

EXHIBIT "A"

LEGAL DESCRIPTION OF FIRST SUBDIVISION

All that certain real property located in the unincorporated area of the County of Pinellas, State of Florida, described as follows:

Berisford at Lansbrook, as Recorded in Plat Book 100, Pages 15 to 22, inclusive, Public Records of Pinellas County, Florida.

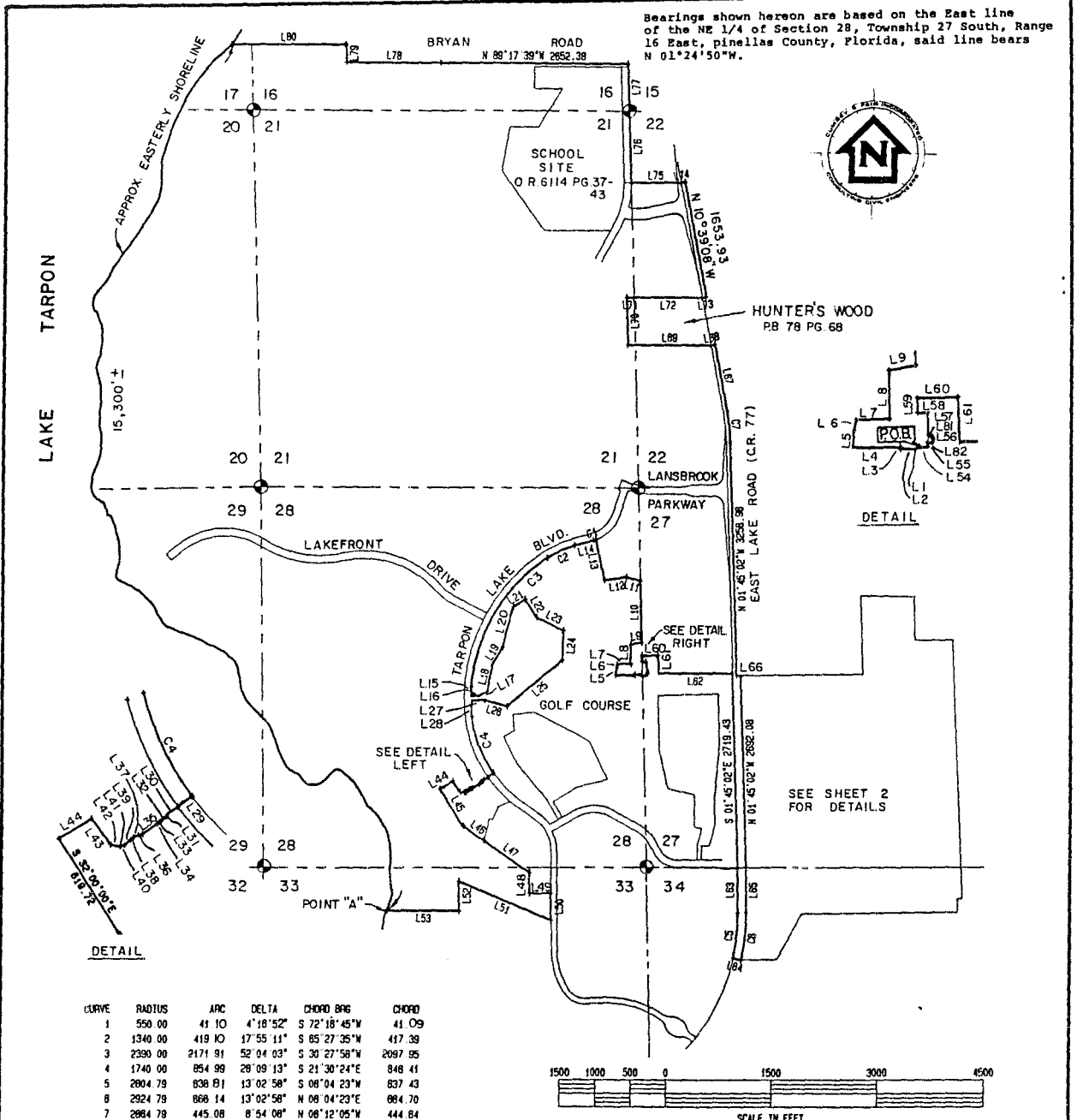
EXHIBIT "B"

LEGAL DESCRIPTION OF ANNEXABLE AREA

All that certain real property located in the unincorporated area of the County of Pinellas, State of Florida, described on pages B-1 through B-19 attached to this Exhibit B and made a part hereof.

EXCEPTING THEREFROM, the First Subdivision.

Bearings shown hereon are based on the East line of the NE 1/4 of Section 28, Township 27 South, Range 16 East, Pinellas County, Florida, said line bears N 01°24'50"W.



CURVE	RADIUS	ARC	DELTA	CHORD BRG	CHORD
1	550.00	41.10	4°18'52"	S 72°18'45"W	41.09
2	1340.00	419.10	17°55'11"	S 65°27'35"W	417.39
3	2390.00	2171.91	52°04'03"	S 30°27'58"W	2097.95
4	1740.00	854.99	28°09'13"	S 21°30'24"E	848.41
5	2004.79	638.81	13°02'58"	S 08°04'23"W	637.43
8	2924.79	866.14	13°02'58"	N 08°04'23"E	864.70
7	2884.79	445.08	8°54'08"	N 08°12'05"W	444.84

LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE
1	S 01°25'49"E	10.01	21	N 57°18'00"E	200.00	41	S 85°23'45"W	4.18	81	S 01°24'50"E	250.00
2	N 89°14'27"W	105.38	22	S 32°42'00"E	300.00	42	N 78°18'52"W	56.82	82	S 89°58'38"E	1048.25
3	N 00°45'33"E	10.00	23	S 83°26'19"E	424.72	43	N 35°31'00"W	185.15	83	S 00°27'08"E	632.08
4	N 89°14'27"W	269.27	24	S 02°04'00"W	408.00	44	S 59°00'00"W	211.82	84	S 77°24'08"E	120.00
5	N 05°00'00"E	97.13	25	S 50°10'00"W	1010.41	45	S 32°00'00"E	819.72	85	N 00°27'08"W	633.44
6	N 11°00'00"E	80.00	26	N 75°10'00"W	338.11	46	S 55°00'00"E	358.93	86	S 88°14'58"W	90.00
7	EAST	190.00	27	WEST	175.00	47	S 55°00'00"E	791.75	87	N 10°39'08"W	934.14
8	NORTH	270.00	28	S 00°05'59"W	225.00	48	S 00°34'07"E	291.14	88	S 79°20'52"W	80.00
9	N 81°00'00"E	155.00	29	S 54°25'00"W	100.00	49	N 89°25'53"E	300.00	89	N 89°34'43"W	1175.14
10	N 01°24'50"W	872.00	30	S 55°40'08"W	70.34	50	S 00°34'07"E	378.43	70	N 01°31'39"W	887.33
11	N 74°58'01"W	208.14	31	S 34°49'11"W	14.85	51	N 87°15'27"W	1410.84	71	S 89°42'41"E	100.00
12	S 80°40'00"W	313.00	32	S 53°18'36"W	28.03	52	S 00°34'07"E	412.23	72	S 89°28'25"E	987.86
13	N 11°50'00"W	588.48	33	S 50°37'02"W	23.24	53	WEST	1015.±	73	N 79°20'52"E	80.00
14	S 74°25'11"W	279.11	34	S 49°32'10"W	14.89	54	S 89°58'38"E	50.00	74	S 78°20'52"W	80.00
15	S 03°58'51"E	125.00	35	S 55°40'08"W	103.37	55	N 01°24'50"W	25.00	75	N 89°38'55"W	702.41
16	EAST	98.99	36	S 79°54'34"W	23.51	56	N 01°24'50"W	26.00	76	N 01°25'58"W	1000.48
17	N 83°24'00"E	137.00	37	S 71°47'09"W	27.10	57	N 01°24'50"W	126.00	77	N 01°13'15"W	887.89
18	N 11°24'00"E	382.00	38	S 50°24'52"W	26.51	58	S 88°35'10"W	55.00	78	N 89°17'12"W	1325.73
19	N 29°48'00"E	284.00	39	S 48°21'13"W	43.81	59	N 01°24'50"W	85.00	79	N 01°17'33"W	252.21
20	N 14°32'00"E	579.00	40	S 74°01'25"W	22.25	60	S 89°58'38"E	230.00	80	N 89°25'45"W	1805.±
									81	N 58°21'25"W	27.43
									82	S 89°58'38"E	28.01

SKETCH ONLY NOT A SURVEY

SHEET 1 OF 8

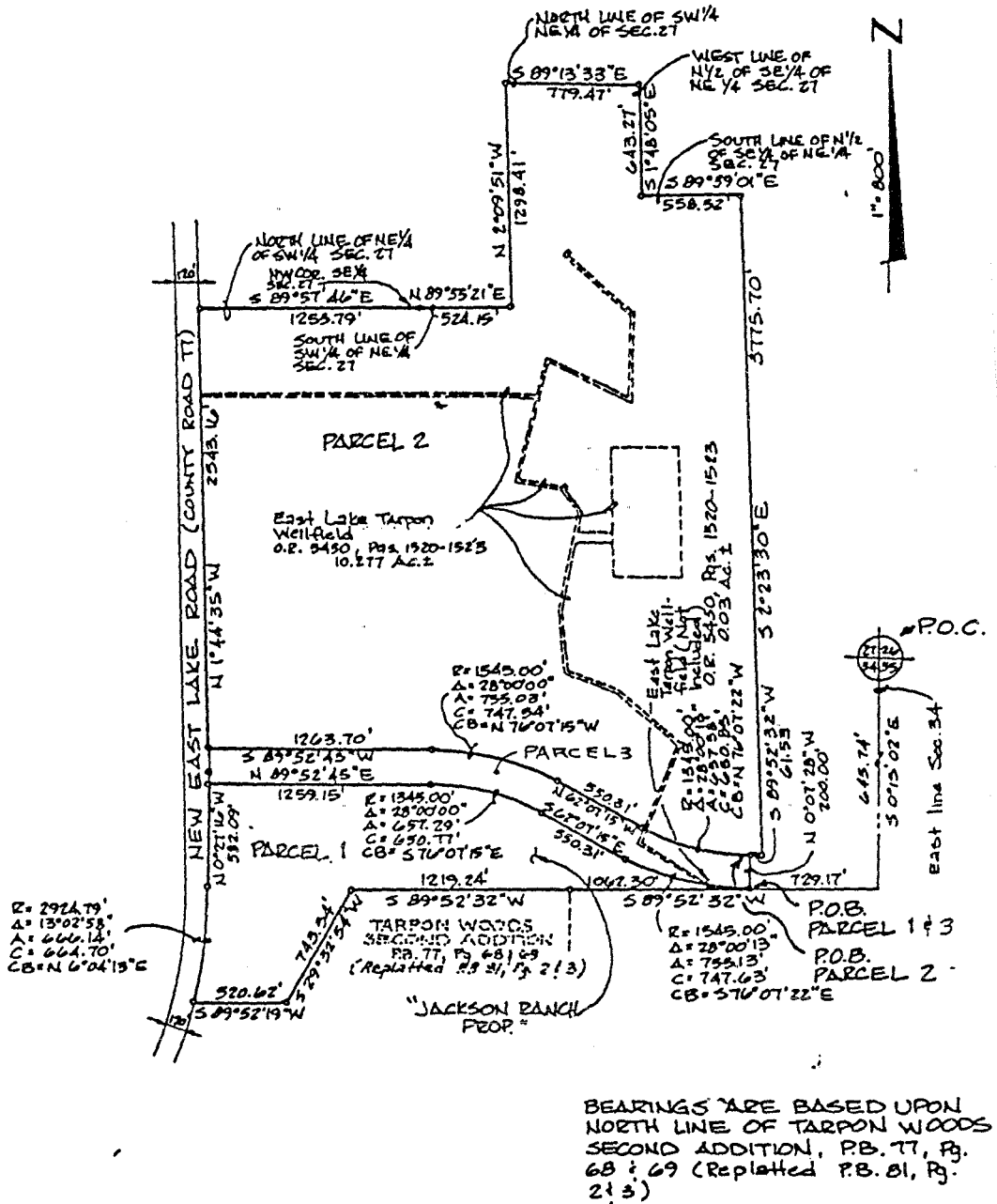
CUMBEY & FAIR INC.
CONSULTING CIVIL ENGINEERS
 ENGINEERING • PLANNING • LAND SURVEYS
 2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 34623

LANSBROOK
ANNEXABLE AREA

SCALE AS SHOWN | DATE 2/3/88 | DR D.H.R. | CHK. KCL | JOB NO. 115M

PINELLAS COUNTY, FLORIDA

This is NOT a survey.



SKETCH AND LEGAL DESCRIPTION OF
LANSBROOK ANNEXABLE AREA

Job No. 51A-204.00	Calculated by: M.E.H.	I hereby certify that the above sketch and legal description were prepared under my direct supervision and are true and correct to the best of my knowledge and belief. POST, BUCKLEY, SCHUH & JERNIGAN, INC.
Date 7/22/83	Drawn by: M.E.H.	<i>Jack L. Boyd</i> Professional Land Surveyor # 3000 State of Florida
Sheet 2 of 8	Checked by: J.L.B.	POST, BUCKLEY, SCHUH & JERNIGAN, INC. CONSULTING ENGINEERS and PLANNERS 2431 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33894

ANNEXABLE AREA

Those portions of Sections 16,17,20,21,22,27,28,29,33 and 34, Township 27 South, Range 16 East, Pinellas County, Florida, being further described as follows:

Begin at the East $\frac{1}{4}$ corner of said Section 28, being on the boundary of the Tarpon Lake Village Golf Course, as recorded in O.R. Book 6392, Pages 2374-2381 of the Public Records of said County; thence along said Golf Course boundary the following: S. $01^{\circ}25'49''$ W., 10.01 feet; thence N. $89^{\circ}14'27''$ W., 105.38 feet; thence N. $00^{\circ}45'33''$ E., 10.00 feet; thence N. $89^{\circ}14'27''$ W., 269.27 feet; thence N. $05^{\circ}00'00''$ E., 97.13 feet; thence N. $11^{\circ}00'00''$ E., 60.00 feet; thence East, 190.00 feet; thence North 270.00 feet; thence N. $81^{\circ}00'00''$ E., 155.00 feet to the East line of said Section 28; thence along said East line, N. $01^{\circ}24'50''$ W., 872.00 feet; thence leaving said line, continue along said Golf Course boundary, N. $74^{\circ}56'01''$ W., 208.14 feet; thence S. $80^{\circ}40'00''$ W., 313.00 feet; thence N. $11^{\circ}50'00''$ W., 589.46 feet to a non-tangent curve concave Northwesterly, having a radius of 550.00 feet; thence Southwesterly along said curve, 41.10 feet through a central angle of $04^{\circ}16'52''$ (C.B. S. $72^{\circ}16'45''$ W., 41.09 feet); thence S. $74^{\circ}25'11''$ W., 46.73 feet to the Easterly right-of-way line of Tarpon Lake Boulevard, as recorded in O.R. Book 6614, Pages 419-421 of the Public Records of said County; thence along said right-of-way line and Golf Course boundary, S. $74^{\circ}25'11''$ W., 232.38 feet to a curve concave Southeasterly, having a radius of 1340.00 feet; thence Southwesterly along said curve, 419.10 feet through a central angle of $17^{\circ}55'11''$ (C.B. S. $65^{\circ}27'35''$ W., 417.39 feet) to a compound curve concave Southeasterly, having a radius of 2390.00 feet; thence Southwesterly along said curve, 2171.91 feet through a central angle of $52^{\circ}04'03''$ (C.B. S. $30^{\circ}27'58''$ W., 2097.95 feet); thence leaving said right-of-way line, non-tangent, S. $03^{\circ}56'51''$ E., 125.00 feet; thence East, 96.99 feet; thence N. $63^{\circ}24'00''$ E., 137.00 feet; thence N. $11^{\circ}24'00''$ E., 382.00 feet; thence N. $29^{\circ}48'00''$ E., 284.00 feet; thence N. $14^{\circ}32'00''$ E., 579.00 feet; thence N. $57^{\circ}18'00''$ E., 200.00 feet; thence leaving said Golf Course boundary, S. $32^{\circ}42'00''$ E., 300.00 feet; thence S. $63^{\circ}26'19''$ E., 424.72 feet to said Golf Course boundary; thence along said boundary, S. $02^{\circ}04'00''$ W., 408.00 feet; thence S. $50^{\circ}10'00''$ W., 1010.41 feet; thence N. $75^{\circ}10'00''$ W., 338.11 feet; thence West, 175.00 feet; thence S. $00^{\circ}05'59''$ W., 225.00 feet to said Easterly right-of-way line, being a non-tangent curve concave Northeasterly, having a radius of 1740.00 feet; thence Southeasterly along said curve and right-of-way line, 854.99 feet, through a central angle of $28^{\circ}09'13''$ (C.B. S. $21^{\circ}30'24''$ E., 846.41 feet); thence leaving said Golf Course boundary and right-of-way line, along a radial line extended, S. $54^{\circ}25'00''$ W., 100.00 feet to the Westerly right-of-way line of Tarpon Lake Boulevard as recorded in O.R. Book 4831, Pages 396-399 of the Public Records of said

County; thence leaving said right-of-way line, S.55°40'08"W., 70.34 feet; thence S. 34°49'11" W., 14.65 feet; thence S. 53°16'36" W., 28.03 feet; thence S. 50°37'02" W., 23.24 feet; thence S. 49°32'10" W., 14.69 feet; thence S. 55°40'08" W., 103.37 feet; thence S. 79°54'34" W., 23.51 feet; thence S. 71°47'09" W., 27.10 feet; thence S. 50°24'52" W., 26.51 feet; thence S. 46°21'13" W., 43.91 feet; thence S. 74°01'25" W., 22.25 feet; thence S. 85°23'45" W., 4.16 feet; thence N.79°19'52"W., 56.92 feet; thence N. 35°31'00" W., 185.15 feet; thence S. 59°00'00" W., 211.82 feet; thence S. 32°00'00" E., 619.72 feet; thence S. 55°00'00" E., 358.93 feet to the most Westerly corner of THE CLEARINGS, as recorded in Plat Book 74, Pages 47-50 of the Public Records of said County; thence along the boundary of said plat the following: S. 55°00'00" E., 791.75 feet; thence S. 00°34'07" E., 291.14 feet; thence N.89°25'53"E., 300.00 feet to said West right-of-way line of Tarpon Lake Boulevard; thence along said line, S. 00°34'07" E., 378.43 feet; thence leaving said right-of-way line, along the North line of a 30.00 foot wide Drainage Easement as recorded in O.R. Book 6095, Pages 1204-1209 of the Public Records of said County, N. 67°15'27" W., 1410.94 feet to the West line of the Northeast ¼ of said Section 33; thence along said West line, S.00°34'07"E., 412.23 feet to the North line of BROOKER CREEK PARK site as recorded in O.R. Book 4107, Pages 1614-1616; thence along said North line, West 1015 feet more or less to the Easterly shoreline of Lake Tarpon and Point "A"; thence from the POINT OF BEGINNING along the boundary of the Sewer Plant Site as recorded in O.R. Book 4831, Pages 396-399 of the Public Records of said County, S. 89°58'38" E., 50.00 feet; thence N. 01°24'50" W., 25.00 feet; thence along the boundary of the addition to said Plant Site, as recorded in O.R. Book 6603, Pages 2326-2329 of the Public Records of said County, the following: S. 89°58'38" E., 28.01 feet; thence N. 01°24'50" W., 26.00 feet; thence N.58°21'25"W., 27.43 feet; thence N. 01°24'50" W., 126.00 feet; thence S. 88°35'10" W., 55.00 feet to the West line of said Section 27; thence along said line, being also the East boundary of said sewer plant site, N. 01°24'50" W., 85.00 feet; thence leaving said line and boundary, S. 89°58'38" E., 230.00 feet; thence S. 01°24'50" E., 250.00 feet to the North line of the Access and Utility easement as recorded in O.R. Book 4831, Pages 402-408 of the Public Records of said County; thence along said line, being 25.00 feet North of and parallel to the South line of the North ½ of said Section 27, S. 89°58'38" E., 1046.25 feet to the West right-of-way line of East Lake Road (C.R. No. 77, 120.00 foot right-of-way); thence along said line, S.01°45'02"E., 2719.43 feet; thence S. 00°27'06" E., 632.08 feet to a curve concave Westerly, having a radius of 2804.79 feet; thence Southerly along said curve, 638.81 feet through a central angle of 13°02'58" (C.B. S. 06°04'23" W., 637.43 feet); thence leaving said right-of-way line, along a radial line extended, S. 77°24'08" E., 120.00 feet to the Easterly right-of-way line of said East Lake Road, being a non-tangent curve concave Westerly, having a radius of 2924.79 feet; thence along said right-of-way line the following:

