

ADOPTION OF RESTRICTIVE COVENANTS,
EASEMENTS AND PARTY WALL AGREEMENT

OR1324:1392

THIS INDENTURE, made by WILLIAM A. GROW, JR. and TERRY C. NELSON, both residents of Leon County, Florida, and being referred to herein as "the Declarants",

W I T N E S S E T H:

WHEREAS, the Declarants are the developers of an unrecorded subdivision known as BRECKENRIDGE ON PARK, PHASE I, on which subdivision certain easements and protective covenants were imposed by Declaration of Restrictive Covenants, Easement And Party Wall Agreement recorded in ORB 1251 at Page 2105, Public Records of Leon County, Florida, as amended by First Amendment recorded in ORB 1257 at Page 333, Public Records of Leon County, Florida, said instruments being referred to herein as the "Declaration"; and

WHEREAS, the Declaration contemplated the development of Breckenridge On Park in two stages or phases, and the Declarants have elected to proceed with the development of BRECKENRIDGE ON PARK, PHASE II, and wish to impose upon the lots and property within said Phase II the covenants, restrictions and easements of the Declaration, subject to certain modifications as hereinafter specified; and

WHEREAS, Breckenridge On Park, Phase II is adjacent to the West boundary of Phase I of Breckenridge On Park and will be subdivided into residential lots substantially in accordance with the map or plat attached hereto as Exhibit "A" and made a part

hereof, with said Phase I and Phase II collectively constituting BRECKENRIDGE ON PARK SUBDIVISION.

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NOW, THEREFORE, the Declarants hereby create, establish and impose the following covenants, easements and party wall agreement upon the following described property, to wit:

1. The terms and provisions of the DECLARATION OF RESTRICTIVE COVENANTS, EASEMENT AND PARTY WALL AGREEMENT dated March 12, 1987, recorded in ORB 1251 at Page 2105, Public Records of Leon County, Florida, as amended by First Amendment dated April 16, 1987, recorded in ORB 1257 at Page 333, Public Records of Leon County, Florida, are hereby imposed upon the property described on Exhibit "B" attached hereto and made a part hereof, subject, however, to the hereinafter specified amendments and modifications applicable to BRECKENRIDGE ON PARK, PHASE II. Except for provisions specifically modified or amended herein, all references in the Declaration to "the Property" shall be deemed to include the property described on Exhibit "B" attached hereto.

2. The Declaration is amended and modified in its application to PHASE II in the following particulars:

A. Provision 7(b) is amended to provide that in connection with and in relation to lots in Phase II, the Declarants Class "B" membership shall cease and be converted to Class A membership when the total votes outstanding in Class A membership equal the total votes

outstanding in Class B membership, or on January 1, 1991.

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B. Provision 8 is amended to provide that in connection with and in relation to lots in Phase II, the Declarants are exempt from assessments under the Declaration until January 1, 1991.

C. Provision 17 is amended to provide that in connection with and in relation to lots in Phase II, the initial members of the Architectural Control Committee shall serve until January 1, 1991, unless they sooner resign.

D. Provision 20 is amended to provide that in connection with and in relation to Phase II, the Property is subject to the roadway, access, utilities and drainage easements depicted upon the map or plat attached hereto as Exhibit "A". All other easements granted, established or reserved under and by the Declaration shall be applicable to Phase II to the same extent and in the same manner as they are applicable to Phase I.

E. In connection with and in relation to the lots and property located in Phase II, all references to "lot" or "lots" shall include the lots depicted on Exhibit "A" attached hereto.

3. The streets and roadways located within Phase I and Phase II of Breckenridge On Park are private streets, the

maintenance and repair of which is the responsibility of the Breckenridge On Park Homeowners Association, Inc. The City of Tallahassee has no obligation or responsibility for maintenance or repair of the streets located within Breckenridge On Park. The Declaration specifies the method of annual assessment of lotowners within Breckenridge On Park, each of whom automatically becomes a member of the Association upon becoming the owner of a lot. The Declaration also provides a method for special assessments of lotowners. Lotowners owning lots in Phase II shall automatically become members of the Association, and are subject to its assessments, automatically upon becoming an owner of a lot in Phase II.

