

**CERTIFICATE OF AMENDMENT TO DECLARATION OF CONDOMINIUM
ESTABLISHING THE RIVER MEWS, PHASE 1, A CONDOMINIUM**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, as the duly elected President and Secretary of THE RIVER MEWS ASSOCIATION, INC., a Florida not-for-profit corporation (hereinafter referred to as "Association"), do hereby certify, that at a special meeting of the membership of the Association conducted on March 24, 1997 and reconvened on May 2, 1997, Article 10, Section C. of the Declaration of Condominium Establishing The River Mews, Phase 1, a Condominium (hereinafter referred to as the "Declaration") was proposed to be amended as follows:

See EXHIBIT "A" attached hereto and incorporated herein by reference.

The proposed amendments were adopted by the membership of the Association at the said special meeting. The Declaration is hereby modified and amended, and the revised version of the text of Article 10, Section C. of the Declaration, is as follows:

See EXHIBIT "B" attached hereto and incorporated herein by reference.

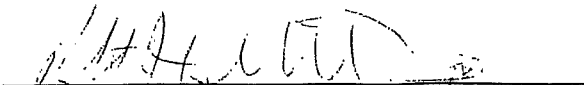
Except as specifically set forth herein and as previously modified and amended, the Declaration remains unaltered and in full force and effect.

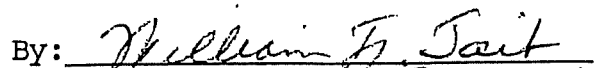
IN WITNESS WHEREOF, the undersigned have caused these presents to be executed on the date set forth below for and on behalf of the Association.


Signed, sealed, and delivered
in the presence of:


"ASSOCIATION"

THE RIVER MEWS ASSOCIATION,
INC., a Florida not-for-profit
corporation


(name: Robert A. H. Tait)

By: 
(name: WILLIAM F. TAIT)
President


(name: Linda M. Audette)

Attest: 
(name: Betty Jo McKimley)
Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF INDIAN RIVER)

I HEREBY CERTIFY that before me, a Notary Public, personally appeared William F. Tait and Betty J. McKinney, President and Secretary, respectively, of THE RIVER MEWS ASSOCIATION, INC., a Florida not-for-profit corporation, to me known to be the persons described in and who executed the foregoing instrument and who acknowledged before me that they executed the same for the purposes therein set forth for and on behalf of said corporation. I further state that I have examined the current Florida driver's licenses of the said persons and have confirmed said persons' identities, and that they did not take an oath.

WITNESS my hand and official seal in the state and county last
aforesaid this 27th day of May, 1997.

Linda M. Daudelin
Notary Public, State of Florida
(name: Linda M. Daudelin)

My commission expires:

(Affix Seal)

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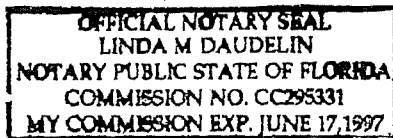


EXHIBIT "A"

Proposed amendments to Article 10., Section C. of the Declaration of Condominium Establishing the River Mews, Phase 1, A Condominium:

10. USE RESTRICTIONS - The use of the property of the condominium shall be in accordance with the Rules and Regulations attached as Exhibit "R" and the following provisions:

C. REGULATIONS - Reasonable regulations concerning the use of the condominium property may be made and amended from time to time by a ~~seventy five percent (75%)~~ majority vote of the ~~association~~ voting interests represented in person or by proxy at a duly held meeting of the owners at which a quorum is present. Copies of such regulations and amendments thereto shall be posted conspicuously and shall be furnished by the association to all unit owners. No regulation may discriminate against any group or class of users. No new or amended rule or regulations may be enforced prior to approval by the owners.

Proposed deletions are lined through and proposed additions are underlined.

EXHIBIT "B"

10. USE RESTRICTIONS - The use of the property of the condominium shall be in accordance with the Rules and Regulations attached as Exhibit "R" and the following provisions:

C. REGULATIONS - Reasonable regulations concerning the use of the condominium property may be made and amended from time to time by a majority vote of the voting interests represented in person or by proxy at a duly held meeting of the owners at which a quorum is present. Copies of such regulations and amendments thereto shall be posted conspicuously and shall be furnished by the association to all unit owners. No regulation may discriminate against any group or class of users. No new or amended rule or regulations may be enforced prior to approval by the owners.

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