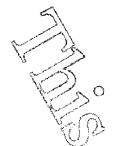
Prepared by and Return to:
MONICA A. REY-MORAN, ESQUIRE
KATZ, BARRON, SQUITERO & FAUST, P.A.
2699 SOUTH BAYSHORE DRIVE
7TH FLOOR
MIAMI, FLORIDA 33133



and

FIRST AMENDMENT TO NEIGHBORHOOD COVENANTS FOR PRAIRIE DUNES VILLAGE

THIS FIRST AMENDMENT is made as of November $\cancel{0}$, 2000, by WESTBROOKE AT WINSTON TRAILS, INC., a Florida corporation ("Developer").

WHEREAS, Developer has executed and recorded the Neighborhood Covenants for Prairie Dunes Village in Official Records Book 12097, at Page 596, of the Public Records of Palm Beach County, Florida ("Declaration"); and

WHEREAS Section 24 of the Declaration provides for amending the Declaration;

WHEREAS, Developer desires to amend Section 14 of the Declaration, for the purpose of correcting a clerical error.

NOW, THEREFORE, Developer hereby makes this First Amendment to the Declaration and hereby declares that Section 14 of the Declaration is hereby amended to read as follows:

Working Capital Fund. At the time the Developer Section a. sells and closes each Lot to each purchaser, such purchaser shall deposit with Developer a sum equal to two (2) times such purchaser's current monthly Association maintenance expense into a working capital fund for the purpose of initial maintenance. reserve, emergency needs, initial items, non-recurring items, capital expenses, capitalization of the Association, permits, licenses, general operating expenses and all utility deposits and advance insurance premiums for insurance policies and coverages and other advanced expenses pursuant to this Declaration and the Exhibits attached hereto. All of the foregoing expenses or items may be paid from the working capital fund. If the Developer has paid any of the foregoing expenses or items, then any such expense or item shall be paid to or reimbursed to the Developer from the working capital The working capital fund may be dominingled by the Association with any of its other funds.

IN WITNESS WHEREOF, Developer has executed this First Amendment on the date first above written.		
WITNESSES:	WESTBROOKE AT WINSTON TRAILS, INC., a Florida corporation	
(SIGNATURE) (SIGNATURE) (PRINT NAME) (SIGNATURE) (SIGNATURE) (SIGNATURE) (SIGNATURE) (PRINT NAME) (PRINT NAME)	By: Charles 1) Robbin CHARLES D. ROBBINS Authorized Agent	
STATE OF FLORIDA) ss: COUNTY OF MIAMEDADE)		
BEFORE ME personally appeared CHARLES D. ROBBINS, as Authorized Agent of WESTBROOKE COMPANIES, INC. a Florida corporation, to me well known and known to me to be the person described in and who executed the following instrument and acknowledged before me that he executed the same for the purposes therein expressed on behalf of said corporation. He is personally known to me and he did not take an oath. WITNESS my hand and official seal in the County and State last aforesaid this day of November, 2000.		
My commission expires:	BLIC, State of Florida Monico A Rey-Moran My Commission CC718558 Expires March 28, 2002	
(SIGNATURE) (SIGNATURE) (PRINT NAME) JAMES Truste	S DOBRIEN, as Successor e under Land Trust ment dated March 8, 1989	

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STATE OF FLORIDA)) SS:
COUNTY OF PALM BEACH	·
O'BRIEN, as Successor Trupersonally known to me. VITNESS my day of VITNESS my ROBINHENOCH Noticy Public - State of Boldon	
My Commission Basis Aug 22, 200 Commission & Commission	
	4
H:\LIB\Robbins\CDR\WinstonFianls\	stamend.p16
	*CFO

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