

FL 705383 B 2387 P 1661
CO:WALTON ST:FL

FILED AND RECORDED
DATE 03/07/2002 TM 11:00

Upon recording, return to:
St. Joe/Arvida Company, Inc.
1701 East County Road 30-A
Santa Rosa Beach, Florida 32459
Attn: Kenneth Borick

MARTHA INGLE CLERK
CO:WALTON ST:FL

Cross-Reference: Declaration: Book 2350
Page 0158

WaterSound Bridges Declaration: Book 2353
Page 1229

**SECOND SUPPLEMENTAL DECLARATION OF
COVENANTS, CONDITIONS, AND RESTRICTIONS FOR
WATERSOUND**

(WaterSound Bridges Neighborhood)

THIS SECOND SUPPLEMENTAL DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR WATERSOUND (WaterSound Bridges Neighborhood) ("Supplemental Declaration") is made this 6th day of March, 2002, by The St. Joe Company, a Florida corporation ("Declarant").

WITNESSETH

WHEREAS, on September 10, 2001, Declarant recorded that certain Declaration of Covenants, Conditions, and Restrictions for WaterSound in Official Records Book 2350, Page 158, *et seq.*, of the Official Records of Walton County, Florida (as amended and supplemented from time to time, the "Declaration"); and

WHEREAS, on September 26, 2001, Declarant recorded that certain Supplemental Declaration of Covenants, Conditions, and Restrictions for WaterSound (WaterSound Bridges Neighborhood), in Deed Book 2353, Page 1229, *et seq.*, of the Official Records of Walton County, Florida (as amended and supplemented from time to time, the "WaterSound Bridges Declaration"); and

WHEREAS, in accordance with Section 6.4 of the Declaration, during the Development and Sale Period, Declarant may record a Supplemental Declaration which assigns property to a specific new or existing Neighborhood (by name or other identifying designation); and

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WHEREAS, in accordance with Section 9.1 of the Declaration, Declarant may subject to the Declaration all or any portion of the property described on Exhibit "B" to the Declaration; and

WHEREAS, in accordance with Section 9.3 of the Declaration, Declarant may subject any portion of WaterSound to additional covenants and easements, including covenants obligating WaterSound Community Association, Inc. ("Association") to maintain and insure portions of such property and to recover its costs through Neighborhood Assessments; and

WHEREAS, in accordance with Article XII of the Declaration, portions of the Common Area within WaterSound may be designated as Limited Common Area and reserved for the exclusive use or primary benefit of Owners and occupants within a particular Neighborhood; and

WHEREAS, the property described on Exhibit "A" attached hereto (the "Additional Property") is a portion of the property described on Exhibit "B" to the Declaration and Declarant is the owner of the Additional Property; and

WHEREAS, Declarant desires to subject the Additional Property to the Declaration and the WaterSound Bridges Declaration and to assign the Additional Property to the WaterSound Bridges Neighborhood;

NOW, THEREFORE, pursuant to Declarant's authority under the Declaration, Declarant hereby submits the Additional Property to the covenants, conditions, easements, and restrictions set forth in the Declaration and the WaterSound Bridges Declaration, which shall apply in addition to the Declaration. The Additional Property shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the Declaration and the WaterSound Bridges Declaration, as each may be amended from time to time. This Supplemental Declaration, the WaterSound Bridges Declaration, and the Declaration shall run with the title to all portions of the Additional Property and shall be binding upon all persons having any right, title, or any interest in such property, their respective heirs, legal representatives, successors, successors-in-title, and assigns.

The Additional Property is hereby assigned to the previously existing Neighborhood known as "WaterSound Bridges," as originally created by the WaterSound Bridges Declaration.

The definitions set out in Article I of the Declaration and the WaterSound Bridges Declaration are incorporated herein by this reference.

[Signatures set forth on the following page]

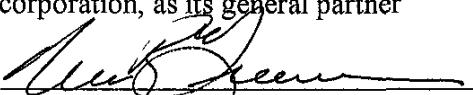
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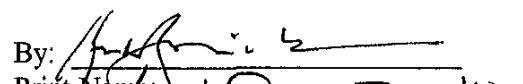
IN WITNESS WHEREOF, Declarant has executed this Supplemental Declaration the day and year first above written.

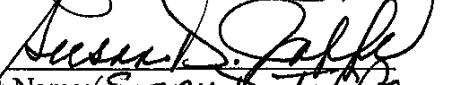
DECLARANT: THE ST. JOE COMPANY, a Florida corporation

By: St. Joe/Arvida Company, L.P., a Delaware limited partnership, as its authorized agent
By: St. Joe/Arvida Company, Inc., a Florida corporation, as its general partner

Witnessed By:

By: 
William B. Greene, Vice President

By: 
Print Name: KENNETH E. BORICK

By: 
Print Name: SUSAN D. JOFFE

State of Florida)
)
) ss
County of Walton)

The foregoing instrument was acknowledged before me this 6th day of March, 2002, by William B. Greene, Vice President of St. Joe/Arvida Company, Inc., general partner for St. Joe/Arvida Company, L.P., authorized agent for The St. Joe Company, a Florida corporation, on behalf of the corporation. He is personally known to me.

By: 
Name: SUSAN D. JOFFE
Title: Notary Public [NOTARIAL SEAL]

5297/WaterSound/CADocs/Supp



Susan D. Joffe
MY COMMISSION # CC776832 EXPIRES
September 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

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Exhibit "A"

Additional Property – Property Description

The real property depicted and described in that certain plat titled "WaterSound Bridges Phase 2", recorded March 7, 2002 in Plat Book 14, Pages 99, 99A, 99B of the Public Reocrds of Walton County, Florida.