

This Instrument Prepared By and
Should Be Returned To:

Edmund P. Hampden
Tallman Development Company
604 S. Lake Sybelia Drive
Maitland, FL 32751

Orange Co FL 2000-0149211
04112000 10:26:55am
DR Bk 5979 Pg 3830
Rec 46.50

**SUPPLEMENTAL DECLARATION
FOR FIELDSTREAM NORTH**

THIS SUPPLEMENTAL DECLARATION is made this 10th day of February, 2000 by Fieldstream North Homeowners Association, Inc. a Florida corporation ("Declarant").

WITNESSETH:

A. Fieldstream North Homeowners Association is the successor in interest to the "Declarant" under that certain Declaration of Covenants, Conditions, and Restrictions dated April 14, 1998, recorded September 10, 1998 in O.R. Book 5566, Page 1519, Public Records of Orange County, Florida, as amended and supplemented from time to time (the "Declaration"). The capitalized terms used herein shall have the meanings given them in the Declaration.

B. Article IX, Section 4 of the Declaration provides that Declarant may add additional real property to the Declaration Property.

C. Declarant now desires to make a Supplemental Declaration to annex additional property to become subject to the Declaration.

D. Tallman Corporation, a Florida corporation, is the owner and developer ("Developer") of that certain property in Orange County, FL known as Springfield which is contiguous to Fieldstream, and Developer desires Springfield to become subject to the Declaration.

NOW, THEREFORE, in consideration of the Declarant's authority under the Declaration, it is hereby declared by Declarant and agreed to by Developer:

1. *Dedication.* All of the following described property located in Orange County, Florida is hereby added to the Declaration Property and subjected to the

covenants, restrictions, easements, charges, liens, terms and conditions of the Declaration:

All of SPRINGFIELD according to the plat thereof as recorded in Plat Book _____, Page _____, Public Records of Orange County, FL

(the " Additional Property").

2. *Lots.* The lots under the Declaration shall be supplemented to include all lots shown as such on the plat of the Additional Property.
3. *Conservation Area.* Tracts B and C as shown on the Plat of the Additional Property are designated as conservation tracts to be owned by the Association as Common Area. All development rights pertaining to Tracts B and C are dedicated to Orange County, Florida. No further clearing, construction, grading, or alteration of Tracts B and C shall be permitted without the approval of Orange County and/or any other applicable jurisdictional agencies.
4. *Ground Water Monitoring.* As defined in Article IV, Section 2 of the Declaration of Covenants, Conditions and Restrictions of Fieldstream North, the Association is responsible for the annual ground water monitoring program required by Orange County pursuant to the conditions of approval for the Fieldstream P.U.D. A Developer's Agreement defining those requirements has been entered into by the developer of Fieldstream North and Orange County and recorded in O.R. Book 5566, Pages 1510-1516. A copy of that Agreement is attached hereto as Exhibit "A".

IN WITNESS WHEREOF, Declarant and Developer have executed this Supplemental Declaration on the day and year above written.

Signed, sealed and delivered
in the presence of:

**FIELDSTREAM NORTH
HOMEOWNERS ASSOCIATION, INC.**

Richard M. Humphreys

Name:

Robert J. Wenzel

Name:

By: George H. Kuhn
Title: PRESIDENT

George H. Kuhn
346 Fieldstream North Blvd.
Orlando, FL. 32825

[Signature]
Name: Dwight F. Cool
Linda R. McDonald
Name: Linda R. McDonald

TALLMAN CORPORATION

By: [Signature]
Title: President

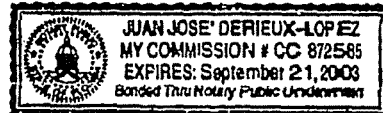
Edmund P. Hampden, PResident
Tallman Development Company
604 S. LAke Sybelia Drive
Maitland, FL. 32751

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22 day
of FEB, 2000 by GEORGE H. KUHNNAS PRESIDENT of
FIELDSTREAM NORTH HOMEOWNERS ASSOCIATION, INC., a Florida
corporation. He/she is personally known to me or has produced _____
as identification and did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this
22 day of February, 2000.

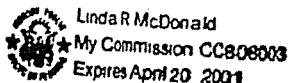
[Signature]
Notary Public signature
Print name: Juan J. Derieux-Lopez
Notary Commission No.:
My commission expires:



STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10 day of
February, 2000 by Edmund P. Hampden as President of Tallman Corporation, a
Florida corporation, on behalf of the corporation. He/she is personally known to me or
has produced _____ as identification and did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this
10th day of February, 2000.