Northerly along said curve, 666.14 feet through a central angle of $13^{\circ}02'58''$ (C.B. N. $06^{\circ}04'23''$ E., 664.70 feet); thence N. $00^{\circ}27'06''$ W., 633.44 feet; thence N. $01^{\circ}45'02''$ W., 2692.08 feet to said South line of the North $\frac{1}{2}$ of said Section 27; thence S. $88^{\circ}14'58''$ W., 60.00 feet to the centerline of said East Lake Road; thence along said centerline the following: N. $01^{\circ}45'02''$ W., 3258.96 feet to a curve concave Westerly, having a radius of 2864.79 feet; thence Northerly along said curve, 445.08 feet through a central angle of $08^{\circ}54'06''$ (C.B. N. $06^{\circ}12'05''$ W., 444.64 feet); thence N. $10^{\circ}39'08''$ W., 934.14 feet; thence leaving said centerline, S. $79^{\circ}20'52''$ W., 60.00 feet to the Southeast corner of HUNTER'S WOOD, as recorded in Plat Book 78, Page 68 of the Public Records of said County; thence along the South line of said plat and said line extended, S. $89^{\circ}34'43''$ E., 1175.14 feet; thence leaving said line along a line 100.00 feet West of and parallel to the West line of said HUNTER'S WOOD, N. $01^{\circ}31'39''$ W., 667.33 feet to the North line of the Southeast $\frac{1}{4}$ of said Section 21; thence S. $89^{\circ}42'41''$ E., 100.05 feet to the Northeast corner of said Southeast $\frac{1}{4}$, also being the Northwest corner of said HUNTER'S WOOD; thence S. $89^{\circ}26'25''$ E., 967.66 feet to the Northeast corner of said HUNTER'S WOOD; thence N. $79^{\circ}20'52''$ E., 60.00 feet to said centerline of East Lake Road; thence along said centerline, N. $10^{\circ}39'08''$ W., 1653.93 feet; thence S. $79^{\circ}20'52''$ W., 60.00 feet to said West right-of-way line of East Lake Road; thence leaving said right-of-way line, N. $89^{\circ}38'55''$ W., 702.41 feet to the East line of said Section 21, also being the East line of the School Site, as recorded in O.R. Book 6114, Pages 37-43 of the Public Records of said County; thence along said school site boundary, N. $01^{\circ}25'56''$ W., 1000.48 feet to the Southeast corner of said Section 16; thence along said boundary line and line extended, N. $01^{\circ}13'15''$ W., 667.69 feet to the North line of the South $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of said Section 16; thence along said line, N. $89^{\circ}17'39''$ W., 2652.38 feet; thence along the North line of the South $\frac{1}{2}$ of the Southeast $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of said Section 16, N. $89^{\circ}17'12''$ W., 1325.73 feet to the West line of said Southeast $\frac{1}{4}$ of the Southwest $\frac{1}{4}$; thence along said West line, N. $01^{\circ}17'33''$ W., 252.21 feet to the North line of the South $\frac{1}{2}$ of the Southwest $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of said Section; thence along said North line, and line extended, N. $89^{\circ}25'45''$ W., 1605 feet more or less, the Easterly shoreline of Lake Tarpon; thence meander along said shoreline, Southerly, 15,300 feet more or less to Point A.

Containing 1680 acres more or less.

TOGETHER WITH:

Three parcels of land lying East of New East Lake Road (County Road No. 77) in Sections 27 & 34, Township 27 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

thence Northwesterly along the arc of said curve, having a radius of 1545.00 feet and a central angle of $28^{\circ}00'00''$, an arc length of 755.03 feet, and a chord bearing N. $76^{\circ}07'15''$ W., for 747.54 feet to the point of tangency; thence S. $89^{\circ}52'45''$ W., for 1263.70 feet to the point of intersection with the East right-of-way line of New East Lake Road (a 120-foot wide right-of-way) also known as County Road 77; thence N. $01^{\circ}44'35''$ W., along said East line, for 2543.16 feet; thence leaving said East line, S. $89^{\circ}57'46''$ E., along the North line of the Northeast $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of said Section 27, for 1255.79 feet to the Northwest corner of the Southeast $\frac{1}{4}$ of said Section 27; thence N. $89^{\circ}55'21''$ E., along the South line of the Southwest $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of said Section 27, for 524.15 feet; thence N. $02^{\circ}09'51''$ W., for 1298.42 feet; thence S. $89^{\circ}13'33''$ E., along the North line of the Southwest $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of said Section 27, for 779.47 feet; thence S. $01^{\circ}48'05''$ E., along the West line of the North $\frac{1}{2}$ of the Southeast $\frac{1}{4}$ of Northeast $\frac{1}{4}$ of said Section 27, for 643.28 feet; thence S. $89^{\circ}39'01''$ E., along the South line of the North $\frac{1}{2}$ of the Southeast $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of said Section 27, for 558.52 feet; thence S. $02^{\circ}23'30''$ E., for 3775.70 feet; thence S. $89^{\circ}52'32''$ W., for 61.53 feet to the POINT OF BEGINNING, and contains 226.70 acres, more or less.

PARCEL 3

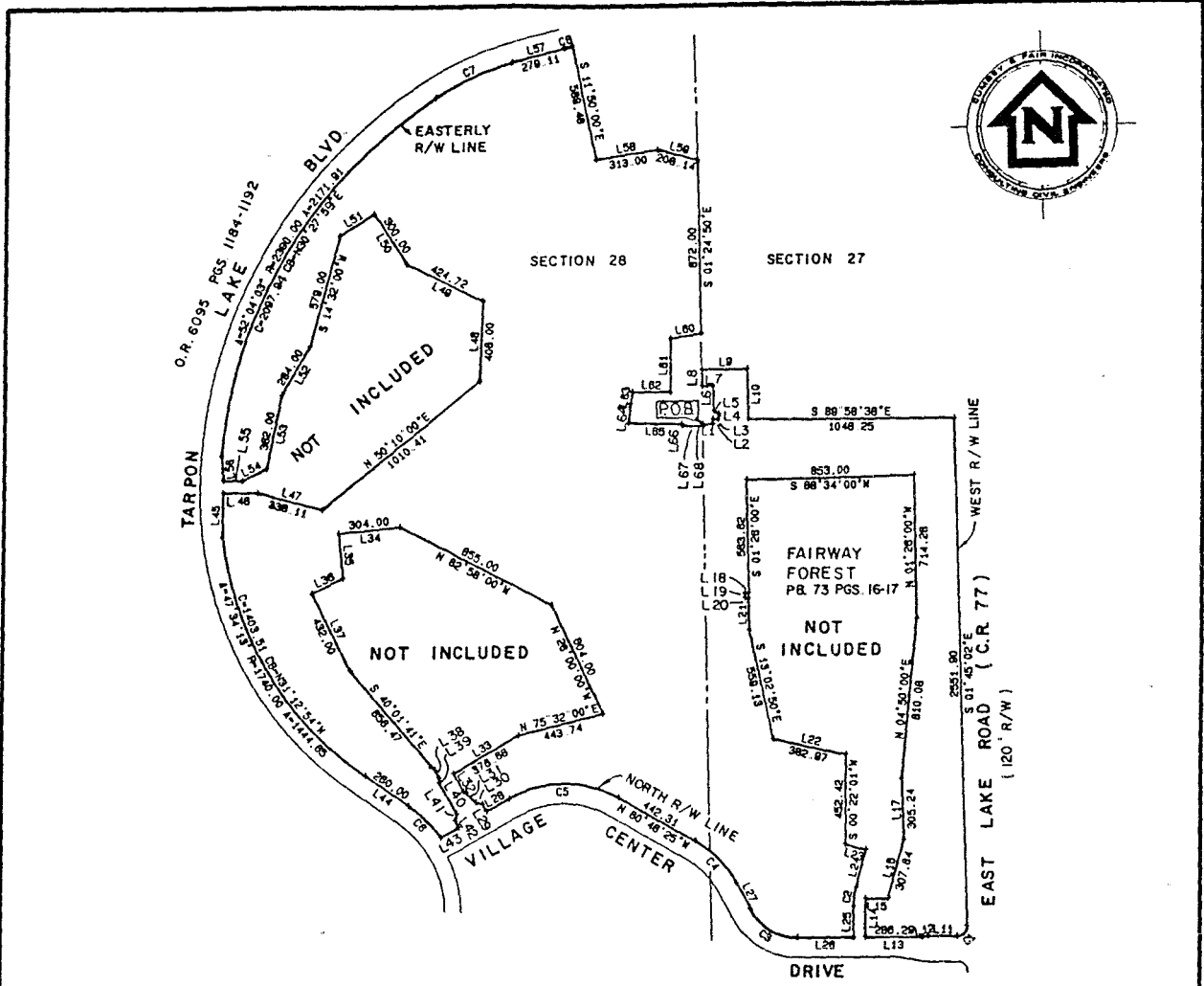
Commencing at the Northeast corner of said Section 34; thence S. $00^{\circ}15'02''$ E., 645.74 feet, along the East line of said Section 34 to a point on the South boundary of the "JACKSON RANCH PROPERTY"; thence S. $89^{\circ}52'32''$ W., along the South boundary line of the "JACKSON RANCH PROPERTY", which line is also the South line of the North $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 34; for 729.17 feet to the POINT OF BEGINNING of Parcel 3; N. $00^{\circ}07'28''$ W., for 200.00 feet to the point of curvature of a curve concave to the Northeast; thence Northwesterly along the arc of said curve, having a radius of 1345.00 feet and a central angle of $28^{\circ}00'13''$, an arc length of 657.38 feet, and a chord bearing N. $76^{\circ}07'22''$ W., for 650.85 feet to the point of tangency; thence N. $62^{\circ}07'15''$ W., 550.31 feet to the point of curvature of a curve concave to the Southwest; thence Northwesterly along the arc of said curve, having a radius of 1545.00 feet, and a central angle of $28^{\circ}00'00''$, an arc length of 755.03 feet and a chord bearing N. $76^{\circ}07'15''$ W., for 747.54 feet to the point of tangency; thence S. $89^{\circ}52'45''$ W., for 1263.70 feet to the point of intersection with the East right-of-way line of New East Lake Road (a 120-foot wide right-of-way) also known as County Road 77; thence S. $01^{\circ}44'35''$ E., along said East line, for 150.54 feet; thence S. $00^{\circ}27'16''$ E., for 49.52 feet; thence leaving said East right-of-way line, N. $89^{\circ}52'45''$ E., for 1259.15 feet to the point of curvature of a curve concave to the Southwest; thence Southeasterly along the arc of said curve, having a radius of 1345.00 feet, and a central angle of $28^{\circ}00'00''$, an arc length of 657.29 feet, and a chord bearing S. $76^{\circ}07'15''$ E., for 650.77 feet to the point of tangency; thence S. $62^{\circ}07'15''$ E., for 550.31 feet to

the point of curvature of a curve concave to the Northeast; thence Southeasterly along the arc of said curve, having a radius of 1545.00 feet, and a central angle of $28^{\circ}00'13''$, an arc length of 755.13 feet, and a chord bearing S. $76^{\circ}07'22''$ E., for 747.63 feet to the POINT OF BEGINNING of Parcel 3, and contains 14.80 acres more or less.

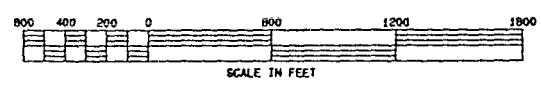
Having a combined acreage of 1960.81 acres more or less.

NOTE: Parcels lying East of East Lake Road are on a different bearing system, slight differences in angular relationships prevented rotation. Parcels 1 and 2 were prepared by PBS & J Parcel 3 by Cumbey & Fair on the same datum.

J.N. 115M/AA
KCL/tr
2/1/88



CURVE	RADIUS	ARC	DELTA	CHORD	CHORD BKG
1	50.00	70.98	81°37'47"	71.71	S 44°03'52"W
2	379.42	98.05	14°48'23"	87.78	S 07°18'56"W
3	275.00	297.58	62°00'00"	283.27	N 58°07'14"W
4	526.74	300.19	32°39'10"	298.14	N 44°28'50"W
5	580.00	576.71	59°18'43"	554.17	S 89°34'13"W
8	880.00	226.90	18°41'53"	225.79	N 45°09'04"W
7	1340.00	419.10	17°55'11"	417.39	N 85°27'35"E
8	550.00	41.10	4°18'52"	41.09	N 72°18'45"E



LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE
1	S 88°58'36"E	50.00	24	S 14°41'08"W	195.13	47	S 75°10'00"E	308.11
2	N 01°24'50"W	25.00	25	S 00°07'15"E	158.00	48	N 02°04'00"E	408.00
3	S 88°58'36"E	28.01	26	S 89°52'45"W	287.59	49	N 83°28'10"W	424.72
4	N 01°24'50"W	28.00	27	N 28°07'15"W	150.00	50	N 32°42'00"W	306.00
5	N 58°21'25"W	27.43	28	S 58°54'52"W	130.39	51	S 57°18'00"W	200.00
6	N 01°24'50"W	128.00	29	N 30°05'08"W	41.32	52	S 28°48'00"W	284.00
7	S 88°35'10"W	55.00	30	N 75°05'08"W	35.00	53	S 11°24'00"W	382.00
8	N 01°24'50"W	85.00	31	N 48°30'25"W	78.90	54	S 83°24'00"W	137.00
9	S 88°58'36"E	230.00	32	N 30°05'08"W	108.84	55	WEST	98.99
10	S 01°24'50"E	250.00	33	N 58°58'00"E	378.88	56	N 03°58'51"W	125.00
11	S 88°52'45"W	145.32	34	S 84°04'00"W	304.00	57	N 74°25'11"E	278.11
12	S 80°25'01"W	30.41	35	S 05°58'00"E	223.48	58	N 60°40'00"E	313.00
13	S 88°52'45"W	298.20	36	S 83°34'00"W	172.18	59	S 74°58'01"E	208.14
14	N 00°07'15"W	198.48	37	S 28°28'00"E	432.00	60	S 81°00'00"W	195.00
15	N 88°52'45"E	115.00	38	S 30°05'08"E	47.31	61	SOUTH	270.00
16	N 14°41'08"E	307.84	39	S 06°00'00"W	25.47	62	WEST	180.00
17	N 02°10'00"W	365.24	40	S 30°05'08"E	177.00	63	S 11°00'00"W	80.00
18	S 88°34'00"W	20.00	41	S 14°54'52"W	35.36	64	S 05°00'00"W	87.13
19	S 01°26'00"E	25.00	42	S 30°05'08"E	40.13	65	S 88°14'27"E	288.27
20	N 88°34'00"E	20.00	43	S 58°54'52"W	102.73	66	S 00°45'33"W	10.00
21	S 01°26'00"E	181.38	44	N 55°00'00"W	280.00	67	S 89°14'27"E	105.38
22	S 77°48'40"E	382.87	45	N 00°05'58"E	225.00	68	N 01°25'48"W	10.01
23	S 75°18'52"E	110.00	46	EAST	175.00			

SKETCH ONLY NOT A SURVEY

SHEET 1 OF 4

CUMBEY & FAIR INC. CONSULTING CIVIL ENGINEERS ENGINEERING • PLANNING • LAND SURVEYS 2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 34623				LANSBROOK GOLF COURSE PROPERTY	
SCALE AS SHOWN	DATE 1/22/88	DR. D.H.R.	CHK. KCL	JOB NO 115M	SEC. 27 & 28, TWP. 27 S., RGE. 16 E. PINELLAS COUNTY, FLORIDA

LANSBROOK GOLF COURSE PROPERTY

Those portions of Sections 27 and 28, Townshp 27 South, Range 16 East, Pinellas County, Florida being further described as follows:

BEGINNING at the West $\frac{1}{4}$ corner of said Section 27; thence along the South line of the North $\frac{1}{2}$ of said Section, S. $89^{\circ}58'38''$ E., 50.00 feet; thence N. $01^{\circ}24'50''$ W., 25.00 feet; thence S. $89^{\circ}58'38''$ E., 28.01 feet; thence N. $01^{\circ}24'50''$ W., 26.00 feet; thence N. $58^{\circ}21'25''$ W., 27.43 feet; thence N. $01^{\circ}24'50''$ W., 126.00 feet; thence S. $88^{\circ}35'10''$ W., 55.00 feet to the West line of said Section 27; thence along said line, N. $01^{\circ}24'50''$ W., 85.00 feet; thence leaving said line, S. $89^{\circ}58'38''$ E., 230.00 feet; thence S. $01^{\circ}24'50''$ E., 250.00 feet; thence along a line 25.00 feet North of and parallel to said South line of the North $\frac{1}{2}$ of said Section, S. $89^{\circ}58'38''$ E., 1046.25 feet to the West right-of-way line of East Lake Road (County Road 77, 120 feet right-of-way); thence along said line, S. $01^{\circ}45'02''$ E., 2551.90 feet to a curve concave Northwesterly, having a radius of 50.00 feet and being the Northerly boundary of WINDMILL POINTE OF TARPON LAKES - UNIT THREE as recorded in Plat Book 70, Pages 105-109 of the Public Records of said County; thence along said boundary, Southwesterly along said curve, 79.96 feet through a central angle of $91^{\circ}37'47''$ (C.B. S. $44^{\circ}03'52''$ W., 71.71 feet); thence S. $89^{\circ}52'45''$ W., 145.32 feet; thence S. $80^{\circ}25'01''$ W., 30.41 feet; thence leaving said boundary, along the North right-of-way line of Village Center Drive as recorded in O.R. Book 6095, Pages 1184-1192, S. $89^{\circ}52'45''$ W., 286.29 feet to the East line of FAIRWAY FOREST as recorded in Plat Book 73, Pages 16-17 of the Public Records of said County; thence along said boundary the following: N. $00^{\circ}07'15''$ W., 196.48 feet; thence N. $89^{\circ}52'45''$ E., 115.00 feet; thence N. $14^{\circ}41'08''$ E., 307.84 feet; thence N. $02^{\circ}10'00''$ W., 305.24 feet; thence N. $04^{\circ}50'00''$ E., 810.08 feet; thence N. $01^{\circ}26'00''$ W., 714.28 feet; thence S. $88^{\circ}34'00''$ W., 853.00 feet; thence S. $01^{\circ}26'00''$ E., 563.62 feet; thence leaving said plat boundary, S. $88^{\circ}34'00''$ W., 20.00 feet; thence S. $01^{\circ}26'00''$ E., 25.00 feet; thence N. $88^{\circ}34'00''$ E., 20.00 feet to the aforesaid boundary of FAIRWAY FOREST; thence along said plat boundary, S. $01^{\circ}26'00''$ E., 161.38 feet; thence S. $13^{\circ}02'50''$ E., 559.13 feet; thence S. $77^{\circ}46'40''$ E., 382.97 feet; thence S. $00^{\circ}22'01''$ W., 452.42 feet; thence S. $75^{\circ}18'52''$ E., 110.00 feet; thence S. $14^{\circ}41'08''$ W., 195.13 feet to a curve concave Southeasterly, having a radius of 379.42 feet; thence Southwesterly along said curve, 98.05 feet through a central angle of $14^{\circ}48'23''$ (C.B. S. $07^{\circ}16'56''$ W., 97.78 feet); thence S. $00^{\circ}07'15''$ E., 158.00 feet to said North right-of-way line of Village Center Drive; thence along said right-of-way line the following: S. $89^{\circ}52'45''$ W., 287.59 feet to a curve concave Northeasterly,

