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FIRST SUPPLEMENT TO THE DECLARATION
OF COVENANTS, CONDITIONS AND RESTRICTIONS
OF
VALLEY WOOD

WHEREAS, American Management and Development Corporation, hereinafter called "Declarant", did cause a Declaration of Covenants, Conditions and Restrictions for Valley Wood to be recorded on June 17, 1985, in Official Records Book 1423 at Page 416, Public Records of Pasco County, Florida, said Declaration being hereinafter referred to as the "Declaration", and

WHEREAS, the Declaration reserved unto Declarant, the right to annex additional property to the Properties previously made subject to the Declaration;

NOW, THEREFORE, American Management and Development Corporation, as Declarant, hereby amends the Declaration as follows:

Article 1 Section 3 is hereby amended as follows:

"Properties" shall mean and refer to that certain real property described on attached Exhibit A to the Declaration together with the property described in Exhibit A and Exhibit B attached to the First Supplement to the Declaration and incorporated therein by reference, and such other additions thereto as may hereafter be brought within the jurisdiction of the Association, and be made subject to this Declaration.

IN WITNESS WHEREOF, the undersigned, in its capacity as Declarant has caused this First Supplement to the Declaration of Covenants, Conditions

THIS INSTRUMENT PREPARED BY & AFFIRMATION
DONALD R. HALL, ATTORNEY
COZA and HALL, P.A.
BOX 12208, CLEARWATER, FL 33716-0013

FILED FOR
MAR 26 11 40 AM '86
229252

HOLD FOR: Return to:
STATE TITLE & ABSTRACT, INC.
2550-B NURSERY ROAD
CLEARWATER, FL 33546
PH. 813 - 530-9904

O. R. 1490 PG 1102

and Restrictions to be signed by its duly authorized officer and its corporate seal affixed herewith the 12th day of February, 1986.

Signed, Sealed and Delivered
in the presence of:

American Management and Development
Corporation

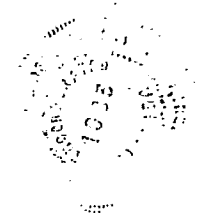
Kay A. Chidester
KAY A. CHIDESTER

by: Frank P. Macagnone
PRES

Karen S. Bernard
Karen S. BERNARD

Attes: [Signature]
SECRETARY

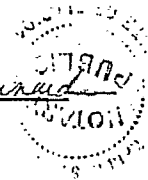
(CORPORATE SEAL)



STATE OF FLORIDA)
) SS
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 12th day of
February, 1986 by Frank P. Macagnone and
Billy R. Barnes, as President and
Secretary, respectively, of American Management and Development
Corporation, on behalf of said Corporation.

Karen S. Bernard
Notary Public



My Commission Expires:

NOTARY PUBLIC, State of Florida At Large
My Commission Expires April 17th, 1987

LEGAL DESCRIPTION & DEDICATION:

STATE OF FLORIDA)
COUNTY OF PASCO) S.S.

The undersigned, owner of the lands shown on this plat to be known as VALLEY WOOD-2 UNIT 31, TALL PINES AT RIVER RIDGE, a subdivision of a portion of the Northeast 1/4 of Section 31, Township 25 South, Range 17 East, Pasco County, Florida, and being more particularly described as follows:

Commence at the East 1/4 corner of said Section 31; thence N 00°18' 00" E, along the East line of said Northeast 1/4, for 763.71 feet; thence N 89°42' 00" W, for 609.58 feet; thence S 57°39' 07" W, for 44.00 feet; thence S 89°20' 03" W, for 170.07 feet; thence S 74°31' 26" W, for 261.50 feet to the POINT OF BEGINNING; thence continuing S 74°31' 26" W, for 142.92 feet; thence S 25°06' 34" W, for 282.37 feet; thence S 70°34' 10" W, for 124.91 feet; thence N 77°15' 10" W, for 122.15 feet; thence N 37°06' 50" W, for 79.25 feet; thence N 87°28' 47" W, for 62.02 feet; thence N 51°43' 52" W, for 27.94 feet; thence S 38°16' 09" W, for 137.37 feet; thence S 66°18' 09" W, for 4.58 feet; thence N 51°43' 52" W, for 109.94 feet; thence N 47°42' 02" W, for 43.77 feet to the point of intersection with a curve concave to the Northwest; thence northeasterly along the arc of said curve having a radius of 338.00 feet, a central angle of 12°10' 02", an arc length of 71.78 feet and a chord bearing N 44°15' 52" E, for 71.64 feet; thence N 38°10' 51" E, for 309.64 feet to the point of curvature of a curve concave to the Southeast; thence northeasterly along the arc of said curve having a radius of 712.00 feet, a central angle of 21°34' 00", an arc length of 268.00 feet and a chord bearing N 48°57' 51" E, for 266.42 feet; thence radially S 30°15' 10" E, for 24.00 feet to the point of radial intersection with a curve concave to the Southeast; thence northeasterly along the arc of said curve having a radius of 688.00 feet, a central angle of 16°51' 56", an arc length of 202.52 feet and a chord bearing N 68°10' 49" E, for 201.79 feet; thence N 76°36' 47" E, for 99.88 feet; thence S 13°23' 13" E, for 175.13 feet; thence N 81°43' 25" E, for 34.04 feet; thence S 08°16' 35" E, for 145.71 feet to the POINT OF BEGINNING, and containing 6.74 acres, more or less.

