

This Instrument Prepared by and Return to:

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**AMENDED AND RESTATED
DECLARATION OF CONDOMINIUM
OF
HARBORTOWN MARINA, A CONDOMINIUM**

THIS AMENDED AND RESTATED DECLARATION OF CONDOMINIUM OF HARBORTOWN MARINA, A CONDOMINIUM ("Declaration") is made this 22nd day of February, 2005 by the HARBORTOWN MARINA CONDOMINIUM ASSOCIATION, INC. ("Association").

WHEREAS, on September 8, 2004, JLC Suncoast Realty, LLC, a Georgia limited liability company ("Developer") filed that certain Declaration of Condominium of Harbortown Marina, a Condominium ("Original Declaration") which was recorded in Official Records Book 12024, Page 816 *et seq.* of the Public Records of Duval County, Florida; and

WHEREAS, Section 26.1 of the Original Declaration provides that the Declaration may be amended at any regular or special meeting of the Unit Owners called and held in accordance with the Bylaws (as hereinafter defined), by the affirmative vote of not less than two-thirds (2/3) of the Unit Owners (as hereinafter defined); provided that any amendment shall also be approved or ratified by a majority of the Board (as hereinafter defined) as a whole; and

WHEREAS, Developer and the Board of Directors ("Board") of the Association desire to amend and restate the Original Declaration; and

WHEREAS, the Amended and Restated Declaration of Condominium of Harbortown Marina, a Condominium is such an extensive change to and substantial rewording of the Original Declaration that specifically identifying each change to the Original Declaration would hinder, rather than assist, an understanding of the amendments; and

WHEREAS, the Board of the Association, acting by unanimous consent in lieu of meeting, approved amending and restating the Original Declaration in its entirety; and

WHEREAS, a special meeting of the members of the Association was held on _____, 2005 at which not less than two-thirds (2/3) of the total votes of the Association approved amending and restating the Original Declaration; and

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WHEREAS, all record owners of liens on Units (as hereinafter defined) join in and consent to amending and restating the Original Declaration in its entirety as evidenced by the Consent, Approval and Subordination Agreement, attached hereto and incorporated herein by this reference.

NOW, THEREFORE, the Declaration is hereby amended, restated, replaced and superceded in its entirety, and the attached Declaration of Condominium of Harbortown Marina, a Condominium is substituted in its place such that all property subject to the Declaration shall hereafter be subject to this Declaration.