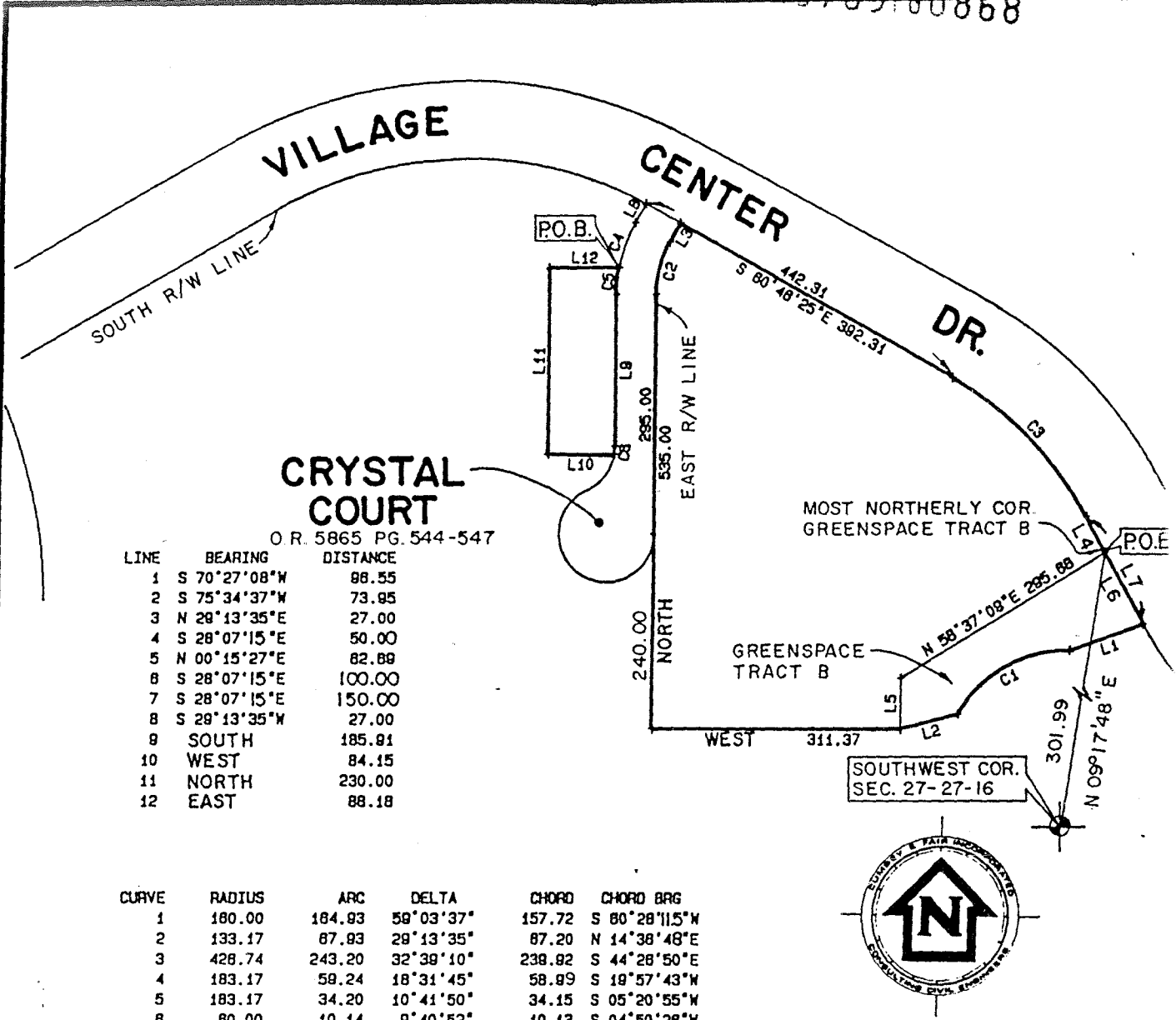
having a radius of 275.00 feet; thence Northwesterly along said curve, 297.58 feet through a central angle of $62^{\circ}00'00''$ (C.B. N. $59^{\circ}07'14''$ W., 283.27 feet); thence N. $28^{\circ}07'15''$ W., 150.00 feet to a curve concave Southwesterly, having a radius of 526.74 feet; thence Northwesterly along said curve, 300.19 feet through a central angle of $32^{\circ}39'10''$ (C.B. N. $44^{\circ}26'50''$ W., 296.14 feet); thence N. $60^{\circ}46'25''$ W., 442.31 feet to a curve concave Southerly, having a radius of 560.00 feet; thence Westerly along said curve, 579.71 feet through a central angle of $59^{\circ}18'43''$ (C.B. S. $89^{\circ}34'13''$ W., 554.17 feet); thence S. $59^{\circ}54'52''$ W., 130.39 feet; thence leaving said right-of-way line, N. $30^{\circ}05'08''$ W., 41.32 feet; thence N. $75^{\circ}05'08''$ W., 35.00 feet; thence N. $48^{\circ}30'35''$ W., 79.90 feet; thence N. $30^{\circ}05'08''$ W., 106.94 feet; thence N. $58^{\circ}56'00''$ E., 378.68 feet; thence N. $75^{\circ}32'00''$ E., 443.74 feet; thence N. $26^{\circ}00'00''$ W., 604.00 feet; thence N. $62^{\circ}58'00''$ W., 855.00 feet; thence S. $84^{\circ}04'00''$ W., 304.00 feet; thence S. $05^{\circ}56'00''$ E., 223.48 feet; thence S. $63^{\circ}34'00''$ W., 172.18 feet; thence S. $26^{\circ}26'00''$ E., 432.00 feet; thence S. $40^{\circ}01'41''$ E., 656.47 feet; thence S. $30^{\circ}05'08''$ E., 47.31 feet; thence S. $06^{\circ}00'00''$ W., 25.47 feet; thence S. $30^{\circ}05'08''$ E., 177.00 feet; thence S. $14^{\circ}54'52''$ W., 35.36 feet; thence S. $30^{\circ}05'08''$ E., 40.13 feet to said North right-of-way line of Village Center Drive; thence along said right-of-way line, S. $59^{\circ}54'52''$ W., 102.73 feet to a non-tangent curve concave Southwesterly, having a radius of 660.00 feet and being the Easterly right-of-way line of Tarpon Lake Boulevard as recorded in O.R. Book 6095, Pages 1184-1192 of the Public Records of said County; thence along said right-of-way line, Northwesterly along said curve, 226.90 feet through a central angle of $19^{\circ}41'53''$ (C.B. N. $45^{\circ}09'04''$ W., 225.79 feet); thence N. $55^{\circ}00'00''$ W., 260.00 feet to a curve concave Northeasterly, having a radius of 1740.00 feet; thence Northwesterly along said curve, 1444.65 feet through a central angle of $47^{\circ}34'13''$ (C.B. N. $31^{\circ}12'54''$ W., 1403.51 feet); thence leaving said right-of-way line, non-tangent, N. $00^{\circ}05'59''$ E., 225.00 feet; thence East, 175.00 feet; thence S. $75^{\circ}10'00''$ E., 338.11 feet; thence N. $50^{\circ}10'00''$ E., 1010.41 feet; thence N. $02^{\circ}04'00''$ E., 408.00 feet; thence N. $63^{\circ}26'19''$ W., 424.72 feet; thence N. $32^{\circ}42'00''$ W., 300.00 feet; thence S. $57^{\circ}18'00''$ W., 200.00 feet; thence S. $14^{\circ}32'00''$ W., 579.00 feet; thence S. $29^{\circ}48'00''$ W., 284.00 feet; thence S. $11^{\circ}24'00''$ W., 382.00 feet; thence S. $63^{\circ}24'00''$ W., 137.00 feet; thence West, 96.99 feet; thence N. $03^{\circ}56'51''$ W., 125.00 feet to a non-tangent curve concave Southeasterly, having a radius of 2390.00 feet and being the Easterly right-of-way line of said Tarpon Lake Boulevard as recorded in O.R. Book 6614, Pages 419-421 of the Public Records of said County; thence along said right-of-way line the following: Northeasterly along said curve 2171.91 feet through a central angle of $52^{\circ}04'03''$ (C.B. N. $30^{\circ}27'59''$ E., 2097.94 feet) to a compound curve concave Southeasterly, having a radius of 1340.00 feet; thence Northeasterly along said curve, 419.10 feet through a central angle of $17^{\circ}55'11''$ (C.B. N. $65^{\circ}27'35''$ E., 417.39 feet); thence N. $74^{\circ}25'11''$ E., 232.38 feet; thence leaving

said right-of-way line, N. 74°25'11" E., 46.73 feet to a curve concave Northwesterly, having a radius of 550.00 feet; thence Northeasterly along said curve, 41.10 feet through a central angle of 04°16'52" (C.B. N. 72°16'45" E., 41.09 feet); thence non-tangent, S. 11°50'00" E., 589.46 feet; thence N.80°40'00"E., 313.00 feet; thence S. 74°56'01" E., 208.14 feet to said West line of Section 27; thence along said West line, S.01°24'50"E., 872.00 feet to the North line of the Pinellas County Sewer Plant Site as recorded in O.R. Book 4831, Pages 396-399 of the Public Records of said County; thence along said Sewer Plant Site boundary the following: S. 81°00'00" W., 155.00 feet; thence South, 270.00 feet; thence West, 190.00 feet; thence S. 11°00'00" W., 60.00 feet; thence S. 05°00'00" W., 97.13 feet; thence S. 89°14'27" E., 269.27 feet; thence S. 00°45'33" W., 10.00 feet; thence S. 89°14'27" E., 105.38 feet; thence along said West line of Section 27; N.01°25'49"W., 10.01 feet to the POINT OF BEGINNING.

Containing 171.39 acres more or less.

Subject to easements, restrictions, reservations and rights-of-way of record.

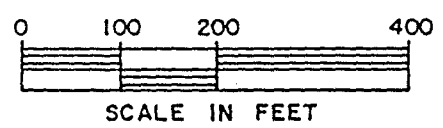
J.N. 115M/GC
KCL/tr
1/12/88



O.R. 5865 PG. 544-547

LINE	BEARING	DISTANCE
1	S 70°27'08"W	88.55
2	S 75°34'37"W	73.95
3	N 28°13'35"E	27.00
4	S 28°07'15"E	50.00
5	N 00°15'27"E	82.88
6	S 28°07'15"E	100.00
7	S 28°07'15"E	150.00
8	S 28°13'35"W	27.00
9	SOUTH	185.81
10	WEST	84.15
11	NORTH	230.00
12	EAST	88.18

CURVE	RADIUS	ARC	DELTA	CHORD	CHORD BRG
1	180.00	184.93	59°03'37"	157.72	S 80°28'11.5"N
2	133.17	87.93	28°13'35"	87.20	N 14°38'48"E
3	428.74	243.20	32°39'10"	238.82	S 44°28'50"E
4	183.17	58.24	18°31'45"	58.89	S 19°57'43"W
5	183.17	34.20	10°41'50"	34.15	S 05°20'55"W
8	80.00	10.14	9°40'52"	10.13	S 04°50'28"W



SKETCH ONLY NOT A SURVEY

SHEET 1 OF 3
SEE SHEETS 2 & 3 FOR LEGAL DESCRIPTIONS

CUMBIE & FAIR INC.
CONSULTING CIVIL ENGINEERS
ENGINEERING • PLANNING • LAND SURVEYS
2463 ENTERPRISE ROAD, CLEARWATER, FL 34623

LANSBROOK RACQUET
& SWIM CLUB PROPERTY
SEC. 27, 28, TWP 27 S, RGE. 16 E.
PINELLAS COUNTY, FLORIDA

SCALE 1" = 200' | DATE 1/26/88 | DR D.H.R. | CHK | JOB NO. 115M

LANSBROOK RACQUET & SWIM CLUB PROPERTY

Those portions of: Greenspace Tract B of WINDMILL POINTE OF TARPON LAKE - UNIT THREE recorded in Plat Book 70, Pages 105-109 of the Public Records of Pinellas County and of the Southeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 28, Township 27 South, Range 16 East and of the Southwest $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of Section 27, Township 27 South, Range 16 East, being further described as follows:

Commence at the Southwest corner of said Section 27; thence N. $09^{\circ}17'48''$ E., 301.99 feet to the most Northerly corner of said Greenspace Tract B and the POINT OF BEGINNING; thence along the boundary of said Tract, S. $28^{\circ}07'15''$ E., 100.00 feet; thence S. $70^{\circ}27'08''$ W., 96.55 feet to a non-tangent curve concave Southeasterly, having a radius of 160.00 feet; thence Southwesterly along said curve, 164.93 feet through a central angle of $59^{\circ}03'37''$ (C.B. S. $60^{\circ}28'11.5''$ W., 157.72 feet) to the most Westerly corner of Lot 35, Block 9 of said WINDMILL POINTE OF TARPON LAKE - UNIT THREE; thence leaving said Tract boundary, non-tangent, S. $75^{\circ}34'37''$ W., 73.95 feet; thence West, 12.74 feet to the Westerly boundary of said Tract; thence West, 298.63 feet; thence North, 240.00 feet to the Easterly right-of-way line of Crystal Court, as recorded in Book 5865, Pages 544-547 of the Public Records of said County; thence along said right-of-way line the following: North, 295.00 feet to a curve concave Southeasterly, having a radius of 133.17 feet; thence Northeasterly along said curve, 67.93 feet through a central angle of $29^{\circ}13'35''$, (C.B. N. $14^{\circ}36'48''$ E., 67.20 feet); thence N. $29^{\circ}13'35''$ E., 27.00 feet to the South right-of-way line of Village Center Drive, as recorded in Book 4831, Pages 396-399 of the Public Records of said County, thence along said right-of-way line the following: S. $60^{\circ}46'25''$ W., 392.31 feet to a curve concave Southwesterly, having a radius of 426.74 feet; thence Southeasterly along said curve, 243.20 feet through a central angle of $32^{\circ}39'10''$ (C.B. S. $44^{\circ}26'50''$ E., 239.92 feet); thence S. $28^{\circ}07'15''$ E., 50.00 feet to the POINT OF BEGINNING.

Containing 5.79 acres more or less.

TOGETHER WITH:

A parcel of land lying in the Southeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 28, Township 27 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

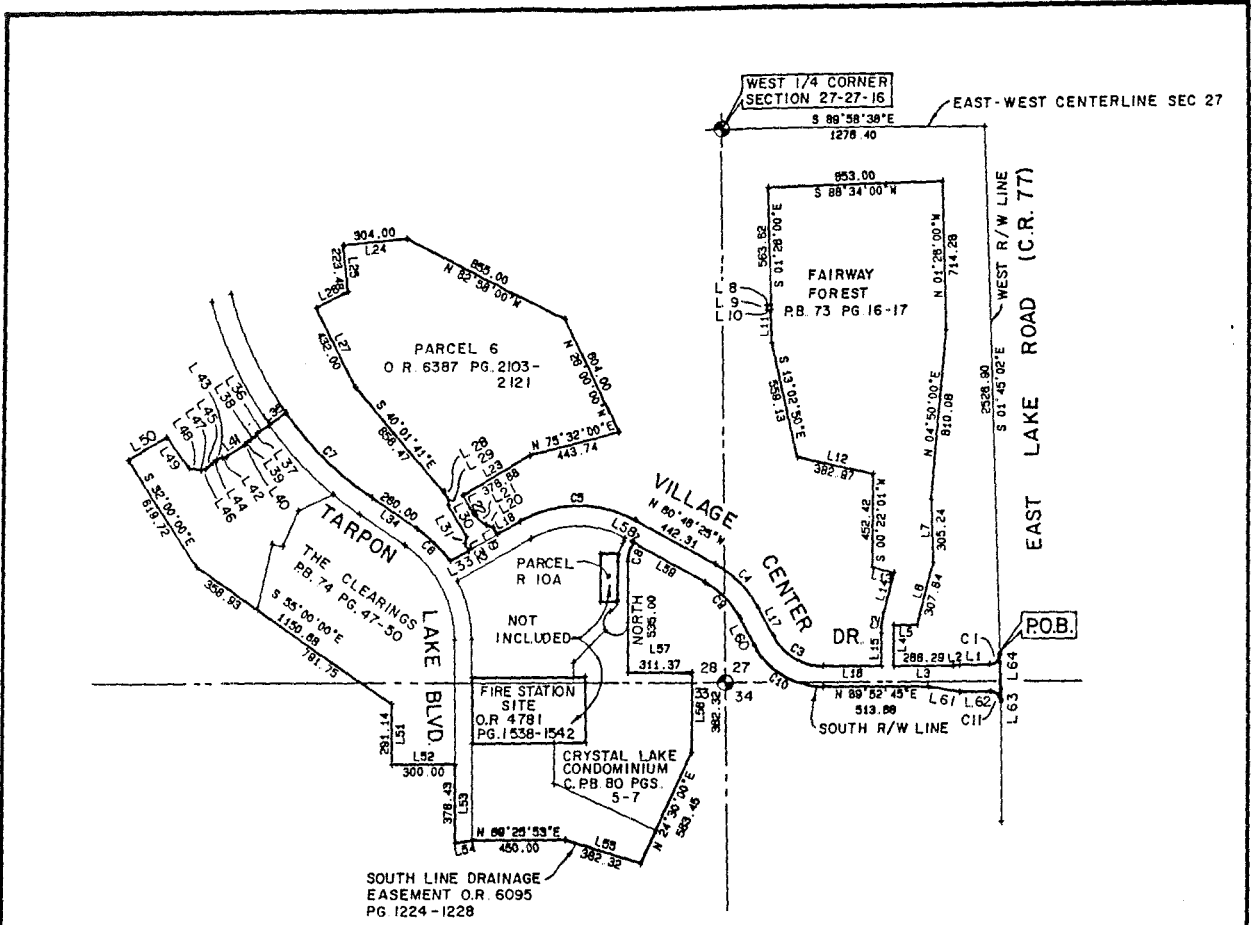
Commence at the intersection of the Southerly right-of-way line of Village Center Drive and the Westerly boundary of the WINDMILL POINTE OF TARPON LAKE UNIT THREE SUBDIVISION, as shown on the plat thereof, recorded in Plat Book 70 at Pages 105 through 109 of the Public Records of Pinellas County, Florida; run thence along the Southerly right-of-way line of Village Center Drive (80 foot wide right-of-way according to deeds recorded in Official Record Book 4831, at Pages 396 through 401 of the Pinellas County, Florida Public Records) the following courses and distances: N. 28°07'15" W., 50.00 feet; thence along a tangent curve to the left having a radius of 426.74 feet, a central angle of 32°39'10", an arc length of 243.20 feet, a chord length of 239.92 feet and a chord bearing of N. 44°26'50" W., thence tangent to said curve, N.60°46'25"W., 442.31 feet; thence leaving said South right-of-way line of Village Center Drive, run S. 29°13'35" W., 27.00 feet along the Westerly right-of-way line of Crystal Court (A 50 foot wide right-of-way according to deed recorded in Official Record Book 5865 at Pages 544 through 547 of the Public Records of Pinellas County, Florida); continue thence along said West line of Crystal Court by a tangent curve to the left, having a radius of 183.17 feet, a central angle of 18°31'45", an arc length of 59.24 feet, a chord length of 58.99 feet and a chord bearing of S. 19°57'43" W., to the POINT OF BEGINNING; continue thence along said West line of Crystal Court by a curve to the left, having a radius of 183.17 feet, a central angle of 10°41'50", an arc length of 34.20 feet, a chord length of 34.15 feet and a chord bearing of S. 05°20'55" W., continue thence along said West line of Crystal Court, tangent to last said curve, due South, 185.91 feet; continue thence along said West line of Crystal Court, along a tangent curve to the right, having a radius of 60.00 feet, a central angle of 09°40'52", an arc length of 10.14 feet, a chord length of 10.13 feet and a chord bearing of S. 04°50'26" W.; run thence, leaving said West line of Crystal Court, due West, 84.15 feet; run thence due North, 230.00 feet; run due East, 88.18 feet to a point of the West right-of-way line of Crystal Court, the POINT OF BEGINNING.

Containing 0.45 acres more or less.

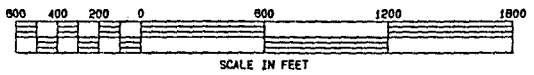
Having a combined acreage of 6.24 acres more or less.

Subject to easements, restrictions and rights-of-way of record.

