

PREPARED BY AND RETURN TO:

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**AMENDMENT TO MASTER DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS OF WINDWARD COVE SUBDIVISION
AND NOTICE OF ANNEXATION of PHASES A-3 and A-5**

FLORIDA, ESCAMBIA COUNTY

THIS INDENTURE AND DECLARATION made this 26th day of February, 2005, by HENRY HOLDINGS OF TALLAHASSEE, INC., successor to the Windward Key Corporation, hereinafter referred to as "Declarant," heretofore recorded Master Declaration of Covenants, Conditions and Restrictions in Official Records Book 4852, Page 0082, et seq., and Amendment to Master Declaration of Covenants, Conditions and Restrictions of Windward Cove Subdivision and Notice of Annexation in Official Records Book 5440, Page 905, of the Public Records Escambia County, Florida, covering certain lots in a subdivision known as Windward Cove Subdivision, Phases A-1, and A-2 (hereinafter the "Master Declaration").

WITNESSETH

WHEREAS, Declarant is the owner of the real property described in Exhibit "A" and Exhibit "B" of this Declaration, and is desirous of subjecting the additional real estate therein described to the restrictions, covenants, reservations and charges set forth hereunder pursuant to the authority granted under Article XI of the Master Declaration, which are for the benefit of said real estate and the owners hereof, and which shall be covenants running with the land, binding the owners thereof and their respective heirs, administrators, executors and assigns;

NOW, THEREFORE, Declarant hereby declares that the real estate described in Exhibit "A" hereof, is, and shall be in the future, held, transferred, sold and conveyed subject to the

provision of the Master Declaration of Covenants, Conditions and Restrictions, recorded at Official Records Book 4582, Page 0082, et seq.

IN WITNESS WHEREOF, the said Declarant has cause the execution of this instrument and, affixing the seal hereto by its duly authorized officer this 26th day of February, 2005.

HENRY HOLDINGS OF TALLAHASSEE, INC.
A Florida corporation

By: [Signature]
Mark A. Conner,
President
(AFFIX CORPORATE SEAL HERE)

[Signature]
Witness
[Signature]
Witness

State of Georgia
County of Henry

On this 26th day of February, 2005, personally appeared before me MARK A. CONNER, President of Henry Holdings of Tallahassee, Inc., successor to Windward Key Corporation, Inc., who is personally known to me or who has produced _____ as identification to be the signer of the above instrument, and she acknowledged that he executed it.



[Signature]
Notary Public
Printed Name: Robert E. Maloney Jr.
My Commission Expires: 1-08-2008

EXHIBIT "A"

Windward Cove – Phase A-3

LEGAL DESCRIPTION

COMMENCE AT THE SOUTHEAST CORNER OF GOVERNMENT LOT 3, TOWNSHIP 3 SOUTH, RANGE 32 WEST, ESCAMBIA COUNTY, FLORIDA;
 THENCE RUN NORTH 00°59'41" EAST FOR 1751.15 FEET; THENCE RUN NORTH 89°00'19" WEST FOR 530.00' FOR THE POINT OF BEGINNING; THENCE RUN NORTH 09°42'04" WEST FOR 102.29 FEET;
 THENCE RUN NORTH 12°09'58" WEST FOR 89.99 FEET; THENCE RUN NORTH 26°29'56" WEST FOR 129.23 FEET; THENCE RUN NORTH 47°36'17" WEST FOR 116.14 FEET; THENCE RUN NORTH 54°36'14" WEST FOR 90.00 FEET; THENCE RUN SOUTH 35°23'46" WEST FOR 4.74 FEET; THENCE RUN NORTH 54°36'14" WEST FOR 210.00 FEET; THENCE RUN SOUTH 35°23'46" WEST FOR 3.93 FEET; THENCE RUN NORTH 45°22'37" WEST FOR 94.41 FEET; THENCE RUN NORTH 01°34'45" WEST FOR 118.93 FEET;
 THENCE RUN NORTH 88°25'15" EAST FOR 15.52 FEET; THENCE RUN NORTH 08°49'18" EAST FOR 114.44 FEET; THENCE RUN NORTH 33°29'31" EAST FOR 76.56 FEET; THENCE RUN NORTH 88°32'06" WEST FOR 268.50 FEET; THENCE RUN SOUTH 54°28'47" WEST FOR 78.91 FEET; THENCE RUN SOUTH 29°17'07" WEST FOR 68.42 FEET; THENCE RUN SOUTH 01°29'46" WEST FOR 71.59 FEET; THENCE RUN NORTH 85°20'24" EAST FOR 111.61 FEET TO A POINT ON A CIRCULAR CURVE CONCAVE TO THE NORTHEAST AND HAVING A RADIUS OF 50.00' AND A CENTRAL ANGLE OF 36°47'53"; THENCE RUN SOUTHEAST ALONG THE ARC OF SAID CURVE FOR 32.11 FEET TO A POINT OF REVERSE CURVATURE (CH=31.56'; CHBG=S 40°36'04" E) OF A CIRCULAR CONCAVE TO THE SOUTHEAST AND HAVING A RADIUS OF 15.00 FEET AND A CENTRAL ANGLE OF 57°25'15"; THENCE RUN SOUTHEAST ALONG THE ARC OF SAID CURVE A DISTANCE OF 15.03 FEET TO A POINT OF TANGENCY (CH=14.41'; CHBG=S 30°%D17'23" E); THENCE RUN SOUTH 01°34'45" EAST FOR 176.39 FEET TO A POINT OF CURVATURE OF A CIRCULAR CURVE CONCAVE TO THE NORTHWEST AND HAVING A RADIUS OF 20.00 FEET AND A CENTRAL ANGLE OF 87°11'05"; THENCE RUN SOUTHWEST ALONG THE ARC OF SAID CURVE A DISTANCE OF 30.43 FEET (CH=27.58'; CHBG=S 42°00'48" W); THENCE RUN SOUTH 04°23'40" EAST FOR 40.00 FEET TO A POINT ON A CURVE OF A CIRCULAR CURVE BEING CONCAVE TO THE SOUTH AND HAVING A RADIUS OF 230.00 FEET AND A CENTRAL ANGLE OF 12°01'04"; THENCE RUN EAST ALONG THE ARC OF SAID CURVE A DISTANCE OF 48.24 FEET (CH=48.15'; CHBG=S 88°23'08" E); THENCE RUN SOUTH 19°12'51" WEST FOR 30.00 FEET; THENCE RUN SOUTH 70°47'09" EAST FOR 30.00 FEET;
 THENCE RUN SOUTH 19°12'51" WEST FOR 78.03 FEET; THENCE RUN SOUTH 68°19'03" EAST FOR 50.14 FEET; THENCE RUN SOUTH 54°36'14" EAST FOR 42.68 FEET; THENCE RUN SOUTH 02°04'01" EAST FOR 15.74 FEET; THENCE RUN SOUTH 35°23'02" EAST FOR 51.86 FEET; THENCE RUN SOUTH 27°42'30" EAST FOR 46.37 FEET; THENCE RUN SOUTH 41°16'42" EAST FOR 65.23 FEET; THENCE RUN SOUTH 21°58'43" EAST FOR 41.58 FEET; THENCE RUN SOUTH 41°13'58" EAST FOR 110.40 FEET; THENCE RUN SOUTH 21°20'09" EAST FOR 86.21 FEET; THENCE RUN SOUTH 19°58'42" EAST FOR 56.21 FEET; THENCE RUN SOUTH 09°37'58" EAST FOR 58.03 FEET; THENCE RUN NORTH 67°38'13" EAST FOR 41.26 FEET; THENCE RUN NORTH 00°01'36" EAST FOR 94.62 FEET; THENCE RUN NORTH 88°49'41" EAST FOR 110.99 FEET; THENCE RUN NORTH 02°42'48" WEST FOR 15.06 FEET; THENCE RUN NORTH 85°44'43" EAST FOR 149.68 FEET TO THE POINT OF BEGINNING.
 CONTAINS 7.06 ACRES MORE OR LESS.

