

Prepared By and Return To:
John W. Monroe, Jr of
Emmanuel, Sheppard and Condon
30 South Spring Street
Pensacola, Florida 32501
850/433-6581

**AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR
SILVERTON - UNIT 1,
A SUBDIVISION, TO ADD
SILVERTON - UNIT 2**

THIS AMENDMENT made this 11th day of OCTOBER, 2001, by the **MITCHELL COMPANY, INC.**, an Alabama corporation, hereinafter collectively referred to as "Declarant".

WITNESSETH

WHEREAS, Declarant executed a Declaration of Covenants, Conditions and Restrictions for Silvertown - Unit 1 ("Declaration") and recorded same in Official records Book 4494 at Page 205 of the public records of Escambia County, Florida; and

WHEREAS, the Declaration contemplated annexation of additional units; and

WHEREAS, Declarant has also executed and recorded in the public records of Escambia County, Florida, various other Amendments to the Declaration which shall, including this Amendment, be collectively included hereinafter as part of the "Declaration"; and

WHEREAS, Declarant now desires to amend the Declaration to add Silvertown - Unit 2, which is owned by Declarant and the legal description for which is as set forth on Exhibit "A", (the "Property") incorporated herein by reference.

NOW, THEREFORE, Declarant hereby declares that all of the Property described in Exhibit "A" shall be held, sold and conveyed subject to the easements, restrictions, covenants and conditions set forth in the Declaration, as previously amended and as amended by this Amendment, all of which are for the purpose of protecting the value and desirability of said Property and which shall run with the Property and be binding on all parties having any right, title or interest in the Property described in the attached Exhibit "A", or any part thereof, and on all persons deraining title through the Declarant, their respective heirs, successors and assigns, and shall inure to the benefit of each owner thereof.

ARTICLE I **DEFINITIONS**

1) Terms contained in this Amendment shall have same meaning as set forth in the Declaration unless specified otherwise in this Amendment.

2) "Amendment" shall mean this instrument entitled Amendment to the Declaration of Covenants, Conditions and Restrictions for Silverton - Unit 1 to add Silverton - Unit 2.

3) "Properties" or "Property" shall now include the property described on the attached Exhibit "A".

4) The definition of "Common Areas" shall be expanded to include Parcels C, F, and I as shown on the Plat.

5) The term "Plat" shall now include the plat of Silverton - Unit 2 recorded in the public records of Escambia County.

6) "Type 1 Lots" shall mean and refer to all Lots in Silverton - Unit 2.

ARTICLE II **PROPERTY RIGHTS**

The provisions of Article II, Property Rights, contained in the Declaration shall apply to all Lots in Silverton - Unit 2.

ARTICLE III
MEMBERSHIP AND VOTING RIGHTS

It is the intention of the Declarant by this Amendment to annex the property described on the attached Exhibit "A" as Silverton - Unit 2, and bring same under the jurisdiction of the Association as contemplated by provisions of Article VIII, Section 6 of the Declaration.

ARTICLE IV
COVENANT FOR SUBDIVISION MAINTENANCE ASSESSMENTS

The provisions of Article IV, Covenant for Maintenance and Assessments contained in the Declaration shall apply to all Lots in Silverton - Unit 2.

ARTICLE V
ARCHITECTURAL CONTROL

The provisions of Article V, Architectural Control, contained in the Declaration shall apply to all Lots in Silverton - Unit 2. However, the Architectural Control Committee shall now be composed of Ronald G. Tuttle, John Franz and Jeff Holcomb. This Amendment to the composition of the Architectural Control Committee shall be effective for all Units in Phases of Silverton.

ARTICLE VI
**BUILDING SETBACK LINES, CONSTRUCTION RESTRICTIONS
AND CONSTRUCTION REQUIREMENTS**

All of the provisions of Article VI, Building Setback Lines, Construction Restrictions and Construction Requirements shall apply, as appropriate, to the Lots in Silverton - Unit 2 subject to the following amendments:

Type 1 Lot: No one-story dwelling shall be erected on any Type 1 Lot having a living area (such defined as being heated and cooled) of less than 750 square feet.

