

This Instrument Prepared By and
Should Be Returned To:

Harold L. Downing, Esquire, of
GILES & ROBINSON, P.A.
Post Office Drawer 2631
Suite 800
390 North Orange Avenue
Orlando, Florida 32802-2361
407 425 3591

SUPPLEMENTAL DECLARATION
FOR WATERFORD CHASE VILLAGE
ANNEXING TRACT A, PHASE II

THIS SUPPLEMENTAL DECLARATION FOR WATERFORD CHASE VILLAGE
is made this 8 day of December, 1998, by **CENTEX HOMES**, a Nevada general
partnership ("Centex").

WITNESSETH:

A. Centex is the "Declarant" under that certain Master Declaration of
Covenants, Conditions and Restrictions for Waterford Chase Village dated March 17, 1997,
recorded May 21, 1997, in O.R. Book 5256, Page 4645, Public Records of Orange County,
Florida, as amended and supplemented from time to time (the "Master Declaration"). The
capitalized terms used herein shall have the meanings given them in the Declaration.

B. Section 2.2 of the Declaration provides that Centex may add all or any
portion of the Undeveloped Parcel to the Properties from time to time.

C. The real property described on the attached Exhibit "A" (the "Additional
Property") is a portion of the Undeveloped Parcel and has become subject to that certain plat
(the "Plat") known as:

WATERFORD CHASE VILLAGE, TRACT A, PHASE II, according
to the plat thereof as recorded in Plat Book 40, Page 49, Public
Records of Orange County, Florida

D. Centex now desires to make a Supplemental Declaration to bring
additional real property to become subject to the Declaration.



RETURN TO:
GARY SHOWE
DEVELOPMENT ENGINEERING

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

1. *Annexation of Additional Property.* All of the real property (the "Additional Property") located in Orange County, Florida, and described on the attached Exhibit "A" is hereby added to the Properties and subjected to the covenants, restrictions, easements, charges, liens, terms and conditions of the Declaration. The Additional Property shall become part of a Village and shall be subject to a separate Village Declaration.

2. *Retention Areas.* Tract "C" depicted on the plat of the Additional Property is hereby designated as a retention area and shall be an integral part of the Surface Water and Storm Water Management System as defined in the Master Declaration subject to restrictions as shown on the Plat. An easement for drainage over Tract "C" is granted to Orange County. Tract "C" shall be owned by the Master Association.

3. *Protection of Conservation Areas.* Tracts "A," "B," "D" and that part of Tract "C" described on the attached Exhibit "B" (and, with regard to Tract "C", as shown on the Plat of the Additional Property as "Conservation Easement") are designated as conservation tracts to be owned by the Master Association as Common Property (Tracts "A," "B," "D" and that portion of Tract "C" described on the attached Exhibit "B" shall be hereinafter referred to as the "Conservation Areas"). Except for those alterations to the Conservation Areas permitted by applicable governmental authorities and to be performed by Declarant incidental to the development of the Additional Property, all future development rights pertaining to the Conservation Areas are dedicated to Orange County, Florida. After the Declarant completes Declarant's alterations within the Conservation Areas, no further clearing, construction, grading, or alteration of the Conservation Areas shall be permitted without the approval of Orange County and/or any other applicable jurisdictional agencies. Neither the Master Association, any Village Association nor any Owner or other person (except the Declarant pursuant to applicable development permits) shall construct or maintain any building or other improvements within, alter in any way, or remove or add any vegetation within the Conservation Areas or otherwise alter or disturb the Conservation Areas or in any wetlands, any buffer areas, or any upland conservation areas described in the approved permit issued by the St. Johns River Water Management District (the "District") or in any recorded plat of the Properties, unless prior approval is received from the District pursuant to Chapter 40D-4, F.A.C.

4. *Village Common Area.* Tract "E" depicted on the plat of the Additional Property is hereby designated as a "Village Common Area" as defined in the Master Declaration subject to restrictions as shown on the Plat. As a Village Common Area, Tract "E" shall be owned, operated and maintained by a Village Association as part of the Village Expenses.


5. *Master Common Property:* Tract "F" depicted on the plat of the Additional Property is hereby designated as "Common Property" as defined in the Master

Declaration subject to restrictions as shown on the Plat. As Common Property, Tract "F" shall be owned, operated and maintained by the Master Association at Common Expense.

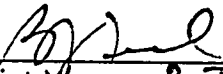
IN WITNESS WHEREOF, Centex has executed this Supplemental Declaration on the day and year above written.

