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09/10/96 at 01:22PM DWIGHT B. BROCK, CLERK
REC FEE 33.00

Prepared by and upon
recording return to:

Christine A. Bay, Esq.
RUDNICK & WOLFE
101 East Kennedy Boulevard
Suite #2000
Tampa, Florida 33602

Retn:
FIRST AMERICAN TITLE CO
PICK UP

**SECOND AMENDMENT TO
DECLARATION OF CONDOMINIUM
OF
CARRINGTON AT STONEBRIDGE, A CONDOMINIUM**

This Second Amendment (this "Amendment") to Declaration of Condominium of Carrington at Stonebridge, A Condominium, is made this 16 day of September, 1996 by TAYLOR WOODROW COMMUNITIES, a Florida general partnership (hereinafter referred to as the "Developer"), for itself and its successors, grantees and assigns.

WITNESSETH:

WHEREAS, on April 30, 1996 Developer executed a certain Declaration of Condominium of Carrington at Stonebridge, A Condominium (the "Declaration") recorded in Official Records Book 2179 at Page 0587 et seq., of the Public Records of Collier County, Florida (the "Public Records"); and

WHEREAS, Building 1 of the Condominium has now been substantially completed; and

WHEREAS, the Developer now desires to amend the Declaration to include the new building on Exhibit "B" to the Declaration.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Developer hereby amends the Declaration as follows:

1. Exhibit "B" of the Declaration is hereby amended to include the additional pages of Exhibit "B" attached hereto.

IN WITNESS WHEREOF, the Developer has executed this Amendment the day and year first above written.

Signed in the presence of:

TAYLOR WOODROW COMMUNITIES,
a Florida general partnership

By: Taylor Woodrow Homes Florida,
Inc., a Florida corporation as its
general partner

Patricia A. Crane
Print Name: Patricia A. Crane

By: [Signature]
John Peshkin, President
(Seal)

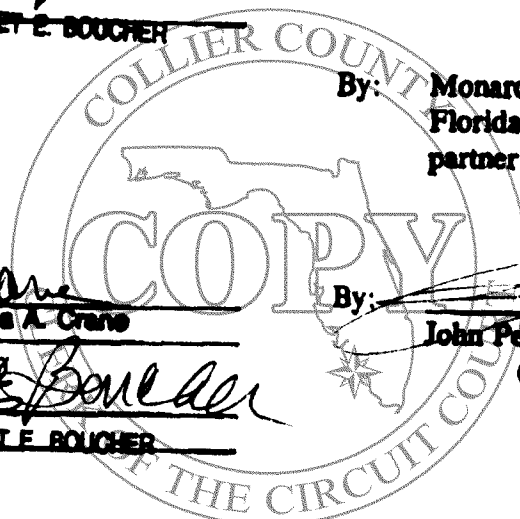
Margaret E. Boucher
Print Name: MARGARET E. BOUCHER

By: Monarch Homes of Florida, Inc., a
Florida corporation, as its general
partner

Patricia A. Crane
Print Name: Patricia A. Crane

By: [Signature]
John Peshkin, President
(Seal)

Margaret E. Boucher
Print Name: MARGARET E. BOUCHER



STATE OF FLORIDA)
COUNTY OF Sarasota)

The foregoing instrument was acknowledged before me this 16 day of September, 1996, by JOHN PESHKIN, as President of Taylor Woodrow Homes Florida, Inc., a Florida corporation, as general partner of Taylor Woodrow Communities, a Florida general partnership, on behalf of the corporation and general partnership; which individual is known to me or has produced _____ as identification.

