

This instrument was prepared
by and should be returned to:
Nancy M. Wallace, Esq.
Akerman Senterfitt
106 E. College Avenue, Suite 1200
Tallahassee, Florida 32301

STATE OF FLORIDA
COUNTY OF LEON

**SECOND AMENDMENT
TO THE DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR THE RIDGE AT VELDA DAIRY**

This Second Amendment to the Declaration of Covenants, Conditions and Restrictions for The Ridge at Velda Dairy is made and entered into this 27 day of October, 2005, by Booth Holdings Booth Trust, LLC, a Florida limited liability company ("Declarant"), and joined by The Ridge at Velda Dairy Homeowners' Association, a Florida not-for-profit corporation ("Association").

STATEMENT OF PURPOSE AND INTENT

On December 23, 2004, Declarant recorded the Declaration of Covenants, Conditions and Restrictions for the Ridge at Velda Dairy (the "Declaration") in Official Records Book 3211, Page 291 of the Public Records of Leon County, Florida. The First Amendment to the Declaration was recorded on May 24, 2005 in Official Records Book 3295, Page 1416 of the Public Records of Leon County, Florida.

Article XXIX, Section 10 of the Declaration provides that the Declarant may amend the Declaration in its sole discretion until such time as the "Community Completion Date," as that term is defined in the Declaration, has been reached. The Community Completion Date has not been reached as of the date of this Amendment. The Declarant desires to amend the Declaration in certain respects and to evidence such amendments by this writing.

STATEMENT OF AMENDMENT

In accordance with the authority granted to Declarant under Article XXIX, Section 10 of the Declaration, the Declarant amends the Declaration as follows:

1. Amending Section 8 of Article I to state as follows:

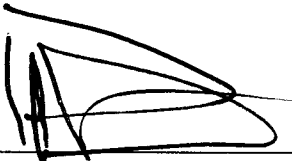
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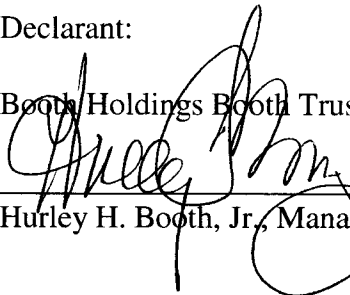
Section 8. "Common Area" means all real property and/or easement rights (and interests therein and improvements thereon) and personal property within the Property, as they exist from time to time, and all additions thereto, which are, or are to be, designated as Common Area by Declarant and, provided for, owned or leased by, or dedicated to, the common use and enjoyment of the Owners, which may include, without limitation, open space areas, irrigation pumps and lines, sidewalks, streets, service roads, alleys, site walls, commonly used utility facilities, project signage, commonly used parking areas and easements, commonly used lighting, entranceways and features, the stormwater management facility and associated drainage structures and features, and a pool. Common Area also includes all portions of the Property that are designated as such by Declarant on any plan or map prepared by Declarant. Common Area does not include any Lots nor any area dedicated to and accepted by a governmental authority.

IN WITNESS WHEREOF, the Declarant has amended the Declaration as of the 27 day of October, 2005.

Witnesses:

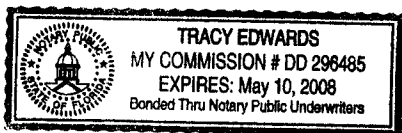

Printed Name: Kent C. Deek
MD
Printed Name: Mark P. Raines

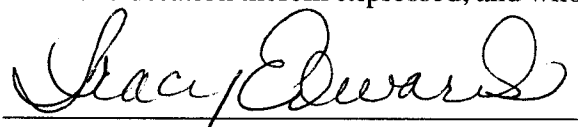
Declarant:


