



SUPPLEMENTAL DECLARATION OF
COVENANTS & RESTRICTIONS

EV-6
Alimara I

THIS DOCUMENT PREPARED
BY AND RETURN TO:

SCOTT M. WEAVER, ESQ.
PAPPAS METCALF JENKS & MILLER, P.A.
245 RIVERSIDE AVENUE, SUITE 400
JACKSONVILLE, FL 32202

Public Records of
St. Johns County, FL
Clerk # 2005104176,
O.R. 2606 PG 382-385
12/19/2005 at 11:34 AM,
REC. \$17.00 SUR. \$18.50

SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS
FOR PALENCIA
(MARSHALL CREEK DRI UNIT EV-6)

THIS SUPPLEMENTAL DECLARATION is made effective December
14, 2005 by **MARSHALL CREEK, LTD.**, a Florida limited partnership (the ADeveloper@).

WITNESSETH:

WHEREAS, the Developer is the owner of certain real property more particularly described on the attached Exhibit A (the "Property"); and

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for Palencia has been recorded in Official Records Book 1666, at page 803, as amended in Official Records Book 1845, at page 835, and Official Records Book 2066, at page 87, all of the public records of St. Johns County, Florida, (together, the "Declaration"); and

WHEREAS, the Developer desires to subject the Property to all of the terms, conditions and provision contained in the Declaration as provided for under the terms of Section 3.2 of the Declaration.

NOW THEREFORE, the Developer hereby declares that:

1. All capitalized terms contained in this Supplemental Declaration shall have the same meanings as such terms are defined by the Declaration.
2. All of the Property and any portion thereof shall be held, transferred, sold and conveyed and occupied subject to all covenants, restrictions, easements, charges and liens and all other matters as set forth in the Declaration as amended from time to time. In the event of conflict between the Declaration and this Supplemental Declaration, this Supplemental Declaration shall control.
3. Except as specifically supplemented hereby, the Declaration shall remain in full force and effect as originally executed and recorded.
4. This Supplemental Declaration shall become effective upon its recordation in the public records of St. Johns County, Florida.

IN WITNESS WHEREOF, the Developer has caused this instrument to be duly executed as of the day and year first above written.

Signed, sealed and delivered in the presence of:

MARSHALL CREEK, LTD., a Florida limited partnership

By: Hines/Marshall Creek, Ltd., a Florida limited partnership, its sole general partner

By: Hines Management, L.L.C., a Delaware limited liability company, its sole general partner

By: Hines Interests Limited Partnership, a Delaware limited partnership, its sole member

By: Hines Holdings, Inc., a Texas corporation, its sole general partner

Lauri Leduff
Name Printed: Lauri Leduff

Suzanne Ritter
Name Printed: SUZANNE RITTER

By: *Michael D. Harrison*
Michael Harrison
Title: Senior Vice President

Date: ¹⁵DECEMBER 14, 2005 *[Signature]*

STATE OF Georgia }
COUNTY OF Cobb }

The foregoing instrument was acknowledged before me this 14 day of Dec., 2005, by Michael T. Harrison, the Sr. V.P. of Hines Holdings, Inc., a Texas corporation (the ACompany@), as general partner of Hines Interests Limited Partnership, a Delaware limited partnership (AHILP@), which in turn is the sole member of Hines Management, L.L.C., a Delaware limited liability company (the ALLC@), which in turn is the sole general partner of Hines/Marshall Creek, Ltd., a Florida limited partnership (the AGP@), which in turn is the sole general partner of Marshall Creek, Ltd., a Florida limited partnership, on behalf of the Company, HILP, the LLC, the GP and the Partnership.

Margaret A. Ramirez
(Print Name Margaret A. Ramirez)
NOTARY PUBLIC, State of GA
Commission # _____
My Commission Expires: _____
Personally Known or
Produced I.D. _____
[check one of the above]
Type of Identification Produced _____

Notary Public, Cobb County, Georgia
My Commission Expires February 13, 2009

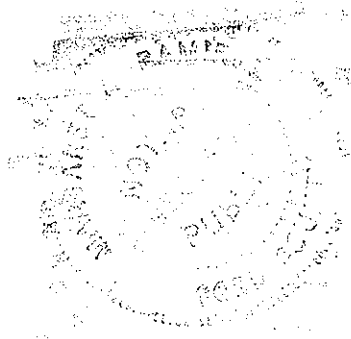


EXHIBIT A

Marshall Creek DRI Unit EV-6 according to the plat thereof as recorded in Map Book 56, Pages 75, 76, and 77 of the public records of St. Johns County, Florida.