[Signature]
Notary Public signature
Print name: Linda R. McDonald
Notary commission No.: CC808003
My commission expires: 4-20-01

PREPARED BY:
Carey L. Hill
1017 E. South Street, Suite B
Orlando, FL. 32801

Exhibit "A"

DEVELOPER'S AGREEMENT

Orange Co FL 1998-0365324
091098 07:44:18am
OR Bk 5566 Pg 1510
Rec 33.00

THIS AGREEMENT is entered into between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (herein referred to as the "COUNTY"), and LAKE UNDERHILL NORTH, INC., a Florida corporation (herein referred to as the "OWNER"), and FIELDSTREAM NORTH HOMEOWNERS ASSOCIATION, INC., a Florida corporation (herein referred to as the "HOA");

OR Bk 5736 Pg 278
Orange Co FL 1999-0178413

WITNESSETH:

OR Bk 5979 Pg 3833
Orange Co FL 2000-0149211

WHEREAS, the OWNER owns certain real property located in Orange County, Florida (herein referred to as the "Property"), more particularly described in Exhibit "A" attached hereto; and

WHEREAS, the COUNTY is authorized to regulate the development of the Property; and

WHEREAS, the OWNER desires to develop the Property into one hundred fifty-eight (158) single-family residential building lots to be platted as Fieldstream North; and

WHEREAS, the COUNTY did approve the Preliminary Subdivision Plan (PSP) on April 18, 1995 subject to certain conditions of approval, one of which was condition number 9 and which reads "The owner and the County shall enter into a developer's agreement to establish a property owner's association to continue annual monitoring of the ground water wells on the property;" and

WHEREAS, the COUNTY, the OWNER, and the HOA, wish to enter into this Developer's Agreement for the purpose of satisfying condition number 9 of the PSP approval

of April 18, 1995.

NOW, THEREFORE, in consideration of the foregoing and of the terms stated below, COUNTY and OWNER agree as follows:

1. Recitals. The foregoing recitals are true and correct and are hereby incorporated in this Agreement.

2. Water Quality Monitoring. COUNTY and OWNER acknowledge that the COUNTY formerly leased and operated a solid waste landfill (herein referred to as the "Former County Landfill") on property north and south of Lake Underhill Road and beneath the existing right-of-way of Lake Underhill Road. The Former County Landfill is in proximity to the Property. The operation of the Former County Landfill was abandoned by the COUNTY in 1968. Further, OWNER previously engaged qualified geotechnical consultants to perform, on a periodic and routine basis, appropriate testing and monitoring in order to confirm that the Property has not been impacted due to its proximity to the Former County Landfill and recent testing and monitoring on various portions of the Property have shown no water quality contamination and that water quality would satisfy State of Florida and County standards for drinking water established by the State of Florida Department of Health and Rehabilitative Services.

OWNER has submitted and COUNTY has approved the annual water monitoring program ("Monitoring Program") and OWNER has caused the HOA to be incorporated for, among other purposes, the responsibility and obligation to continue the annual ground water Monitoring Program. The HOA hereby agrees to implement and enforce the Monitoring Program until such time, if any, as the COUNTY determines that the

Monitoring Program is no longer needed. In order to allow the HOA to exercise its duties and obligations hereunder, the HOA shall have the right and authority to impose assessments against the various portions of the Property in order to fund and defray the cost of the annual monitoring program described hereinabove. The HOA shall also have the power to impose liens for nonpayment of such assessments that would be subject to foreclosure in the same manner as a mortgage in the event that an assessment were not paid when due.

OR Bk 5566 Pg 1512
Orange Co FL 1998-0365324

3. Notices. Any notice required or permitted under this Agreement shall be in writing and shall be deemed adequately given when personally delivered or when mailed, postage prepaid, or when sent by telecopier or recognized overnight courier delivery service, as follows:

OR Bk 5736 Pg 280
Orange Co FL 1999-0178413

As to OWNER:	Lake Underhill North, Inc. 1017 E. South Street Orlando, Florida 32801 Attention: Dennis Casey
Copy to:	Carey L. Hill Giles & Robinson, P.A. 390 N. Orange Avenue, Suite 800 Orlando, Florida 32801
As to COUNTY:	<u>Ajit Lalchandani, P.E., Director</u> <u>Public Works Division</u> <u>4200 S. John Young Parkway</u> <u>Orlando, FL 32839</u>
Copy to:	<u>County Attorney's Office</u> <u>201 S. Rosalind Ave., 5th Floor</u> <u>Orlando, FL 32801</u>
As to HOA:	Fieldstream North Homeowners Association, Inc. 1017 E. South Street Orlando, Florida 32801

4. Binding Effect. This Agreement shall be binding upon and shall inure to the benefit of successors and assigns in interest of the parties to this Agreement.

5. Effective Date. This Developer's Agreement takes effect on the later of the dates stated below as dates of execution by the respective parties (the "Effective Date").

