

PREPARED BY AND TO BE RETURNED TO:
WCI Communities, Inc.
24301 Walden Center Dr.
Bonita Springs, FL 34134

FIRST AMENDMENT
TO
TOWN CENTER DECLARATION FOR PELICAN PRESERVE

THIS FIRST AMENDMENT TO TOWN CENTER DECLARATION FOR PELICAN PRESERVE ("Amendment") is made by WCI Communities, LLC, a Delaware limited liability company authorized to do business in Florida ("Declarant").

WITNESSETH:

WHEREAS, Town Center Declaration for Pelican Preserve (f/k/a Town Center Declaration for Sun City Center Ft. Myers) was recorded on December 7, 2001, in Official Records Book 3535, Page 4496, public records of Lee County, Florida, as amended and supplemented from time to time ("Declaration"); and

WHEREAS, the Declarant desires to amend Exhibit A to the Declaration to provide the specific legal description of the Town Center Property; and

WHEREAS, pursuant to Section 2.4 of the Declaration, the Declarant has the power to undertake the following Amendment without requirement for the consent of any owner or other party; and

NOW, THEREFORE, in consideration of the foregoing, Declarant declares the following:

1. **Recitals**. The foregoing recitals are true and correct and are incorporated as if fully set forth here.
2. **Amendment**. Exhibit A to the Declaration is hereby deleted and replaced with the Exhibit A attached hereto and incorporated herein. This Amendment shall be considered a Supplemental Declaration as defined in Section 1.18 of the Declaration.
3. **Severance**. Except as modified by this Amendment, the Declaration remains valid and in full force and effect.
4. **Conflict**. In the event of a conflict between this Amendment and the provisions of the Declaration, the provisions of this Amendment will control.

IN WITNESS WHEREOF, the undersigned, being Declarant, herein has caused this Amendment to be executed by its authorized officer and affixed its corporate seal as of this 24 day of October, 2012.

WCI Communities, LLC, a Delaware limited liability company

WITNESSES:

Name: Margaret A. Sisk
Print Name: MARGARET A. SISK

By: Paul Erhardt
Name: PAUL ERHARDT
Title: SENIOR VICE PRESIDENT
(Corporate Seal)

Name: LEDIA METAJ
Print Name: LEDIA METAJ

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 24 day of October, 2012, by Paul Erhardt, as Senior VP of WCI Communities, LLC, a Delaware limited liability company, on behalf of the company. She/He is personally known to me.

My Commission Expires:

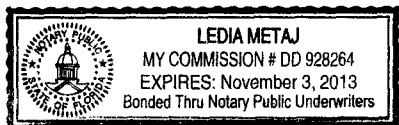
LEDIA METAJ
(Signature)

(AFFIX NOTARY SEAL)

Name: LEDIA METAJ
(Legibly Printed or Typed)

Notary Public, State of Florida

DD 928264
(Commission Number, if any)



CONSENT OF MORTGAGEE

Regarding recordation of First Amendment to Town Center Declaration
for Pelican Preserve

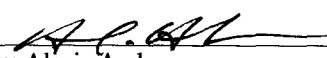
WILMINGTON TRUST, NATIONAL ASSOCIATION ("*Wilmington*"), the holder of that certain Multistate Mortgage, Assignment of Leases and Rents, Security Agreement, and Fixture Filing executed by **WCI COMMUNITIES, LLC** ("*WCI*"), in favor of **Wilmington**, as Collateral Agent ("*Mortgagee*"), dated June 8, 2012 and recorded on June 11, 2012, Instrument #2012000128823 in the Official Records of Lee County, Florida, (the foregoing as amended, restated or modified from time to time, the "*Mortgage*"), which Mortgage constitutes a lien and encumbrance upon the real property described in the within and the foregoing First Amendment to Town Center Declaration for Pelican Preserve attached hereto (the "*Declaration*"), hereby consents to WCI subjecting the real property described in the Declaration to the provisions of the Declaration and agrees that the Declaration shall be binding upon the present and future owners of the real property covered by the Declaration. Notwithstanding the execution of this consent, nothing herein shall be construed to render the Mortgagee responsible or liable for the performance of any of the covenants or undertakings of WCI under the Declaration, nor shall this consent affect the priority of the lien of the Mortgage or the interest of the Mortgagee in the real property encumbered by the Mortgage.

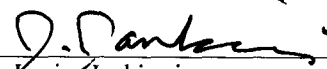
Dated this 24th day of October, 2012.

Witnessed by:

WILMINGTON TRUST, NATIONAL ASSOCIATION, as Collateral Agent under Mortgage


Name: Meghan McCauley

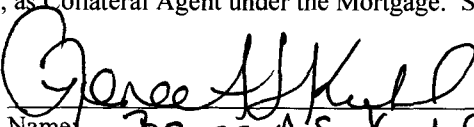
By: 
Name: Alecia Anderson
Title: Authorized Person


Name: Jessica Jankiewicz

STATE OF MINNESOTA)
)
COUNTY OF HENNEPIN)

The foregoing instrument was acknowledged before me this 24th day of October, 2012, by Alecia Anderson as Authorized Person of Wilmington Trust, National Association, as Collateral Agent under the Mortgage. She or he is personally known to me.

