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OR BK 13578 PG 0931
Palm Beach County, Florida

Return to: (enclose self-addressed stamped envelope)

Name: G.L. Homes

Address: 1401 University Drive, Suite 200
Coral Springs, Florida 33071
Attn: Steven M. Helfman, Esq.

This Instrument Prepared by:

Mark F. Grant, Esq.
Ruden, McClosky, Smith
Schuster & Russell, P.A.
200 East Broward Boulevard
15th Floor
Fort Lauderdale, Florida 33301

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FIRST AMENDMENT TO DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS FOR SATURNIA ISLES

This instrument ("Amendment") is made as of the 1st day of March, 2002 by G.L. HOMES OF BOCA RATON ASSOCIATES IV, LTD., a Florida limited partnership ("Declarant"), whose principal office is located at 1401 University Drive, Suite 200, Coral Springs, Florida 33071-6039, and joined in by SATURNIA ISLES HOMEOWNERS ASSOCIATION, INC., a Florida corporation not-for-profit ("Association"), whose principal office is located at 1401 University Drive, Suite 200, Coral Springs, Florida 33071-6039.

WHEREAS, Declarant has executed and recorded in Official Records Book 13315, Page 1346 of the Public Records of Palm Beach County, Florida, a certain "Declaration of Covenants, Restrictions and Easements for Saturnia Isles" (hereinafter referred to as the "Declaration"); and

WHEREAS, the Declaration provides in Article XIII, Section 8, Paragraph 1 that prior to the "Turnover Date" Declarant may amend the Declaration without the requirement of the consent of the Association or the "Owners" so long as such amendment does not materially impair the common plan of development of "Saturnia Isles" (as such terms are defined in the Declaration); and

WHEREAS, Article XIII, Section 8, Paragraph 1 of the Declaration also provides that the Association shall, upon the request of the Declarant, join in any such amendment; and

WHEREAS, Declarant requests the joinder and consent of the Association; and

WHEREAS, the Turnover Date has not occurred as of the date first above written; and

WHEREAS, the change to the Declaration set forth in this Amendment does not materially impair the common plan of development of Saturnia Isles;

NOW, THEREFORE, Declarant hereby declares that the Declaration is hereby amended as follows:

1. The recitations set forth herein are true and correct and are incorporated herein by reference. Unless otherwise defined herein, each term defined in the Declaration and used herein shall have its meaning as defined in the Declaration.

2. The following is hereby added after the first sentence of the second paragraph of Article XIII, Section 10:

"Any Owner may petition the Circuit Court for the appointment of a Receiver to manage the affairs of the Association in the event of dissolution of the Association."

3. This Amendment shall become effective upon recording amongst the Public Records of Palm Beach County, Florida.

4. As modified hereby, the Declaration shall remain in full force and effect in accordance with the terms thereof.

IN WITNESS WHEREOF, this Amendment has been signed by Declarant and joined in by the Association as of the date first written above.

DECLARANT:

G.L. HOMES OF BOCA RATON ASSOCIATES IV, LTD., a Florida limited partnership

By: G.L. HOMES OF BOCA RATON IV CORPORATION, a Florida corporation, its general partner

WITNESSES AS TO DECLARANT:

Signature *Sheila H. Mostowicz*
Print Name Sheila H. Mostowicz

Signature *Emily Manuwa*
Print Name Emily Manuwa

By: *Richard M. Norwalk*
Name: Richard M. Norwalk
Title: Vice President

[CORPORATE SEAL]

ASSOCIATION:

SATURNIA ISLES HOMEOWNERS
ASSOCIATION, INC, a Florida corporation
not for profit

WITNESSES AS TO ASSOCIATION:

Sheila H. Mostowicz
Signature
Print Name Sheila H. Mostowicz

By: *Tambra M Wolfe*
Name: Tambra Wolfe
Title: President

STEVEN M. HELFMAN
Signature
Print Name STEVEN M. HELFMAN

[CORPORATE SEAL]

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Richard M. Norwalk, as Vice President of G.L. Homes of Boca Raton IV Corporation, a Florida corporation, the general partner of G.L. HOMES OF BOCA RATON ASSOCIATES IV, LTD., a Florida limited partnership, freely and voluntarily under authority duly vested in them by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation. He is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of March, 2002.

Sheila H. Mostowicz
Notary Public, State of Florida at Large
SHEILA H. MOSTOWICZ
Typed, Printed or Stamped Name of Notary Public

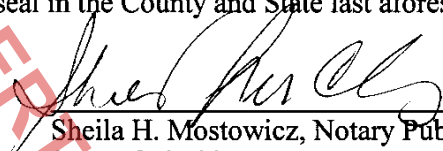
My Commission Expires:



STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Tambra Wolfe, as President of SATURNIA ISLES HOMEOWNERS ASSOCIATION, INC., a Florida corporation not for profit, freely and voluntarily under authority duly vested in them by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation. She is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 25th day of March, 2002.



Sheila H. Mostowicz, Notary Public
State of Florida at Large

My Commission Expires:

