

Upon recording, return to:
Kenneth M. Borick
The St. Joe Company
133 South WaterSound Parkway
WaterSound, Florida 32413

Cross-Reference: Declaration: Book 2432
Covenant: Page 1554
Book 2429
Page 0187

**SUPPLEMENTAL DECLARATION
OF
COVENANTS, CONDITIONS, AND RESTRICTIONS
FOR THE SOUTHWOOD RESIDENTIAL COMMUNITY**

THIS SUPPLEMENTAL DECLARATION is made this 24th day of February, 2014, by The St. Joe Company, a Florida corporation ("Declarant").

WITNESSETH

WHEREAS, Declarant recorded that certain Declaration of Covenants, Conditions, and Restrictions for the Southwood Residential Community (the "Declaration"), on November 8, 2000, in O.R. Book 2432, Page 1554, *et seq.*, public records of Leon County, Florida; and

WHEREAS, Declarant recorded that certain Community Covenant for Southwood (the "Community Covenant"), on October 30, 2000, in O.R. Book 2429, Page 187, *et seq.*, public records of Leon County, Florida; and

WHEREAS, Declarant recorded that certain Amended, Restated and Integrated Declaration of Covenants, Conditions, and Restrictions and Community Covenant for the Southwood Residential Community (the "Amended Declaration"), on May 25, 2006, in O.R. Book 3513, Page 561, *et seq.*, public records of Leon County, Florida; and

WHEREAS, the Amended Declaration combines the Declaration and Community Covenant into one document and contains the same rights to file Supplemental Declarations; and

WHEREAS, Declarant has the right to subject additional property to the Amended Declaration pursuant to Section 11.1, and in addition to other rights reserved under the Amended Declaration and this Supplemental Declaration, Declarant may unilaterally amend this Supplemental Declaration to assign the Additional Property to a newly-created or already existing Neighborhood (as such term is defined in the Amended Declaration); and

WHEREAS, Declarant is the owner of the real property described in Exhibit "A" attached hereto ("Additional Property") or, if not the owner, has obtained the consent of all owners, which consents are attached hereto, and the Additional Property is a portion of the property described in Exhibit "B" to the Amended Declaration; and

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WHEREAS, Declarant desires to subject the Additional Property to the terms of the Amended Declaration;

NOW, THEREFORE, pursuant to the powers retained by Declarant under the Amended Declaration, Declarant hereby submits the Additional Property to the provisions of the Amended Declaration. Such property shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of the Amended Declaration, as amended and supplemented from time to time, which shall run with the title to such property and shall be binding upon all persons having any right, title, or any interest in such property, their respective heirs, legal representatives, successors, successors-in-title, and assigns.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Supplemental Declaration the date and year first written above.

THE ST. JOE COMPANY, a Florida corporation

Witnessed by:

By: Georgie Campbell

Print Name: Georgie Campbell

By: Lynne Lewis

Print Name: Lynne Lewis

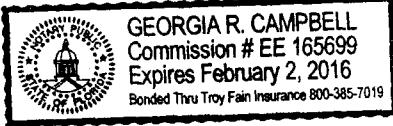
By: Marek Bakun

Name: Marek Bakun

Title: Chief Financial Officer

State of Florida)
County of Walton)

The foregoing instrument was acknowledged before me this 21st day of Feb., 2013, by Marek Bakun as Chief Financial Officer of The St. Joe Company, a Florida corporation, on behalf of the corporation. He is personally known to me and did not take an oath.



Serial Number, if any:
My Commission Expires:

By:

Name: Georgie R. Campbell

Title: Notary Public [NOTARIAL SEAL]

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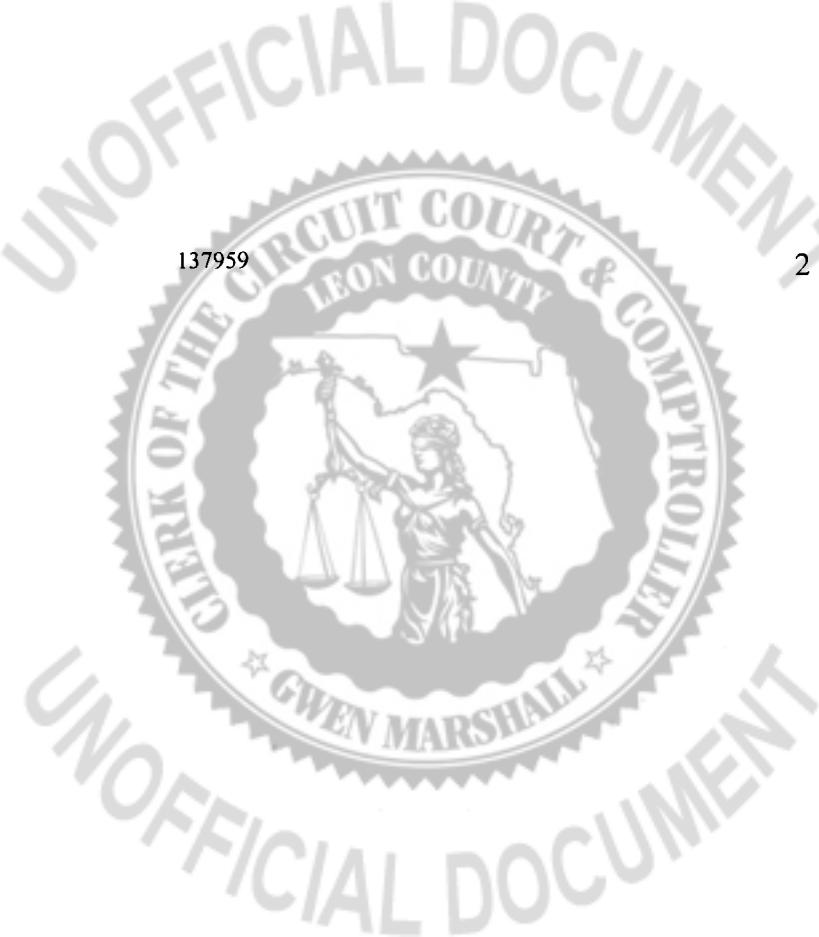


EXHIBIT "A"
PROPERTY

All land contained within SOUTHWOOD UNIT 37, according to the Plat thereof recorded at Plat Book 21, Page 43-47 of the Public Records of Leon County, Florida

