

~~RETURN TO:~~

Prepared by
Michael D. Joblove, Esq.
Genovese Joblove and Battista
100 Southeast Second Street
36th Floor
Miami, Florida 33131-2311

AMENDMENT TO DECLARATION OF
COVENANTS, RESTRICTIONS AND EASEMENTS
FOR RIVIERA ISLES

Minto Communities, Inc., a Florida corporation (hereinafter the "Declarant") hereby amends the Declaration of Covenants, Restrictions and Easements for Riviera Isles, as recorded on July 24, 2000, in Official Records Book 30699, Page 0915 of the Public Records of Broward County, Florida.

1. The full text of the provision, Article 10.7(E) is amended as follows:

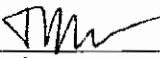
E. Nothing herein shall preclude the Committee from inspecting work as it is being performed to insure that it is proceeding in accordance with the approved plans. Indeed, there is hereby specifically reserved to the Master Association and ARC and to any agent of either, the right of entry and inspection upon any portion of the Project for the purpose of determining whether any violation exists of the approved plans or of this Declaration. If the work is not proceeding in accordance with approved plans the Committee may require the Applicant to remedy the work, by utilizing the procedure afforded by Section 10.7C hereof. The foregoing notwithstanding, as long as Declarant retains voting control of the Master Association as set forth in Sections 5.3 and 5.4 herein, the Board is not required to utilize the procedure set forth in Section 10.7C. If, during the time that Declarant retains voting control of the Master Association, the Board determines that the work is not proceeding in accordance with approved plans, the Board shall notify the Applicant of the noncompliance and provide the Applicant with seven (7) days (or such other time as may be set forth in the notice) to remedy the non-compliance. In the event that Applicant fails to timely remedy the non-compliance, the Board, at its option, may either remove the noncomplying improvement or remedy the noncompliance (an easement therefor being hereby created), and the Applicant shall reimburse the Master Association, upon demand, for all expenses incurred in connection therewith. If such expenses are not promptly repaid by the Applicant to the Master Association, the Board may levy an Individual Assessment against such Applicant for reimbursement.

Founders Title
5100 West Copans Road
Suite 600
Margate, Florida 33063
Return to
w/c
64

2. This Amendment was approved by the Declarant who, as of the date of this Amendment, owns a portion of the Project, and therefore has the power to amend the Declaration in its own right.

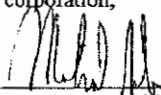
WITNESSES:

MINTO COMMUNITIES, INC.,
a Florida corporation,

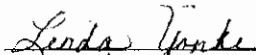


T.R. Beer

By:



Michael Greenberg, President

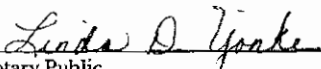


LINDA YONKE

(Corporate Seal)

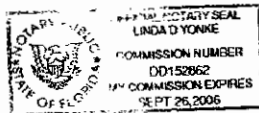
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 5th day of October, 2003, by Michael Greenberg, as President of Minto Communities, Inc., a Florida corporation. He is personally known to me or has produced _____ as identification and did take an oath.



Notary Public
State of Florida at Large

My Commission Expires:



X:\Documents\Work\U to O\MINTO\Riviera Isles\Master Association\Amendment to Declaration.wpd

This instrument prepared by and returned to:

Name: Harry Binnie
Address: Founders Title
5100 W. Copans Road, Suite 600
Margate, Florida 33063

CONSENT OF MORTGAGEE

The undersigned BANK OF AMERICA, N.A., a national banking association as agent for itself and for THE TORONTO-DOMINION BANK (together, the "Mortgagee"), the owner and holder of a certain Real Estate Mortgage, Assignment, and Security Agreement dated as of July 23, 1999 and recorded in Official Records Book 29759, Page 595, First Mortgage Modification and Future Advance Agreement, dated October 15, 2001, filed of record October 25, 2001, in Official Records Book 32279, Page 582, Public Records of Broward County, Florida (as amended from time to time, the "Mortgage"), relating to the real property located in said County and more particularly described in the attached and foregoing Amendment to Declaration of Covenants, Restrictions and Easements for Riviera Isles (the "Declaration"), does hereby consent to the Declaration and acknowledge that the lien of the Mortgage on said property is subordinate to the provisions of the Declaration and that the Declaration shall survive any foreclosure of the Mortgage or deed in lieu thereof and shall be binding upon all persons and their successors in title claiming said property by, through or by virtue of the Mortgage; *provided, however*, that at no time before the Mortgagee becomes the owner of said property shall this Consent (i) obligate the Mortgagee to perform any of the obligations of the grantor or grantee contained in the Declaration, (ii) impose any liability on the Mortgagee for any failure by any other person(s) to perform such obligations, nor (iii) be deemed a limitation on the operation or effect of the Mortgage except as specifically set forth herein.

WITNESS the due execution hereof on behalf of the Mortgagee on Nov. 26th, 2003, to be effective as of the date of the Declaration.

Signed and delivered in the presence of these witnesses:

[Signature]
Print Name: Harry Binnie

[Signature]
Print Name: COURTNEY DEAN

BANK OF AMERICA, N.A., a national banking association as agent for itself and for THE TORONTO-DOMINION BANK

By: [Signature]
Name: STEVEN B. KING
Title: VICE PRESIDENT

Address: 150 East Palmetto Park Road, Suite 800
Boca Raton, Florida 33432

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26 day of November, 2003 by STEVEN B. KING as VICE PRES of BANK OF AMERICA, N.A., a national banking association as agent for itself and for THE TORONTO-DOMINION BANK, on behalf of the Banks. He/she is personally known to me or produced a Florida driver's license as identification.

[NOTARIAL SEAL]

Notary: [Signature]
Print Name: _____
Notary Public, State of Florida
My Commission expires: _____

HARRY BINNIE
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION #00000000
EXPIRES 08/01/04
BONDED 10/01/01 - 10/01/04

CONS-DEC.RI