

**EXHIBIT A**

**LEGAL DESCRIPTION OF INITIAL PROPERTY**

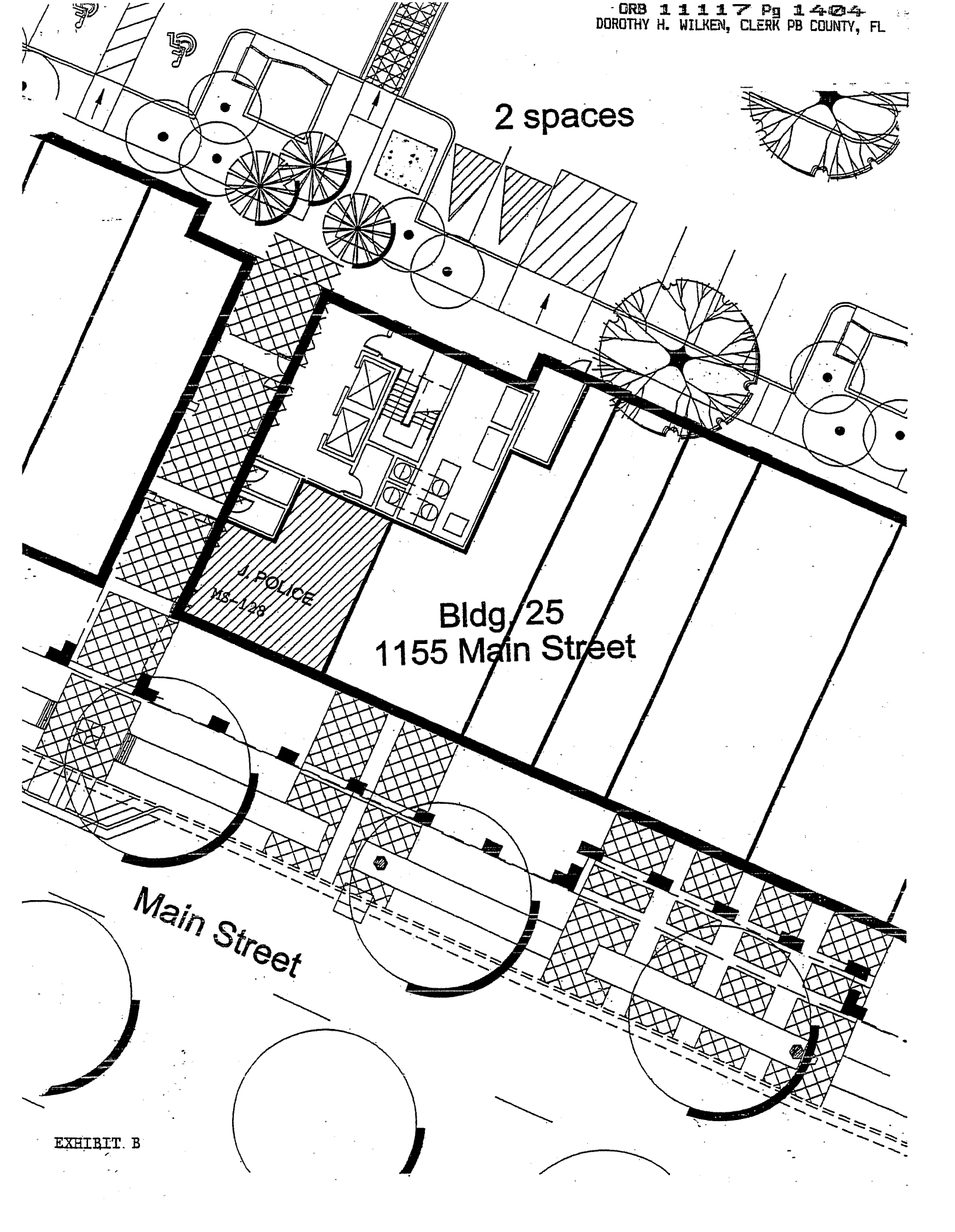
All of Tracts TC7 and TC8 of Abacoa Plat No. 1, according to the plat thereof, as recorded in Plat Book 78, Pages 145-163, Public Records of Palm Beach County, Florida.