OR Bk 5736 Pg 281
Orange Co FL 1999-0178413

WITNESSES:

"OWNER"

LAKE UNDERHILL NORTH, INC.
a Florida corporation

By: [Signature]

Dated: 4/20/98

[Signature]
Print Name: CAROL L. Hill

[Signature]
Print Name: SUZAN D. Russell

"HOA"

FIELDSTREAM NORTH HOMEOWNERS
ASSOCIATION, INC., a Florida corporation

By: [Signature]

Dated: 4/20/98

[Signature]
Print Name: CAROL L. Hill

[Signature]
Print Name: SUZAN D. Russell

"COUNTY"

ORANGE COUNTY, FLORIDA

By: [Signature]
Linda Chapin
County Chairman

Dated: Sept 9 1998

ATTEST: [Signature]
Print Name: Rosilyn M. Stapleton
Rosilyn M. Stapleton

OR Bk 5566 Pg 1514
Orange Co FL 1998-0365324

STATE OF FLORIDA
COUNTY OF ORANGE

OR Bk 5979 Pg 3837
Orange Co FL 2000-0149211

The foregoing instrument was acknowledged before me this 20th day of April, 1998 by Dennis J. Casey as President of Lake Underhill North, Inc., a Florida corporation. He/she is personally known to me or has produced N/A as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of April, 1998.

OR Bk 5736 Pg 282
Orange Co FL 1999-0178413



SUZAN D. RUSSELL
COMMISSION # CC 718327
EXPIRES MAR 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Suzan D. Russell
Notary Public Signature
Print Name: SUZAN D. RUSSELL
Notary Commission No.: CC 718327
My commission expires: 3/6/02

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20th day of April, 1998 by Dennis J. Casey as President of Fieldstream North Homeowners Association, Inc., a Florida corporation. He/she is personally known to me or has produced N/A as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of April, 1998.



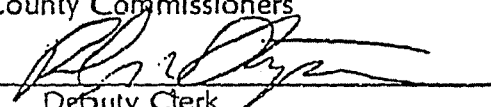
SUZAN D. RUSSELL
COMMISSION # CC 718327
EXPIRES MAR 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Suzan D. Russell
Notary Public Signature
Print Name: SUZAN D. RUSSELL
Notary Commission No.: CC 718327
My commission expires: 3/6/02

OR Bk 5566 Pg 1515
Orange Co FL 1998-0365324

MARTHA O. HAYNIE, County
Comptroller, Clerk to the Board
of County Commissioners

By:


Deputy Clerk

OR Bk 5979 Pg 3838
Orange Co FL 2000-0149211

FOR THE USE AND RELIANCE OF
ORANGE COUNTY ONLY.
APPROVED AS TO FORM

May 6, 1998


Ass't. County Attorney

OR Bk 5736 Pg 283
Orange Co FL 1999-0178413

a:\lkunder\fieldstr\north\dev.agr

EXHIBIT "A"

Recorded - Martha O. Haynie

A PORTION OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SECTION 29, TOWNSHIP 22. SOUTH, RANGE 31 EAST, ORANGE COUNTY, FLORIDA, LYING NORTH OF LAKE UNDERHILL ROAD BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID SOUTHEAST 1/4 SECTION 29 AS A POINT OF REFERENCE; THENCE RUN S 89°35'32" W, ALONG THE SOUTH LINE THEREOF, 1303.68 FEET TO THE WEST LINE OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SAID SECTION 29; THENCE RUN N 00°05'49" E, ALONG SAID WEST LINE, 60.00 FEET TO THE NORTH RIGHT OF WAY LINE OF LAKE UNDERHILL ROAD AND THE POINT OF BEGINNING; THENCE CONTINUE N 00°05'49" E, ALONG SAID WEST LINE, 2468.85 FEET TO THE SOUTH RIGHT OF WAY LINE OF THE EAST/WEST EXPRESSWAY; THENCE RUN THE FOLLOWING FIVE COURSES AND DISTANCES ALONG SAID SOUTH RIGHT OF WAY LINE: N 89°51'40" E, 343.34 FEET; N 00°08'20" W, 150.00 FEET; N 78°33'04" E, 101.98 FEET; N 89°51'40" E, 500.00 FEET; S 86°06'43" E, 347.11 FEET TO THE EAST LINE OF THE AFORESAID SOUTHEAST 1/4 OF SECTION 29; THENCE RUN S 00°13'03" E, ALONG SAID EAST LINE, 1240.16 FEET; THENCE RUN S 89°48'57" W, 162.34 FEET; THENCE RUN S 70°13'54" W, 738.00 FEET; THENCE RUN S 18°26'47" E, 79.44 FEET TO A CURVE CONCAVE TO THE NORTH; THENCE RUN EASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 91°19'19", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 39.85 FEET, A CHORD BEARING OF S 64°06'26" E AND A CHORD DISTANCE OF 35.76 FEET; THENCE RUN S 17°07'34" E, 50.05 FEET TO A CURVE CONCAVE TO THE SOUTHEAST; THENCE RUN SOUTHWESTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 88°40'41", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 38.89 FEET, A CHORD BEARING OF S 25°53'34" W AND A CHORD DISTANCE OF 34.95 FEET; THENCE RUN S 18°26'47" E, 13.90 FEET TO A CURVE CONCAVE TO THE NORTHEAST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 12°57'31", A RADIUS OF 675.00 FEET, AN ARC LENGTH OF 152.66 FEET, A CHORD BEARING OF S 24°55'33" E AND A CHORD DISTANCE OF 152.34 FEET TO A COMPOUND CURVE CONCAVE TO THE NORTH; THENCE RUN EASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 78°21'48", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 34.19 FEET, A CHORD BEARING OF S 70°35'12" E AND A CHORD DISTANCE OF 31.59 FEET; THENCE RUN N 70°13'54" E, 29.11 FEET; THENCE RUN S 19°46'06" E, 50.00 FEET TO A NON-TANGENT CURVE CONCAVE TO THE EAST; THENCE RUN SOUTHERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 110°49'38", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 48.36 FEET, A CHORD BEARING OF S 14°49'05" W