(Notarial Seal)


Name: Renee AS Kuhl
Commission No.: 31033184
Notary Public, State of Minnesota

My Commission Expires: 1-31-2014



Exhibit ADescription of Town Center Property

LEGAL DESCRIPTION

A PARCEL OF LAND LYING IN THE SOUTH HALF (1/2) OF SECTION 35, TOWNSHIP 44 SOUTH, RANGE 25 EAST AND THE NORTH HALF (1/2) OF SECTION 2, TOWNSHIP 45 SOUTH, RANGE 25 EAST, CITY OF FORT MYERS, LEE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TRACT A, PELICAN PRESERVE GOLF COURSE, AS RECORDED IN INSTRUMENT NUMBER 2009000022188 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA, LESS AND EXCEPT THE FOLLOWING DESCRIBED PARCEL:

COMMENCING AT THE NORTHEASTERLY CORNER OF TRACT A, PELICAN PRESERVE GOLF COURSE, AS RECORDED IN INSTRUMENT NUMBER 2009000022188 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA, ALSO BEING THE BEGINNING OF A CURVE. THENCE ALONG THE EASTERLY BOUNDARY OF SAID TRACT A, 172.09 FEET ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 88.00 FEET, THROUGH A CENTRAL ANGLE OF 112°02'35", AND WHOSE LONG CHORD BEARS S10°11'16"E FOR A DISTANCE OF 145.95 FEET, TO THE POINT OF BEGINNING OF THE PARCEL DESCRIBED HEREIN.

THENCE CONTINUE ALONG THE EASTERLY BOUNDARY OF SAID TRACT A, THE FOLLOWING SEVEN (7) DESCRIBED COURSES:

1. THENCE 51.68 FEET ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 88.00 FEET, THROUGH A CENTRAL ANGLE OF 33°38'52", AND WHOSE LONG CHORD BEARS S83°01'59"E FOR A DISTANCE OF 50.94 FEET, TO THE BEGINNING OF A NON-TANGENTIAL CURVE;
2. THENCE 62.04 FEET ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 35.00 FEET, THROUGH A CENTRAL ANGLE OF 101°33'15", AND WHOSE LONG CHORD BEARS S49°04'47"E FOR A DISTANCE OF 54.23 FEET;
3. THENCE S45°17'52"E FOR 57.86 FEET TO THE BEGINNING OF A NON-TANGENTIAL CURVE;
4. THENCE 27.23 FEET ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 30.00 FEET, THROUGH A CENTRAL ANGLE OF 52°00'44", AND WHOSE LONG CHORD BEARS S66°01'31"E FOR A DISTANCE OF 26.31 FEET, TO THE BEGINNING OF A NON-TANGENTIAL CURVE;
5. THENCE 46.27 FEET ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 65.00 FEET, THROUGH A CENTRAL ANGLE OF 40°47'15", AND WHOSE LONG CHORD BEARS S60°24'47"E FOR A DISTANCE OF 45.30 FEET, TO THE BEGINNING OF A NON-TANGENTIAL CURVE;
6. THENCE 45.23 FEET ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 130.00 FEET, THROUGH A CENTRAL ANGLE OF 19°56'04", AND WHOSE LONG CHORD BEARS S70°50'23"E FOR A DISTANCE OF 45.00 FEET, TO THE BEGINNING OF A NON-TANGENTIAL CURVE;
7. THENCE 228.20 FEET ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 315.00 FEET, THROUGH A CENTRAL ANGLE OF 41°30'29", AND WHOSE LONG CHORD BEARS S40°07'06"E FOR A DISTANCE OF 223.24 FEET;

THENCE LEAVING THE EASTERLY BOUNDARY OF SAID TRACT A, S61°55'35"W FOR 154.37 FEET TO THE BEGINNING OF A NON-TANGENTIAL CURVE;

THENCE 229.82 FEET ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 164.00 FEET, THROUGH A CENTRAL ANGLE OF 80°17'27", AND WHOSE LONG CHORD BEARS N51°19'27"W FOR A DISTANCE OF 211.47 FEET;

THENCE S88°31'50"W FOR 61.82 FEET TO THE BEGINNING OF A TANGENTIAL CURVE;

THENCE 20.70 FEET ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 36.00 FEET, THROUGH A CENTRAL ANGLE OF 32°56'18", AND WHOSE LONG CHORD BEARS N75°00'01"W FOR A DISTANCE OF 20.41 FEET, TO THE BEGINNING OF A NON-TANGENTIAL CURVE;

THENCE 75.79 FEET ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 138.00 FEET, THROUGH A CENTRAL ANGLE OF 31°28'08", AND WHOSE LONG CHORD BEARS N74°15'56"W FOR A DISTANCE OF 74.85 FEET;

THENCE N90°00'00"W FOR 58.39 FEET TO THE BEGINNING OF A NON-TANGENTIAL CURVE;

THENCE 100.43 FEET ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 97.00 FEET, THROUGH A CENTRAL ANGLE OF 59°19'29", AND WHOSE LONG CHORD BEARS N22°06'53"E FOR A DISTANCE OF 96.01 FEET;

THENCE N00°00'00"E FOR 128.50 FEET;

THENCE N90°00'00"E FOR 94.65 FEET, TO THE POINT OF BEGINNING OF THE PARCEL HEREIN DESCRIBED.

OVERALL TRACT A: 1,044,686 SQUARE FEET OR 24.0 ACRES, MORE OR LESS

LESS AND EXCEPT: 91,524 SQUARE FEET OR 2.1 ACRES, MORE OR LESS

REMAINDER OF TRACT A: 953,162 SQUARE FEET OR 21.9 ACRES, MORE OR LESS

SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD.

** Declarant has reserved the right to amend/supplement the Declaration and this exhibit, pursuant to Section 2.4 of the Declaration, from time to time.