ARTICLE VII
GENERAL RESTRICTIONS

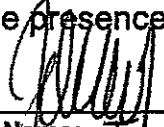
The provisions of Article VII, General restrictions, contained in the Declaration shall apply, as appropriate, to all Lots in Silverton - Unit 2.

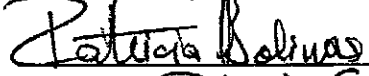
**ARTICLE VIII
GENERAL PROVISIONS**

The provisions of Article VIII, General Provisions contained in the Declaration, shall apply to all Lots in Shadow Lakes, Unit No. II - Phase II.

IN WITNESS WHEREOF, the Declarant has executed this Amendment to the Declaration of Covenants, Conditions and Restrictions for Silverton - Unit 1 to add Silverton - Unit 2, this 11th day of October, 2001.

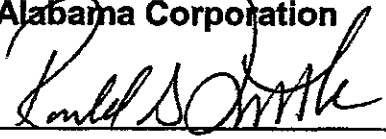
Signed, sealed and delivered
in the presence of:


Print Name: John W. Monroe, Jr.


Print Name: Patricia Golibas

DECLARANT:

THE MITCHELL COMPANY, INC.
An Alabama Corporation

BY: 
Ronald G. Tuttle,
It's Service President

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 11th day of October, 2001, by RONALD G. TUTTLE, as Service-President of THE MITCHELL COMPANY, INC., an Alabama corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.


NOTARY PUBLIC
My Commission Expires: _____

(SEAL)

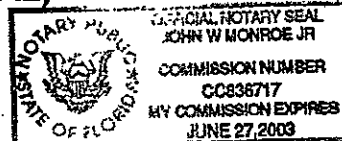


EXHIBIT "A" TO ARTICLES OF INCORPORATION
OF SILVERTON OF PENSACOLA HOMEOWNERS ASSOCIATION, INC.

LAND DESCRIPTION:

A PARCEL OF PROPERTY LOCATED IN SECTION 20, TOWNSHIP 1 SOUTH, RANGE 30 WEST ESCAMBIA COUNTY, FLORIDA. MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCE AT THE POINT OF INTERSECTION OF THE WEST LINE OF LOT 4, ACCORDING TO PLAT RECORDED IN DEED BOOK "F", AT PAGE 375 OF THE PUBLIC RECORDS OF SAID COUNTY, AND THE CENTERLINE OF THE 20 FOOT WIDE PAVING IN OLIVE ROAD (S.R. NO. 290, 66' R/W). SAID POINT ALSO BEING ON THE CENTERLINE OF THE 66' RIGHT-OF-WAY OF OLIVE ROAD; THENCE SOUTH 89 DEGREES 38 MINUTES 00 SECONDS EAST ALONG SAID CENTERLINE FOR 639.40 FEET; THENCE SOUTH 06 DEGREES 40 MINUTES 06 SECONDS WEST FOR 33.20' TO THE SOUTH R/W LINE OF OLIVE ROAD AND THE POINT OF BEGINNING; THENCE SOUTH 06 DEGREES 40 MINUTES 08 SECONDS WEST FOR 708.28 FEET; THENCE SOUTH 83 DEGREES 19 MINUTES 54 SECONDS EAST FOR 165.08 FEET; THENCE NORTH 06 DEGREES 40 MINUTES 06 SECONDS EAST FOR 12.61 FEET; THENCE SOUTH 83 DEGREES 19 MINUTES 54 SECONDS EAST FOR 220.00 FEET; THENCE NORTH 06 DEGREES 40 MINUTES 06 SECONDS EAST FOR 736.18 FEET TO THE SOUTH R/W LINE OF OLIVE ROAD; THENCE NORTH 89 DEGREES 38 MINUTES 00 SECONDS WEST ALONG THE SOUTH R/W LINE OF OLIVE ROAD (66' R/W) FOR 387.42 FEET TO THE POINT OF BEGINNING, CONTAINING 8.37 ACRES MORE OR LESS.