AND A CHORD DISTANCE OF 41.16 FEET TO A REVERSE CURVE CONCAVE TO THE SOUTHWEST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 2°47'15", A RADIUS OF 675.00 FEET, AN ARC LENGTH OF 32.84 FEET, A CHORD BEARING OF S 41°59'21" E AND A CHORD DISTANCE OF 32.83 FEET TO A COMPOUND CURVE CONCAVE TO THE SOUTHWEST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 7°35'18", A RADIUS OF 1025.00 FEET, AN ARC LENGTH OF 135.75 FEET, A CHORD BEARING OF S 39°35'19" E AND A CHORD DISTANCE OF 135.65 FEET TO A REVERSE CURVE CONCAVE TO THE NORTH; THENCE RUN EASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 73°58'25", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 32.28 FEET, A CHORD BEARING OF S 72°46'53" E AND A CHORD DISTANCE OF 30.08 FEET; THENCE RUN N 70°13'54" E, 23.50 FEET; THENCE RUN S 19°46'06" E, 50.00 FEET TO A NON-TANGENT CURVE CONCAVE TO THE EAST; THENCE RUN SOUTHERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 100°25'07", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 43.82 FEET, A CHORD BEARING OF S 20°01'21" W AND A CHORD DISTANCE OF 38.42 FEET TO A REVERSE CURVE CONCAVE TO THE SOUTHWEST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 8°47'16", A RADIUS OF 1025.00 FEET, AN ARC LENGTH OF 157.21 FEET, A CHORD BEARING OF S 25°47'35" E AND A CHORD DISTANCE OF 157.06 FEET TO A REVERSE CURVE CONCAVE TO THE NORTH-EAST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 88°22'09", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 38.56 FEET, A CHORD BEARING OF S 65°35'01" E AND A CHORD DISTANCE OF 34.85 FEET; THENCE RUN N 70°13'54" E, 59.58 FEET; THENCE RUN S 19°46'06" E, 191.32 FEET TO A CURVE CONCAVE TO THE NORTHWEST; THENCE RUN NORTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 5°38'09", A RADIUS OF 1819.86 FEET, AN ARC LENGTH OF 179.01 FEET, A CHORD BEARING OF N 63°10'46" E AND A CHORD DISTANCE OF 178.94 FEET; THENCE RUN S 36°57'25" W, 72.51 FEET TO THE AFOREMENTIONED NORTH RIGHT OF WAY LINE OF LAKE UNDERHILL ROAD, SAID LINE BEING A CURVE CONCAVE TO THE NORTHWEST; THENCE RUN SOUTHWESTERLY ALONG SAID RIGHT OF WAY LINE AND CURVE HAVING A CENTRAL ANGLE OF 27°10'09", A RADIUS OF 1849.86 FEET, AN ARC LENGTH OF 877.19 FEET, A CHORD BEARING OF S 76°00'27" W AND A CHORD DISTANCE OF 868.99 FEET; THENCE RUN S 89°35'32" W, 286.98 FEET TO THE POINT OF BEGINNING.

OR Bk 5736 Pg 284
Orange Co FL 1998-0178413
Recorded - Martha O. Haynie

PROJECT: Fieldstream North Phase 2

PLAT BOOK 11 PAGE 133-135

JOINDER AND CONSENT TO DEDICATION
AND DEVELOPER'S AGREEMENT

Recorded - Martha O. Haynie

The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property, which encumbrance is recorded in Official Records Book 5455 Page 2412 of the Public Records of Orange County, Florida and that the undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof, and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication and Developer's Agreement.