THIS DOCUMENT PREPARED
BY AND RETURN TO:

SCOTT M. WEAVER, ESQ.
PAPPAS METCALF JENKS & MILLER, P.A.
245 RIVERSIDE AVENUE, SUITE 400
JACKSONVILLE, FL 32202

Public Records of
St. Johns County, FL
Clerk # 2005104177,
O.R. 2606 PG 386-389
12/19/2005 at 11:34 AM,
REC. \$17.00 SUR. \$18.50

SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS
FOR PALENCIA RESIDENTIAL LOTS
(MARSHALL CREEK DRI UNIT EV-6)

THIS SUPPLEMENTAL DECLARATION is made effective December 14, 2005, by
MARSHALL CREEK LTD., a Florida limited partnership (the "Developer").

WITNESSETH:

WHEREAS, the Developer is the owner of certain real property more particularly
described on the attached Exhibit A (the "Property"); and

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for Palencia
Residential Lots has been recorded in Official Records Book 1666, at page 831, and amended in
Official Records Book 1706, at page 727, and Official Records Book 1762, at page 815, all of
the public records of St. Johns County, Florida, (together, the "Declaration"); and

WHEREAS, the Developer desires to subject the Property to all of the terms, conditions
and provision contained in the Declaration as provided for under the terms of Section 3.2 of the
Declaration.

NOW THEREFORE, the Developer hereby declares that:

1. All capitalized terms contained in this Supplemental Declaration shall have the
same meanings as such terms are defined by the Declaration.
2. All of the Property and any portion thereof shall be held, transferred, sold and
conveyed and occupied subject to all covenants, restrictions, easements, charges and liens and all
other matters as set forth in the Declaration as amended from time to time. In the event of
conflict between the Declaration and this Supplemental Declaration, this Supplemental
Declaration shall control.
3. Except as specifically supplemented hereby, the Declaration shall remain in full
force and effect as originally executed and recorded.
4. This Supplemental Declaration shall become effective upon its recordation in the
public records of St. Johns County, Florida.

IN WITNESS WHEREOF, the Developer has caused this instrument to be duly executed as of the day and year first above written.

Signed, sealed and delivered
in the presence of:

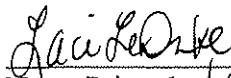
MARSHALL CREEK, LTD., a Florida limited
partnership

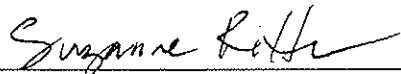
By: Hines/Marshall Creek, Ltd., a Florida
limited partnership, its sole general partner


By: Hines Management, L.L.C., a Delaware
limited liability company, its sole general
partner

By: Hines Interests Limited Partnership, a
Delaware limited partnership, its sole
member


By: Hines Holdings, Inc., a Texas corporation,
its sole general partner


Name Printed: Laci Leduke


Name Printed: SUZANNE RITTER

By: 

Title: Michael Harrison
Senior Vice President

Date: 15 DECEMBER 14, 2005 

STATE OF Georgia }
COUNTY OF Cobb }

The foregoing instrument was acknowledged before me this 14 day of December, 2005, by Michael T. Harrison, the Sr. VP of Hines Holdings, Inc., a Texas corporation (the "Company"), as general partner of Hines Interests Limited Partnership, a Delaware limited partnership ("HILP"), which in turn is the sole member of Hines Management, L.L.C., a Delaware limited liability company (the "LLC"), which in turn is the sole general partner of Hines/Marshall Creek, Ltd., a Florida limited partnership (the "GP"), which in turn is the sole general partner of Marshall Creek, Ltd., a Florida limited partnership, on behalf of the Company, HILP, the LLC, the GP and the Partnership.

Margaret A. Ramirez
(Print Name Margaret A. Ramirez)
NOTARY PUBLIC, State of ~~Florida~~ GA
Commission # _____
My Commission Expires:
Personally Known or Produced I.D. _____
[check one of the above]

Type of Identification Produced _____

Notary Public, Cobb County, Georgia
My Commission Expires February 13, 2009



EXHIBIT A

The Property

All of Marshall Creek DRI Unit EV-6, according to the plat thereof as recorded in Map Book 56, Pages 75, 76 and 77 of the public records of St. Johns County, Florida.