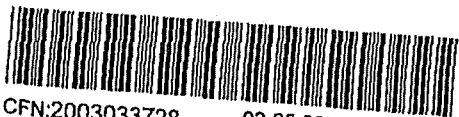


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THIS INSTRUMENT PREPARED BY:
JOHN H. EVANS, ESQUIRE
1702 S. WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32780

Return to: CITY CLERK'S OFFICE
P.O. Box 2806
Titusville, Florida 32781-2806

**SUPPLEMENTAL DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR
LA CITA SECTION TWO**
(Submission of Village Woods of La Cita, Phases 2 and 3)

THIS SUPPLEMENTAL DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR VILLAGE WOODS OF LA CITA (the "Supplemental Declaration") is made as of the 27th day of June, 2002, by EKS, INC., a Florida corporation (the "Successor Developer").

WITNESSETH:

WHEREAS, EAGLEBROOK CORPORATION (FLORIDA), INC., and WILLOWDALE INDUSTRICS OF FLORIDA, INC., (collectively, the "Declarant") executed and recorded that certain Declaration of Covenants, Conditions and Restrictions for La Cita Section Two dated February 2, 1982, as recorded in Official Records Book 2352, Page 371, Public Records of Brevard County, Florida (the "Master Declaration") with respect to certain properties described therein.

WHEREAS, the Master Declaration provides for the submission of certain additional tracts of land to the covenants, conditions and restrictions of the Master Declaration by the Declarant or its successor in interest.

WHEREAS, the Successor Developer is the successor in interest to the Declarant with respect to all of that certain real property described as Exhibit A attached hereto and made a part hereof (the "Additional Land"), together with the right of the Declarant to submit such Additional Land to the covenants, conditions and restrictions of the Master Declaration.

WHEREAS, the Successor Developer has platted a portion of the Additional Lands as Village Woods of La Cita, Phase 2, according to the plat thereof recorded in Plat Book 49, Page 65-67 Public Records of Brevard County, Florida and has platted the remainder of said Additional Lands as Village Woods of La Cita, Phase 3, according to the plat thereof as recorded in Plat Book 49, Page 68-70 Public Records of Brevard County, Florida, and now desires to submit the Additional Lands to the Master Declaration, all as provided herein.

THIS INSTRUMENT PREPARED BY:
JOHN H. EVANS, ESQUIRE
1702 S. WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32780

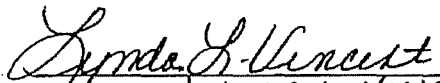
Scott Ellis
Clerk Of Courts, Brevard County
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Duty: 0.00 Excise: 0.00
Mtg: 0.00 Int Tax: 0.00

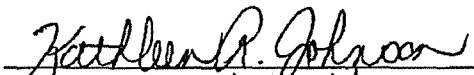
NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Successor Developer hereby makes this Supplemental Declaration, as follows:

1. Definitions. Except as otherwise defined herein, all capitalized terms used in this Supplemental Declaration shall have the same meanings as defined in the Master Declaration.
2. Submission of Property. The Successor Developer hereby submits the Additional Lands described on the attached Exhibit A to the covenants, conditions and restrictions contained in the Master Declaration.
3. Membership in the Association. Each Owner of a Lot, as shown on the recorded plat of Village Woods of La Cita, Phase 2 or as shown of the recorded plat of Village Woods of La Cita, Phase 3, shall be a Class A member of Homeowners of La Cita, Inc., a Florida not-for-profit corporation (the "Association") and shall have voting and other rights and privileges as provided in the Master Declaration and shall be obligated for the payment of Assessments, as provided therein.
4. Lien for Assessments. The Successor Developer hereby declares that each Lot, as shown on the recorded plat of Village Woods of La Cita, Phase 2 or as shown of the recorded plat of Village Woods of La Cita, Phase 3, shall be subject to a lien for payment of annual assessments and special assessments as may be established by the Association in the manner provided by the Master Declaration, which lien may be enforced in the manner provided by the Master Declaration.
5. Reaffirmation. Except as modified hereby, the Successor Developer hereby reaffirms, confirms and incorporates herein by reference each of the terms, covenants, conditions and restrictions contained in the Master Declaration.

IN WITNESS WHEREOF, the Successor Developer has executed this Supplemental Declaration as of the date first above written.


In the presence of:


print name: LYNDA L. VINCENT


print name: Kathleen R. Johnson

("Witnesses")

EKS, INC., a Florida corporation

By 
Malcolm R. Rirschenbaum
President
(the "Successor Developer")




STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid to administer oaths and to take acknowledgments, this 27th day of June, 2002, by Malcolm R. Kirschenbaum as President of EKS, Inc., a Florida corporation, who [] is personally known to me or [] produced _____ as identification.

Kathleen R. Johnson
NOTARY PUBLIC
My Commission Expires:

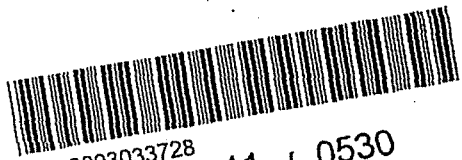



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JOINDER AND CONSENT OF ASSOCIATION

The undersigned, Homeowners of La Cita, Inc., a Florida not-for-profit corporation (the "Association") pursuant to Article XI, Section 8 of the Master Declaration, hereby joins in the execution of the foregoing Supplemental Declaration and consents to the submission of the Additional Lands, described on Exhibit A attached hereto and made a part hereof, to the covenants, conditions and restrictions contained in the Master Declaration and acknowledges that each Owner of a Lot, as shown on the recorded plat of Village Woods of La Cita, Phase 2 or as shown of the recorded plat of Village Woods of La Cita, Phase 3, shall be a Class A member of the Association, subject to all of the rights, privileges and obligations associated therewith as set forth in the Master Declaration.

IN WITNESS WHEREOF, the Association has executed this Joinder and Consent as of the 16TH day of JULY, 2002



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HOMEOWNERS OF LA CITA, INC., a
Florida not-for-profit corporation

By: M. B. Mansfield
its President

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid to administer oaths and to take acknowledgments, this 16TH day of JULY, 2002, by M. B. Mansfield, as PRESIDENT of Homeowners of La Cita, Inc., a Florida not-for-profit corporation, who [] is personally known to me or [] produced _____ as identification.

W. D. Tumblyn

NOTARY PUBLIC
My Commission Expires:



W. D. Tumblyn
MY COMMISSION # DD075306 EXPIRES
November 29, 2005
BONDED THRU TROY FARM INSURANCE, INC.