Signed, sealed and delivered
in the presence of

Stephanie Andrews

Witness Signature

Stephanie Andrews

(Type/Print Name)

SunTrust Bank, Central Florida, N.A.

By: Bruce Perrine, Jr.

Bruce Perrine, Jr., First Vice President

Jennifer Travis Weinstein

Witness Signature

Commercial Real Estate Banking Division

Jennifer Travis Weinstein

(Type/Print Name)

200 S. Orange Avenue, Orlando, FL 32801

STATE OF FLORIDA
COUNTY OF ORANGE

THIS IS TO CERTIFY that the foregoing instrument was acknowledged before me this 16th day of March, 1999 by Bruce Perrine, Jr., First Vice President of Commercial Real Estate Banking Division of SunTrust Bank, Central Florida, N.A., a Florida corporation, on behalf of the corporation. She is personally known to me or produced _____ as identification and did (did not) take an oath.

(Seal)



SUZAN D. RUSSELL
COMMISSION # CC 718327
EXPIRES MAR 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Suzan D. Russell
Notary

Prepared by : Suzan Russell
1017 E. South St.
Orlando, FL 32801

This Instrument Prepared By and
Should Be Returned To:

Orange Co FL 1999-0178413
04/27/99 12:25:40pm
OR Bk 5736 Pg 276
Rec 42.00

Carey L. Hill, Esquire, of
GILES & ROBINSON, P.A.
Post Office Box 2631
390 N. Orange Avenue
Suite 800
Orlando, Florida 32802
407 425-3591

**SUPPLEMENTAL DECLARATION
FOR FIELDSTREAM NORTH, PHASE 2**

THIS SUPPLEMENTAL DECLARATION is made this 9th day of
February, 1999, by LAKE UNDERHILL NORTH, INC., a Florida corporation ("Lake
Underhill").

WITNESSETH:

A. Lake Underhill is the "Declarant" under that certain Declaration of Covenants, Conditions and Restrictions dated April 14, 1998, recorded September 10, 1998, in O.R. Book 5566, Page 1519, Public Records of Orange County, Florida, as amended and supplemented from time to time (the "Declaration"). The capitalized terms used herein shall have the meanings given them in the Declaration.

B. Article IX, Section 4 of the Declaration provides that Declarant may add additional real property to the Declaration Property.

C. Declarant now desires to make a Supplemental Declaration to annex additional property to become subject to the Declaration.

NOW, THEREFORE, in consideration of the Declarant's authority under the Declaration, it is hereby declared:

1. *Dedication.* All of the following described property located in Orange County, Florida, is hereby added to the Declaration Property and subjected to the covenants, restrictions, easements, charges, liens, terms and conditions of the Declaration:

All of FIELDSTREAM NORTH, PHASE 2, according to the plat thereof as recorded in Plat Book 41, Page 133, Public Records of Orange County, Florida

(the "Additional Property").

2. Lots. The Lots under the Declaration shall be supplemented to include all lots shown as such on the plat of the Additional Property.

3. Conservation Area. Tract I-G as shown on the Plat of the Additional Property is designated as a conservation tract to be owned by the Association as Common Area. All development rights pertaining to Tract I-G are dedicated to Orange County, Florida. No further clearing, construction, grading, or alteration of Tract I-G shall be permitted without the approval of Orange County and/or any other applicable jurisdictional agencies.

4. Ground Water Monitoring. As defined in Article IV, Section 2 of the Declaration of Covenants, Conditions and Restrictions of Fieldstream North, the Association is responsible for the annual ground water monitoring program required by Orange County pursuant to the conditions of approval for the Fieldstream P.U.D., a Developer's Agreement defining those requirements has been entered into by the Developer and Orange County. A copy of that Agreement is attached hereto as Exhibit "A."

DR Bk 5736 Pg 277
Orange Co FL 1999-0178413

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

Signed, sealed and delivered
in the presence of:

LAKE UNDERHILL NORTH, INC.

Julie C. Hiner
Name: Julie C. Hiner

Donna H. Sweek
Name: Donna H. Sweek

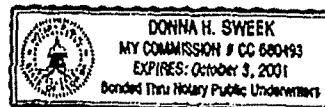
By: Carey L. Hill
Carey L. Hill, Vice-President
1077 E. South Street
Orlando, Florida 32803

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9 day of February, 1999, by Carey L. Hill, as Vice-President of LAKE UNDERHILL NORTH, INC., a Florida corporation, on behalf of the corporation. Said person did not take an oath and is personally known to me.

