

THIRD AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
SEACLIFFS BEACH HOMES

THIS THIRD AMENDMENT TO DECLARATION, made this 18th day of August, 1999 by WECO DEVELOPMENT CO., a Florida Corporation, (the "Developer").

BENNY LISTER CLERK
CO:GULF ST:FL

W I T N E S S E T H: RECORD VERIFIED
BY Jue Hemmington DC

WHEREAS, Developer is developing a residential project in Gulf County, Florida known as Seacliffs Beach Homes, and

WHEREAS, Developer created the project by initially recording in the Public Records of Gulf County, Florida, on August 4, 1993, a Declaration of Covenants, Conditions and Restrictions for Seacliffs Beach Homes, which appears at Official Records Book 162 Page 677 ("Original Declaration"); and

WHEREAS, Developer has amended the Original Declaration by the following instruments (the "Amendments"):

Amendment	Date of Instrument	Recording Data (Book-Page)
First	April 19, 1995	178-616
Second	May 29, 1999	214-729
Corrective Second	May 29, 1999	227-238

WHEREAS, the Original Declaration as amended by the Amendments is referred to as the "Declaration"; and

WHEREAS, Article XV of the Declaration permits the Developer, without the consent or approval of owners or any mortgagee or holder of any other lien interest with respect to any property that is a part of Seacliffs, during the Development Period, to amend Declaration in the interest of furthering the development of Seacliffs; and

WHEREAS, the Developer finds that an amendment of the Declaration to correct scrivener's error with respect to Phase I Seacliffs Beach Homes Common Area as appears on Exhibit A to the Declaration, (Seacliffs Beach Homes Phase I Property), would be in the interest of furthering the development of Seacliffs; and

NOW, THEREFORE, the Developer declares as follows:

1. Recitals. The recitals above are true and correct and are incorporated by reference herein, the same as if fully set forth.

2. Seacliffs Beach Homes Phase 1 Common Area. Seacliffs Beach Homes Common Area as appears on Exhibit A to the Declaration (Seacliffs Beach Homes Phase I Property) is hereby amended to read as shown in Revised Exhibit A to the Declaration (Seacliffs Beach Homes Phase I Property), attached hereto.

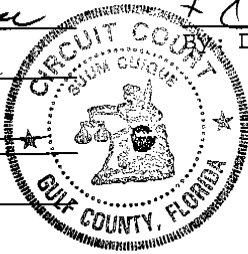
(Continued on Next Page)

IN WITNESS WHEREOF, the undersigned has caused these presents to be executed this 18th day of August, 1999.

Signed, Sealed and Delivered in the presence of:

WECO DEVELOPMENT CO., a Florida corporation

Nicole W. Conner + Dennis J. Weaver
 (Print Name) President
Richard A. Conner
 (Print Name)



STATE OF Florida
COUNTY OF Gulf

The foregoing instrument was acknowledged before me this 18th day of August, 1999, by Dennis J. Weaver, as President of WECO Development Co., a Florida corporation, on behalf of the corporation.

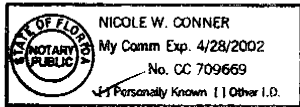
(Notary **must** check applicable box)

- is personally known to me.
- produced a current Florida driver's license as identification.
- produced _____ as identification.

(SEAL)

Nicole W. Conner
 (Print Name)

Notary Public
 Serial # _____
 My Commission Expires: _____



FL# 993327 B 230 P 894
 REC NO. 01923000514

REVISED EXHIBIT "A"
 TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF
 SEACLIFFS BEACH HOMES
 (Seacliffs Beach Homes Phase I Property)

Seacliffs Beach Homes Phase I Property

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence North 00°14'43" East along the East line of Government Lot 2 in said Section 36, a distance of 2138.58 feet; thence North 89°45'17" West 1190.00 feet; thence South 00°14'43" West 65.00 feet to the Point of Beginning; thence South 89°31'49" East, 133.02 feet; thence South 00°22'53" East, 77.49 feet; thence North 89°45'17" West 133.86 feet; thence North 00°14'43" East, 78.00 feet to the Point of Beginning.

Seacliffs Beach Homes Phase I Common Area

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence North 00°14'43" East along the East line of Government Lot 2 in said Section 36, a distance of 2138.58 feet; thence North 89°45'17" West 1190.00 feet; thence South 00°14'43" West 65.00 feet to the Point of Beginning; thence South 89°31'49" East, 133.02 feet; thence South 00°22'53" East, 77.49 feet; thence North 89°45'17" West 133.86 feet; thence North 00°14'43" East, 78.00 feet to the Point of Beginning.

Less and Except:

DESCRIPTION: SEACLIFFS BEACH HOMES UNIT C-14

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence along the East line of Government Lot 2 of said Section 36, North 00°14'43" East, 2138.58 feet; thence North 89°45'17" West, 475 feet; thence continue North 89°45'17" West, 678.83 feet; thence South 00°20'50" East, 71.15 feet to the Point of Beginning; thence continue South 00°20'50" East, 56.67 feet; thence South 88°34'57" West, 37.51 feet; thence North 00°14'43" West, 57.83 feet; thence South 89°45'17" East, 36.91 feet to the Point of Beginning. Said lands lying in Section 25, Township 8 South, Range 12 West, Gulf County, Florida.

