

Instrument# 201000006805, Page 1 of 2 Recorded 12/20/2010 at 10:55 AM,
 Al Fraser Clerk of Court Baker County Deputy Clerk JULIE

Prepared by and return to:

Wyman R. Duggan, Esq.
 Rogers Towers, P.A.
 1301 Riverplace Boulevard
 Suite 1500
 Jacksonville, FL 32207

**SECOND AMENDMENT TO DECLARATION OF COVENANTS AND RESTRICTIONS
 OF CYPRESS POINTE OF MACCLENNY**

THIS SECOND AMENDMENT TO DECLARATION OF COVENANTS AND RESTRICTIONS OF CYPRESS POINTE OF MACCLENNY (the "Second Amendment") is made this 15th day of December, 2010 by CRM Florida Properties, LLC, a Georgia limited liability company ("CRM").

RECITALS:

A. WHEREAS, Cypress Pointe of Macclenny, LLC recorded the Declaration of Covenants and Restrictions for Cypress Pointe of Macclenny on June 9, 2005 as Instrument Number 200500005095 of the current Public Records of Baker County, Florida (the "Declaration"), and an Amendment to Covenants, Restrictions & Provisions for Cypress Pointe of Macclenny Homeowners Association, Inc. on November 29, 2005 as Instrument Number 200500010411 of the current public records of Baker County, Florida; and

B. WHEREAS, CRM has succeeded Cypress Pointe of Macclenny, LLC as the Developer under the Declaration pursuant to the Assignment of Developer Rights recorded December 10, 2010 as Instrument Number 201000006570 of the current public records of Baker County, Florida; and

C. WHEREAS, CRM desires to amend the Declaration as more particularly described below; and

D. WHEREAS, this amendment to the Declaration does not materially change the overall character of the development and does not adversely affect the value of any Lot or other building parcel located within the Property.

NOW, THEREFORE, CRM hereby amends Article IV: The Association, Section 4.2(b) of the Declaration to read as follows:

(b) **Class B Members**. The Class B Member shall be the Developer who shall be entitled to three (3) votes for each Lot owned by the Developer. The Class B Membership shall cease and be converted to Class A Membership on the happening of either of the following events, whichever occurs earlier:

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(i) When the total votes outstanding in the Class A Membership equals the total votes outstanding in the Class B Membership;

(ii) December 31, 2013;

(iii) Three (3) months after ninety percent (90%) of the Lots have been conveyed to members of the Association other than the Developer;

(iv) Such earlier date as the Developer may choose to terminate the Class B Membership upon notice to the Association.

IN WITNESS WHEREOF, CRM has caused this Second Amendment to be executed the date set forth above.

Signed, sealed and delivered
in the presence of:

CRM Florida Properties, LLC, a Georgia
limited liability company

Christina D. Redman
Name: CHRISTINA D. REDMAN

Christiane Albung
By: Name: Christiane Albung
Title: Vice President

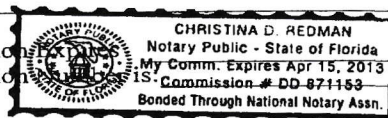
Jebbie Torres
Name: Jebbie Torres

STATE OF FLORIDA
COUNTY OF Orange

The foregoing Second Amendment was acknowledged before me this 15th day of December 2010, by _____ as _____ of CRM FLORIDA PROPERTIES, LLC on behalf of the Georgia limited liability company, and who is personally known to me or has produced _____, as identification.

Christina D. Redman
Notary Public, State of Florida
Name: _____

My Commission _____
My Commission _____



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Prepared by and return to:
Wyman R. Duggan, Esq.
Rogers Towers, P.A.
1301 Riverplace Blvd. Suite 1500
Jacksonville, FL 32207

THIRD AMENDMENT TO CORRECT CLERICAL ERROR

THIS THIRD AMENDMENT TO DECLARATION OF COVENANTS AND RESTRICTIONS OF CYPRESS POINTE OF MACCLENNY (the "Third Amendment") is made this 15th day of December, 2010 by CRM Florida Properties, LLC, a Georgia limited liability company ("CRM").

RECITALS

A. WHEREAS, CRM has succeeded Cypress Pointe of Macclenny, LLC as the Developer under the Declaration pursuant to the Assignment of Developer Rights recorded December 10, 2010 as Instrument Number 201000006570 of the current public records of Baker County, Florida; and

B. WHEREAS, an Amendment to Covenants, Restrictions & Provisions for Cypress Pointe of Macclenny Homeowners Association, Inc. (the "Amendment") was recorded on November 29, 2005 as Instrument Number 200500010411 of the current public records of Baker County, Florida; and

C. WHEREAS, a clerical error was discovered in the text of the Amendment and CRM desires to correct this error by this Third Amendment.

NOW, THEREFORE, CRM hereby corrects the paragraph of the Amendment entitled "Change" to read as follows:

Section 2.8. Property or Subdivision. The real property described on Exhibit A to the Declaration, including lands recorded as Cypress Pointe of Macclenny Unit 1 (a/k/a Unit One or Unit I), according to plat recorded in Plat Book 3, pages 90, 91, and 92, of Baker County Florida, and lands recorded as Cypress Pointe of Macclenny Unit 2 (a/k/a Unit Two or Unit II), according to Plat Book 3, pages 104, 105, 106 and 107, of Baker County Florida, together with such additions and deletions thereto as may be made in accordance with the provisions of Sections 3.2 and 3.3 of this Declaration.

IN WITNESS WHEREOF, CRM has caused this Third Amendment to be executed this ____ day of December, 2010.

Instrument# 201000006806, Page 2 of 2

Signed, sealed and delivered
in the presence of:

CRM Florida Properties, LLC, a Georgia
limited liability company

Christina D. Redman
Name: CHRISTINA D. REDMAN

By Christine Alburt
Name: Christine Alburt
Title: Vice President

Debbie Torres
Name: Debbie Torres

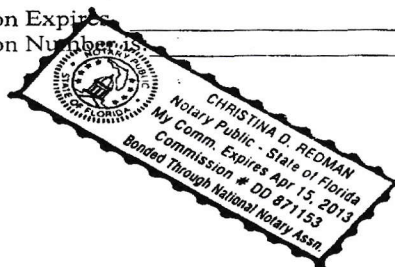
STATE OF FLORIDA
COUNTY OF Orange

The foregoing Third Amendment was acknowledged before me this 15th day of Dec, 2010, by _____ as _____ of CRM FLORIDA PROPERTIES LLC on behalf of the Georgia limited liability company, and who is personally known to me or has produced _____, as identification.

Christina D. Redman
Notary Public, State of Florida
Name: _____

My Commission Expires _____

My Commission Number _____



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