

Prepared By and To Be Returned To:
ROBERT S. FREEDMAN, ESQUIRE
CARLTON FIELDS, P.A.
Post Office Box 3239
Tampa, Florida 33601-3239

**CORRECTIVE AMENDMENT TO DECLARATION OF
CONDOMINIUM FOR THE WATCH II AT WATERLEFE, A CONDOMINIUM**

WHEREAS, the Declaration of Condominium for The Watch II at Waterlefe, A Condominium was recorded on November 7, 2002, in Official Records Book 1782, Page 1220, public records of Lee County, Florida (the "Declaration"); and

WHEREAS, subsequent to the recording of the Declaration, it was discovered that the method of allocation of ownership of common elements as contained in Section 5 of the Declaration was incorrect and inconsistent with other documents for the condominium, as it was and always has been the intent of the Developer to allocate ownership of Common Elements based upon the square footage contained within the Units; and

WHEREAS, pursuant to Section 6.2(a) of the Declaration, the Developer has the power to amend the Declaration to make changes thereto until such time as 51% of the Units have been conveyed to third parties not related to or affiliated with the Developer; and

WHEREAS, the Developer retains ownership of more than 51% of the Units in the Condominium as of the effective date hereof; and

WHEREAS, pursuant to Section 6.2(a) of the Declaration, any such amendment executed by the Developer which changes the configuration or size of any Unit in any material fashion, materially alters or modifies the appurtenances to the Unit, or changes the proportion or percentage by which the Unit Owner shares the Common Expenses and owns the Common Surplus shall also require approval by at least a majority of the total voting interests of the Association; and

WHEREAS, the Developer now desires to amend the Declaration to correct the manner in which ownership of the Common Elements shall exist, as more particularly described hereinafter; and

WHEREAS, the approval of this change by a majority of the total voting interests in the Association is attached hereto and made a part hereof, in order to evidence satisfaction of the requirements contained in Section 6.2(a) of the Declaration;

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Developer hereby states as follows:

1. The foregoing recitals are true and correct and are hereby incorporated as if fully set forth hereinafter.
2. Section 5.1 of the Declaration is deleted in its entirety and is hereby replaced with the following:

5.1 Ownership Shares. The undivided share in the Common Elements and Common Surplus appurtenant to each Unit, as well as the undivided share of the

Common Expenses to be paid with respect to each Unit, shall be computed on the following basis:

(a) The allocation of percentage shares in the Common Elements and Common Surplus, and the percentage share of the Common Expenses, appurtenant to each Unit is set forth in Exhibit No. 5 as attached hereto and made a part hereof by this reference. The allocation of percentage shares has been established by the Developer in the following manner:

(i) The approximate area of each Unit has been measured in square feet based upon the interior surface of the walls bounding the Unit, but excluding balconies, terraces, patios and porches. Such area for each such Unit is hereafter referred to as its "Unit Area."

(ii) The total of the Unit Area of all Units has been computed and is hereinafter referred to as the "Total Unit Area."

(iii) The Total Unit Area has been divided into the Unit Area of each Unit to determine the allocation of percentage shares for each Unit as set forth on Exhibit No. 5 to this Declaration.

(b) The foregoing methods of calculation were undertaken in order to establish a fair and equitable method of allocating sales values and assessment percentages to Units within the Condominium and every purchaser of a Unit, whether from the Developer or otherwise, hereby agrees to be bound by such calculations and hereby irrevocably waives the right to assert that the formula used or the measurements made were unfair, inequitable, or otherwise in error.

3. Exhibit No. 5 to the Declaration is hereby created and shall exist in the manner attached hereto and made a part hereof.

4. Except to the extent modified above, the Declaration remains valid and in full force and effect.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Developer has caused this Declaration to be duly executed and its corporate seal to be hereunto affixed this 20th day of November, 2002.

WITNESSES:

BAY COLONY-GATEWAY, INC., A
DELAWARE CORPORATION

Name: Lynda Feldman
Print Name: Lynda Feldman

By: C
Charles E. Brasington
Senior Vice President

Name: Betty R. Revels
Print Name: Betty R. Revels

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of November, 2002, by Charles E. Brasington, as Senior Vice President of BAY COLONY-GATEWAY, INC., a Delaware corporation, on behalf of the corporation, as Developer of The Watch II at Waterlefe, A Condominium. He is personally known to me.