DESCRIPTION: SEACLIFFS BEACH HOMES UNIT C-15

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence along the East line of Government Lot 2 of said Section 36, North 00°14'43" East, 2138.58 feet; thence North 89°45'17" West, 475 feet; thence continue North 89°45'17" West, 660.90 feet; thence South 00°26'15" East, 71.15 feet to the Point of Beginning; thence continue South 00°26'15" East, 56.22 feet; thence South 88°34'57" West, 18.12 feet; thence North 00°20'05" West, 56.67 feet; thence South 89°45'17" East, 18.04 feet to the Point of Beginning. Said lands lying in Section 25, Township 8 South, Range 12 West, Gulf County, Florida.

DESCRIPTION: SEACLIFFS BEACH HOMES UNIT C-16

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence along the East line of Government Lot 2 of said Section 36, North 00°14'43" East, 2138.58 feet; thence North 89°45'17" West, 475 feet; thence continue North 89°45'17" West, 643.00 feet; thence South 00°29'35" East, 71.15 feet to the Point of Beginning; thence continue South 00°29'35" East, 60.26 feet; thence South 89°55'38" West, 18.03 feet; thence North 00°26'15" West, 60.36 feet; thence South 89°45'17" East, 17.98 feet to the Point of Beginning. Said lands lying in Section 25, Township 8 South, Range 12 West, Gulf County, Florida.

DESCRIPTION: SEACLIFFS BEACH HOMES UNIT C-17

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence along the East line of Government Lot 2 of said Section 36, North 00°14'43" East, 2138.58 feet; thence North 89°45'17" West, 475 feet; thence continue North 89°45'17" West, 624.56 feet; thence South 00°16'21" East, 71.15 feet to the Point of Beginning; thence continue South 00°16'21" East, 60.16 feet; thence South 89°55'38" West, 17.93 feet; thence North 00°29'35" West, 60.26 feet; thence South 89°45'17" East, 18.16 feet to the Point of Beginning. Said lands lying in Section 25, Township 8 South, Range 12 West, Gulf County, Florida.

DESCRIPTION: SEACLIFFS BEACH HOMES UNIT C-18

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence along the East line of Government Lot 2 of said Section 36, North 00°14'43" East, 2138.58 feet; thence North 89°45'17" West, 475 feet; thence continue North 89°45'17" West, 606.65 feet; thence South 00°20'12" East, 71.15 feet to the Point of Beginning; thence continue South 00°20'12" East, 63.78 feet; thence South 89°37'59" West, 18.06 feet; thence North 00°16'21" West, 63.98 feet; thence South 89°45'17" East, 17.99 feet to the Point of Beginning. Said lands lying in Section 25, Township 8 South, Range 12 West, Gulf County, Florida.

DESCRIPTION: SEACLIFFS BEACH HOMES UNIT C-19

Commence at the Northwest corner of Government Lot 4, Section 36, Township 8 South, Range 12 West, Gulf County, Florida; thence along the East line of Government Lot 2 of said Section 36, North 00°14'43" East, 2138.58 feet; thence North 89°45'17" West, 475 feet; thence continue North 89°45'17" West, 587.51 feet; thence South 00°22'53" East, 71.15 feet to the Point of Beginning; thence continue South 00°22'53" East, 63.58 feet; thence South 89°37'59" West, 19.25 feet; thence North 00°20'12" West, 63.78 feet; thence South 89°45'17" East, 19.20 feet to the Point of Beginning. Said lands lying in Section 25, Township 8 South, Range 12 West, Gulf County, Florida.

FL# 993327 B 230 P 896
REC NO. 01923000514

JOINDER OF ASSOCIATION

The Seacliffs Beach Homes Association, Inc. (the "Association") finds that the attached Third Amendment to the Covenants, Conditions and Restrictions for Seacliffs Beach Homes, a residential development located in Gulf County, Florida, is in the furtherance of the development of Seacliffs Beach Homes, is in the best interests of the Association and its members and hereby joins in and consents to said amendment.

Signed, Sealed and Delivered in the presence of:

SEACLIFFS BEACH HOMES ASSOCIATION, INC., a Florida not for profit corporation

[Signature]
Nicole W. Conner
(Print Name)
[Signature]
Richard A. Conner
(Print Name)
[Signature]
By: Dennis J. Weaver, President
CIRCUIT COURT
GULF COUNTY, FLORIDA

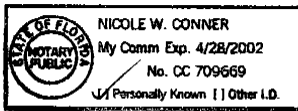
STATE OF Florida
COUNTY OF Gulf

The foregoing instrument was acknowledged before me this 18th day of August, 1999, by Dennis J. Weaver, as President of SEACLIFFS BEACH HOMES ASSOCIATION, INC., a Florida not for profit corporation, on behalf of the corporation.

(notary must check applicable box)

- is personally known to me.
- produced a current Florida driver's license as identification.
- produced _____ as identification.

(SEAL)



[Signature]

(Print Name)
Notary Public
Serial # _____
My Commission Expires: _____

THIS DOCUMENT PREPARED BY:
BURKE & BLUE, P.A.
Rob Blue, Jr., Esq.
P.O. Box 70
Panama City, FL 32402

FL# 993327 B 230 P 897
REC NO. 01923000514