

CERTIFICATE OF AMENDMENT
AMENDMENT TO DECLARATION AND GENERAL PROTECTIVE
COVENANTS FOR PELICAN LANDING

This Certificate is made this 17 day of November, 1993,
by Westinghouse Bayside Communities, Inc., a Florida corporation,
(the "Declarant").

WHEREAS on November 17, 1988, the Declarant recorded a certain
document entitled "Declaration and General Protective Covenants for
Pelican's Nest" in O.R. Book 2030, Page 663 et seq., Public Records
of Lee County Florida; and

WHEREAS said document, as it was amended, was subsequently amended
and restated in its entirety, and was recorded on January 18, 1991,
as the "Amended and Restated Declaration and General Protective
Covenants for Pelican Landing," in O.R. Book 2198, Page 1878 et
seq., Public Records of Lee County, Florida (the "Declaration");
and

WHEREAS Article XIII of the Declaration reserves the right to the
Declarant to make amendments to the Declaration by its sole act
until the termination of the Class "B" Control Period; and

WHEREAS the Class "B" Control Period has not been terminated; and
the Declarant wishes to amend said Article XIII of the Declaration.

NOW, THEREFORE, the Declarant hereby amends Article XIII of the
Declaration, and the amendment is adopted in the form attached
hereto, and made a part hereof.

IN WITNESS WHEREOF the Declarant has caused this Certificate to be
duly executed this 17 day of November, 1993.

WITNESSES:

David Mackay

Vivien Hastings
Print Name

Virginia A. Tusler

VIRGINIA A. TUSLER
Print Name

WESTINGHOUSE BAYSIDE
COMMUNITIES, INC.,
a Florida corporation

By: Jerry H. Schmoyer
Executive Vice-President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was executed before me this 17 day of
November, 1993, by Jerry H. Schmoyer, as Executive Vice-
President of Westinghouse Bayside Communities, Inc., a Florida
corporation, on behalf of the corporation. He is personally known
to me and did not take an oath.

[SEAL]



VIRGINIA A. TUSLER
MY COMMISSION EXPIRES
April 23, 1995

BONDED THRU NOTARY PUBLIC UNDERWRITERS

Virginia A. Tusler
Notary Public
Print: Virginia A. Tusler
Comm.No: CC090531

b:pelican.dec\js

RETURN TO: Westinghouse Communities of Naples, Inc. ✓
801 Laurel Oak Drive, Suite 500
Naples, FL 33963

RECORDED BY: JFD - CHARLIE GREEN, CLERK
BY: G. SHERWOOD, D.C.

DR2449 PG0769

16.38

The Declaration and General Protective Covenants for Pelican Landing shall be amended as shown below:

Section 1, and subparagraphs (a) and (b) of Section 2, of Article XIII shall be amended; and a new subparagraph 2(g) shall be added, to read as follows:

**ARTICLE XIII
GENERAL PROVISIONS**

Section 1. Term. The covenants and restrictions of this Declaration shall run with and bind the Properties, and shall inure to the benefit of and shall be enforceable by the Association, the Owners, and their respective legal representatives, heirs, successors, and assigns, for a term of thirty (30) years from the date the Declaration and General Protective Covenants for Pelican's Nest was originally recorded (November 17, 1988). At the expiration of the initial thirty (30) year period, the covenants and restrictions of this Declaration shall be automatically extended for an indefinite number of successive periods of ten (10) years each, unless an instrument in writing, signed by the Voting Members representing a majority of the then Class "A" Members, and the Class B Member, if it still exists, has been recorded within the year preceding the beginning of each successive period of ten (10) years, agreeing to terminate or revoke said covenants and restrictions, in which case this Declaration shall be terminated as specified therein.

Section 2. Amendment.

(a) In addition to any other right of amendment or modification provided for in this Declaration, the Articles or the Bylaws, in which case those provisions shall apply, Declarant shall have the right and the power, until the termination of the Class "B" Control Period, in its sole discretion and by its sole act, to modify, enlarge, amend, delete, waive or add to provisions of this Declaration and of any recorded exhibits hereto by an instrument filed of record, without need for joinder or consent of any other Person unless otherwise expressly required in this Article.

(b) Except as set forth in subparagraph (a) above and in subparagraph (c) below, the process of amending this Declaration shall be as follows:

(1) Until the termination of the Class "B" Control Period, no amendment shall be effective unless it is approved in writing by Declarant.

(2) The share of assessments and voting rights of Members shall not be amended unless the amendment is recorded with the joinder in writing of all affected Members.

(3) Amendments for correction of scrivener's errors or to conform this Declaration or its recorded exhibits to the requirements of law, may be made by Declarant alone until the termination of the Class "B" Control Period, and thereafter by majority vote of the Board.

(4) All other amendments shall be adopted if approved by the Voting Members representing at least seventy-five (75%) percent of the total vote of the membership of the Association at any regular or special meeting of the Association, or by written ballots or other written indications of assent without a meeting, as provided for in the Bylaws.

* * *

(g) An amendment adopted after the effective date of this provision by any of the foregoing methods shall be attached to a certificate of the Association, executed by the President or Vice-President with the formalities of a deed, certifying as to the facts leading to the proper approval and adoption of the amendment. The certificate must state the O.R. Book and Page where the original Declaration was recorded. The amendment is effective when the certificate, together with a copy of the amendment, is recorded in the Public Records of Lee County, Florida. The certificate of amendment for amendments made unilaterally by the Declarant to the Declaration, Articles or By-Laws, as authorized in this Article, need not be executed by an officer of the Association, but may instead be executed by the Declarant.

DR2449 PG0771

CHARLE GREEN LEE CIV, FL
93 DEC -3 PM 3:05