My Commission Expires:

(AFFIX NOTARY SEAL)



Betty R. Revels
(Signature)
Name: Betty R. Revels
(Legibly Printed)
Notary Public, State of Florida
CC977587
(Commission Number, if any)

**STATEMENT OF THE ASSOCIATION AS TO APPROVAL OF THE
CORRECTIVE AMENDMENT TO DECLARATION OF
CONDOMINIUM FOR THE WATCH II AT WATERLEFE, A CONDOMINIUM**

The Watch II at Waterlefe Condominium Association, Inc., a Florida not-for-profit corporation ("Association"), hereby certifies and affirms that the Corrective Amendment to Declaration of Condominium for The Watch II at Waterlefe, A Condominium, was approved by not less than a majority of the total voting interests in the Association, in accordance with the requirements of Section 6.2(a) of the Declaration of Condominium, at a special meeting of the Association membership called and duly noticed in accordance with the Association's By-Laws on NOVEMBER 22, 2002.

Dated this 22ND day of NOVEMBER, 2002.

WITNESSES:

Name: Richard Hooper
Print Name: RICHARD HOOPER

Name: Rose Humphrey
Print Name: ROSE HUMPHREY

**The Watch II at Waterlefe Condominium
Association, Inc., a Florida not-for-profit
corporation**

By: R.C. Beyer, Jr.
R.C. Beyer, Jr., President

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22 day of November, 2002, by R.C. Beyer, Jr., as President of The Watch II at Waterlefe Condominium Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. He is personally known to me.

My Commission Expires

(AFFIX NOTARY SEAL)



Joyce Gillespie
Commission # CC 982412
Expires Nov. 16, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Joyce Gillespie
(Signature)
Name: Joyce Gillespie
(Legibly Printed)
Notary Public, State of Florida

CC982412

(Commission Number, if any)

EXHIBIT NO. 5 TO DECLARATION OF CONDOMINIUM

**UNDIVIDED SHARE IN THE COMMON ELEMENTS
AND COMMON SURPLUS APPURTENANT TO EACH UNIT
AND APPORTIONATE SHARE OF THE COMMON EXPENSES**

Unit No.		Square Feet	% Ownership	Unit No.		Square Feet	% Ownership
Bldg 21	A	1651	1.611%	Bldg 28	A	1651	1.611%
	B	1651	1.611%		B	1651	1.611%
	C	2200	2.146%		C	2200	2.146%
	D	2200	2.146%		D	2200	2.146%
Bldg 22	A	1651	1.611%	Bldg 29	A	1651	1.611%
	B	1651	1.611%		B	1651	1.611%
	C	2200	2.146%		C	2200	2.146%
	D	2200	2.146%		D	2200	2.146%
Bldg 23	A	1651	1.611%	Bldg 30	A	1651	1.611%
	B	1651	1.611%		B	1651	1.611%
	C	2200	2.146%		C	2200	2.146%
	D	2200	2.146%		D	2200	2.146%
Bldg 24	A	1651	1.611%	Bldg 31	A	1651	1.611%
	B	1651	1.611%		B	1651	1.611%
	C	2200	2.146%		C	2200	2.146%
	D	2200	2.146%		D	2200	2.146%
Bldg 25	A	1651	1.611%	Bldg 32	A	1651	1.611%
	B	1651	1.611%		B	1651	1.611%
	C	2200	2.146%		C	2200	2.146%
	D	2200	2.146%		D	2200	2.146%
Bldg 26	A	1651	1.611%	Bldg 33	A	1158	1.130%
	B	1651	1.611%		B	1158	1.130%
	C	2200	2.146%		C	1364	1.331%
	D	2200	2.146%		D	1364	1.331%
Bldg 27	A	1651	1.611%	Bldg 34	A	1158	1.130%
	B	1651	1.611%		B	1158	1.130%
	C	2200	2.146%		C	1364	1.331%
	D	2200	2.146%		D	1364	1.331%