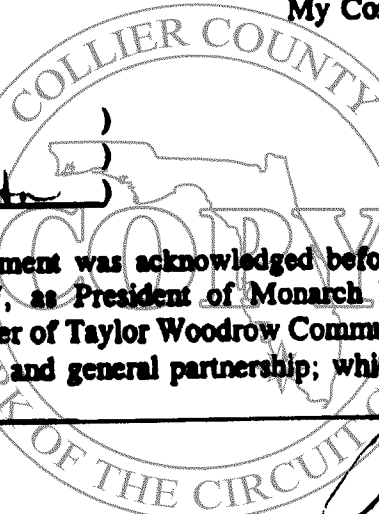


Rhonda L. Fleming-Hill
MY COMMISSION # CDB41674 EXPIRES
April 10, 2000
BONDED THROUGH TROY PAUL INSURANCE, INC.

Rhonda L. Fleming-Hill
Notary Public
State of Florida at Large
Rhonda L. Fleming-Hill
Printed Name of Notary
My Commission Expires:

STATE OF FLORIDA)
COUNTY OF Sarasota)

The foregoing instrument was acknowledged before me this 16 day of September, 1996, by JOHN PESHKIN, as President of Monarch Homes of Florida, Inc., a Florida corporation, as general partner of Taylor Woodrow Communities, a Florida general partnership, on behalf of the corporation and general partnership; which individual is known to me or has produced _____ as identification.



Rhonda L. Fleming-Hill
Notary Public
State of Florida at Large
Rhonda L. Fleming-Hill
Printed Name of Notary
My Commission Expires:



Rhonda L. Fleming-Hill
MY COMMISSION # CDB41674 EXPIRES
April 10, 2000
BONDED THROUGH TROY PAUL INSURANCE, INC.



WILSON, MILLER, BARTON & PEEK, INC.

Engineers, Planners, Surveyors, Landscape Architects & Environmental Consultants
Wilson Professional Center, Suite 200, 3200 Bailey Lane at Airport Road, Naples, Florida 34105 • (941) 649-4040 Fax (941) 643-5716

SURVEYORS CERTIFICATE

As to Carrington at Stonebridge, a Condominium, Phase 1, Building 1 ONLY, being a part of Tract E of Southampton, Unit One, Plat Book 19, pages 92-103, Collier County, Florida;

I, GEORGE G. GIBALA, of Naples, Florida, County of Collier and State of Florida, hereby certify as follows:

1. That I am a Professional Land Surveyor authorized to practice in the State of Florida;
2. That this Certificate is made to Carrington at Stonebridge, a Condominium, Phase 1, Building 1 ONLY, being a part of Tract E at Southampton, Unit One, Plat Book 19, pages 92-103, Collier County, Florida, and in compliance with Section 718.104(e) Florida Statutes;
3. That the attached sheets of WMB&P Drawing 4L-1283, as revised September 5, 1996, together with the provisions of the declaration relating to matters of survey, constitute a correct representation of the improvements as they now exist and there can be determined from them the identification, location, dimensions and size of the common elements, limited common elements and of each unit;
4. That all planned improvements, serving said building, including landscaping, utility services, common element facilities and access to the units are substantially completed.
5. Also attached hereto, sheets 2 and 3 of 3 of WMB&P drawing 4L-1283, plot plan/map of boundary survey of Carrington at Stonebridge, a Condominium, Phase 1.

WILSON, MILLER, BARTON & PEEK, INC.
Registered Engineers and Land Surveyors

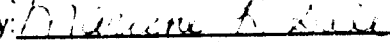

George G. Gibala, P.S.M. #5187

Date: 7/6/96

Not valid unless embossed with the Professional's seal.

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 6th day of September, 1996, by GEORGE G. GIBALA, who is personally known to me and who did not take an oath.