J.N. 115M/LRWCP
KCL/tr
1/18/88



CURVE	RADIUS	ARC	DELTA	CHORD	CHORD BRG
1	50.00	79.96	91°37'47"	71.71	S 44°03'52"W
2	379.42	98.05	14°48'23"	97.78	S 07°18'56"W
3	275.00	297.56	52°00'00"	283.27	N 59°07'14"W
4	528.74	360.19	32°39'10"	289.14	N 44°28'50"W
5	580.00	379.71	59°18'43"	554.17	S 98°34'13"W
6	860.00	288.90	18°41'53"	225.79	N 45°09'04"W
7	1740.00	589.88	18°25'00"	588.84	N 45°17'30"W
8	133.17	87.93	28°13'35"	87.20	N 14°38'48"E
9	428.74	243.20	32°39'10"	239.82	S 44°28'50"E
10	375.00	405.79	82°00'00"	388.28	S 59°07'15"E
11	50.00	78.28	88°40'09"	70.51	S 45°17'40.5"E



LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE
1	S 89°52'45"W	145.32	23	N 59°58'00"E	379.88	45	S 48°21'13"W	43.91
2	S 80°25'01"W	30.41	24	S 84°04'00"W	304.00	46	S 74°01'25"W	22.25
3	S 89°52'45"W	288.28	25	S 05°58'00"E	223.48	47	S 85°23'45"W	4.18
4	N 00°07'15"W	188.48	26	S 83°34'00"W	172.18	48	N 78°18'52"W	58.82
5	S 89°52'45"E	115.00	27	S 28°20'00"E	432.00	49	N 35°31'00"W	185.15
6	N 14°41'08"E	307.84	28	S 30°05'08"E	47.31	50	S 58°00'00"W	211.82
7	N 02°10'00"W	305.24	29	S 08°00'00"W	25.47	51	S 00°34'07"E	291.14
8	S 88°34'00"W	20.00	30	S 30°05'08"E	177.00	52	N 88°25'53"E	300.00
9	S 01°28'00"E	25.00	31	S 14°54'52"W	38.36	53	S 00°34'07"E	378.43
10	N 88°34'00"E	20.00	32	S 30°05'08"E	40.13	54	N 80°18'57"E	81.03
11	S 01°28'00"E	181.38	33	S 59°54'52"W	102.73	55	S 73°05'32"E	382.32
12	S 77°48'40"E	382.97	34	N 85°00'00"W	280.00	56	N 00°15'27"E	382.32
13	S 75°18'52"E	110.00	35	S 54°25'00"W	100.00	57	WEST	311.37
14	N 14°41'08"W	185.13	36	S 55°40'08"W	70.34	58	N 28°13'35"E	27.00
15	S 00°07'15"E	158.00	37	S 34°40'11"W	14.85	59	S 80°48'26"E	382.31
16	S 89°52'45"W	287.59	38	S 53°18'38"W	28.03	60	S 28°07'15"E	150.00
17	N 28°07'15"W	150.00	39	S 50°37'02"W	23.24	61	S 80°38'31"E	152.07
18	S 58°54'52"W	130.39	40	S 48°32'10"W	14.89	62	N 89°32'45"E	180.43
19	N 30°05'08"W	41.32	41	S 58°40'08"W	103.37	63	N 00°27'08"W	83.87
20	N 75°05'08"W	35.00	42	S 79°54'34"W	23.51	64	N 01°45'02"W	187.52
21	N 48°30'35"W	78.90	43	S 71°47'09"W	27.10			
22	N 30°05'08"W	108.84	44	S 50°24'52"W	26.51			

SKETCH ONLY NOT A SURVEY

SHEET 1 OF 4

CUMBEY & FAIR INC. CONSULTING CIVIL ENGINEERS ENGINEERING • PLANNING • LAND SURVEYS 2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 34623				ADDITIONAL ANNEXABLE AREA SEC. 27, 28, 33, 34, TWP 27 S., RGE. 16 E. PINELLAS COUNTY, FLORIDA	
SCALE AS SHOWN	DATE 1/22/88	DR. DHR	CHK. KCL	JOB NO. 115 M	

ADDITIONAL ANNEXABLE AREA

THE CLEARINGS as recorded in Plat Book 74, Pages 47-50; together with FAIRWAY FOREST as recorded in Plat Book 73, Pages 16-17; together with CRYSTAL LAKE CONDOMINIUM as recorded in Condominium Plat Book 80, Pages 5-7; together with Parcel 6, as recorded in O.R. Book 6387, Pages 2103-2121, all in the Public Records of Pinellas County, Florida; together with rights-of-way for Village Center Drive and Crystal Court and a portion of Tarpon Lake Boulevard; together with portions of Sections 27, 28, and 33; all of which lie in Sections 27, 28, 33 and 34, Township 27 South, Range 16 East, Pinellas County, Florida and being further described as follows:

Commence at the West $\frac{1}{4}$ corner of said Section 27; thence along the East-West centerline of said Section, S. $89^{\circ}58'38''$ E., 1276.40 feet to the West right-of-way line of East Lake Road (County Road 77, 120 feet right-of-way); thence along said line, S. $01^{\circ}45'02''$ E., 2526.90 feet to a curve concave Northwesterly, having a radius of 50.00 feet and being the Northerly boundary of WINDMILL POINTE OF TAPRON LAKES - UNIT THREE as recorded in Plat Book 70, Pages 105-109 of the Public Records of said County and the POINT OF BEGINNING; thence along said boundary, Southwesterly along said curve, 79.96 feet through a central angle of $91^{\circ}37'47''$ (C.B. S. $44^{\circ}03'52''$ W., 71.71 feet); thence S. $89^{\circ}52'45''$ W., 145.32 feet; thence S. $80^{\circ}25'01''$ W., 30.41 feet; thence leaving said boundary, along the North right-of-way line of Village Center Drive as recorded in O.R. Book 6095, Pages 1184-1192, S. $89^{\circ}52'45''$ W., 286.29 feet to the East line of said FAIRWAY FOREST; thence along said boundary the following: N. $00^{\circ}07'15''$ W., 196.48 feet; thence N. $89^{\circ}52'45''$ E., 115.00 feet; thence N. $14^{\circ}41'08''$ E., 307.84 feet; thence N. $02^{\circ}10'00''$ W., 305.24 feet; thence N. $04^{\circ}50'00''$ E., 810.08 feet; thence N. $01^{\circ}26'00''$ W., 714.28 feet; thence S. $88^{\circ}34'00''$ W., 853.00 feet; thence S. $01^{\circ}26'00''$ E., 563.62 feet; thence leaving said plat boundary, S. $88^{\circ}34'00''$ W., 20.00 feet; thence S. $01^{\circ}26'00''$ E., 25.00 feet; thence N. $88^{\circ}34'00''$ E., 20.00 feet to said boundary of FAIRWAY FOREST; thence along said plat boundary, S. $01^{\circ}26'00''$ E., 161.38 feet; thence S. $13^{\circ}02'50''$ E., 559.13 feet; thence S. $77^{\circ}46'40''$ E., 382.97 feet; thence S. $00^{\circ}22'01''$ W., 452.42 feet; thence S. $75^{\circ}18'52''$ E., 110.00 feet; thence S. $14^{\circ}41'08''$ W., 195.13 feet to a curve concave Southeasterly, having a radius of 379.42 feet; thence Southwesterly along said curve, 98.05 feet through a central angle of $14^{\circ}48'23''$ (C.B. S. $07^{\circ}16'56''$ W., 97.78 feet); thence S. $00^{\circ}07'15''$ E., 158.00 feet to said North right-of-way line of Village Center Drive; thence along said right-of-way line the following: S. $89^{\circ}52'45''$ W., 287.59 feet to a curve concave Northeasterly, having a radius of 275.00 feet; thence Northwesterly along said curve, 297.58 feet through a central angle of $62^{\circ}00'00''$ (C.B. N. $59^{\circ}07'14''$ W., 283.27 feet); thence N. $28^{\circ}07'15''$ W., 150.00 feet to a curve concave South-

westerly, having a radius of 526.74 feet; thence Northwesterly along said curve, 300.19 feet through a central angle of $32^{\circ}39'10''$ (C.B. N. $44^{\circ}26'50''$ W., 296.14 feet); thence N. $60^{\circ}46'25''$ W., 442.31 feet to a curve concave Southerly, having a radius of 560.00 feet; thence Westerly along said curve, 579.71 feet through a central angle of $59^{\circ}18'43''$ (C.B. S. $89^{\circ}34'13''$ W., 554.17 feet); thence S. $59^{\circ}54'52''$ W., 130.39 feet; thence leaving said right-of-way line, N. $30^{\circ}05'08''$ W., 41.32 feet; thence N. $75^{\circ}05'08''$ W., 35.00 feet; thence N. $48^{\circ}30'35''$ W., 79.90 feet; thence N. $30^{\circ}05'08''$ W., 106.94 feet to the boundary of said Parcel 6; thence along said boundary the following: N. $58^{\circ}56'00''$ E., 378.68 feet; thence N. $75^{\circ}32'00''$ E., 443.74 feet; thence N. $26^{\circ}00'00''$ W., 604.00 feet; thence N. $62^{\circ}58'00''$ W., 855.00 feet; thence S. $84^{\circ}04'00''$ W., 304.00 feet; thence S. $05^{\circ}56'00''$ E., 223.48 feet; thence S. $63^{\circ}34'00''$ W., 172.18 feet; thence S. $26^{\circ}26'00''$ E., 432.00 feet; thence S. $40^{\circ}01'41''$ E., 656.47 feet; thence S. $30^{\circ}05'08''$ E., 47.31 feet; thence leaving said parcel boundary, S. $06^{\circ}00'00''$ W., 25.47 feet; thence S. $30^{\circ}05'08''$ E., 177.00 feet; thence S. $14^{\circ}54'52''$ W., 35.36 feet; thence S. $30^{\circ}05'08''$ E., 40.13 feet to said North right-of-way line of Village Center Drive; thence along said right-of-way line, S. $59^{\circ}54'52''$ W., 102.73 feet to a non-tangent curve concave Southwesterly, having a radius of 660.00 feet and being the Easterly right-of-way line of Tarpon Lake Boulevard, as recorded in O.R. Book 6095, Page 1184-1192 of the Public Records of said County; thence along said right-of-way line, Northwesterly along said curve, 226.90 feet through a central angle of $19^{\circ}41'53''$ (C.B. N. $45^{\circ}09'04''$ W., 225.79 feet); thence N. $55^{\circ}00'00''$ W., 260.00 feet to a curve concave North-easterly, having a radius of 1740.00 feet; thence Northwesterly along said curve, 589.66 feet through a central angle of $19^{\circ}25'00''$ (C.B. N. $45^{\circ}17'30''$ W., 586.84 feet); thence along a radial line extended, S. $54^{\circ}25'00''$ W., 100.00 feet to the Westerly right-of-way line of Tarpon Lake Boulevard as recorded in O.R. Book 4831, Pages 396-399 of the Public Records of said County; thence leaving said right-of-way line, S. $55^{\circ}40'08''$ W., 70.34 feet; thence S. $34^{\circ}49'11''$ W., 14.65 feet; thence S. $53^{\circ}16'36''$ W., 28.03 feet; thence S. $50^{\circ}37'02''$ W., 23.24 feet; thence S. $49^{\circ}32'10''$ W., 14.69 feet; thence S. $55^{\circ}40'08''$ W., 103.37 feet; thence S. $79^{\circ}54'34''$ W., 23.51 feet; thence S. $71^{\circ}47'09''$ W., 27.10 feet; thence S. $50^{\circ}24'52''$ W., 26.51 feet; thence S. $46^{\circ}21'13''$ W., 43.91 feet; thence S. $74^{\circ}01'25''$ W., 22.25 feet; thence S. $85^{\circ}23'45''$ W., 4.16 feet; thence N. $79^{\circ}19'52''$ W., 56.92 feet; thence N. $35^{\circ}31'00''$ W., 185.15 feet; thence S. $59^{\circ}00'00''$ W., 211.82 feet; thence S. $32^{\circ}00'00''$ E., 619.72 feet; thence S. $55^{\circ}00'00''$ E., 358.93 feet to the most Westerly corner of said THE CLEARINGS; thence along the boundary of said plat the following: S. $55^{\circ}00'00''$ E., 791.75 feet; thence S. $00^{\circ}34'07''$ E., 291.14 feet; thence N. $89^{\circ}25'53''$ E., 300.00 feet to said West right-of-way line of Tarpon Lake Boulevard; thence along said line, S. $00^{\circ}34'07''$ E., 378.43 feet; thence N. $80^{\circ}16'57''$ E., 81.03 feet to the East right-of-way line of said Tarpon Lake Boulevard as recorded

in O.R. Book 4831, Pages 400-401; thence along the South line of a drainage easement as recorded in O.R. Book 6095, Pages 1224-1228 as recorded in the Public Records of said County; N.89°25'53"E., 450.00 feet; thence S. 73°05'32" E., 382.32 feet to the West line of said WINDMILL POINTE OF TARPON LAKE-UNIT THREE; thence along said line, N. 24°30'00" E., 583.45 feet; thence along the boundary of said CRYSTAL LAKE CONDOMINIUM, N.00°15'27"E., 382.32 feet; thence West 311.37 feet; thence North 240.00 feet to the East right-of-way line of Crystal Court as recorded in O.R. Book 5865, Pages 544-547 of the Public Records of said County; thence along said right-of-way line the following: North, 295.00 feet to a curve concave Southeasterly, having a radius of 133.17 feet; thence Northeasterly along said curve, 67.93 feet through a central angle of 29°13'35" (C.B. N.14°36'48"E., 67.20 feet); thence N. 29°13'35" E., 27.00 feet to the South right-of-way line of Village Center Drive as recorded in O.R. Book 4831, Pages 396-399 of the Public Records of said County; thence along said right-of-way line the following: S.60°46'25"E., 392.31 feet to a curve concave Southwesterly, having a radius of 426.74 feet; thence Southeasterly along said curve, 243.20 feet through a central angle of 32°39'10" (C.B. S.44°26'50"E., 239.92 feet); thence S. 28°07'15" E., 50.00 feet to said West line of WINDMILL POINTE OF TARPON LAKE-UNIT THREE; thence along the South right-of-way line of Village Center Drive as shown on said plat the following: S.28°07'15"E., 100.00 feet to a curve concave Northeasterly, having a radius of 375.00 feet; thence Southeasterly along said curve 405.79 feet through a central angle of 62°00'00" (C.B. S.59°07'15"E., 386.28 feet); thence N. 89°52'45" E., 513.88 feet; thence S.80°39'31"E., 152.07 feet; thence N. 89°52'45" E., 150.43 feet to a curve concave Southwesterly, having a radius of 50.00 feet; thence Southeasterly 78.25 feet, through a central angle of 89°40'09" (C.B. S. 45°17'10.5" E., 70.51 feet) to said West right-of-way line of East Lake Road; thence along said West right-of-way line the following: N. 00°27'06" W., 63.67 feet; thence N. 01°45'02" W., 167.52 feet to the POINT OF BEGINNING. Containing 122.65 Acres more or less.

LESS:

The Fire and Rescue Station Site (4.00 acres more or less) as recorded in O.R. Book 4781, Pages 1538-1542 of the Public Records of said County; and less Parcel R 10A (Racquet and Swim Club Additional Parking Area 0.45 acres more or less) as recorded in O.R. Book 6392, Pages 2374-2381 of the Public Records of said County.

Having a combined acreage of 118.20 acres more or less.

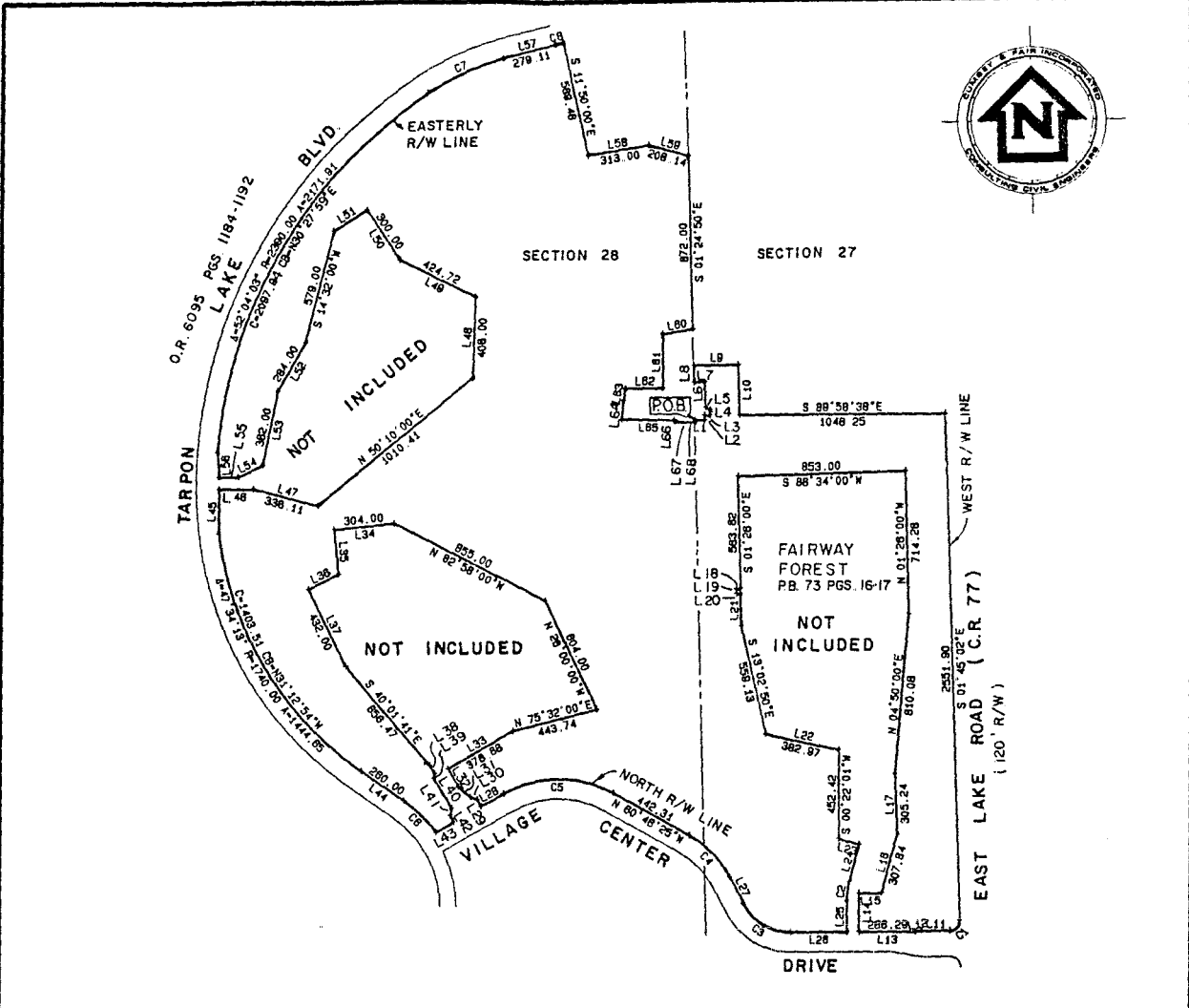
Subject to easements, restrictions and rights-of-way of record.

J.N. 115M/AAA
KCL/tr
1/18/88

EXHIBIT "C"

LEGAL DESCRIPTION OF GOLF COURSE PROPERTY

Golf Course property includes the property described on paged C-1 through C-7 attached to this Exhibit C and made a part hereof.



