

**FIRST AMENDMENT TO THE
AMENDED AND RESTATED SIXTH SUPPLEMENT
TO THE
DECLARATION AND GENERAL PROTECTIVE COVENANTS
LOTS 1 THROUGH 34, PELICAN LANDING
(A REPLAT OF PELICAN LANDING UNIT SIX)**

OR2454 PG0566

THIS FIRST AMENDMENT is made this 15th day of December, 1993, by WESTINGHOUSE BAYSIDE COMMUNITIES, INC., a Florida corporation, and joined by WESTINGHOUSE COMMUNITIES OF NAPLES, INC., a Florida corporation ("WCN"), to modify that Amended and Restated Sixth Supplement to the Declaration and General Protective Covenants recorded in Official Records Book 2315, Pages 4339-4350, inclusive, of the Public Records of Lee County, Florida ("Supplement"). All defined terms used herein shall have the same meaning as given in the Supplement.

WITNESSETH:

WHEREAS, DECLARANT has recorded the Amended and Restated Declaration and General Protective Covenants for Pelican Landing (hereinafter referred to as DECLARATION) at Official Records Book 2198, Pages 1873 through 2026, inclusive, of the Public Records of Lee County, Florida, as amended; and

WHEREAS, the Supplement provides in Article III, Section 3 that "The DECLARANT may, in its sole discretion, modify, amend, delete, waive or add to this SUPPLEMENT or any part thereof. The power of amendment, however, shall be limited to modification or enlargement of existing covenants which provision shall not substantially impair the general and uniform plan of development originally set forth herein"; and

WHEREAS, DECLARANT and WCN wish to delete certain restrictions imposed upon LOTS 31-34 of the NEIGHBORHOOD, as set forth herein, which provisions shall not substantially impair the general and uniform plan of development for the NEIGHBORHOOD.

NOW, THEREFORE, DECLARANT hereby amends the Supplement as follows:

1. A new subparagraph f. is hereby added at the end of Section 2 of Article II to read as follows:

"f. The foregoing subparagraphs a. through e. of this Section 2 shall not apply to LOTS 31-34, inclusive".

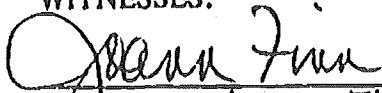
RECORD VERIFIED - CHARLIE GREEN, CLERK
BY: HELEN CARROLL, D.C.

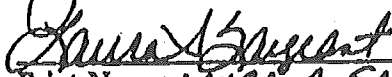
All terms and provisions of the Supplement not amended hereby shall remain in full force and effect as if fully stated herein.

IN WITNESS WHEREOF, the undersigned have executed this First Amendment as of this 15 day of December, 1993.

WESTINGHOUSE BAYSIDE COMMUNITIES, INC., a Florida corporation

WITNESSES:

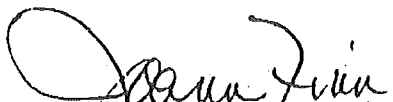

Print Name: Joann Finn


Print Name: LAURA A. SARGEANT


By: 
Jerry H. Schmoyer
Executive Vice-President

Joined by:

WESTINGHOUSE COMMUNITIES OF NAPLES, INC., a Florida corporation


Print Name Joann Finn


Print Name LAURA A. SARGEANT

BY: 
Jerry H. Schmoyer
Vice-President

OR2454 P60567

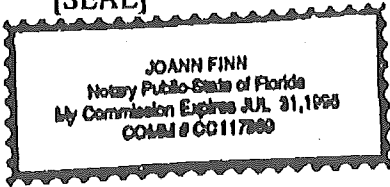
STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 15th day of December, 1993, by Jerry H. Schmoyer, Executive Vice-President, of WESTINGHOUSE BAYSIDE COMMUNITIES, INC., a Florida corporation, on behalf of the corporation. He is personally known to me.

Joann Finn

Notary Public
Print: Joann Finn
My Comm. Expires: 7-31-95
Comm. No.: CC 117869

[SEAL]



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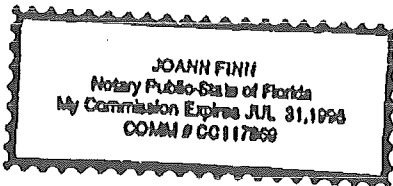
STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 15th day of December, 1993, by Jerry H. Schmoyer, Vice-President, of WESTINGHOUSE COMMUNITIES OF NAPLES, INC., a Florida corporation, on behalf of the corporation. He is personally known to me.

Joann Finn

Notary Public
Print: Joann Finn
My Comm. Expires: 7-31-95
Comm. No.: CC 117869

[SEAL]



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