Donna H. Sweek
Print Name: Donna H. Sweek
Notary Public, State of Florida

LAKE UNDERHILL NORTH SUPPLEMENTAL DEC



PREPARED BY:
Carey L. Hill
1017 E. South Street, Suite B
Orlando, FL. 32801

Exhibit "A"

DEVELOPER'S AGREEMENT

Orange Co FL 1998-0365324
091098 07:44:18am
OR Bk 5566 Pg 1510
Rec 33.00

THIS AGREEMENT is entered into between ORANGE COUNTY, FLORIDA,
a political subdivision of the State of Florida (herein referred to as the "COUNTY"), and
LAKE UNDERHILL NORTH, INC., a Florida corporation (herein referred to as the
"OWNER"), and FIELDSTREAM NORTH HOMEOWNERS ASSOCIATION, INC., a Florida
corporation (herein referred to as the "HOA");

OR Bk 5736 Pg 278
Orange Co FL 1999-0178413

WITNESSETH:

WHEREAS, the OWNER owns certain real property located in Orange County,
Florida (herein referred to as the "Property"), more particularly described in Exhibit "A"
attached hereto; and

WHEREAS, the COUNTY is authorized to regulate the development of the
Property; and

WHEREAS, the OWNER desires to develop the Property into one hundred fifty-
eight (158) single-family residential building lots to be platted as Fieldstream North; and

WHEREAS, the COUNTY did approve the Preliminary Subdivision Plan (PSP)
on April 18, 1995 subject to certain conditions of approval, one of which was condition
number 9 and which reads "The owner and the County shall enter into a developer's
agreement to establish a property owner's association to continue annual monitoring of the
ground water wells on the property;" and

WHEREAS, the COUNTY, the OWNER, and the HOA, wish to enter into this
Developer's Agreement for the purpose of satisfying condition number 9 of the PSP approval

of April 18, 1995.

NOW, THEREFORE, in consideration of the foregoing and of the terms stated below, COUNTY and OWNER agree as follows:

OR Bk 5736 Pg 279
Orange Co FL 1999-0178413

1. Recitals. The foregoing recitals are true and correct and are hereby incorporated in this Agreement.

2. Water Quality Monitoring. COUNTY and OWNER acknowledge that the COUNTY formerly leased and operated a solid waste landfill (herein referred to as the "Former County Landfill") on property north and south of Lake Underhill Road and beneath the existing right-of-way of Lake Underhill Road. The Former County Landfill is in proximity to the Property. The operation of the Former County Landfill was abandoned by the COUNTY in 1968. Further, OWNER previously engaged qualified geotechnical consultants to perform, on a periodic and routine basis, appropriate testing and monitoring in order to confirm that the Property has not been impacted due to its proximity to the Former County Landfill and recent testing and monitoring on various portions of the Property have shown no water quality contamination and that water quality would satisfy State of Florida and County standards for drinking water established by the State of Florida Department of Health and Rehabilitative Services.

OWNER has submitted and COUNTY has approved the annual water monitoring program ("Monitoring Program") and OWNER has caused the HOA to be incorporated for, among other purposes, the responsibility and obligation to continue the annual ground water Monitoring Program. The HOA hereby agrees to implement and enforce the Monitoring Program until such time, if any, as the COUNTY determines that the

Monitoring Program is no longer needed. In order to allow the HOA to exercise its duties and obligations hereunder, the HOA shall have the right and authority to impose assessments against the various portions of the Property in order to fund and defray the cost of the annual monitoring program described hereinabove. The HOA shall also have the power to impose liens for nonpayment of such assessments that would be subject to foreclosure in the same manner as a mortgage in the event that an assessment were not paid when due.

OR Bk 5566 Pg 1512
Orange Co FL 1998-0365324

3. Notices. Any notice required or permitted under this Agreement shall be in writing and shall be deemed adequately given when personally delivered or when mailed, postage prepaid, or when sent by telecopier or recognized overnight courier delivery service, as follows:

OR Bk 5736 Pg 280
Orange Co FL 1999-0178413

As to OWNER:	Lake Underhill North, Inc. 1017 E. South Street Orlando, Florida 32801 Attention: Dennis Casey
Copy to:	Carey L. Hill Giles & Robinson, P.A. 390 N. Orange Avenue, Suite 800 Orlando, Florida 32801
As to COUNTY:	<u>Ajit Lalchandani, P.E., Director</u> <u>Public Works Division</u> <u>4200 S. John Young Parkway</u> <u>Orlando, FL 32839</u>
Copy to:	<u>County Attorney's Office</u> <u>101 S. Rosalind Ave., 5th Floor</u> <u>Orlando, FL 32801</u>
As to HOA:	Fieldstream North Homeowners Association, Inc. 1017 E. South Street Orlando, Florida 32801

4. Binding Effect. This Agreement shall be binding upon and shall inure to the benefit of successors and assigns in interest of the parties to this Agreement.

