



SUPPLEMENTAL DECLARATION OF  
COVENANTS & RESTRICTIONS

MUB-4  
Sebastian Square

Public Records of  
St. Johns County, FL  
Clerk# 04-044345  
O.R. 2220 PG 1083  
02:13PM 06/14/2004  
REC \$41.00 SUR \$3.00

1356

THIS DOCUMENT PREPARED  
BY AND RETURN TO:

CAROLINE R. NICHOLS, ESQ.  
PAPPAS METCALF JENKS & MILLER, P.A.  
245 RIVERSIDE AVENUE, SUITE 400  
JACKSONVILLE, FL 32202

**SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS  
FOR PALENCIA**

**THIS SUPPLEMENTAL DECLARATION** is made effective June 4, 2004 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 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

By: Michael T. Harrison  
Michael T. Harrison  
Title: Senior Vice President MT  
js

Date: June 4, 2004

Suzanne Ritter  
Name Printed: SUZANNE RITTER

Scott C. Hale  
Name Printed: SCOTT C. HALE

STATE OF Georgia }

COUNTY OF Cobb }

The foregoing instrument was acknowledged before me this 4 day of June, 2004, by Michael T. Harrison, the Sr. Vice 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 Georgia  
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, 2005

OR2220P61087

**EXHIBIT A**

Marshall Creek DRI Unit MUB-4, according to the plat thereof as recorded in Map Book 50, Pages 35 through 39 of the public records of St. Johns County, Florida.

Public Records of  
St. Johns County, FL  
Clerk# 04-044346  
O.R. 2220 PG 1088  
02:13PM 06/14/2004  
REC \$41.00 SUR \$3.00



THIS DOCUMENT PREPARED  
BY AND RETURN TO:

CAROLINE R. NICHOLS, ESQ.  
PAPPAS METCALF JENKS & MILLER, P.A.  
245 RIVERSIDE AVENUE, SUITE 400  
JACKSONVILLE, FL 32202

**SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS  
FOR PALENCIA RESIDENTIAL LOTS**

**THIS SUPPLEMENTAL DECLARATION** is made effective \_\_\_\_\_,  
2004, 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

Suzanne Ritter  
Name Printed: SUZANNE RITTER

Scott C. Hays  
Name Printed: SCOTT C. HAYS

By: Michael T. Harrison  
Michael T. Harrison M.T.  
Title: Senior Vice President

Date: June 4, 2004

STATE OF Georgia }  
COUNTY OF Cobb }

The foregoing instrument was acknowledged before me this 4 day of June, 2004, by Michael T. Harrison, the Sr. Vice President 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 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, 2005



**CONSENT AND JOINDER OF MORTGAGEE**

The undersigned, **BRANCH BANKING AND TRUST COMPANY**, the mortgagee under that certain Amended and Restated Mortgage, Security Agreement and Fixture Filing dated December 17, 2003, and recorded in Official Records Book 2111, page 28, of the public records of St. Johns County, Florida hereby consents and joins in the foregoing Supplemental Declaration of Covenants and Restrictions for Palencia Residential Lots.

**IN WITNESS WHEREOF**, this Consent and Joinder is executed by the undersigned this 4 day of June, 2004.

Signed, sealed and delivered  
in the presence of:

**MORTGAGEE:**

**BRANCH BANKING AND TRUST COMPANY**

Debra G. Cain  
Debra G. Cain  
(Print Name)

By: John R. Lomb  
John R. Lomb  
(Print Name)

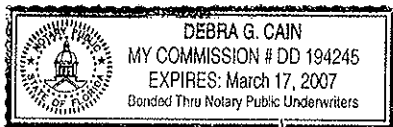
Debra K Hamilton  
Debra K Hamilton  
(Print Name)

Its: Vice President

STATE OF FLORIDA

COUNTY OF Duval } SS

The foregoing instrument was acknowledged before me this 4 day of June, 2004, by John R. Lomb as Vice President of **BRANCH BANKING AND TRUST COMPANY**, on behalf of the Bank.



Debra G. Cain  
(Print Name Debra G. Cain)

NOTARY PUBLIC

State of Florida at Large

Commission # \_\_\_\_\_

My Commission Expires:

Personally known

or Produced I.D. \_\_\_\_\_

[check one of the above]

Type of Identification Produced

\_\_\_\_\_

**EXHIBIT A**

**The Property**

All of Marshall Creek DRI Unit MUB-4, according to the plat thereof as recorded in Map Book 50, Pages 35 through 39 of the public records of St. Johns County, Florida.