CURVE	RADIUS	ARC	DELTA	CHORD	CHORD BRG
1	50.00	79.99	91°37'47"	71.71	S 44°03'32"W
2	379.42	98.05	14°48'23"	97.78	S 07°18'56"W
3	275.00	267.58	62°00'00"	263.27	N 58°07'14"W
4	528.74	300.19	32°39'10"	288.14	N 44°28'50"W
5	580.00	579.71	59°18'43"	554.17	S 89°34'13"W
6	890.00	228.90	19°41'53"	225.78	N 45°09'04"W
7	1340.00	419.10	17°55'11"	417.38	N 85°27'35"E
8	550.00	41.10	4°16'52"	41.09	N 72°18'45"E



LINE	BEARING	DISTANCE
1	S 88°58'38"E	50.00
2	N 01°24'50"W	25.00
3	S 89°58'38"E	28.01
4	N 01°24'50"W	28.00
5	N 58°21'25"W	27.43
6	N 01°24'50"W	128.00
7	S 88°35'10"W	55.00
8	N 01°24'50"W	85.00
9	S 89°58'38"E	230.00
10	N 01°24'50"E	250.00
11	S 89°52'45"W	145.32
12	S 80°25'01"W	30.41
13	S 89°52'45"W	288.29
14	N 00°07'15"W	188.46
15	N 89°52'45"E	115.00
16	N 14°41'08"E	307.84
17	N 02°10'00"W	305.24
18	S 88°34'00"W	20.00
19	S 01°28'00"E	25.00
20	N 88°34'00"E	20.00
21	S 01°28'00"E	181.38
22	S 77°48'40"E	382.87
23	S 75°18'52"E	110.00

LINE	BEARING	DISTANCE
24	S 14°41'08"W	195.13
25	S 00°07'48"E	158.00
26	S 88°52'45"W	287.59
27	N 28°07'15"W	150.00
28	S 58°54'52"W	130.39
29	N 30°05'08"W	41.32
30	N 75°05'08"W	35.00
31	N 48°30'35"W	79.90
32	N 30°05'08"W	108.94
33	S 58°58'00"E	378.88
34	S 84°04'00"W	304.00
35	S 05°58'00"E	223.48
36	S 83°34'00"W	172.18
37	S 28°28'00"E	432.00
38	S 30°05'08"E	47.31
39	S 08°00'00"W	25.47
40	S 30°05'08"E	177.00
41	S 14°54'52"W	35.36
42	S 30°05'08"E	40.13
43	S 58°54'52"W	102.73
44	N 55°00'00"W	280.00
45	N 00°05'58"E	225.00
46	EAST	175.00

LINE	BEARING	DISTANCE
47	S 75°10'00"E	338.11
48	N 02°04'00"E	408.00
49	N 83°28'18"W	424.72
50	N 32°42'00"W	300.00
51	S 57°18'00"W	200.00
52	S 28°48'00"W	284.00
53	S 11°24'00"W	382.00
54	S 83°24'00"W	137.00
55	WEST	96.98
56	N 03°58'51"W	125.00
57	N 74°25'11"E	279.11
58	N 80°40'00"E	313.00
59	S 74°58'01"E	208.14
60	S 81°00'00"W	155.00
61	SOUTH	270.00
62	WEST	190.00
63	S 11°00'00"W	80.00
64	S 05°00'00"W	87.13
65	S 89°14'27"E	289.27
66	S 00°45'33"W	10.00
67	S 89°14'27"E	105.38
68	N 01°25'48"W	10.01

SKETCH ONLY NOT A SURVEY

SHEET 1 OF 4

CUMBEY & FAIR INC. CONSULTING CIVIL ENGINEERS ENGINEERING • PLANNING • LAND SURVEYS 2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 34623					LANSBROOK GOLF COURSE PROPERTY SEC. 27 & 28, TWP. 27 S., RGE. 16 E. PINELLAS COUNTY, FLORIDA
SCALE AS SHOWN	DATE 1/22/88	DR D.H.R.	CHK K.C.L.	JOB NO 115M	

EXHIBIT C

LANSBROOK GOLF COURSE PROPERTY

Those portions of Sections 27 and 28, Township 27 South, Range 16 East, Pinellas County, Florida being further described as follows:

BEGINNING at the West $\frac{1}{4}$ corner of said Section 27; thence along the South line of the North $\frac{1}{4}$ of said Section, S. $89^{\circ}58'38''$ E., 50.00 feet; thence N. $01^{\circ}24'50''$ W., 25.00 feet; thence S. $89^{\circ}58'38''$ E., 28.01 feet; thence N. $01^{\circ}24'50''$ W., 26.00 feet; thence N. $58^{\circ}21'25''$ W., 27.43 feet; thence N. $01^{\circ}24'50''$ W., 126.00 feet; thence S. $88^{\circ}35'10''$ W., 55.00 feet to the West line of said Section 27; thence along said line, N. $01^{\circ}24'50''$ W., 85.00 feet; thence leaving said line, S. $89^{\circ}58'38''$ E., 230.00 feet; thence S. $01^{\circ}24'50''$ E., 250.00 feet; thence along a line 25.00 feet North of and parallel to said South line of the North $\frac{1}{4}$ of said Section, S. $89^{\circ}58'38''$ E., 1046.25 feet to the West right-of-way line of East Lake Road (County Road 77, 120 feet right-of-way); thence along said line, S. $01^{\circ}45'02''$ E., 2551.90 feet to a curve concave Northwesterly, having a radius of 50.00 feet and being the Northerly boundary of WINDMILL POINTE OF TARPON LAKES - UNIT THREE as recorded in Plat Book 70, Pages 105-109 of the Public Records of said County; thence along said boundary, Southwesterly along said curve, 79.96 feet through a central angle of $91^{\circ}37'47''$ (C.B. S. $44^{\circ}03'52''$ W., 71.71 feet); thence S. $89^{\circ}52'45''$ W., 145.32 feet; thence S. $80^{\circ}25'01''$ W., 30.41 feet; thence leaving said boundary, along the North right-of-way line of Village Center Drive as recorded in O.R. Book 6095, Pages 1184-1192, S. $89^{\circ}52'45''$ W., 286.29 feet to the East line of FAIRWAY FOREST as recorded in Plat Book 73, Pages 16-17 of the Public Records of said County; thence along said boundary the following: N. $00^{\circ}07'15''$ W., 196.48 feet; thence N. $89^{\circ}52'45''$ E., 115.00 feet; thence N. $14^{\circ}41'08''$ E., 307.84 feet; thence N. $02^{\circ}10'00''$ W., 305.24 feet; thence N. $04^{\circ}50'00''$ E., 810.08 feet; thence N. $01^{\circ}26'00''$ W., 714.28 feet; thence S. $88^{\circ}34'00''$ W., 853.00 feet; thence S. $01^{\circ}26'00''$ E., 563.62 feet; thence leaving said plat boundary, S. $88^{\circ}34'00''$ W., 20.00 feet; thence S. $01^{\circ}26'00''$ E., 25.00 feet; thence N. $88^{\circ}34'00''$ E., 20.00 feet to the aforesaid boundary of FAIRWAY FOREST; thence along said plat boundary, S. $01^{\circ}26'00''$ E., 161.38 feet; thence S. $13^{\circ}02'50''$ E., 559.13 feet; thence S. $77^{\circ}46'40''$ E., 382.97 feet; thence S. $00^{\circ}22'01''$ W., 452.42 feet; thence S. $75^{\circ}18'52''$ E., 110.00 feet; thence S. $14^{\circ}41'08''$ W., 195.13 feet to a curve concave Southeasterly, having a radius of 379.42 feet; thence Southwesterly along said curve, 98.05 feet through a central angle of $14^{\circ}48'23''$ (C.B. S. $07^{\circ}16'56''$ W., 97.78 feet); thence S. $00^{\circ}07'15''$ E., 158.00 feet to said North right-of-way line of Village Center Drive; thence along said right-of-way line the following: S. $89^{\circ}52'45''$ W., 287.59 feet to a curve concave Northeasterly,

EXHIBIT C

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having a radius of 275.00 feet; thence Northwesterly along said curve, 297.58 feet through a central angle of $62^{\circ}00'00''$ (C.B. N. $59^{\circ}07'14''$ W., 283.27 feet); thence N. $28^{\circ}07'15''$ W., 150.00 feet to a curve concave Southwesterly, having a radius of 526.74 feet; thence Northwesterly along said curve, 300.19 feet through a central angle of $32^{\circ}39'10''$ (C.B. N. $44^{\circ}26'50''$ W., 296.14 feet); thence N. $60^{\circ}46'25''$ W., 442.31 feet to a curve concave Southerly, having a radius of 560.00 feet; thence Westerly along said curve, 579.71 feet through a central angle of $59^{\circ}18'43''$ (C.B. S. $89^{\circ}34'13''$ W., 554.17 feet); thence S. $59^{\circ}54'52''$ W., 130.39 feet; thence leaving said right-of-way line, N. $30^{\circ}05'08''$ W., 41.32 feet; thence N. $75^{\circ}05'08''$ W., 35.00 feet; thence N. $48^{\circ}30'35''$ W., 79.90 feet; thence N. $30^{\circ}05'08''$ W., 106.94 feet; thence N. $58^{\circ}56'00''$ E., 378.68 feet; thence N. $75^{\circ}32'00''$ E., 443.74 feet; thence N. $26^{\circ}00'00''$ W., 604.00 feet; thence N. $62^{\circ}58'00''$ W., 855.00 feet; thence S. $84^{\circ}04'00''$ W., 304.00 feet; thence S. $05^{\circ}56'00''$ E., 223.48 feet; thence S. $63^{\circ}34'00''$ W., 172.18 feet; thence S. $26^{\circ}26'00''$ E., 432.00 feet; thence S. $40^{\circ}01'41''$ E., 656.47 feet; thence S. $30^{\circ}05'08''$ E., 47.31 feet; thence S. $06^{\circ}00'00''$ W., 25.47 feet; thence S. $30^{\circ}05'08''$ E., 177.00 feet; thence S. $14^{\circ}54'52''$ W., 35.36 feet; thence S. $30^{\circ}05'08''$ E., 40.13 feet to said North right-of-way line of Village Center Drive; thence along said right-of-way line, S. $59^{\circ}54'52''$ W., 102.73 feet to a non-tangent curve concave Southwesterly, having a radius of 660.00 feet and being the Easterly right-of-way line of Tarpon Lake Boulevard as recorded in O.R. Book 6095, Pages 1184-1192 of the Public Records of said County; thence along said right-of-way line, Northwesterly along said curve, 226.90 feet through a central angle of $19^{\circ}41'53''$ (C.B. N. $45^{\circ}09'04''$ W., 225.79 feet); thence N. $55^{\circ}00'00''$ W., 260.00 feet to a curve concave Northeasterly, having a radius of 1740.00 feet; thence Northwesterly along said curve, 1444.65 feet through a central angle of $47^{\circ}34'13''$ (C.B. N. $31^{\circ}12'54''$ W., 1403.51 feet); thence leaving said right-of-way line, non-tangent, N. $00^{\circ}05'59''$ E., 225.00 feet; thence East, 175.00 feet; thence S. $75^{\circ}10'00''$ E., 338.11 feet; thence N. $50^{\circ}10'00''$ E., 1010.41 feet; thence N. $02^{\circ}04'00''$ E., 408.00 feet; thence N. $63^{\circ}26'19''$ W., 424.72 feet; thence N. $32^{\circ}42'00''$ W., 300.00 feet; thence S. $57^{\circ}18'00''$ W., 200.00 feet; thence S. $14^{\circ}32'00''$ W., 579.00 feet; thence S. $29^{\circ}48'00''$ W., 284.00 feet; thence S. $11^{\circ}24'00''$ W., 382.00 feet; thence S. $63^{\circ}24'00''$ W., 137.00 feet; thence West, 96.99 feet; thence N. $03^{\circ}56'51''$ W., 125.00 feet to a non-tangent curve concave Southeasterly, having a radius of 2390.00 feet and being the Easterly right-of-way line of said Tarpon Lake Boulevard as recorded in O.R. Book 6614, Pages 419-421 of the Public Records of said County; thence along said right-of-way line the following: Northeasterly along said curve 2171.91 feet through a central angle of $52^{\circ}04'03''$ (C.B. N. $30^{\circ}27'59''$ E., 2097.94 feet) to a compound curve concave Southeasterly, having a radius of 1340.00 feet; thence Northeasterly along said curve, 419.10 feet through a central angle of $17^{\circ}55'11''$ (C.B. N. $65^{\circ}27'35''$ E., 417.39 feet); thence N. $74^{\circ}25'11''$ E., 232.38 feet; thence leaving

EXHIBIT C

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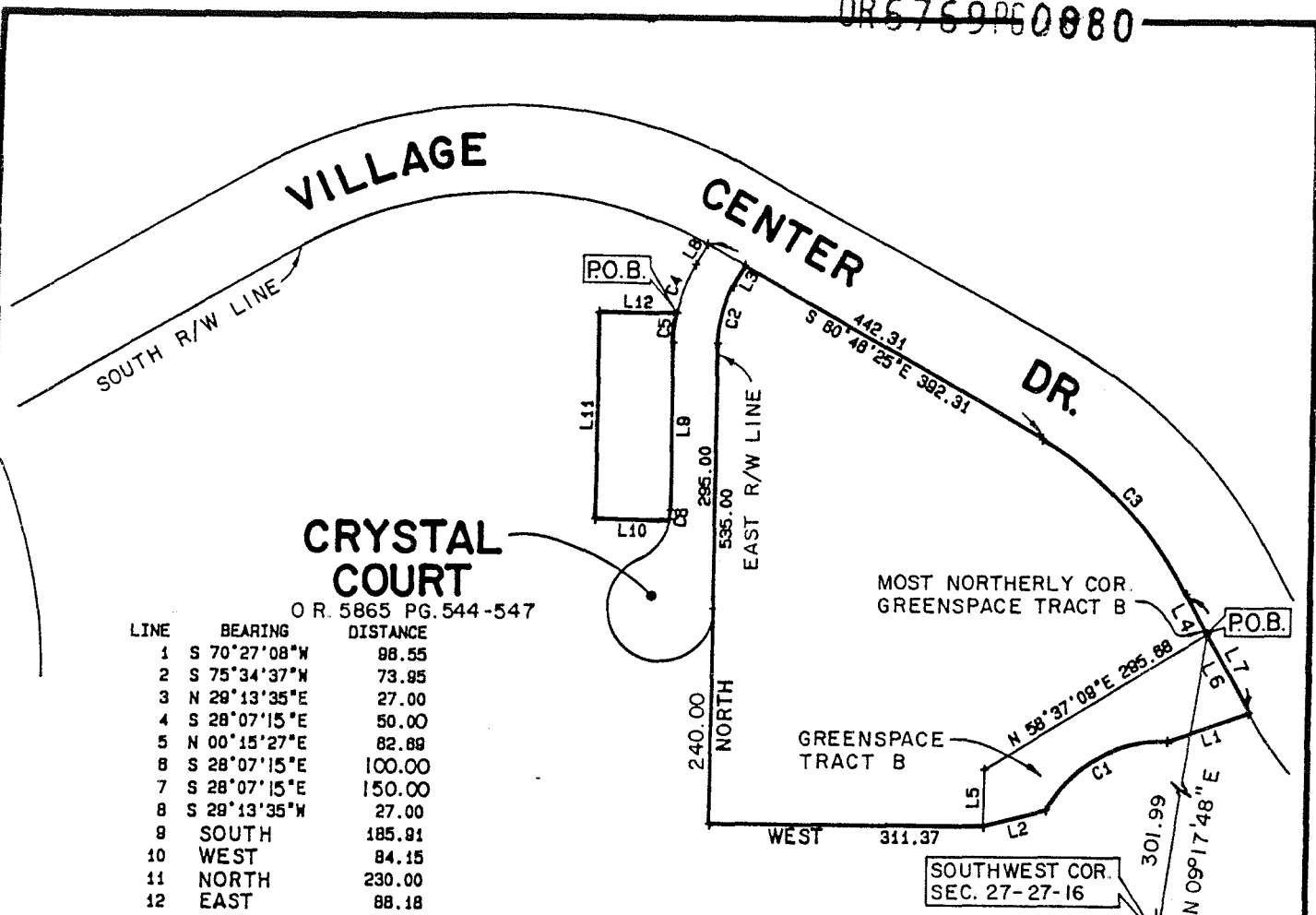
said right-of-way line, N. 74°25'11" E., 46.73 feet to a curve concave Northwesterly, having a radius of 550.00 feet; thence Northeasterly along said curve, 41.10 feet through a central angle of 04°16'52" (C.B. N. 72°16'45" E., 41.09 feet); thence non-tangent, S. 11°50'00" E., 589.46 feet; thence N.80°40'00"E., 313.00 feet; thence S. 74°56'01" E., 208.14 feet to said West line of Section 27; thence along said West line, S.01°24'50"E., 872.00 feet to the North line of the Pinellas County Sewer Plant Site as recorded in O.R. Book 4831, Pages 396-399 of the Public Records of said County; thence along said Sewer Plant Site boundary the following: S. 81°00'00" W., 155.00 feet; thence South, 270.00 feet; thence West, 190.00 feet; thence S. 11°00'00" W., 60.00 feet; thence S. 05°00'00" W., 97.13 feet; thence S. 89°14'27" E., 269.27 feet; thence S. 00°45'33" W., 10.00 feet; thence S. 89°14'27" E., 105.38 feet; thence along said West line of Section 27; N.01°25'49"W., 10.01 feet to the POINT OF BEGINNING.

Containing 171.39 acres more or less.

Subject to easements, restrictions, reservations and rights-of-way of record.

J.N. 115M/GC
KCL/tr
1/12/88

EXHIBIT C
C-4 of 7

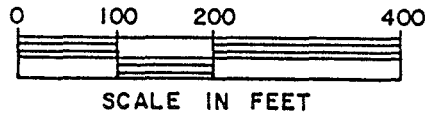
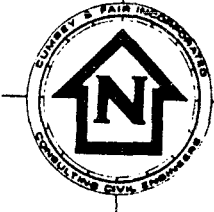


CRYSTAL COURT

O R. 5865 PG. 544-547

LINE	BEARING	DISTANCE
1	S 70°27'08"W	98.55
2	S 75°34'37"W	73.95
3	N 28°13'35"E	27.00
4	S 28°07'15"E	50.00
5	N 00°15'27"E	82.88
8	S 28°07'15"E	100.00
7	S 28°07'15"E	150.00
8	S 29°13'35"W	27.00
9	SOUTH	185.91
10	WEST	84.15
11	NORTH	230.00
12	EAST	88.18

CURVE	RADIUS	ARC	DELTA	CHORD	CHORD BRG
1	180.00	184.83	59°03'37"	157.72	S 80°28'11.5"W
2	133.17	87.83	29°13'35"	87.20	N 14°38'48"E
3	428.74	243.20	32°39'10"	239.92	S 44°28'50"E
4	183.17	59.24	18°31'45"	58.89	S 19°57'43"W
5	183.17	34.20	10°41'50"	34.15	S 05°20'55"N
6	80.00	10.14	8°40'52"	10.13	S 04°50'28"W



SKETCH ONLY NOT A SURVEY

SHEET 1 OF 3
SEE SHEETS 2 & 3 FOR LEGAL DESCRIPTIONS

CUMBEY & FAIR INC.
CONSULTING CIVIL ENGINEERS
ENGINEERING • PLANNING • LAND SURVEYS

2463 ENTERPRISE ROAD, CLEARWATER, FL 34623

LANSBROOK RACQUET
& SWIM CLUB PROPERTY

SEC. 27, 28, TWP. 27 S., RGE. 16 E.
PINELLAS COUNTY, FLORIDA

SCALE 1" = 200' | DATE 1/26/88 | DR D.H.R. | CHK | JOB NO. 115M

EXHIBIT C

LANSBROOK RACQUET & SWIM CLUB PROPERTY

Those portions of: Greenspace Tract B of WINDMILL POINTE OF TARPON LAKE - UNIT THREE recorded in Plat Book 70, Pages 105-109 of the Public Records of Pinellas County and of the Southeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 28, Township 27 South, Range 16 East and of the Southwest $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of Section 27, Township 27 South, Range 16 East, being further described as follows:

Commence at the Southwest corner of said Section 27; thence N. $09^{\circ}17'48''$ E., 301.99 feet to the most Northerly corner of said Greenspace Tract B and the POINT OF BEGINNING; thence along the boundary of said Tract, S. $28^{\circ}07'15''$ E., 100.00 feet; thence S. $70^{\circ}27'08''$ W., 96.55 feet to a non-tangent curve concave Southeasterly, having a radius of 160.00 feet; thence Southwesterly along said curve, 164.93 feet through a central angle of $59^{\circ}03'37''$ (C.B. S. $60^{\circ}28'11.5''$ W., 157.72 feet) to the most Westerly corner of Lot 35, Block 9 of said WINDMILL POINTE OF TARPON LAKE - UNIT THREE; thence leaving said Tract boundary, non-tangent, S. $75^{\circ}34'37''$ W., 73.95 feet; thence West, 12.74 feet to the Westerly boundary of said Tract; thence West, 298.63 feet; thence North, 240.00 feet to the Easterly right-of-way line of Crystal Court, as recorded in Book 5865, Pages 544-547 of the Public Records of said County; thence along said right-of-way line the following: North, 295.00 feet to a curve concave Southeasterly, having a radius of 133.17 feet; thence Northeasterly along said curve, 67.93 feet through a central angle of $29^{\circ}13'35''$, (C.B. N. $14^{\circ}36'48''$ E., 67.20 feet); thence N. $29^{\circ}13'35''$ E., 27.00 feet to the South right-of-way line of Village Center Drive, as recorded in Book 4831, Pages 396-399 of the Public Records of said County, thence along said right-of-way line the following: S. $60^{\circ}46'25''$ W., 392.31 feet to a curve concave Southwesterly, having a radius of 426.74 feet; thence Southeasterly along said curve, 243.20 feet through a central angle of $32^{\circ}39'10''$ (C.B. S. $44^{\circ}26'50''$ E., 239.92 feet); thence S. $28^{\circ}07'15''$ E., 50.00 feet to the POINT OF BEGINNING.

Containing 5.79 acres more or less.