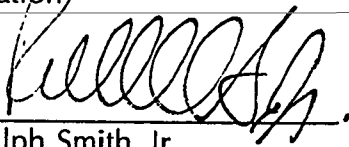
Signed, sealed and delivered
in the presence of:

CENTEX HOMES,
a Nevada general partnership


Print Name: Perry L. Colwell

By: CENTEX REAL ESTATE
CORPORATION, a Nevada
corporation



Print Name: B.J. Ford

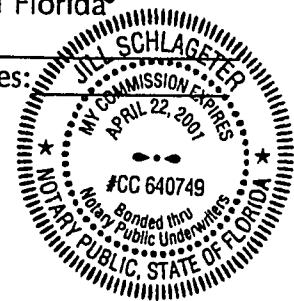
By: 
Ralph Smith, Jr.,
Development Manager for
the Orlando South Division

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 8 day of December, 1998, by Ralph Smith, Jr., as Development Manager for the Orlando South Division of CENTEX REAL ESTATE CORPORATION, a Nevada corporation, a general partner of CENTEX HOMES, a Nevada general partnership, on behalf of the partnership. Said person did not take an oath and (check one) is personally known to me, produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or produced other identification, to wit: _____


Print Name: Jill Schlager
Notary Public, State of Florida
Commission No.: _____
My Commission Expires: _____



LEGAL DESCRIPTION

A PARCEL OF LAND LYING IN THE SOUTHWEST 1/4 OF SECTION 25, TOWNSHIP 22 SOUTH, RANGE 31 EAST, ORANGE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHWEST CORNER OF THE SOUTHWEST 1/4 OF SECTION 25, TOWNSHIP 22 SOUTH, RANGE 31 EAST; THENCE RUN $N00^{\circ}03'40''W$, ALONG THE WEST LINE OF SAID SOUTHWEST 1/4, A DISTANCE OF 1107.26 FEET TO A POINT ON THE SOUTHERLY LINE OF WATERFORD CHASE VILLAGE, TRACT A, PHASE I, AS RECORDED IN PLAT BOOK 38, PAGES 9-10, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE DEPARTING SAID WEST LINE, RUN THE FOLLOWING COURSES AND DISTANCES ALONG SAID SOUTHERLY LINE; THENCE $N54^{\circ}41'19''E$, A DISTANCE OF 458.71 FEET TO A POINT ON A CURVE, CONCAVE SOUTHWESTERLY, HAVING A CENTRAL ANGLE OF $02^{\circ}16'03''$ AND A RADIUS OF 350.00 FEET; THENCE FROM A TANGENT BEARING OF $S35^{\circ}18'41''E$, RUN SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, A DISTANCE OF 13.85 FEET TO THE POINT OF COMPOUND CURVATURE OF A CURVE, CONCAVE SOUTHWESTERLY, HAVING A CENTRAL ANGLE OF $03^{\circ}14'51''$ AND A RADIUS OF 475.00 FEET; THENCE RUN SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, A DISTANCE OF 26.92 FEET; THENCE DEPARTING SAID CURVE, RUN $N60^{\circ}12'13''E$, A DISTANCE OF 50.00 FEET TO A POINT ON A CURVE, CONCAVE EASTERLY, HAVING A CENTRAL ANGLE OF $83^{\circ}57'38''$ AND A RADIUS OF 25.00 FEET; THENCE FROM A TANGENT BEARING OF $N29^{\circ}47'47''W$, RUN NORTHERLY ALONG THE ARC OF SAID CURVE, A DISTANCE OF 36.63 FEET TO THE POINT OF TANGENCY; THENCE RUN $N54^{\circ}09'51''E$, A DISTANCE OF 89.03 FEET; THENCE $S29^{\circ}53'57''E$, A DISTANCE OF 78.52 FEET; THENCE $N63^{\circ}37'12''E$, A DISTANCE OF 160.00 FEET TO A POINT ON A CURVE, CONCAVE SOUTHWESTERLY, HAVING A CENTRAL ANGLE OF $00^{\circ}05'52''$ AND A RADIUS OF 800.00 FEET; THENCE FROM A TANGENT BEARING OF $S26^{\circ}22'48''E$, RUN SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, A DISTANCE OF 1.36 FEET; THENCE DEPARTING SAID CURVE, RUN $N63^{\circ}43'04''E$, A DISTANCE OF 111.00 FEET; THENCE $S23^{\circ}43'27''E$, A DISTANCE OF 81.32 FEET; THENCE $S18^{\circ}36'28''E$, A DISTANCE OF 62.31 FEET; THENCE $N26^{\circ}32'51''E$, A DISTANCE OF 125.60 FEET; THENCE $N44^{\circ}26'15''E$, A DISTANCE OF 73.25 FEET; THENCE $N54^{\circ}16'23''E$, A DISTANCE OF 58.57 FEET; THENCE $N71^{\circ}29'14''E$, A DISTANCE OF 33.79 FEET; THENCE $S80^{\circ}01'01''E$, A DISTANCE OF 54.36 FEET; THENCE $S69^{\circ}15'41''E$, A DISTANCE OF 41.48 FEET; THENCE $N58^{\circ}38'36''E$, A DISTANCE OF 69.97 FEET; THENCE $N89^{\circ}18'18''E$, A DISTANCE OF 70.57 FEET; THENCE $S60^{\circ}05'56''E$, A DISTANCE OF 64.99 FEET; THENCE DEPARTING SAID SOUTHERLY LINE, RUN $S01^{\circ}21'31''W$, A DISTANCE OF 52.63 FEET; THENCE $S01^{\circ}30'45''E$, A DISTANCE OF 77.54 FEET; THENCE $S06^{\circ}15'37''E$, A DISTANCE OF 77.54 FEET; THENCE $S10^{\circ}16'13''E$, A DISTANCE OF 77.59 FEET; THENCE $S14^{\circ}08'06''E$, A DISTANCE OF 141.03 FEET; THENCE $S02^{\circ}37'58''E$, A DISTANCE OF 137.58 FEET; THENCE $S00^{\circ}46'58''W$, A DISTANCE OF 70.01 FEET; THENCE $S01^{\circ}31'59''W$, A DISTANCE OF 67.65 FEET; THENCE $S18^{\circ}54'22''W$, A DISTANCE OF 62.56 FEET; THENCE $S37^{\circ}11'44''W$, A DISTANCE OF 40.00 FEET; THENCE $S55^{\circ}34'34''W$, A DISTANCE OF 63.10 FEET; THENCE $S77^{\circ}18'57''W$, A DISTANCE OF 64.18 FEET; THENCE $N61^{\circ}11'28''W$, A DISTANCE OF 84.37 FEET; THENCE $S54^{\circ}40'28''W$, A DISTANCE OF 316.02 FEET; THENCE $S66^{\circ}14'42''E$, A DISTANCE OF 81.34 FEET; THENCE $S00^{\circ}02'09''W$, A DISTANCE OF 544.65 FEET TO A POINT ON THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 25; THENCE RUN $N89^{\circ}59'05''W$, ALONG SAID SOUTH LINE, A DISTANCE OF 965.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 37.595 ACRES, MORE OR LESS