EXHIBIT "B"

Windward Cove Phase A-5

LEGAL DESCRIPTION FOR A SUBDIVISION OF LAND BEING ENTIRELY IN SECTION 7, TOWNSHIP 3 SOUTH, RANGE 32 WEST OF ESCAMBIA COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHEAST CORNER OF LOT 5 BLOCK "E" OF WINDWARD COVE SUBDIVISION PHASE A-1, PLAT BOOK 17, PAGE 42, OF THE PUBLIC RECORDS OF ESCAMBIA COUNTY, FLORIDA; THENCE RUN SOUTH 63°36'42" WEST FOR 27.82 FEET FOR A POINT OF BEGINNING; THENCE CONTINUE SOUTH 63°36'42" WEST FOR 204.83 FEET; THENCE RUN NORTH 90°00'00" WEST FOR 169.54 FEET; THENCE RUN NORTH 14°31'40" WEST FOR 59.85 FEET; THENCE RUN NORTH 17°31'54" WEST FOR 74.34 FEET; THENCE RUN NORTH 7°28'20" WEST FOR 83.14 FEET; THENCE RUN NORTH 8°22'50" EAST FOR 68.31 FEET; THENCE RUN NORTH 1°29'21" WEST FOR 59.01 FEET; THENCE RUN NORTH 24°57'24" WEST FOR 57.06 FEET; THENCE RUN NORTH 32°11'43" WEST FOR 67.53 FEET; THENCE RUN NORTH 41°26'04" WEST FOR 122.49 FEET; THENCE RUN NORTH 37°24'02" WEST FOR 81.10 FEET; THENCE RUN NORTH 51°37'52" EAST FOR 180.84 FEET; THENCE RUN NORTH 89°29'41" EAST FOR 104.67 FEET; THENCE RUN NORTH 51°38'15" EAST FOR 77.24 FEET; THENCE RUN SOUTH 38°24'12" EAST FOR 140.42 FEET; THENCE RUN SOUTH 35°55'25" EAST FOR 81.16 FEET; THENCE RUN SOUTH 28°20'15" EAST FOR 96.32 FEET; THENCE RUN SOUTH 20°37'50" EAST FOR 82.99 FEET; THENCE RUN SOUTH 13°37'32" EAST FOR 84.26 FEET; THENCE RUN SOUTH 7°16'23" EAST FOR 70.06 FEET; THENCE RUN SOUTH 3°40'34" EAST FOR 130.02 FEET; THENCE RUN SOUTH 28°38'57" EAST FOR 61.18 FEET TO THE POINT OF BEGINNING. CONTAINS 256,147 SQUARE FEET OR 5.88 ACRES, MORE OR LESS.