By: 
Notary Public
OFFICIAL NOTARY SEAL
MARLENE R. SALE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC37021
MY COMMISSION EXP. AUG. 6, 1998

9/6/96 - 01170319 MRS
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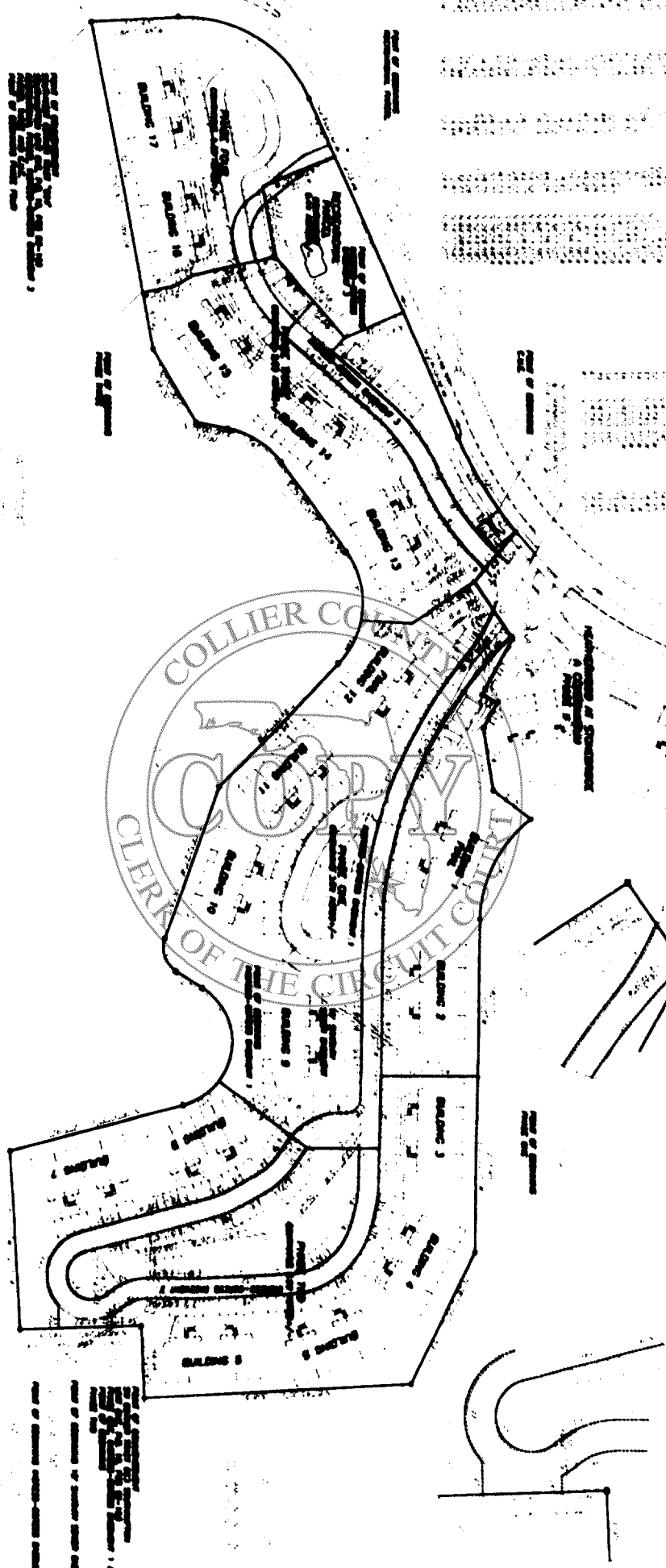
Naples
(941) 649-4040
Fax (941) 643-5716

Fort Myers
(941) 939-1020
Fax (941) 939-7479

Sarasota
(941) 371-3690
Fax (941) 377-9852

CARRINGTON AT STONEBRIDGE
A CONDOMINIUM

BEING ALL OF TRACT E AND F, SOUTHWEST CORNER OF SECTION 19, TOWNSHIP 36N, RANGE 30E, COCKER COUNTY, FLORIDA
PLAT BOOK 19, PAGES 82-101, COLLIER COUNTY, FLORIDA



[Handwritten signature]

NOTE: A GRADING PLAN IS SUBMITTED TO THE
STATE OF FLORIDA DEPARTMENT OF TRANSPORTATION
FOR REVIEW AND APPROVAL.