EXHIBIT "B"

OR Bk 5639 Pg 4039
Orange Co FL 1998-0524420
Recorded - Martha O. Haynie

LEGAL DESCRIPTION OF THAT PORTION
OF TRACT "C" SUBJECT TO A
CONSERVATION EASEMENT

That certain real property located in Orange County, Florida, more particularly described as follows:

Commence at the Southwest corner of Section 25, Township 22 South, Range 31 East, Orange County, Florida; run thence S 89°59'05" E a distance of 414.99 feet to the Point of Beginning; thence run N 00°02'09" E a distance of 39.85 feet; thence run N 07°27'34" W a distance of 38.33 feet; thence run N 49°50'18" W a distance of 91.55 feet; thence run N 10°34'31" E a distance of 43.74 feet; thence run N 53°09'58" E a distance of 50.00 feet; thence run N 74°33'52" E a distance of 116.21 feet; thence run N 38°29'22" East a distance of 43.42 feet; thence run N 07°43'46" W a distance of 66.61 feet; thence run N 26°54'58" W a distance of 66.19 feet; thence run N 18°39'50" E a distance of 93.92 feet; thence run N 10°25'28" W a distance of 66.10 feet; thence run N 09°49'09" E a distance of 58.86 feet; thence run N 55°09'40" E a distance of 40.23 feet; thence run N 81°23'01" E a distance of 46.53 feet; thence run S 81°44'43" E a distance of 90.93 feet; thence run S 41°43'30" E a distance of 112.61 feet; thence run S 24°17'42" E a distance of 126.21 feet; thence run S 57°41'21" E a distance of 112.36 feet, thence run S 89°57'51" E a distance of 58.00 feet; thence run S 00°02'09" W a distance of 545.29 feet to the South line of Section 25, Township 22 South, Range 31 East; thence run along said South line N 89°59'05" W a distance of 550.00 feet to the Point of Beginning