

Prepared by/record and return to:

John McGowan, Esquire
Walt Disney World Co.
P. O. Box 10000
Lake Buena Vista, Florida 32830

LARRY WHALEY
OSCEOLA COUNTY, FLORIDA
CLERK OF CIRCUIT COURT

7P

CL 2004154447 DR 2567/2078
HLG Date 07/27/2004 Time 14:59:39

Cross-Reference to Declaration recorded in Official
Records Book 2338, Page 2780, Public Records of
Osceola County, Florida.

THIS SPACE FOR RECORDER'S USE

SUPPLEMENT TO COMMUNITY CHARTER FOR CELEBRATION RESIDENTIAL PROPERTIES

THIS SUPPLEMENT TO COMMUNITY CHARTER FOR CELEBRATION
RESIDENTIAL PROPERTIES (this "Supplement") is made this 6 day of July, 2004, by
The Celebration Company, a Florida corporation (hereinafter, with its successors and assigns,
referred to as "The Celebration Company").

WITNESSETH

WHEREAS, on December 19, 1995, The Celebration Company executed and
recorded that certain Declaration of Covenants, Conditions, and Restrictions for Celebration
Residential Properties in Official Records Book 1298, Page 1889, *et seq.*, of the Public Records
of Osceola County, Florida (the "Original Declaration"); and

WHEREAS, on September 15, 2003, Declarant executed and recorded that certain
Amended and Restated Declaration of Covenants, Conditions and Restrictions for Celebration
Residential Properties in Official Records Book 2338, Page 2780, *et seq.*, of the Public Records
of Osceola County, Florida, as subsequently amended and supplemented by additional
instruments recorded in the Public Records of Osceola County, Florida (collectively, the
"Charter"), which Charter amended and restated the Original Declaration.

WHEREAS, The Celebration Company conveyed the real property described in
Exhibit "A" attached hereto and made a part hereof ("Additional Property") to Oriole Homes
Corp., a Florida corporation (the "Owner") pursuant to Special Warranty Deed recorded May
30, 2003, in Official Records Book 2262, Page 547, of the Public Records of Osceola County,
Florida; and

WHEREAS, pursuant to Section 17.1 of the Charter, The Celebration Company may
submit certain additional property described on Exhibit "B" of the Charter to the terms of the
Charter by obtaining the consent of the owner of such additional property, if other than The
Celebration Company, and filing a Supplement to the Charter describing the additional property;
and

WHEREAS, The Celebration Company desires to submit the Additional Property to the terms of the Charter and impose additional covenants and easements on such property; and

WHEREAS, the Owner consents to the submittal of the Additional Property to the terms of the Charter and the imposition of additional covenants and easements on such property as set forth in this Supplement;

NOW, THEREFORE, pursuant to the powers retained by The Celebration Company under the Charter, The Celebration Company hereby subjects the real property described on Exhibit "A" to the provisions of this Supplement, which shall apply to such Additional Property in addition to the provisions of the Charter. Such Additional Property shall be sold, transferred, used conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of this Supplement and the Charter, both of which shall run with the title to such Additional Property and shall be binding upon all persons having any right, title, or any interest in such Additional Property, their respective heirs, legal representatives, successors, successors-in-title, and assigns. The provisions of this Supplement shall be binding upon the Celebration Residential Owners Association, Inc. (the "Association") in accordance with the terms of the Charter.

ARTICLE I Definitions

The definitions set forth in the Charter are incorporated herein by reference. Pursuant to the definition of "Unit" set forth in Section 3.1 of the Charter, the Additional Property shall be deemed to contain seventy (70) Units until such time as a declaration of condominium is filed of record for all or a portion of the Additional Property. Thereafter, the number of Units shall be determined in accordance with Section 3.1 of the Charter.

ARTICLE II Neighborhood and Service Area Designation

2.1 Neighborhood Assignment. Pursuant to Section 3.2 of the Charter, the Additional Property shall be assigned to the Neighborhood(s) identified on Exhibit "A". Initially, the Additional Property shall not be assigned to a Service Area as defined in Section 3.4 of the Charter. Any future Service Area designation shall be subject to the terms of the Charter.

2.2 District. Pursuant to Section 3.3 of the Charter, the Additional Property shall be assigned to the District known as **Celebration East Village**.

ARTICLE III
Amendments

CL 2004154447

OR 2567/2080

3.1 By The Celebration Company. The Celebration Company shall have the right to unilaterally amend this Supplement to the extent that The Celebration Company has the right to amend the Charter pursuant to Section 21.1 of the Charter.

3.2 By Owner. Except as provided above and otherwise specifically provided herein, this Supplement may be amended only by the affirmative vote or written consent, or any combination thereof, of 75% percent of the owners of the Units contained within the Additional Property ("Unit Owners"), the written consent of the Association acting upon resolution of its Board of Directors, and, so long as The Celebration Company has an option to subject additional property to the Charter pursuant to Section 17.1 of the Charter, the consent of The Celebration Company.

Notwithstanding the above, no amendment adopted pursuant to this Section shall be effective to withdraw the real property described herein from the provisions of the Charter unless also approved by the Voting Members representing 75% percent of the total Class "A" votes in the Association and by The Celebration Company if The Celebration Company Membership exists. The percentage of votes necessary to amend a specific clause shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause. To be effective, any amendment must be recorded in the public records of Osceola County, Florida.