2 spaces

Bldg 25  
1155 Main Street

J. POLICE  
MS-128

Main Street



Prepared by and return to:  
Lawrence B. Juran, Esq.  
222 Lakeview Avenue, Suite 1700  
West Palm Beach, Florida 33401

**FIRST AMENDMENT**

**TO**

**MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS**

**FOR ABACOA TOWN CENTER**

**THIS FIRST AMENDMENT TO MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR ABACOA TOWN CENTER ("First Amendment")** is made as of this 1<sup>st</sup> day of June, 1999 by NORTH COUNTY LAND HOLDINGS, LTD., a Florida limited partnership ("**Declarant**").

**WITNESSETH:**

**WHEREAS**, Declarant is the owner of certain real property located in Palm Beach County, Florida, as more particularly described in **Exhibit A** (the "**Initial Property**"), and Declarant has subjected the Initial Property to the provisions of that certain Master Declaration of Covenants, Conditions and Restrictions for Abacoa Town Center, dated as of May 10, 1999, and recorded in Official Records Book 11117, Page 1338, Public Records of Palm Beach County, Florida (the "**Master Declaration**"); and

**WHEREAS**, pursuant to Section 11.2 of the Master Declaration, Declarant desires to amend the Master Declaration as hereinafter provided:

**NOW, THEREFORE**, the Master Declaration is hereby amended as follows:

1. The foregoing recitals are true and correct. All capitalized terms not otherwise defined herein shall have the same meaning as defined in the Master Declaration. The terms of this First Amendment shall control any conflicting terms of the Master Declaration, provided that any unmodified terms of the Master Declaration shall remain in full force and effect.

2. Article VI is modified by the addition of the following at the end thereof:

**6.4 NPBCID**

6.4.1 NPBCID is a political subdivision of the State of Florida and is responsible for implementing and maintaining certain public benefits and improvements to those parcels of real properties located within the Abacoa Communities which lie within NPBCID's Units of Development 9, 9A, 9B and 28, and any additional units of development legally established of which the Abacoa Communities are a part.

6.4.2 All individuals or entities owning or purchasing tracts of land, lots or units within those areas of the Abacoa Communities lying within NPBCID's Units of Development 9, 9A, 9B, and 28, and any additional units of development legally established of which the Abacoa Communities are a part, will be obligated and responsible for paying such non-ad valorem assessments that have or may be assessed and levied annually by NPBCID upon an Owner's property. These non-ad valorem assessments will appear on each Owner's annual Unified Real Property Tax Bill that is issued and collected by the Tax Collector of Palm Beach County, Florida.

6.4.3 NPBCID will construct improvements within the Abacoa Communities. The NPBCID constructed improvements for which NPBCID retains ownership shall be maintained by NPBCID unless the Community Association contracts with NPBCID for the Community Association to maintain all or part of such improvements. In the event NPBCID maintains such improvements, all individuals or entities owning or purchasing tracts of land, lots or units within the Abacoa Communities will pay for such maintenance expenses through their non-ad valorem assessments. In the event the Community Association contracts to maintain such NPBCID improvements, then such maintenance expenses will be paid by the Owners through their assessments due the Community Association or through their non-ad valorem assessments.

3. Section 2.10 of the Master Declaration is modified by adding the following at the end thereof:

"Any such Condominium Declaration must be approved by NPBCID in accordance with the Units of Development 9A and 9B Reports of Commissioners as set forth in the Declarations of Special Assessments for said two Units of Development recorded in Official Records Book 9387, Pages 1385-1432, and Official Records Book 9387, Pages 1337-1384, respectively, each of the Public Records of Palm Beach County, Florida."

4. Section 2.11 of the Master Declaration is modified by adding the following at the end thereof:

"In accordance with Section 6.4 below, the non-ad valorem assessments to which the Common Areas shall be and remain subject include, without limitation, all non-ad valorem assessments that have or may be assessed and levied annually by NPBCID for debt or maintenance with respect to NPBCID's Units of Development 9, 9A, 9B and 28, and any additional units of development legally established of which the Abacoa Communities are a part."

5. Notwithstanding any provision of the Master Declaration to the contrary, any amendment of any provisions of Section 6.4, 2.10 or 2.11 set forth in this First Amendment shall require the written consent of NPBCID.

[THIS SPACE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, a duly authorized officer of the undersigned Declarant has executed this First Amendment under seal, as of the day and year first above written.

Signed , sealed and delivered  
in the presence of:

**NORTH COUNTY LAND HOLDINGS,  
LTD.**, a Florida limited partnership

By: **NORTH COUNTY LAND INVESTORS,  
LTD.**, a Florida limited partnership, General  
Partner of North County Land Holdings, Ltd.