5. Effective Date. This Developer's Agreement takes effect on the later of the dates stated below as dates of execution by the respective parties (the "Effective Date").

OR Bk 5736 Pg 281
Orange Co FL 1999-0178413

WITNESSES:

"OWNER"

LAKE UNDERHILL NORTH, INC.
a Florida corporation

By: [Signature]

Dated: 4/20/98

[Signature]
Print Name: CAREY L. HILL

[Signature]
Print Name: SUZAN D. RUSSELL

"HOA"

FIELDSTREAM NORTH HOMEOWNERS
ASSOCIATION, INC., a Florida corporation

By: [Signature]

Dated: 4/20/98

[Signature]
Print Name: CAREY L. HILL

[Signature]
Print Name: SUZAN D. RUSSELL

"COUNTY"

ORANGE COUNTY, FLORIDA

By: [Signature]

Linda Chapin
County Chairman

Dated: Sept. 9, 1998

ATTEST: [Signature]

Print Name: 9-9-98

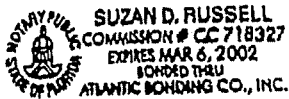
Rosilyn M. Stapleton

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20th day of April, 1998 by Dennis J. Carey as President of Lake Underhill North, Inc., a Florida corporation. He/she is personally known to me or has produced N/A as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of April, 1998.

OR Bk 5736 Pg 282
Orange Co FL 1999-0178413

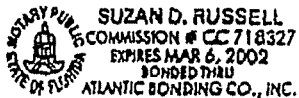


Suzan D. Russell
Notary Public Signature
Print Name: SUZAN D. RUSSELL
Notary Commission No.: CC 718327
My commission expires: 3/6/02

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20th day of April, 1998 by Dennis J. Carey as President of Fieldstream North Homeowners Association, Inc., a Florida corporation. He/she is personally known to me or has produced N/A as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of April, 1998.

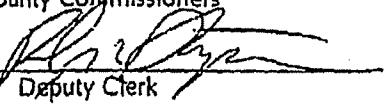


Suzan D. Russell
Notary Public Signature
Print Name: SUZAN D. RUSSELL
Notary Commission No.: CC 718327
My commission expires: 3/6/02

OR Bk 5566 Pg 1515
Orange Co FL 1998-0365324

MARTHA O. HAYNIE, County
Comptroller, Clerk to the Board
of County Commissioners

By:


Deputy Clerk

FOR THE USE AND RELIANCE OF
ORANGE COUNTY ONLY.
APPROVED AS TO FORM

May 6, 1998


Asst. County Attorney

OR Bk 5736 Pg 283
Orange Co FL 1999-0178413

a:\kunder\fieldstr\north\dev.agr

EXHIBIT "A"

Recorded - Martha D. Haynie

A PORTION OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SECTION 29, TOWNSHIP 22-SOUTH, RANGE 31 EAST, ORANGE COUNTY, FLORIDA, LYING NORTH OF LAKE UNDERHILL ROAD BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID SOUTHEAST 1/4 SECTION 29 AS A POINT OF REFERENCE; THENCE RUN S 89°35'32" W, ALONG THE SOUTH LINE THEREOF, 1303.68 FEET TO THE WEST LINE OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SAID SECTION 29; THENCE RUN N 00°05'49" E, ALONG SAID WEST LINE, 60.00 FEET TO THE NORTH RIGHT OF WAY LINE OF LAKE UNDERHILL ROAD AND THE POINT OF BEGINNING; THENCE CONTINUE OF WAY LINE OF LAKE UNDERHILL ROAD AND THE POINT OF BEGINNING; THENCE CONTINUE N 00°05'49" E, ALONG SAID WEST LINE, 2468.85 FEET TO THE SOUTH RIGHT OF WAY LINE OF THE EAST/WEST EXPRESSWAY; THENCE RUN THE FOLLOWING FIVE COURSES AND DISTANCES ALONG SAID SOUTH RIGHT OF WAY LINE: N 89°51'40" E, 343.34 FEET; N 00°08'20" W, 150.00 FEET; N 78°33'04" E, 101.98 FEET; N 89°51'40" E, 500.00 FEET; S 88°06'43" E, 347.11 FEET TO THE EAST LINE OF THE AFORESAID SOUTHEAST 1/4 OF SECTION 29; THENCE RUN S 00°13'03" E, ALONG SAID EAST LINE, 1240.16 FEET; THENCE RUN S 89°46'57" W, 162.34 FEET; THENCE RUN S 70°13'54" W, 738.00 FEET; THENCE RUN S 18°26'47" E, 79.44 FEET TO A CURVE CONCAVE TO THE NORTH; THENCE RUN EASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 91°19'19", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 39.85 FEET, A CHORD BEARING OF S 64°06'26" E AND A CHORD DISTANCE OF 35.76 FEET; THENCE RUN S 17°07'34" E, 50.05 FEET TO A CURVE CONCAVE TO THE SOUTHEAST; THENCE RUN SOUTHWESTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 88°40'41", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 38.89 FEET, A CHORD BEARING OF S 25°53'34" W AND A CHORD DISTANCE OF 34.95 FEET; THENCE RUN S 18°26'47" E, 13.90 FEET TO A CURVE CONCAVE TO THE NORTHEAST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 12°57'31", A RADIUS OF 675.00 FEET, AN ARC LENGTH OF 152.66 FEET, A CHORD BEARING OF S 24°55'33" E AND A CHORD DISTANCE OF 152.34 FEET TO A COMPOUND CURVE CONCAVE TO THE NORTH; THENCE RUN EASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 78°21'48", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 34.19 FEET, A CHORD BEARING OF S 70°35'12" E AND A CHORD DISTANCE OF 31.59 FEET; THENCE RUN N 70°13'54" E, 29.11 FEET; THENCE RUN S 19°46'06" E, 50.00 FEET TO A NON-TANGENT CURVE CONCAVE TO THE EAST; THENCE RUN SOUTHERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 110°49'38", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 48.36 FEET, A CHORD BEARING OF S 14°49'05" W