SEE ATTACHED FOR LAND RECORDS

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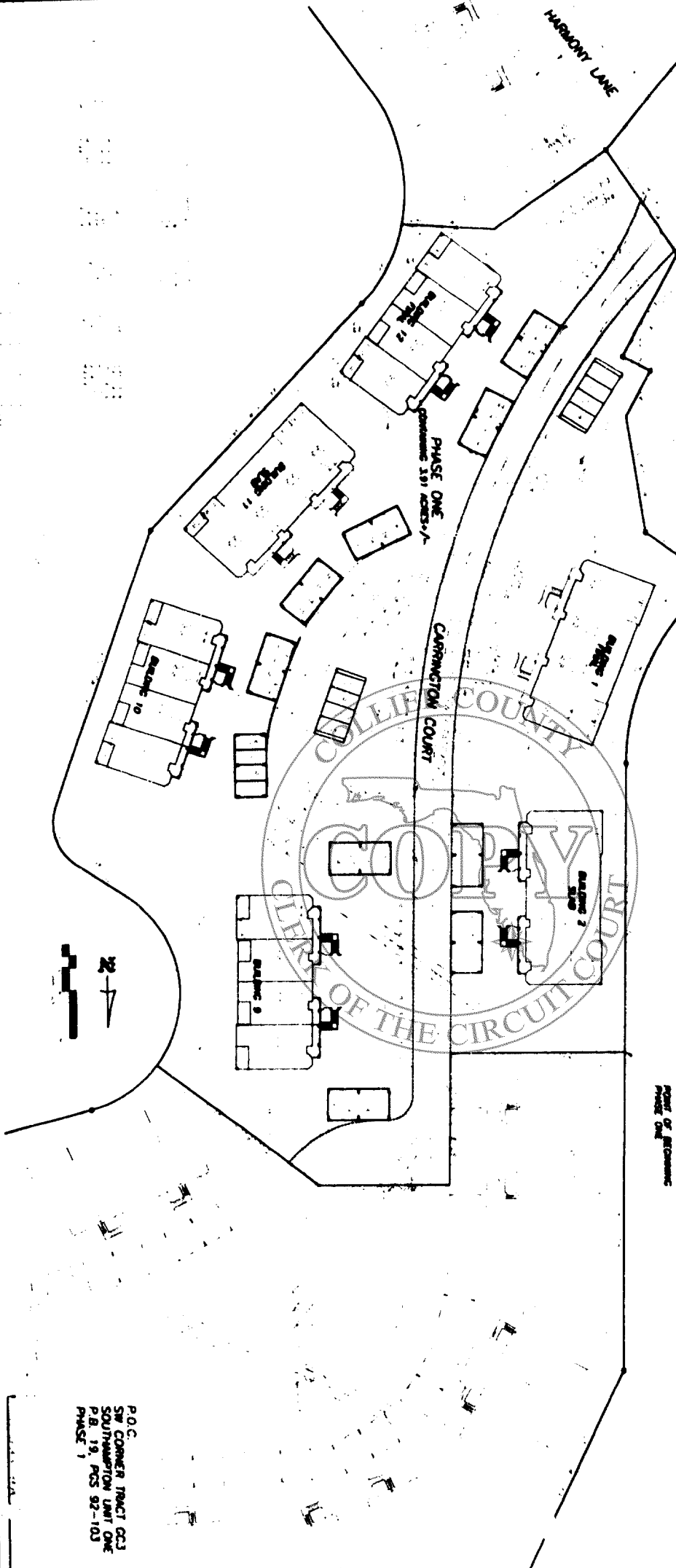
WILSON MILLER, BARTON & PECK, INC.		CONSULTING ENGINEERS		WILSON MILLER, BARTON & PECK, INC.	
1000 N. W. 10th Ave., Suite 1000, Ft. Lauderdale, FL 33304		P.O. Box 1000, Ft. Lauderdale, FL 33304		1000 N. W. 10th Ave., Suite 1000, Ft. Lauderdale, FL 33304	
Tel: (305) 555-1234		Tel: (305) 555-1234		Tel: (305) 555-1234	
Fax: (305) 555-1234		Fax: (305) 555-1234		Fax: (305) 555-1234	