TOGETHER WITH:

A parcel of land lying in the Southeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 28, Township 27 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

EXHIBIT C

C-6 of 7

Commence at the intersection of the Southerly right-of-way line of Village Center Drive and the Westerly boundary of the WINDMILL POINTE OF TARPON LAKE UNIT THREE SUBDIVISION, as shown on the plat thereof, recorded in Plat Book 70 at Pages 105 through 109 of the Public Records of Pinellas County, Florida; run thence along the Southerly right-of-way line of Village Center Drive (80 foot wide right-of-way according to deeds recorded in Official Record Book 4831, at Pages 396 through 401 of the Pinellas County, Florida Public Records) the following courses and distances: N. $28^{\circ}07'15''$ W., 50.00 feet; thence along a tangent curve to the left having a radius of 426.74 feet, a central angle of $32^{\circ}39'10''$, an arc length of 243.20 feet, a chord length of 239.92 feet and a chord bearing of N. $44^{\circ}26'50''$ W., thence tangent to said curve, N. $60^{\circ}46'25''$ W., 442.31 feet; thence leaving said South right-of-way line of Village Center Drive, run S. $29^{\circ}13'35''$ W., 27.00 feet along the Westerly right-of-way line of Crystal Court (A 50 foot wide right-of-way according to deed recorded in Official Record Book 5865 at Pages 544 through 547 of the Public Records of Pinellas County, Florida); continue thence along said West line of Crystal Court by a tangent curve to the left, having a radius of 183.17 feet, a central angle of $18^{\circ}31'45''$, an arc length of 59.24 feet, a chord length of 58.99 feet and a chord bearing of S. $19^{\circ}57'43''$ W., to the POINT OF BEGINNING; continue thence along said West line of Crystal Court by a curve to the left, having a radius of 183.17 feet, a central angle of $10^{\circ}41'50''$, an arc length of 34.20 feet, a chord length of 34.15 feet and a chord bearing of S. $05^{\circ}20'55''$ W., continue thence along said West line of Crystal Court, tangent to last said curve, due South, 185.91 feet; continue thence along said West line of Crystal Court, along a tangent curve to the right, having a radius of 60.00 feet, a central angle of $09^{\circ}40'52''$, an arc length of 10.14 feet, a chord length of 10.13 feet and a chord bearing of S. $04^{\circ}50'26''$ W.; run thence, leaving said West line of Crystal Court, due West, 84.15 feet; run thence due North, 230.00 feet; run due East, 88.18 feet to a point of the West right-of-way line of Crystal Court, the POINT OF BEGINNING.

Containing 0.45 acres more or less.

Having a combined acreage of 6.24 acres more or less.

Subject to easements, restrictions and rights-of-way of record.

J.N. 115M/LRWCP
KCL/tr
1/18/88

EXHIBIT C

C-7 of 7

This FIRST AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR LANSBROOK MASTER ASSOCIATION, INC. (the "First Amendment") is made this 26th day of August, 1991, by Lansbrook Development Corporation, a Florida corporation ("LDC") and John Kevin Poorman, not individually or personally but solely in his capacity as Successor Co-Trustee for Land Trust No. 301, established pursuant to Trust Agreement dated February 28, 1980 ("Titleholder").

Recitals

A. Reference is hereby made to that certain Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc., dated June 14, 1988, executed by LDC, as the Declarant, and Berisford Associates, a Florida joint venture, as the Initial Secondary Developer, recorded on June 17, 1988, in the Office of the Clerk of the Circuit Court for Pinellas County, Florida, at Official Records Book 6769, Page 0799 et seq. (the "Master Declaration") and to the following documents constituting Declarations of Inclusion thereunder (collectively the "Declarations of Inclusion"):

19.50

(1) Declaration of Covenants and Restrictions for Presidents Landing and Presidents Island at Lansbrook, recorded as aforesaid on February 23, 1989, at Official Records Book 6942, Page 1628 et seq.; as amended by First Supplement to Declaration of Covenants and Restrictions for Presidents Landing and Presidents Island at Lansbrook (and Declaration of Inclusion under the Master Declaration) recorded as aforesaid at Official Records Book 7021, Page 1652 et seq.; and

19.50

(2) Declaration of Covenants, Conditions, Restrictions and Easements for Carlyle at Lansbrook, recorded as aforesaid at Official Records Book 7432, Page 57 et seq.; as amended by First Amendment to the Declaration of Covenants, Conditions, Restrictions and Easements for Carlyle at Lansbrook dated June 27, 1991, recorded as aforesaid at Official Records Book 7620, Page 29 et seq.

B. The Master Declaration names LDC as the sole Declarant, notwithstanding that its interest in the Properties (as defined in the Master Declaration) is derived through its affiliate, the Titleholder.,

C. The parties hereto wish to confirm the original intent of the Master Declaration and their continuing intent in respect to the foregoing.

D. The parties hereto further wish to modify the provision of the Master Declaration pertaining to the calculation of the Annual Assessment for the Owners.

E. Section 12.2 of the Master Declaration generally allows the Declarant to amend the Master Declaration for a period of twenty (20) years after its recordation without the consent of any party other than record holders and insurers of seventy-five percent (75%) of the first Mortgages having previously notified the Board of Directors of Lansbrook Master Association, Inc. (the "Board") of their desire to approve any such amendment.

F. Inasmuch as the Board has not received any such notice from any first Mortgagee, no consent is required to this First Amendment.

Statement of Amendment

Therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties to this First Amendment do hereby amend and confirm the Master Declaration as follows:

This Instrument Prepared by
✓ Stanley M. Stevens
Rudnick & Wolfe
203 North LaSalle Street
Chicago, Illinois 60601

27093289 RMH 08-27-91 09:16:48
01 -
RECORDING 1 \$19.50

SMS1259

TOTAL: \$19.50
CHECK AMT. TENDERED: \$19.50
CHANGE: \$0.00

1. The foregoing recitals are hereby incorporated into the text of this First Amendment as if they were an integral part hereof.

2. In the event of any conflict between the terms and provisions of this First Amendment and the Master Declaration, the terms and provisions of this First Amendment shall control. Capitalized terms which are employed herein without definition but which are defined in the Master Declaration shall have the same meaning herein as in the Master Declaration.

3. The second sentence of Section 6.4 of the Master Declaration is hereby deleted and replaced as follows:

Sums sufficient to pay Common Expenses shall be assessed against all of the Owners based upon the following formula: the Annual Assessment for each Lot, Condominium Unit, or Parcel shall equal the Base Assessment, hereinafter defined, multiplied by the applicable multiplier. The Base Assessment shall equal the annual budget divided by the sum of the products obtained by multiplying each of the Assessment Units by its applicable multiplier.

4. References to the Declarant in the Master Declaration are agreed to be to LDC except as follows where they are instead agreed to be to Titleholder ab initio:

- (a) in those instances where easements or other interests in real estate are granted or reserved (provided that this shall not be construed as obviating any rights of LDC as beneficiary under any valid easement grant or reservation in Declarant's favor); and
- (b) in those instances where it is stated that rights inure to Declarant by virtue of its ownership of real property; provided that, as between LDC and Titleholder, any or all of the rights appurtenant to such ownership may be assigned from one to the other, on an exclusive or non-exclusive basis.

Nothing contained herein shall be deemed to require the signature of the Titleholder to any future amendment of the Master Declaration pursuant to the authority granted to LDC in Section 12.2 thereof. Any Subsidy Agreement entered into pursuant to Section 6.5 of the Master Declaration may be entered into by either the Titleholder or LDC and the benefit of such agreement shall inure to the Titleholder. The By-Laws and Articles of Lansbrook Master Association, Inc. shall be interpreted so as to be consistent with the foregoing.

5. LDC hereby confirms its prior consent and agreement to the Declarations of Inclusion.

6. Except as aforesaid, the Master Declaration continues in full force and effect without modification.

7. This Amendment is executed by John Kevin Poorman, not individually or personally, but as Successor Co-Trustee as aforesaid, in the exercise of the power and authority conferred upon and vested in him as such Co-Trustee, and under the express direction of the beneficiary of a certain Land Trust Agreement dated February 28, 1980, and known as Land Trust Number 301 to all provisions of which Trust Agreement this First Amendment is expressly made subject. It is expressly understood and agreed that nothing contained in this First Amendment shall be construed as creating any liability whatsoever against such Successor Co-Trustee, his Co-Trustee or said beneficiary, and in particular without limiting the generality of the foregoing, there shall be no personal liability to pay any indebtedness accruing hereunder or to perform any covenant, either express or implied, herein contained, to keep, preserve or sequester any property of said Trust, and that all personal liability of the Co-Trustees (and said beneficiary to the extent permitted by law), of every sort, if any, is hereby expressly waived by every Owner (as defined in the Master Declaration) and by every person now or hereafter claiming any right hereunder or through such Owner; and that so far as the parties hereto and all parties claiming through them are concerned the owner of any indebtedness or liability accruing hereunder shall look solely to the Trust Estate from time to time subject to the provisions of said Trust Agreement for the payment thereof.

IN WITNESS WHEREOF, the undersigned Declarants have caused this instrument to be executed as of the 26th day of August, 1991.

WITNESSES:

LANSBROOK DEVELOPMENT CORPORATION

Ivey Horning
Printed Name: Ivey Horning

By: Albert C. Piazza
Senior Vice President

Beth Chamberlin
Printed Name: Beth Chamberlin

2500 Village Center Drive
Palm Harbor, Florida 34685

Eileen M. Hamilton
Printed Name: EILEEN M. HAMILTON

John Kevin Poorman
John Kevin Poorman, not individually but as Successor Co-Trustee under Land Trust No. 301

JAMES A. ...
Printed Name: JAMES A. ...

200 West Madison Avenue
Chicago, Illinois 60606

State of Florida
County of Pinellas

The foregoing instrument was acknowledged before me this 26th day of August, 1991, by Albert C. Piazza, as Senior Vice President of Lansbrook Development Corporation, a Florida corporation, on behalf of said corporation.

Cynthia L. Krauth
Notary Public
Printed Name: Cynthia L. Krauth

My commission expires:

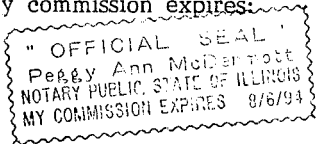
Notary Public, State of Florida
My Comm. Exp. May 29, 1995

State of Illinois
County of Cook

The foregoing instrument was acknowledged before me this 22nd day of August, 1991, by John Kevin Poorman, not individually, but as Successor Co-Trustee under Land Trust No. 301.

Peggy Ann McDermott
Notary Public
Printed Name: PEGGY ANN McDERMOTT

My commission expires:



CONSENT AND JOINDER OF MASTER ASSOCIATION

The undersigned, Lansbrook Master Association, Inc., pursuant to the Master Declaration, defined as aforesaid, does hereby consent to the foregoing First Amendment, the recordation thereof among the Public Records of Pinellas County, Florida and joins in and confirms the grants of easement therein contained in respect to the Association Property.

LANSBROOK MASTER ASSOCIATION, INC.
a Florida corporation not-for-profit

Albert C. Piazza
Vice President

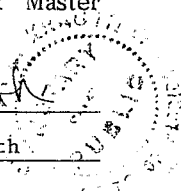
2500 Village Center Drive
Palm Harbor, Florida 34685

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this 26th day of August, 1991, by Albert C. Piazza, Vice President of Lansbrook Master Association, Inc., a Florida corporation not-for-profit.

Cynthia L. Krauth
Notary Public
Printed Name: Cynthia L. Krauth



My commission expires:

Notary Public, State of Florida
My Comm. Exp. May 29, 1995

INST # 97-122673
MAY 1, 1997 5:12PM

PINELLAS COUNTY FLA.
OFF. REC. BK 9692 PG 2360

Prepared by:
John T. Diamandis, Esq.
Rudnick & Wolfe
101 E. Kennedy Boulevard
Suite 200
Tampa, FL 33602

Upon recording return to: ✓
Stacey A. Beyer
Lansbrook Development Corporation
4605 Village Center Drive
Palm Harbor, Florida 34685

3ADD5545 SRM 05-01-1997 08:14:52
01 DCL-LANSBROOK
RECORDING 1 \$17.50
TOTAL: \$17.50
CASH AMT. TENDERED: \$50.00
CHANGE: \$12.50

SECOND AMENDMENT
TO
DECLARATION OF COVENANTS, CONDITIONS,
RESTRICTIONS AND EASEMENTS
FOR
LANSBROOK MASTER ASSOCIATION, INC.

1 RECORDING
REC 32.50
DR218
DS
INT
P/C
CERT
FEES
MTF
REV
TOTAL 37.50

THIS SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR LANSBROOK MASTER ASSOCIATION, INC. (this "Second Amendment") is made and effective this 21st day of April, 1997, by Lansbrook Development Corporation, a Florida corporation ("LDC").

RECITALS

A. LDC is the Declarant under that certain Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc., dated June 14, 1988 and recorded on June 17, 1988 in Official Records Book 6769, at Pages 0799, et seq. of the Public Records of Pinellas County, Florida, (as amended by that certain First Amendment to the Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc. dated the 26th day of August 1991 and recorded in Official Records Book 7662, at Page 2190 of the Public Records of Pinellas County, Florida, the "Master Declaration").

B. Section 12.2 of the Master Declaration allows the Declarant to amend the Master Declaration for a period of twenty (20) years after its recordation without the consent of any other party other than, as to certain amendments, the record holders and insurers of seventy-five

percent (75%) of the first Mortgages having previously notified the Board of Directors (the "Board") of Lansbrook Master Association, Inc. (the "Master Association") of their desire to approve any such amendment.

C. The Board has not received any such notice from any first mortgagee, therefore, no consent is required to this Second Amendment.

D. Section 1.10 of the Master Declaration defines Association Property to include, among other things, dedicated rights-of-way the Master Association is required or elects to maintain.

E. LDC and the Board desire to clarify the rights-of-way which are currently maintained by the Master Association as Association Property, without the intent of limiting the Master Association's right to terminate its maintenance of certain rights-of-way or to add additional rights-of-way to the Association Property, to the extent permitted by the Master Declaration.

NOW, THEREFORE, Declarant hereby amends the Master Declaration as follows:

1. **Recitals and Definitions.** The foregoing Recitals are true and correct and are a part of this Second Amendment. Terms which are employed in this Second Amendment without definition but which are defined in the Master Declaration shall have the same meaning in the Second Amendment as in the Master Declaration.

2. **Rights-of-Way as Association Property.**

(a) The rights-of-way that the Master Association is required or has elected to maintain as of the date of this Second Amendment and which as a result thereof constitute "Association Property" under Section 1.10 of the Master Declaration are described in the Consent to Action taken in Lieu of Special Meeting of the Board of Directors of Lansbrook Master Association, Inc. attached to this Second Amendment as Exhibit "A".

(b) The last sentence of Section 1.10 (Association Property) of the Master Declaration, which makes reference to dedicated rights-of-way to be maintained by the Master Association prior to the first Close of Sale in the First Subdivision, is hereby deleted in its entirety, the same as if never contained in the Master Declaration. The first sentence of Section 3.6 (Title to the Association Property) of the Master Declaration, which makes reference to the dedication of rights-of-way that will comprise Association Property to be maintained by the Master Association, is hereby deleted in its entirety, the same as if never contained in the Master Declaration.

3. **Amendment Limited.** All provisions of the Declaration not specifically amended herein shall remain unmodified and in full force and effect.

IN WITNESS WHEREOF, the Declarant has duly executed this Second Amendment.

WITNESSES:

DECLARANT:

Patricia Bell
Name: PATRICIA BELL

LANSBROOK DEVELOPMENT CORPORATION,
a Florida corporation

Chris Karamitsos
Name: CHRIS KARAMITSOS

By: David J. Evans
DAVID J. EVANS
as its Vice President

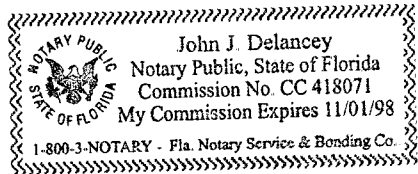
(SEAL)

4605 Village Center Drive
Palm Harbor, FL 34685

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 28th day of April, 1997, by David J. Evans, as Vice President of Lansbrook Development Corporation, a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

(Notarial Seal)

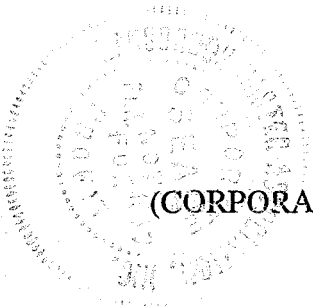


John J. Delancey
NOTARY PUBLIC
State of Florida at Large
Print Name: John J. Delancey
My Commission Expires: 11/1/98

CONSENT & JOINDER OF MASTER ASSOCIATION

The undersigned, Lansbrook Master Association, Inc., pursuant to the Master Declaration, as defined in the foregoing Second Amendment, does hereby consent to the foregoing Second Amendment and the recordation thereof among the Public Records of Pinellas County, Florida.

**LANSBROOK MASTER ASSOCIATION,
INC.,** a Florida corporation
not-for-profit



(CORPORATE SEAL)

By: Beth E. Chamberlin
BETH E. CHAMBERLIN
As Its President

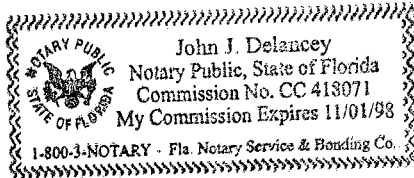
Address: 4605 Village Center Drive
Palm Harbor, Florida 34685

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 28th day of April, 1997 by Beth E. Chamberlin as President of Lansbrook Master Association, Inc., a Florida corporation not-for-profit, on behalf of the corporation She is personally known to me or has produced _____ as identification.

[Signature]
NOTARY PUBLIC

(Notarial Seal)



State of Florida at Large
Print Name: John J. Delancey
My Commission Expires: 11/1/98

CONSENT TO ACTION TAKEN IN LIEU OF SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF LANSBROOK MASTER ASSOCIATION, INC.

Effective as of December 16, 1996

The undersigned constituting all of the members of the Board of Directors of LANSBROOK MASTER ASSOCIATION, INC. (the "Master Association"), waiving all requirements of notice, consent in writing (the "Consent") to the actions specified below and adopt the following resolutions in lieu of holding a special meeting and without notice, pursuant to Section 617.0821 of the Florida Not For Profit Corporation Act.

WHEREAS, the definition of "Association Property" contained in Section 1.10 of the Declaration of Covenants, Conditions, Restrictions and Easements for the Master Association (the "Master Declaration") includes dedicated road rights-of-way that the Master Association is required or elects to maintain; and

WHEREAS, from time to time, various road rights-of-way, within the "Annexable Area" as defined in the Master Declaration, have been dedicated by plat or deed for public roadway purposes, whereby Pinellas County, Florida is responsible for the maintenance of the roadway, drainage structures and sidewalk improvements constructed therein and minimal mowing of any grassed areas; and

WHEREAS, the rights-of-way of said roads have been irrigated and landscaped to a higher standard than will be maintained by Pinellas County and therefore the Master Association has determined that it is in the best interest of the members of the Master Association to operate and maintain such landscaping and irrigation systems: and

WHEREAS, over time, the subject road rights-of-way elected to be maintained by the Master Association have been increased, decreased and changed in size based on, among other things, various right-of-way dedications to Pinellas County, Florida and vacations of right-of-way made by Pinellas County, Florida; and

WHEREAS, the Master Association has previously elected to maintain the landscaping and irrigation systems between the western edge of pavement and the western right-of-way line of East Lake Road, between the northern limits of the Berisford subdivision and the southern limits of the Aylesford subdivision, subsequent to the commencement of road widening in 1996, but has elected to not maintain this area during the construction period and after completion of the road construction; and

WHEREAS, it has been determined to be in the best interest of the Master Association to redefine the public road rights-of-way which the Master Association has elected to maintain as of the date of this Consent.

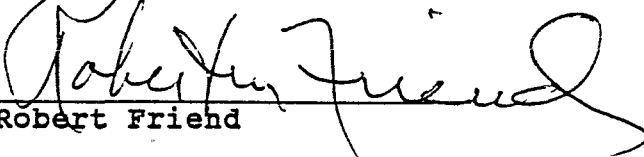
NOW THEREFORE, BE IT RESOLVED, that the Master Association has previously elected, and further hereby elects, to maintain the landscaping and irrigation systems located within the public road rights-of-way (the "Rights-Of-Way") set forth in Exhibit "A" attached hereto and made a part hereof by this reference, which Rights-Of-Way constitute Association Property pursuant to Section 1.10 of the Master Declaration; and

BE IT FURTHER RESOLVED, that all of the acts of the officers, employees or agents of the Master Association taken to maintain the Rights-Of-Way for and on behalf of the Master Association are approved, ratified and confirmed in every respect.

IN WITNESS WHEREOF, the undersigned, constituting all of the directors of the Master Association, authorize, implement and effectuate the actions described in this Consent as of the date at the beginning of the Consent.


Beth Chamberlin


Frederick J. Bennett


Robert Friend

PUBLIC ROAD RIGHT-OF-WAY AREAS ELECTED TO BE MAINTAINED BY
LANSBROOK MASTER ASSOCIATION, INC.