4. BRECKENRIDGE ON PARK, PHASE I and BRECKENRIDGE ON PARK, PHASE II, shall collectively constitute one unrecorded subdivision to be known as BRECKENRIDGE ON PARK, said subdivision being depicted on the map or plat attached hereto as Exhibit "C" and made a part hereof.

Executed at Tallahassee, Leon County, Florida, on

June 3, 1988.

Susan M. Maurer
J. M. Shier
Susan M. Maurer
J. M. Shier

William A. Grow, Jr.
 WILLIAM A. GROW, JR.

T. C. Nelson
 TERRY C. NELSON

STATE OF FLORIDA
COUNTY OF LEON

DR1324FC1396

The foregoing Adoption of Restrictive Covenants, Easements
And Party Wall Agreement was acknowledged before me this 3
day of June, 1988, by William B. Grow, Jr.

Frank W. Quinn
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires: Nov 18 1990

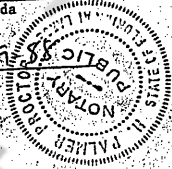


STATE OF FLORIDA
COUNTY OF LEON

The foregoing Adoption of Restrictive Covenants, Easements
And Party Wall Agreement was acknowledged before me this 3
day of June, 1988, by Terry C. Nelson.

Palmer Proctor
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires: 9-19-88



A tract of land lying in Sections 28 and 33, Township 1 North, Range 1 East, Leon County, Florida, being more particularly described as follows:

Commence at the Northeast corner of said Section 33 and run North 00 degrees 21 minutes 59 seconds East along the West right of way boundary of State Road No. 261 (Capital Circle) a distance of 113.53 feet, thence North 89 degrees 38 minutes 01 seconds West 1886.48 feet, thence South 25 degrees 03 minutes 11 seconds West 66.04 feet, thence South 89 degrees 38 minutes 01 second East 212.74 feet to a concrete monument for the POINT OF BEGINNING. From said POINT OF BEGINNING continue South 89 degrees 38 minutes 01 second East 300.00 feet to a concrete monument, thence South 00 degrees 20 minutes 51 seconds West along a line 300 feet West of and parallel with the boundary of property described in Official Records Book 1100, page 1806 of the public records of Leon County, Florida, a distance of 2650.20 feet to a nail and cap in asphalt on the North right of way boundary of Park Avenue (66 foot right of way), thence South 89 degrees 39 minutes 36 seconds West along said right of way boundary 300.02 feet to a concrete monument, thence North 00 degrees 20 minutes 51 seconds East 2653.90 feet to the POINT OF BEGINNING; containing 18.26 acres, more or less.

EXHIBIT "B"

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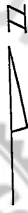
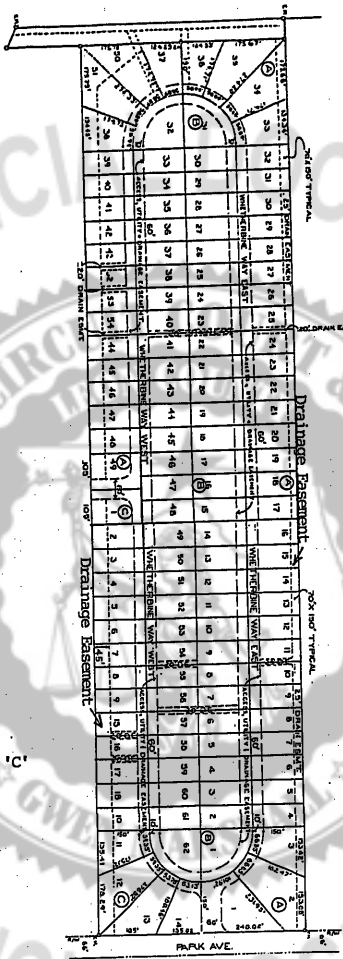


EXHIBIT 'C'

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Phase II Phase I