Booth Holdings Booth Trust, LLC
Hurley H. Booth, Jr., Manager

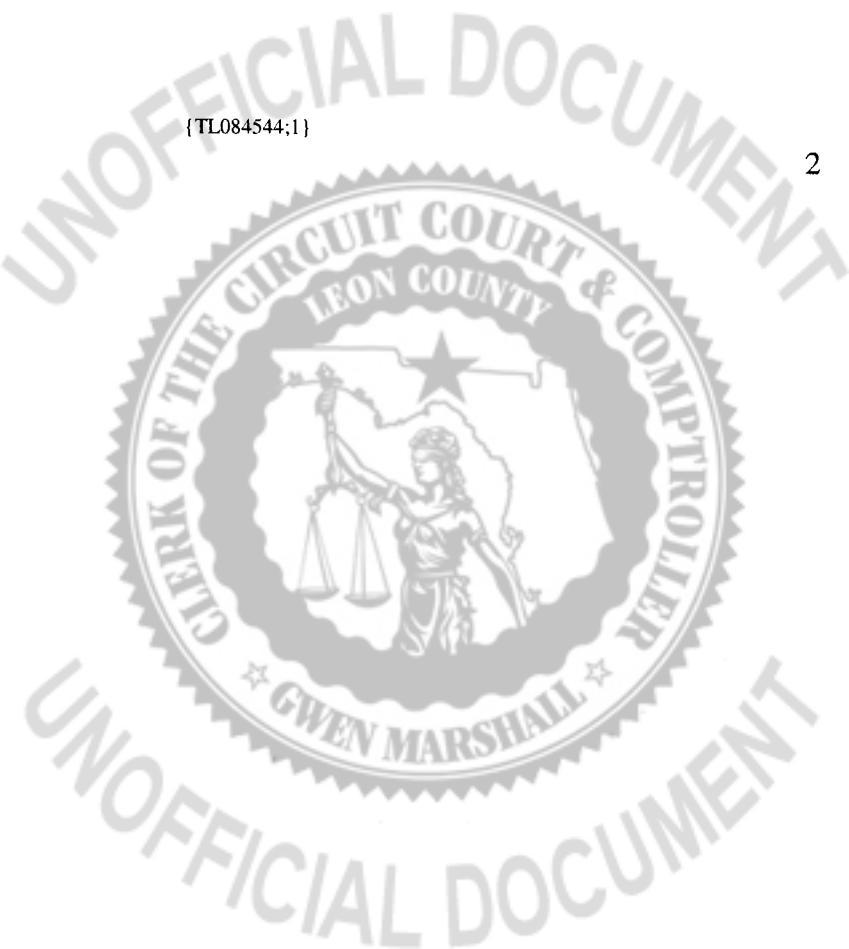
STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME, the undersigned authority, appeared this 27th day of October, 2005, Hurley H. Booth, Jr., Manager of Booth Holdings Booth Trust, LLC, who is personally known to me or who has produced for me personally known as identification, and who acknowledged voluntarily and knowingly executing the foregoing SECOND AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE RIDGE AT VELDA DAIRY for the purposes and consideration therein expressed, and who did not take an oath.



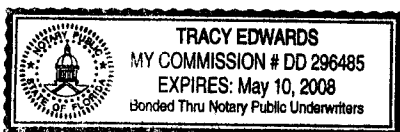

Notary Signature
My Commission Expires: 5-10-08

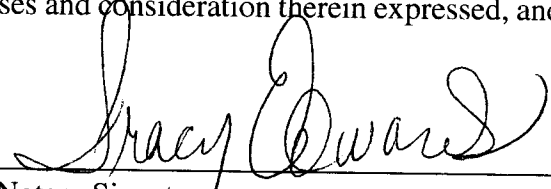
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JOINDER:**THE RIDGE AT VELDA DAIRY
HOMEOWNERS' ASSOCIATION, INC.**By: 
Hurley H. Booth, Jr., President**STATE OF FLORIDA
COUNTY OF LEON**

BEFORE ME, the undersigned authority, appeared this 27th day of October, 2005, by Hurley H. Booth, Jr., as President of The Ridge at Velda Dairy Homeowners' Association, Inc., who is personally known to me or who has produced for me personally known as identification, and who acknowledged executing the foregoing SECOND AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE RIDGE AT VELDA DAIRY with full authority of and on behalf of The Ridge at Velda Dairy Homeowners' Association, Inc., for the purposes and consideration therein expressed, and who did not take an oath.




Notary Signature
My Commission Expires: 5-10-08

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