a Florida for-profit Corporation

By: Mary Louise Dungey
Mary Louise Dungey, Vice President

(Corporate Seal)