EXHIBIT A

cw:LD26:EE/1
05-350.56

VALLEY WOOD-2, UNIT 31
TALL PINES AT RIVER RIDGE

O. R. 1490 PG 1104

LEGAL DESCRIPTION & DEDICATION

STATE OF FLORIDA) S.S.
COUNTY OF PASCO)

The undersigned, owner of the lands shown on this plat to be known as VALLEY WOOD - 3 UNIT 32, TALL PINES AT RIVER RIDGE, a subdivision of a portion of the Northeast 1/4 of Section 31, Township 25 South, Range 17 East, Pasco County, Florida, and being more particularly described as follows:

COMMENCE at the Southwest corner of the Northeast 1/4 of said Section 31; thence S 00°18'38" W along the North/South centerline of said Section 31 for 73.61 feet to the point of intersection to a curve concave to the Northwest, said point also being a point on the southeasterly right-of-way line of Massachusetts Avenue (a 120 foot right-of-way) as recorded in O.R. Book 1333, Page 450 of the Public Records of Pasco County, Florida, said point also being the point of beginning of the plat of "HUNT RIDGE UNIT 10, TALL PINES AT RIVER RIDGE" as recorded in P.B. 23, Pages 99 and 100 of the Public Records of Pasco County, Florida; thence along the northerly boundary of said Unit 10 Plat the next five (5) courses: (1) thence northeasterly along the arc of said curve and said right-of-way line having for its elements a radius of 1,260.00 feet, a central angle of 06°59'37", an arc length of 153.79 feet, a chord length of 153.70 feet and a chord bearing of N 40°24'05" E to the point of tangency; (2) thence N 36°54'17" E for 94.63 feet; (3) thence S 53°05'43" E for 63.81 feet to the POINT OF BEGINNING; (4) thence S 23°41'52" E for 70.00 feet; (5) thence S 33°16'55" E for 79.82 feet; thence N 19°26'42" E for 107.87 feet; thence N 66°18'09" E for 34.94 feet; thence N 23°41'52" W for 36.70 feet; thence N 66°18'09" E for 578.88 feet to the Southwest corner of the plat of "VALLEY WOOD - 2 UNIT 31, TALL PINES AT RIVER RIDGE" as recorded in P.B. 24, Pages 54-56 of the Public Records of Pasco County, Florida; thence N 51°43'52" W along the southwesterly boundary of said Unit 31 for 109.94 feet to a point of curvature of a curve concave to the Southwest; said point also being a point on the southeasterly boundary of the plat "RUXTON VILLAGE - 2 UNIT 21, TALL PINES AT RIVER RIDGE" as recorded in P.B. 24, Pages 77-78 of the Public Records of Pasco County, Florida; thence along the southeasterly boundary of said Unit 21 the next six (6) courses: (1) thence northwesterly along the arc of said curve having for its elements a radius of 25.00 feet, a central angle of 75°12'29", an arc length of 32.82 feet, a chord length of 30.51 feet and a chord bearing N 89°20'06" W to a point of reverse curvature of a curve concave to the Northwest; (2) thence southwesterly along the arc of said curve having for its elements a radius of 362.00 feet, a central angle of 13°14'29", an arc length of 83.66 feet, a chord length of 83.47 feet and a chord bearing of S 59°40'54" W to a point of tangency; (3) thence S 66°18'09" W for 423.88 feet to a point of curvature of a curve concave to the Southeast; (4) thence southwesterly along the arc of said curve having for its elements a radius of 188.00 feet, a central angle of 29°13'03", an arc length of 95.87 feet, a chord length of 94.83 feet and a chord bearing S 51°41'37" W to a point of tangency; (5) thence S 37°05'06" W for 26.18 feet; (6) thence S 23°41'52" E for 30.00 feet to the POINT OF BEGINNING. Said land contains 1.71 acres, more or less.

EXHIBIT B

ew:LD30:L/1
05-350.56
VALLEY WOOD 3 UNIT 32

O.R. 1490 PG 1105