By: **NORTH COUNTY LAND EQUITY  
CORPORATION**, Florida corporation,  
General Partner of North County Land  
Investors, Ltd.

Jackie Ruszenas  
Name: Jackie Ruszenas

Bonnie Weber  
Name: Bonnie Weber

By: Patrick J. DiSalvo  
Name: Patrick J. DiSalvo  
Title: Vice President

STATE OF FLORIDA )

COUNTY OF Palm Beach ) ss

The foregoing instrument was acknowledged before me this 1st day of June, 1999, by Patrick J. DiSalvo, as Vice President of NORTH COUNTY LAND EQUITY CORPORATION, a Florida corporation, the General Partner of NORTH COUNTY LAND INVESTORS, LTD., a Florida limited partnership, the General Partner of NORTH COUNTY LAND HOLDINGS, LTD., a Florida limited partnership, on behalf of the corporation and the partnerships. He/She is personally known to me or has produced a driver's license as identification.



Jacqueline M. Ruszenas  
MY COMMISSION # CC627707 EXPIRES  
April 16, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

Jacqueline M. Ruszenas  
NOTARY PUBLIC

Name: \_\_\_\_\_  
Serial #: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

**JOINDER OF MORTGAGEE**

The undersigned, as the holder of that certain Mortgage and Security Agreement recorded in Official Records Book 10263, Page 1999, Public Records of Palm Beach County, Florida, which encumbers the Initial Property, hereby consents to this First Amendment.

IN WITNESS WHEREOF, the undersigned has caused these presents to be duly signed in its name by its Sr. Vice President, this 4<sup>th</sup> day of June, 1999.

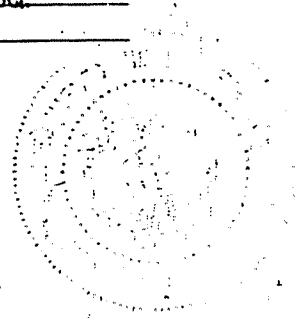
SIGNED, SEALED AND DELIVERED  
IN THE PRESENCE OF:

MEDITRUST MORTGAGE  
INVESTMENTS, INC., a Delaware corporation

[Signature]  
Name: Annemarie Wasniewski  
[Signature]  
Name: Lisa J. Avery-Peck

By: [Signature]  
Name: MICHAEL S. BENJAMIN, ESQ.  
Title: SENIOR VICE PRESIDENT

(Corporate Seal)



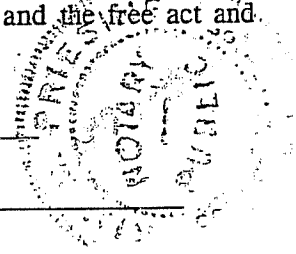
COMMONWEALTH OF MASSACHUSETTS

Notary, ss

June 4, 1999

Then personally appeared the above-named Michael S. Benjamin, who swore that he/she is the Sr. Vice President of Meditrust Mortgage Investments, Inc. and acknowledged the foregoing instrument to be his/her free act and deed and the free act and deed of said Meditrust Mortgage Investments, Inc., before me

[Signature]  
Notary Public  
My commission expires: \_\_\_\_\_



Kim M. Priesing  
Notary Public  
My Commission Expires August 2, 2002







JOINDER OF ABACOA PROPERTY OWNERS' ASSEMBLY, INC.

The undersigned hereby consents to this First Amendment; provided that such consent is expressly subject to the limitations set forth in Section 11.2 of the Master Declaration.

IN WITNESS WHEREOF, the undersigned has caused these presents to be duly signed in its name by its President, this 3<sup>rd</sup> day of June, 1999.

SIGNED, SEALED AND DELIVERED  
IN THE PRESENCE OF:

ABACOA PROPERTY OWNERS'  
ASSEMBLY, INC., a Florida not-for-profit  
corporation

Donna M. Cesaro-Pergle  
Name: Donna M. Cesaro-Pergle

Judith A. Thomas  
Name: Judith A. Thomas

By: Nader Salour  
Name: NADER SALOUR  
Title: PRESIDENT

STATE OF FLORIDA )  
) ss  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of June, 1999, by Nader Salour, as President of ABACOA PROPERTY OWNERS' ASSEMBLY, INC., a Florida not-for-profit corporation, on behalf of the corporation. He/She is personally known to me or has produced a driver's license as identification.

Donna M. Cesaro-Pergle  
NOTARY PUBLIC  
Name: Donna M. Cesaro-Pergle  
Serial #: CC816193  
My Commission Expires: 3/27/2003