LANSBROOK PARKWAY between East Lake Road and Lakefront Drive as described in the following instruments recorded in the Public Records of Pinellas County, Florida:

Clerks Instrument 87-289803 recorded in Official Record Book 6627 at Pages 648 through 650.

Clerks Instrument 87-289805 recorded in Official Record Book 6627 at Pages 654 through 657.

Clerks Instrument 89-308318 recorded in Official Record Book 7150 at Pages 2288 through 2290.

Clerks Instrument 91-234242 recorded in Official Record Book 7664 at Pages 1434 through 1436.

LAKEFRONT DRIVE between Tarpon Lake Boulevard and Lansbrook Lakefront Park as described in the following instruments recorded in the Public Records of Pinellas County, Florida:

Clerks Instrument 87-305513 recorded in Official Record Book 6640 at Pages 1938 through 1940.

Clerks Instrument 87-305514 recorded in Official Record Book 6640 at Pages 1941 through 1942.

Clerks Instrument 88-163755 recorded in Official Record Book 6783 at Pages 2348 through 2350.

HIGHPOINT DRIVE between Lansbrook Parkway and Bryan Lane as shown and described on the following subdivision plats recorded in the Public Records of Pinellas County, Florida:

Plat of JUNIPER BAY PHASE 2 as recorded in Plat Book 113 at Pages 10 through 15.

Plat of KYLEMONT as recorded in Plat Book 113 at Pages 17 through 22.

Plat of MYRTLE POINT PHASE 1 as recorded in Plat Book 115 at Pages 51 through 58.

KNOBVIEW WAY (Medians Only) as shown and described on the following subdivision plat recorded in the Public Records of Pinellas County, Florida:

Plat of KYLEMONT as recorded in Plat Book 113 at Pages 17 through 22.



PUBLIC ROAD RIGHT-OF-WAY AREAS ELECTED TO BE MAINTAINED BY
LANSBROOK MASTER ASSOCIATION, INC.

TARPON LAKE BOULEVARD. That portion of Tarpon Lake Boulevard, as described in the following instruments recorded in the Public Records of Pinellas County, Florida, lying between Lansbrook Parkway and the north boundary of the Parkside subdivision (according to the plat thereof recorded in Plat Book 106 at Pages 98 through 99 of the Public Records of Pinellas County, Florida):

Clerks Instrument 79-047751 recorded in Official Record Book 4831 at Pages 396 through 399;

Clerks Instrument 85-217134 recorded in Official Record Book 6095 at Pages 1184 through 1192;

Clerks Instrument 87-273815 recorded in Official Record Book 6614 at Pages 419 through 421;

Clerks Instrument 87-289803 recorded in Official Record Book 6627 at Pages 648 through 650;

Clerks Instrument 87-289805 recorded in Official Record Book 6627 at Pages 654 through 657;

Less that portion thereof described in Clerks Instrument 88-023487 recorded in Official Record Book 6673 at Pages 427 through 431.

ARTICLES OF INCORPORATION
OF
LANSBROOK MASTER ASSOCIATION, INC.
(A Corporation Not for Profit)

THE UNDERSIGNED subscriber(s) to these Articles of Incorporation hereby propose(s) the incorporation under Chapter 617, Florida Statutes, of a corporation not for profit, and hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida Articles of Incorporation, and hereby certify as follows:

ARTICLE I

Name

The name of this corporation shall be LANSBROOK MASTER ASSOCIATION, INC. (hereinafter referred to as the "Association"), and its initial office for the transaction of its affairs shall be 2500 Village Center Drive, Palm Harbor, Florida, and the initial Registered Agent at that address is Randy Crete.

ARTICLE II

Purposes

This Association does not contemplate pecuniary gain or profit to the members thereof, and no distribution of income to its members, directors or officers shall be made, except that nothing herein shall prevent the Association from compensating persons who may be members, directors or officers in exchange for services actually rendered to, or costs actually incurred for the benefit of, the Association in furtherance of one or more of its purposes. The general purpose of this Association is to promote the common interests of the property owners in that certain real estate project known as LANSBROOK (hereinafter referred to as the "Project"), and the specific purpose is to perform the functions of the master association contemplated in the Declaration of Covenants and Restrictions for Lansbrook to be recorded in the Public Records of Pinellas County, Florida, (hereinafter referred to as the "Declaration"), as the same may in the future be amended, which purposes shall include but not be limited to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;
- (b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association;
- (c) Have and exercise any and all other powers, rights and privileges of a not-for-profit corporation organized under the law of the State of Florida.

ARTICLE III

Membership and Voting Rights

A. Eligibility. Every person, whether an individual, corporation or other entity, who is the record owner of property within the Project ("Owner") that is subject to assessment pursuant to the Declaration shall become a member of the Association upon the recording of the instrument of conveyance. An Owner's voting rights in the Association shall be determined by the Declaration. Except as hereinafter provided for Class B members, no person other than an Owner in the Project may be a member of the Association, and a membership in the Association may not be transferred except by the transfer of title to property within the Project; provided, however, the foregoing does not prohibit the assignment of membership and voting rights by an Owner who is a contract seller to such Owner's vendee in possession.

B. Classes of Membership and Voting. The Association shall have two classes of voting membership: Class A and Class B. So long as there is Class B membership, Class A members shall be all Owners except Developer (as defined in the Declaration). All Class B memberships shall belong to the Developer. Upon termination of Class B membership, as provided below, Class A members shall be all Owners, including Developer so long as such Developer is an Owner. Voting rights of the members, Class A or Class B, shall be as set forth in the Declaration. There shall be no cumulative voting for Directors or any other matters.

The Class B membership will terminate and convert automatically to Class A membership upon the happening of any of the following, whichever occurs first:

- (a) The Developer conveys all of its respective right, title and interest in and to all property which may be subject to the Declaration.
- (b) The Developer records a disclaimer of its respective Class B memberships.

Upon termination of Class B membership, all provisions of the Declarations, Articles, or By-Laws referring to Class B membership will be obsolete and without further force or effect, including any provision requiring voting by classes of membership.

C. Transferability. Each Class A membership is appurtenant to the property upon which it is based and is transferred automatically by conveyance of title to that property whether or not mention thereof is made in such conveyance of title.

ARTICLE IV

Term of Existence

The Corporation shall have perpetual existence.

ARTICLE V

Incorporator

The name and residence of the Incorporator to these Articles of Incorporation is the following:

<u>NAME</u>	<u>ADDRESS</u>
Victoria H. Carter	c/o Rudnick & Wolfe 201 E. Kennedy Blvd. Suite 1600 Tampa, Florida 33602

ARTICLE VI

Management

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the By-Laws or by the Board of Directors of the Association from time to time. Directors shall be elected for one year terms by the members at the annual members' meeting to be held as scheduled by the Board of Directors in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Corporation, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, a Vice President, and a Secretary-Treasurer of the Corporation, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be Directors. Officers and Directors must be members of the Association except with respect to those who are elected by the Class B members. Any individual may hold two or more corporate offices, except that the offices of President and Secretary-Treasurer may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Corporation. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Association.

Notwithstanding the foregoing, the Class B members shall have the right to elect all Directors as long as there shall be Class B membership, except that such Class B members, in their sole discretion, may voluntarily consent to the election of one director by the Class A members after 50% of the property in the Project has been conveyed to Class A members.

ARTICLE VII

Initial Officers

The names of the initial officers who are to serve until their successors are elected under the provisions of these Articles and the By-Laws are the following:

<u>Title</u>	<u>Identity</u>
President	Randy Crete
Vice President	Stacy Beyer
Secretary-Treasurer	Terri Eichler

ARTICLE VIII

Initial Board of Directors

The number of persons constituting the initial Board of Directors of the Corporation shall be three (3); and the names and addresses of the members of such first Board of Directors, who shall hold office until their respective successors are elected pursuant to the provisions of these Articles and the By-Laws, are the following:

Randy Crete	2500 Village Center Drive Palm Harbor, Florida
Stacy Beyer	2500 Village Center Drive Palm Harbor, Florida
Terri Eichler	2500 Village Center Drive Palm Harbor, Florida

ARTICLE IX

By-Laws

The By-Laws of the Corporation shall be adopted by the initial Board of Directors, as constituted under Article VIII above, at the organizational meeting of the Board. Thereafter the By-Laws may be altered, amended, or rescinded by the affirmative vote of two-thirds of the Board of Directors, or after notice to the members, by the majority vote of Class A members, and the unanimous vote of the Class B members, present at any regular or special meeting of the membership.

However, no amendment to the By-Laws shall be valid which affects any of the rights and privileges provided to the Developer without the written consent of the Developer as long as Developer shall own any property which may become subject to the Declaration.

ARTICLE X

Amendments

A. At any time after the recordation of the Declaration in the Public Records of Pinellas County, Florida, amendments to these Articles of Incorporation shall be made in the following manner:

(a) The Board of Directors shall adopt a resolution setting forth a proposed amendment and, if members have been admitted, directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting. If no members have been admitted the amendment shall be adopted by a vote of the majority of directors and the provisions for adoption by members shall not apply.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be affected thereby shall be given to each member of record entitled to vote thereon within the time and in the manner provided by Florida Statute for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving both the affirmative vote of a majority of the votes of members of each class entitled to vote thereon as a class and the affirmative vote of a majority of the votes of all members entitled to vote thereon.

Any number of amendments may be submitted to the members and voted upon by them at one meeting.

However, no amendment to these Articles of Incorporation shall be valid which affects any of the rights and privileges provided to the Developer without the written consent of the Developer as long as the Developer shall own any lots in the subdivision.

B. At any time before the recordation of the Declaration in the Public Records of Pinellas County, Florida, Amendments to these Articles of Incorporation shall be adopted by a vote of the majority of the Board of Directors and the provisions of Section A of this Article shall not apply.

ARTICLE XI

Registered Office and Agent

Pursuant to Section 48.091 and Section 607.034, Florida Statutes, the name and address of the Initial Registered Agent for service of process upon the Association is:

Randy Crete
2500 Village Center Drive
Palm Harbor, Florida

The above address is also the address of the registered office of the Association.

Victoria H. Carter, Incorporator

STATE OF _____)
COUNTY OF _____)

I HEREBY CERTIFY that on this _____ day of _____, 19, personally appeared before me, the undersigned authority, to be the person described in the foregoing Articles of Incorporation, and who acknowledged to me that she executed the same as her free act and deed for the uses and purposes therein set forth.

Witness my hand and official seal the date aforesaid.

NOTARY PUBLIC
of _____ at Large
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent for PROPERTY OWNER'S ASSOCIATION, INC., hereby accepts such designation and agrees to act in such capacity.

Registered Agent

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
LANSBROOK MASTER ASSOCIATION, INC.
(A Corporation Not for Profit)**

FILED
1988 SEP 19 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.017 and Section 617.018 of the Florida Statutes, the undersigned corporation, Lansbrook Master Association, Inc., a Florida corporation not for profit (the "Corporation"), adopts the following Articles of Amendment to amend its Articles of Incorporation:

1. Corporate Name

The name of this corporation is LANSBROOK MASTER ASSOCIATION, INC.

2. Amendments Adopted

The Amendments adopted provide for:

- (a) A clarification of the purpose of the Corporation.
- (b) The specification of membership eligibility and voting rights pursuant to the Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc. (hereinafter referred to as "Declaration").
- (c) Enumeration of the management system prescribed by the Declaration.
- (d) Provision for amendment of the By-Laws of the Corporation.
- (e) Provision for amendments to the Articles of Incorporation of the Corporation.

3. Text of Amendments

A. **Clarification of Purpose.** Article II of the Articles of Incorporation of the Corporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such article the following new Article II which reads as follows:

II.

Purposes

This Association does not contemplate pecuniary gain or profit to the members thereof, and no distribution of income to its members, directors or officers shall be made, except that nothing herein shall prevent the Association from compensating persons who may be members, directors or officers in exchange for services actually rendered to, or costs actually incurred for the benefit of, the Association in furtherance of one or more of its purposes. The purpose of this Association is to

promote the common interests of the owners of the properties as more particularly described in that certain Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc. (hereinafter referred to as the "Declaration"), to be recorded in the Public Records of Pinellas County, Florida, as the same may in the future be amended, which purposes shall include but not be limited to:

(i) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;

(ii) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association; except as provided in the Declaration; and

(iii) Have and exercise any and all other powers, rights and privileges of a not-for-profit corporation organized under the law of the State of Florida.

B. **Specification of Membership Eligibility and Voting Rights.** Article III of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article III which reads as follows:

III.

Membership and Voting Rights

(a) **Eligibility.** Every person, whether an individual, corporation or other entity, who is the record owner of property within the Properties ("Owner") that is subject to assessment pursuant to the Declaration shall become a member of the Association upon the recording of the instrument of conveyance. An Owner's voting rights in the Association shall be determined by the Declaration. Except as hereinafter provided for the Class B member, no person other than an Owner may be a member of the Association, and a membership in the Association may not be transferred except by the transfer of title to property; provided, however, the foregoing does not prohibit the assignment of membership and voting rights by an Owner who is a contract seller and who has complied with the assignment requirements set out in Article IV Section 2 of the Declaration.

(b) **Classes of Membership and Voting.** The Association shall have two classes of voting membership: Class A and Class B. So long as there is Class B membership, Class A members shall be all Owners; the sole Class B member shall be Lansbrook Development Corp. hereinafter referred to as "Developer". Voting rights of the members, Class A or Class B, shall be as set forth in the Declaration, and the By-Laws. There shall be no cumulative voting by the Class A delegates, as defined and set forth in the Declaration and By-Laws.

The Class B membership will terminate and convert automatically to Class A membership upon the happening of any of the following, whichever occurs first:

(i) The Developer conveys all of its respective right, title and interest in and to all property which may be subject to the Declaration.

(ii) The Developer records a disclaimer of its Class B membership.

Upon termination of Class B membership, all provisions of the Declarations, Articles, or By-Laws referring to Class B membership will be obsolete and without further force or effect, including any provision requiring voting by classes of membership.

(c) **Transferability.** Each Class A membership is appurtenant to the property upon which it is based and is transferred automatically by conveyance of title to that property whether or not mention thereof is made in such conveyance of title.

C. **Enumeration of Management Systems.** Article VI of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article VI which reads as follows:

VI. Management

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the By-Laws or by the Board of Directors of the Association from time to time. Directors shall be elected for a one year term at the annual members' meeting to be held as scheduled by the Board of Directors in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Corporation, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, Vice President, Secretary, and a Treasurer of the Corporation, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may, but need not be Directors. Directors must be members of the Association except with respect to those who are elected by the Class B member. Any individual may hold two or more corporate offices, except that the offices of President and Secretary may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Corporation. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Association.

The Class B member shall have the right to elect all Directors as long as there shall be Class B membership, except that the Class B member may, in its sole discretion, relinquish such right through its voluntary consent to the election of one or more directors by the Class A delegates or upon the 20th anniversary of the recordation of the Master Declaration, whichever occurs

first. Informal action by the Class A delegates or Class B members may be taken in the manner prescribed by the By-Laws of the Corporation.

D. Provision for Amendment of By-Laws. Article IX of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article IX which reads as follows:

IX By-Laws

The By-Laws of the Corporation shall be adopted by the Board of Directors in the manner prescribed by Florida Statute. Thereafter the By-Laws may be altered, amended, or rescinded by the affirmative vote of two-thirds of the Board of Directors, at any regular or special meeting or after notice to the Class A delegates and Class B member, by the affirmative vote of a number of Class A delegates sufficient to represent a majority of the Class A members and the affirmative vote of the Class B member at any regular or special meeting of the members.

However, no amendment to the By-Laws shall be valid which affects any of the rights and privileges provided to the Class B member without the written consent of the Class B member.

E. Provision for Amendment of Articles of Incorporation. Article X of the Articles of Incorporation is amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article X which reads as follows:

X. Amendments

A. At any time after the recordation of the Declaration in the Public Records of Pinellas County, Florida, amendments to these Articles of Incorporation shall be made in the following manner:

(a) The Class B member shall be the sole member entitled to vote on amendments to these Articles for so long as the Class B member shall exist, except that, in its sole discretion, as to any given amendment, the Class B member may waive his right to and permit the Class A delegates to participate in the vote on that amendment.

(b) The amendment procedure shall be as follows:

(1) Written notice setting forth a proposed amendment or a summary of the changes to be affected thereby shall be given to each Class A delegate and the Class B member within the time and in the manner provided by Florida Statute for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(2) At such meeting, a vote shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a number of the Class A delegates sufficient to represent a majority of the Class A members eligible to vote and the affirmative vote of the

Class B member. Any number of amendments may be submitted to the members and voted upon by them at one meeting.

B. At any time before the recordation of the Declaration in the Public Records of Pinellas County, Florida, Amendments to these Articles of Incorporation; shall be adopted by a vote of the majority of the Board of Directors and the provisions of Section A of this Article shall not apply.

4. Authorization of Amendments

The foregoing Amendments were adopted on September 7, 1988 by written consent in lieu of meeting pursuant to Sections 607.181, 607.134, and 617.026, Florida Statutes, signed by all of the Directors and all of the members of the Corporation eligible to vote.

5. Effective Date

The effective date of the Amendment herein certified shall be the date of filing with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed these Articles of Amendment as of the 7th day of Sept, 1988.

LANSBROOK MASTER ASSOCIATION, INC.

By: Robert C. Godbee
Robert C. Godbee, President

By: Theresa M. Eichler
Theresa M. Eichler, Secretary

By: Ralph Gubert, Class A Delegate

Attest: Theresa M. Eichler
Theresa M. Eichler, Secretary

**CONSENT TO ACTION TAKEN IN LIEU OF
SPECIAL MEETING OF THE DIRECTORS AND MEMBERS
OF
LANSBROOK MASTER ASSOCIATION, INC.
(A Corporation Not for Profit)**

Effective as of: September 7, 1988

THE UNDERSIGNED, constituting all of the members of the Board of Directors and members eligible to vote of Lansbrook Master Association, Inc., a Florida corporation not for profit (the "Corporation"), waiving all requirements of notice, hereby consent in writing (this "Consent") to the corporate actions specified below, and adopt the following resolutions, in lieu of holding a formal special meeting of Directors and members, pursuant to Sections 617.026 and 617.017, Florida Statutes:

1. Amendments to Articles of Incorporation

WHEREAS, the undersigned desire to clarify the purpose of the Corporation and specify membership eligibility and voting rights, and enumerate management systems, and provide for procedures to amend the Corporation's By-Laws, and to provide for amendment of the Corporation's Articles of Incorporation;

RESOLVED, that Article II of the Corporation's Articles of Incorporation is hereby amended to delete Article II in its entirety; and that in lieu of such Article the following new Article II be substituted which reads as follows:

II.

Purposes

This Association does not contemplate pecuniary gain or profit to the members thereof, and no distribution of income to its members, directors or officers shall be made, except that nothing herein shall prevent the Association from compensating persons who may be members, directors or officers in exchange for services actually rendered to, or costs actually incurred for the benefit of, the Association in furtherance of one or more of its purposes. The purpose of this Association is to promote the common interests of the owners of the properties as more particularly described in that certain Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc. (hereinafter referred to as the "Declaration"), to be recorded in the Public Records of Pinellas County, Florida, as the same may in the future be amended, which purposes shall include but not be limited to:

(i) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;

(ii) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses

incident to the conduct of the business of the Association; except as provided in the Declaration; and

(iii) Have and exercise any and all other powers, rights and privileges of a not-for-profit corporation organized under the law of the State of Florida.

FURTHER RESOLVED, Article III of the Corporation's Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article III which reads as follows:

III.

Membership and Voting Rights

(a) **Eligibility.** Every person, whether an individual, corporation or other entity, who is the record owner of property within the Properties ("Owner") that is subject to assessment pursuant to the Declaration shall become a member of the Association upon the recording of the instrument of conveyance. An Owner's voting rights in the Association shall be determined by the Declaration. Except as hereinafter provided for the Class B member, no person other than an Owner may be a member of the Association, and a membership in the Association may not be transferred except by the transfer of title to property; provided, however, the foregoing does not prohibit the assignment of membership and voting rights by an Owner who is a contract seller and who has complied with the assignment requirements set out in Article IV Section 2 of the Declaration.

(b) **Classes of Membership and Voting.** The Association shall have two classes of voting membership: Class A and Class B. So long as there is Class B membership, Class A members shall be all Owners; the sole Class B member shall be Lansbrook Development Corp. hereinafter referred to as "Developer". Voting rights of the members, Class A or Class B, shall be as set forth in the Declaration, and the By-Laws. There shall be no cumulative voting by the Class A delegates, as defined and set forth in the Declaration and By-Laws.