If the owner of the Additional Property or a Unit Owner consents to any amendment to this Supplement, it will be conclusively presumed that such owner has the authority so to consent, and no contrary provision in any mortgage or contract between the owner and a third party will affect the validity of such amendment.

No amendment may remove, revoke or modify any right or privilege of The Celebration Company without its written consent or the written consent of The Celebration Company or the assignee of such right or privilege.

IN WITNESS WHEREOF, the undersigned has executed this Supplement this 6th day of July, 2004.

Signed, sealed and delivered
in the presence of:

Katherine DeLacasa
Katherine DeLacasa (Printed Name)

Barbara Ann Fernandez
Barbara Ann Fernandez (Printed Name)

THE CELEBRATION COMPANY,
a Florida corporation

By: John McGowan

Name: John McGowan


Title: Secretary

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 10 day of July, 2004, by John M. Gowan as Secretary of THE CELEBRATION COMPANY, a Florida corporation, on behalf of the corporation. He is personally known to me.

NOTARY PUBLIC:

Barbara Ann Fernandez
Notary Public, State of Florida
Name of Notary Public typed, printed or stamped here:

 Barbara Ann Fernandez
My Commission DD068236
Expires October 29, 2008

(NOTARIAL SEAL)

JOINDER AND CONSENT OF OWNER 2004154447

OR 2567/2082

ORIOLE HOMES CORP., a Florida corporation, the grantee under that certain Special Warranty Deed from THE CELEBRATION COMPANY, a Florida corporation, filed May 30, 2003 in Official Records Book 2262, Page 547, of the Public Records of Osceola County, Florida, of the Additional Property described on Exhibit "A" of this Supplement, joins in this Supplement, as the owner of the Additional Property, for purposes of evidencing its consent to and confirmation of this Supplement and to the recording thereof in the Public Records of Osceola County, Florida.

ORIOLE HOMES CORP., a Florida corporation

Witnesses:

By: Mark Levy

Mark B
Signature

Name: MARK LEVY

Marlene Diaz
Printed Name

As its: President

Susan V Spragg
Signature

Date: 7/12/04


Susan V Spragg
Printed Name

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF PALM BEACH


The foregoing instrument was acknowledged before me this 12th day of July, 2004, by Mark Levy, the President of ORIOLE HOMES CORP., a Florida corporation, on behalf of the corporation. He/She personally appeared before me, is personally known to me or produced _____ as identification.

NOTARY PUBLIC:

 Marlene Diaz
My Commission DD052708
Expires August 26, 2005

Mark B (Signature)


Notary Public, State of Florida
Name of Notary Public typed, printed or stamped here:

 Marlene Diaz
My Commission DD052708
Expires August 26, 2005

(NOTARIAL SEAL)

JOINDER AND CONSENT OF MORTGAGEE

OCEAN BANK, a Florida banking corporation, the mortgagee of the Additional Property described in Exhibit "A" attached hereto to this Supplement pursuant to (i) that certain Mortgage Deed and Security Agreement from ORIOLE HOMES CORP., to and in favor of OCEAN BANK, recorded in Official Records Book 2262, Page 576, Public Records of Osceola County, Florida, (ii) that certain UCC-1 Financing Statement recorded in Official Records Book 2262, Page 584, Public Records of Osceola County, Florida, and (iii) that certain Collateral Assignment of Development Documents and Covenants from ORIOLE HOMES CORP., to and in favor of OCEAN BANK, recorded in Official Records Book 2262, Page 585, Public Records of Osceola County, Florida, joins in this Supplement, as the mortgagee of the Additional Property, for purposes of evidencing its consent to and confirmation of this Supplement and to the recording thereof in the Public Records of Osceola County, Florida.

 OCEAN BANK, a Florida banking corporation

Witnesses:

By: Eugene Font

Aurea Sanchez
Signature

Name: Eugene Font

Aurea Sanchez
Printed Name

As its: SVP

Jay Alvarez
Signature

Date: 7/16/04

JAY ALVAREZ
Printed Name

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 16 day of JULY, 2004, by Eugene Font, the Senior Vice Pres of OCEAN BANK, a Florida banking corporation, on behalf of the corporation. He/She personally appeared before me, is personally known to me or produced _____ as identification.

NOTARY PUBLIC:

Maria Rivera (Signature)
Notary Public, State of Florida
Name of Notary Public typed, printed or stamped here:

OFFICIAL NOTARY SEAL
MARIA RIVERA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC964540
MY COMMISSION EXP. SEPT 26, 2004

(NOTARIAL SEAL)

EXHIBIT "A"

CL 2004154447

OR 2567/2084

ADDITIONAL PROPERTY

NEIGHBORHOOD: EAST VILLAGE TERRACE HOMES

Legal Description

Lots 178 through 181, inclusive, **CELEBRATION EAST VILLAGE UNIT 3**, according to the Plat thereof, as recorded in Plat Book 13, Pages 162 through 183, inclusive, of the Public Records of Osceola County, Florida.