AND A CHORD DISTANCE OF 41.16 FEET TO A REVERSE CURVE CONCAVE TO THE SOUTHWEST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 2°47'15", A RADIUS OF 675.00 FEET, AN ARC LENGTH OF 32.84 FEET, A CHORD BEARING OF S 41°59'21" E AND A CHORD DISTANCE OF 32.83 FEET TO A COMPOUND CURVE CONCAVE TO THE SOUTHWEST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 7°35'18", A RADIUS OF 1025.00 FEET, AN ARC LENGTH OF 135.75 FEET, A CHORD BEARING OF S 39°35'19" E AND A CHORD DISTANCE OF 135.65 FEET TO A REVERSE CURVE CONCAVE TO THE NORTH; THENCE RUN EASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 73°58'25", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 32.28 FEET, A CHORD BEARING OF S 72°46'53" E AND A CHORD DISTANCE OF 30.08 FEET; THENCE RUN N 70°13'54" E, 23.50 FEET; THENCE RUN S 19°46'06" E, 50.00 FEET TO A NON-TANGENT CURVE CONCAVE TO THE EAST; THENCE RUN SOUTHERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 100°25'07", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 43.82 FEET, A CHORD BEARING OF S 20°01'21" W AND A CHORD DISTANCE OF 38.42 FEET TO A REVERSE CURVE CONCAVE TO THE SOUTHWEST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 8°47'16", A RADIUS OF 1025.00 FEET, AN ARC LENGTH OF 157.21 FEET, A CHORD BEARING OF S 25°47'35" E AND A CHORD DISTANCE OF 157.06 FEET TO A REVERSE CURVE CONCAVE TO THE NORTHEAST; THENCE RUN SOUTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 88°22'09", A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 38.56 FEET, A CHORD BEARING OF S 65°35'01" E AND A CHORD DISTANCE OF 34.85 FEET; THENCE RUN N 70°13'54" E, 59.58 FEET; THENCE RUN S 19°46'06" E, 191.32 FEET TO A CURVE CONCAVE TO THE NORTHWEST; THENCE RUN NORTHEASTERLY ALONG SAID CURVE HAVING A CENTRAL ANGLE OF 5°38'09", A RADIUS OF 1819.86 FEET, AN ARC LENGTH OF 179.01 FEET, A CHORD BEARING OF N 63°10'46" E AND A CHORD DISTANCE OF 178.94 FEET; THENCE RUN S 36°57'25" W, 72.51 FEET TO THE AFOREMENTIONED NORTH RIGHT OF WAY LINE OF LAKE UNDERHILL ROAD, SAID LINE BEING A CURVE CONCAVE TO THE NORTHWEST; THENCE RUN SOUTHWESTERLY ALONG SAID RIGHT OF WAY LINE AND CURVE HAVING A CENTRAL ANGLE OF 27°10'09", A RADIUS OF 1849.86 FEET, AN ARC LENGTH OF 877.19 FEET, A CHORD BEARING OF S 76°00'27" W AND A CHORD DISTANCE OF 868.99 FEET; THENCE RUN S 89°35'32" W, 286.98 FEET TO THE POINT OF BEGINNING.

OR Bk 5566 Pg 1516
Orange Co FL 1998-0365324
Recorded - Martha D. Haynie