The Class B membership will terminate and convert automatically to Class A membership upon the happening of any of the following, whichever occurs first:

(i) The Developer conveys all of its respective right, title and interest in and to all property which may be subject to the Declaration.

(ii) The Developer records a disclaimer of its Class B membership.

Upon termination of Class B membership, all provisions of the Declarations, Articles, or By-Laws referring to Class B membership will be obsolete and without further force or effect, including any provision requiring voting by classes of membership.

(c) **Transferability.** Each Class A membership is appurtenant to the property upon which it is based and is transferred automatically by conveyance of title to that property whether or not mention thereof is made in such conveyance of title.

FURTHER RESOLVED, Article VI of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article VI which reads as follows:

VI. Management

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the By-Laws or by the Board of Directors of the Association from time to time. Directors shall be elected for a one year term at the annual members' meeting to be held as scheduled by the Board of Directors in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Corporation, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, Vice President, Secretary, and a Treasurer of the Corporation, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may, but need not be Directors. Directors must be members of the Association except with respect to those who are elected by the Class B member. Any individual may hold two or more corporate offices, except that the offices of President and Secretary may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Corporation. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Association.

The Class B member shall have the right to elect all Directors as long as there shall be Class B membership, except that the Class B member may, in its sole discretion, relinquish such right through its voluntary consent to the election of one or more directors by the Class A delegates or upon the 20th anniversary of the recordation of the Master Declaration, whichever occurs first. Informal action by the Class A delegates or Class B members may be taken in the manner prescribed by the By-Laws of the Corporation.

FURTHER RESOLVED, Article IX of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article IX which reads as follows:

IX By-Laws

The By-Laws of the Corporation shall be adopted by the Board of Directors in the manner prescribed by Florida Statute. Thereafter the By-Laws may be altered, amended, or rescinded by the affirmative vote of two-thirds of the Board of Directors, at any regular or special meeting or after notice to the Class A delegates and Class B member, by the affirmative vote of a number of Class A delegates sufficient to represent a majority of the Class A members and

the affirmative vote of the Class B member at any regular or special meeting of the members.

However, no amendment to the By-Laws shall be valid which affects any of the rights and privileges provided to the Class B member without the written consent of the Class B member.

FURTHER RESOLVED, Article X of the Articles of Incorporation is amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article X which reads as follows:

X. Amendments

A. At any time after the recordation of the Declaration in the Public Records of Pinellas County, Florida, amendments to these Articles of Incorporation shall be made in the following manner:

(a) The Class B member shall be the sole member entitled to vote on amendments to these Articles for so long as the Class B member shall exist, except that, in its sole discretion, as to any given amendment, the Class B member may waive his right to and permit the Class A delegates to participate in the vote on that amendment.

(b) The amendment procedure shall be as follows:

(1) Written notice setting forth a proposed amendment or a summary of the changes to be affected thereby shall be given to each Class A delegate and the Class B member within the time and in the manner provided by Florida Statute for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(2) At such meeting, a vote shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a number of the Class A delegates sufficient to represent a majority of the Class A members eligible to vote and the affirmative vote of the Class B member. Any number of amendments may be submitted to the members and voted upon by them at one meeting.

B. At any time before the recordation of the Declaration in the Public Records of Pinellas County, Florida, Amendments to these Articles of Incorporation ;shall be adopted by a vote of the majority of the Board of Directors and the provisions of Section A of this Article shall not apply.

2. Authorization to Implement Amendments

RESOLVED, that the Corporation's President and Secretary are hereby authorized and directed to: (i) sign and execute the Articles of Amendment to the Corporation's Articles of Incorporation and to file them with the Florida Department of State; (ii) pay all filing and certification fees resulting therefrom; and (iii) obtain certified copies of the Articles of Amendment from the Florida Department of State.

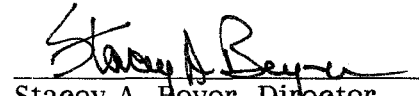
3. Adoption of By-Laws

RESOLVED, that those By-Laws which have been submitted for review by each of the undersigned Directors be adopted as the By-Laws of the Corporation.

IN WITNESS WHEREOF, the undersigned, constituting all of the Board of Directors, and all of the members of the Corporation eligible to vote; approve, authorize, effectuate and implement the actions taken pursuant to this Consent effective as of September 7, 1988.



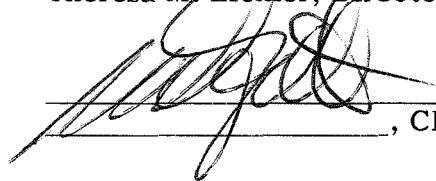
Robert C. Godbee, Director



Stacey A. Beyer, Director



Theresa M. Eichler, Director



, Class A Delegate

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LANSBROOK MASTER ASSOCIATION, INC.

Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation. We further certify that the Articles of Amendment to the Articles of Incorporation of Lansbrook Master Association, Inc., a not for profit corporation, organized under the laws of the State of Florida, was duly adopted by the members, and the number of votes cast for the Amendment was sufficient for approval at a meeting held on September 11, 2000.

Additions are Underlined
Deletions are ~~Stricken Through~~

VI. Management is amended to read as follows:

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the By-Laws or by the Board of Directors of the Association from time to time. All Directors shall be elected for a term of two (2) years on a staggered basis, with an even number of Directors elected each even year, and an odd number elected in odd years. No change in the size of the Board shall serve to shorten the term of any Director. At the election of Directors immediately following the adoption of this provision, the terms of all Directors shall expire, and a number constituting a bare majority shall be elected to a one (1) year term, and a lesser number constituting a bare minority shall be elected to a two (2) year term, in order to set up the staggered service as called for herein. The terms shall be chosen by lot by those persons elected. Directors shall be elected ~~for a one year term~~ at the annual members' meeting to be held as scheduled by the Board of Directors in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Corporation, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, Vice President, Secretary, and a Treasurer of the Corporation, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may, but need not be Directors. Directors must be members of the Association except with respect to

those who are elected by the Class B member. Any individual may hold two or more corporate offices, except that the offices of President and Secretary may not be held by the same person. The officers shall have such duties as may specified by the Board or the By-Laws of the Corporation. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Association.

The Class B member shall have the right to elect all Directors as long as there shall be Class B membership, except that the Class B member may, in its sole discretion, relinquish such right through its voluntary consent to the election of one or more directors by the Class A Delegates or upon the 20th anniversary of the recordation of the Master Declaration, whichever occurs first. Informal action by the Class A delegates or Class B members may be taken in the manner prescribed by the By-Laws of the Corporation.

DATED: Sept. 11, 2000.

LANSBROOK MASTER ASSOCIATION, INC.

By: [Signature]
President

Attest:

By: [Signature]
Secretary

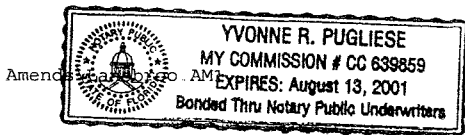
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this day personally appeared Stephen Althoff and Kevin Collins the President and Secretary of LANSBROOK MASTER ASSOCIATION, INC., to me known and known to be the persons described in and who executed the foregoing Articles of Amendment and they each acknowledged before me that they signed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Pinellas County, Florida, this 11th day of September, 2000.

[Signature]

NOTARY PUBLIC
State of Florida
My Commission Expires:



BY-LAWS
OF
THE LANSBROOK MASTER ASSOCIATION, INC.
(A Corporation Not for Profit Under the
Laws of the State of Florida)

ARTICLE I.

General

Section 1. The name and term of existence of the Lansbrook Master Association, Inc., hereinafter referred to as the "Association", shall be as set forth in the Articles of Incorporation.

Section 2. The Association shall have the rights, powers, duties and functions as set forth in the Articles of Incorporation.

Section 3. The members of the Association, their qualification, manner of admission, and transfer of membership shall be as set forth in the Articles of Incorporation and the Declaration of Covenants, Conditions, Restrictions and Easements for Lansbrook Master Association, Inc., hereinafter referred to as the "Declaration".

Section 4. Except as otherwise stated herein, all definitions contained in the Declaration are incorporated herein by reference. "Developer" as used herein shall refer to Lansbrook Development Corporation.

ARTICLE II.

Location

The principal office of the Lansbrook Master Association shall be located at 2500 Village Center Drive, Palm Harbor, Florida.

ARTICLE III.

Membership and Voting Rights

Section 1. Membership in the Master Association is as set forth in the Articles of Incorporation and Article IV, Section 2 of the Declaration.

Section 2. Rights of Class A members are subject to the restrictions enumerated in the Declaration, including but not limited to the payment of annual and special assessments levied by the Master Association, the obligation of which assessment is imposed against unit owner of, and become a lien upon, the unit against which such assessments are made as provided by Article VI, Section 1 of the Declaration.

Section 3. Voting.

(a) Class A voting shall be by Delegate Districts as defined in the Article IV, Section 3 of the Declaration.

(b) Delegates representing each Delegate District shall be elected according to those procedures set out by the documents defining that District.

(c) Each delegate will be entitled to cast one (1) vote for each assessment unit attributable to parcels, lots or condominiums units in a phase of development for which assessments have commenced and which are subject to the Declaration and located in the Delegate District represented by such delegate.

(d) Each delegate shall cast all votes which such delegate is entitled to cast from the Delegate District represented by such delegate as a block in accordance with the instructions received by such delegate from the members in the Delegate District such delegate represents. Delegates may not cast their votes proportionately.

(e) Only the Class B member shall be eligible to vote for members of the Board of Directors (hereinafter referred to as the "Board").

(f) A majority of the votes cast by Class A delegates at a meeting at which a quorum is present shall decide any question, unless the Declaration, Articles or By-Laws provide otherwise, in which event the voting percentage required and the said documents shall control.

(g) Quorum. The presence of a number of Class A delegates sufficient to represent one-third (1/3) of the total number of votes eligible to be cast shall constitute a quorum.

ARTICLE IV.

Meetings of the Membership

Section 1. All annual and special meetings of the Association shall be held in Pinellas County, Florida or at such other place as may be permitted by law and from time to time is fixed by the Board and designated in the notices of meetings.

Section 2. All annual meetings of the members of the Association shall be held in the last quarter of each fiscal year at such place and at such time as shall be designated by and stated in the notice of the meeting.

Section 3. Special meetings of the members for any purpose may be called at any time by the President, Vice President, Secretary or Treasurer, or by a majority of the members of the Board of Directors or upon written request of a number of Class A delegates sufficient to represent one-third (1/3) of all votes eligible to be cast.

Section 4. It shall be the duty of the Secretary to give notice of each annual or special meeting to all members by postage pre-paid United States mail or hand delivery. Notice of such meeting shall be delivered or mailed not less than fourteen (14) nor more than sixty (60) days prior to the date thereof, stating the date, time and place of the meeting and the purpose or purposes thereof.

Section 5. No business shall be transacted at any special meeting except as stated in the notice thereof.

Section 6. Any action required or permitted by the Articles or By-Laws to be taken at an annual or special meeting of the members may be taken without a meeting if a consent in writing setting forth the actions taken is signed by all the Class A delegates or Class B member entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of those members entitled to vote on the subject matter.

ARTICLE V.

Board of Directors

Section 1. The Board of Directors shall be elected solely by the Class B member at the annual members meeting except as provided in Article IV, Section 4B(ii) in the Declaration.

Section 2. Directors must be members of the Association except with respect to those elected by the Class B member.

Section 3. Directors shall be elected for a term of one (1) year and shall hold office until their successors have been duly elected and qualified.

Section 4. Any Director may be removed from office at any time with or without cause by the affirmative vote of a number of Class A delegates sufficient to represent a majority of the Class A members except that the Directors elected by the Class B member may be removed only by the Class B member.

Section 5. The Board of Directors shall consist of not less than three (3) nor more than seven (7) individuals. The Board shall number three (3) individuals until such time as the Board of Directors may elect to change their number within the aforementioned limits.

Section 5. Regular meetings of the Board of Directors shall be held at such place or places within Pinellas County, Florida on such days and at such hours as the Board of Directors may, by resolution, appoint.

Section 7. No notice shall be required to be given of any regular meeting of the Board of Directors.

Section 3. Special meetings of the Board of Directors may be called at any time by the President or by a majority of the Board of Directors and may be held at any place or places within Pinellas County, Florida at any time.

Section 9. Notice of each special meeting of the Board of Directors, stating the time, place and purpose or purposes thereof, shall be given by or on behalf of the President or by or on behalf of the Secretary or by or on behalf of a majority of the members of the Board to each member of the Board not less than three (3) days by mail or one day by telephone or telegraph. Special meetings of the Board may also be held at any place and time without notice by unanimous waiver of notice by all Directors.

Section 10. At all meetings of the Board, unless otherwise specified by the Declaration, Articles or By-Laws the presence of two-thirds (2/3) or more of the Directors shall constitute a quorum and the acts of the majority of the Directors present at such meetings at which a quorum is present, shall be the acts of the Board of Directors.

Section 11. If the office of any Director or Directors becomes vacant by reason of death, resignation, retirement, disqualification or otherwise or should a vacancy be created by an enlargement of the Board or should a Director be removed and a successor not be elected at the meeting, a majority of the remaining Directors, though less than a quorum, shall choose a successor or successors, who shall hold office for the balance of the unexpired term in respect to which such vacancy occurred or until an election held for the purpose of filling said vacancy at any regular or special meeting of the members.

ARTICLE VI.

Officers

Section 1. The officers of the Association shall consist of a President, Vice President, Secretary and a Treasurer of the Corporation and such officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association.

Section 2. Officers of the Association shall be elected by the Board and shall hold office at the pleasure of the Board. Any officer may be removed at any meeting of the Board by the affirmative vote of a majority of the directors, either with or without cause.

Section 3. Officers may, but need not be directors or members.

Section 4. The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the members of the Association and of the Board of Directors. He shall have the general powers and duties of supervision and management of the Association, which usually pertain to his office, and shall perform all such duties as are properly required of him by the Board of Directors.

Section 5. The Vice President shall have such powers and perform such duties as usually pertain to such office or as are properly required of him by the Board of Directors. In the absence or disability of the President, the Vice President shall perform the duties and exercise the powers of the President.

Section 6. The Secretary shall issue notices of all meetings of the membership of the Association and the directors where notices of such meetings are required by law or these By-Laws. He shall keep the minutes of the meeting of the membership and of the Board of Directors.

Section 7. The Treasurer shall have the care and custody of all the monies and securities of the Association. He shall enter on the books of the Association, to be kept by him for that purpose, full and accurate accounts of all monies received by him and paid by him on account of the Association. He shall sign such instruments as require his

signature and shall perform all such duties as usually pertain to his office or as are properly required of him by the Board of Directors.

Section 8. Vacancies arising in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting.

ARTICLE VII

Books and Papers

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to the inspection of any member of the Association.

ARTICLE VIII

Amendments

These By-Laws may be amended, altered or rescinded by the affirmative vote of two-thirds (2/3rds) of the Board of Directors at any regular or special meeting or, after notice to the Class A delegates and Class B member, by the affirmative vote of a number of Class A delegates sufficient to represent a majority of the Class A members and the affirmative vote of the Class B member at any regular or special meetings of the members.

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PREPARED BY AND RETURN TO:
Joseph R. Cianfrone, Esq.
Joseph R. Cianfrone, P.A.
1968 Bayshore Boulevard
Dunedin, FL 34698

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BY _____ DEPUTY CLERK

CERTIFICATE OF AMENDMENT
TO
BY-LAWS
OF

LANSBROOK MASTER ASSOCIATION, INC.
PERTAINING TO THE
DECLARATION OF COVENANTS, CONDITIONS,
RESTRICTIONS AND EASEMENTS FOR
LANSBROOK MASTER ASSOCIATION, INC.

NOTICE IS HEREBY GIVEN that at a duly called meeting of the Board of Directors on March 13, 2000, by a vote of not less than two-thirds (2/3) of the total of the Board of Directors, the By-Laws of Lansbrook Master Association, Inc. for the Declaration which was originally recorded in O.R. Book 6769, Page 0804, et seq., in the Public Records of Pinellas County, Florida, be, and the same are hereby amended as follows:

The By-Laws of LANSBROOK MASTER ASSOCIATION, INC. are hereby amended in accordance with Exhibit "A" attached hereto and entitled "Schedule of Amendments to By-Laws of Lansbrook Master Association, Inc."

IN WITNESS WHEREOF, LANSBROOK MASTER ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 13th day of March, 2000.

LANSBROOK MASTER ASSOCIATION, INC.

(Corporate Seal)

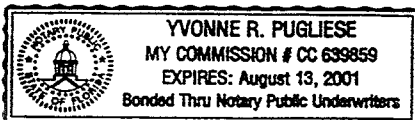
By: [Signature]
President

ATTEST: [Signature]
Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

On this 13 day of March, 2000, personally appeared before me STEVEN ANTHOFF, President, and KEVIN COLLINS, Secretary of LANSBROOK MASTER ASSOCIATION, INC., and acknowledged the execution of this instrument for the purposes herein expressed.

[Signature]
NOTARY PUBLIC
State of Florida
My Commission Expires:



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SCHEDULE OF AMENDMENTS
TO
BY-LAWS
OF
LANSBROOK MASTER ASSOCIATION, INC.

Additions are Underlined
Deletions are ~~Stricken Through~~
Omissions are indicated by Ellipsis...

1. ARTICLE V. Board of Directors, Section 10, is amended to read as follows:

Section 10. At all meetings of the Board, unless otherwise specified by the Declaration, Articles or By-Laws the presence of ~~two thirds (2/3)~~ a majority or more of the Directors shall constitute a quorum and the acts of the majority of the Directors present at such meetings at which a quorum is present, shall be the acts of the Board of Directors.

EXHIBIT "A"

KARLEEN F. DE BLAKER, CLERK OF COURT
PINELLAS COUNTY, FLORIDA (727) 464-3008

PREPARED BY AND RETURN TO:
Joseph R. Cianfrone, Esq.
Joseph R. Cianfrone, P.A.
1948 Bayshore Boulevard
Dunedin, FL 34698

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CERTIFICATE OF AMENDMENT
TO
BY-LAWS
OF
LANSBROOK MASTER ASSOCIATION, INC.
PERTAINING TO THE
DECLARATION OF COVENANTS, CONDITIONS,
RESTRICTIONS AND EASEMENTS FOR
LANSBROOK MASTER ASSOCIATION, INC.

NOTICE IS HEREBY GIVEN that at a duly called meeting of the Board of Directors on June 30, 2003, by a vote of not less than two-thirds (2/3) of the total of the Board of Directors, the By-Laws of Lansbrook Master Association, Inc. for the Declaration which was originally recorded in O.R. Book 6769, Page 0804, et seq., in the Public Records of Pinellas County, Florida, be, and the same are hereby amended as follows:

The By-Laws of LANSBROOK MASTER ASSOCIATION, INC. are hereby amended in accordance with Exhibit "A" attached hereto and entitled "Schedule of Amendments to By-Laws of Lansbrook Master Association, Inc.

IN WITNESS WHEREOF, LANSBROOK MASTER ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 30th day of June, 2003.

(Corporate Seal)

LANSBROOK MASTER ASSOCIATION, INC.

By: [Signature]
President

ATTEST:

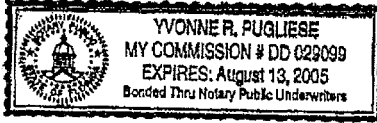
[Signature]
Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

On this 30 day of June, 2008, personally appeared before me John C. Beckman, President, and Mary C. Gilchrist, Secretary of LANSBROOK MASTER ASSOCIATION, INC., and acknowledged the execution of this instrument for the purposes herein expressed.

Yvonne R. Pugliese
NOTARY PUBLIC

State of Florida
My Commission Expires:



UNOFFICIAL

SCHEDULE OF AMENDMENTS
TO
BY-LAWS
OF
LANSBROOK MASTER ASSOCIATION, INC.

ADDITIONS INDICATED BY UNDERLINE
DELETIONS INDICATED BY ~~STRIKE THROUGH~~
OMISSIONS INDICATED BY ELLIPSIS.....

1. ARTICLE V. Board of Directors, Section 2, is amended to read as follows:

Section 2. Directors must be members of the Association. ~~Except with respect to those elected by the Class B member.~~ No Delegate District shall have more than one (1) member serve on the Board of Directors at any one time.

2. ARTICLE V. Board of Directors, Section 3, is amended to read as follows:

Section 3. Directors shall be elected for ~~a term of one (1) year~~ two (2) year terms pursuant to the Articles of Incorporation and shall hold office until their successors have been duly elected and qualified.

EXHIBIT "A"