WINDING OAKS WAY TRACT R

HEATHERWOOD AT STONEBRIDGE
A CONDOMINIUM

CARRINGTON AT STONEBRIDGE
PHASE ONE, A CONDOMINIUM
BEING A PART OF TRACT E OF SOUTHAMPTON UNIT ONE,
PLAT BOOK 19, PAGES 92-103, COLLIER COUNTY, FLORIDA

POINT OF BEGINNING
PHASE ONE

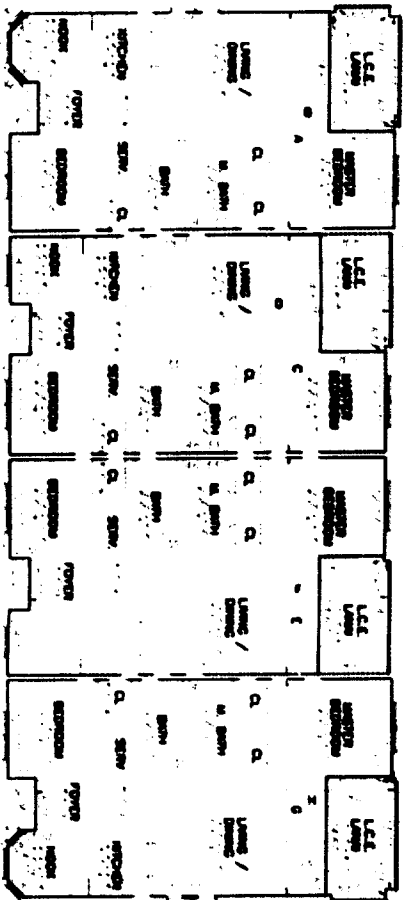


P.O.C.
SW CORNER TRACT CC3
SOUTHAMPTON UNIT ONE
P.B. 19, PGS 92-103
PHASE 1

WILSON, MILLER, BARTON & PEZZI, INC.

CONDOMINIUM AT STONEBRIDGE
A CONDOMINIUM
MAP OF BUILDING, SITE & FLOOR PLAN

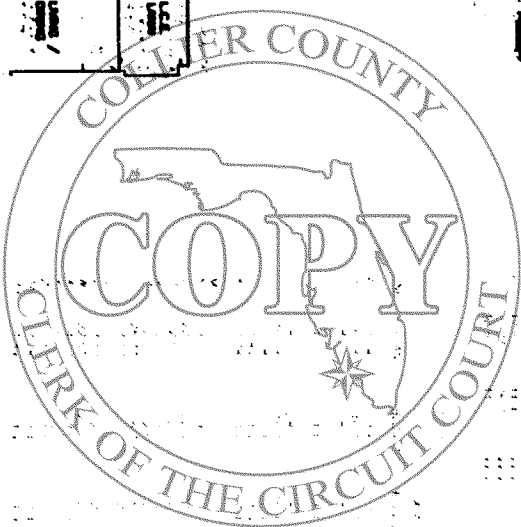
WILSON ROSSIGNOL CONSULTANTS, INC.



FIRST FLOOR



SECOND FLOOR



CARRINGTON AT STONEBRIDGE
A CONDOMINIUM PHASE ONE
BEING A PART OF TRACT E OF SOUTHAMPTON UNIT ONE
PLAT BOOK 19, PAGES 92-103, COLLIER COUNTY, FLORIDA

WILSON, MILLER, BARTON & PEEK, INC.

ATTORNEYS AT LAW
NEW & SUNDAY PLAZA BUILDING SEVEN

WILSON MILLER BARTON & PEEK, INC.