

**AMENDMENT TO DECLARATION OF
COVENANTS
FOR
THE SHORES AT BOCA RATON
HOMEOWNER'S ASSOCIATION, INC.**

Articles are dated on November 8, 1994 and recorded in O.R.B. 8502,
pages 479 through 519.

Pursuant to the provisions of Section 617.1006 of The Florida Not For
Profit Corporation Act ("The Act"), the undersigned adopts the
following

This Declaration is hereby amended as follows:

**I. ARTICLE VI: MAINTENANCE OF UNITS, LOTS, AND LIMITED
COMMON AREAS is hereby expanded as follows:**

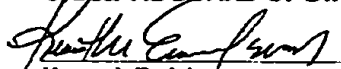
**A. South Perimeter Landscape Maintenance Adjacent to Specific
Lots.** Lot owners with lot legal descriptions, including lots 10 through and
including lot 33A, shall be responsible for the periodic cutting,
fertilization, irrigation, and maintenance of grass, hedges, plantings, and
trees, which are located adjacent to the rear property line and following
south to a now existing hedge and fence. All these lots are located along
the southern boundary of The Shores at Boca Raton P.U.D.

B. West Perimeter Landscape Maintenance Adjacent to Specific Lots.
Lot owners with lot legal descriptions, including lots 33A through and
including lot 50A, and 227 through and including lot 241, shall be
responsible for the periodic cutting, fertilization, irrigation, and
maintenance of grass, hedges, plantings, and trees, which are located
adjacent to the rear property line and following west to a now existing
hedge and fence (except in the case of lots 227 through 241, area will be
up to the now existing natural growth foliage). All these lots are located
along the western boundary of The Shores at Boca Raton P.U.D.

**C. North Perimeter Landscape Maintenance Adjacent to Specific
Lots.** Lot owners with lot legal descriptions, including lots 241 through
and including 269, shall be responsible for the periodic cutting,
fertilization, irrigation, and maintenance of grass, hedges, plantings, and
trees, which are located adjacent to the rear property line and following
north to a now existing hedge. All these lots are located along the
northern boundary of The Shores at Boca Raton P.U.D.

THIS AMENDMENT TO THE DECLARATION WAS ADOPTED AS
DESCRIBED IN ARTICLE XV, SECTION 5 OF THE ORIGINAL
COVENANTS THIS SEVENTH DAY OF OCTOBER, 1999.

ORIGINAL BOARD OF DIRECTORS:


Kenneth Endelson

10/7/99
Date _____

FIRST OFFICERS:


Richard Finkelstein, President

Date: 10/7/99

ORIGINAL BOARD OF DIRECTORS:

[Signature]
Richard Finkelstein

Date: 10/7/99

[Signature]
Dean J. Borg

Date: 10/7/99

FIRST OFFICERS:

[Signature]
Dean J. Borg, Vice-President

Date: 10/7/99

[Signature]
Judy Gray, Secretary/Treasurer

Date: 10/7/99

DECLARANT:

KENCO COMMUNITIES AT LAKES OF BOCA, INC.
A Florida Corporation by:

[Signature] 10/7/99
Richard Finkelstein, President

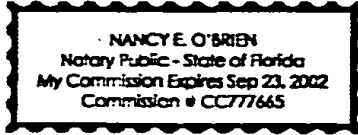
K. J. R. Assoc
Address: 1000 Clint Moore Road
Suite 110
Boca Raton, Florida 33487 ✓

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STATE OF FLORIDA
COUNTY OF PALM BEACH

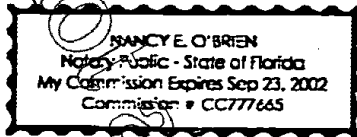
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Kenneth Endelson in his capacity as original Board of Director of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



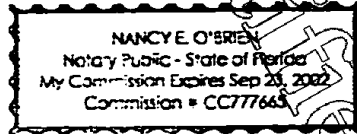
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Richard Finkelstein in his capacity as original Board of Director of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



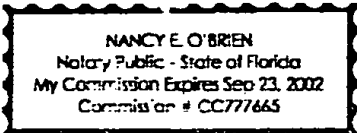
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Dean J. Borg in his capacity as original Board of Director of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



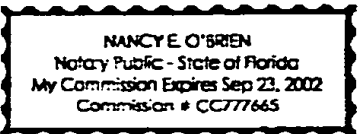
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Richard Finkelstein in his capacity as President of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Dean J. Borg in his capacity as Vice-President of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

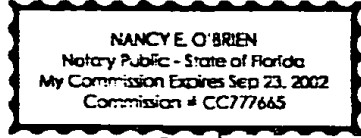
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STATE OF FLORIDA
COUNTY OF PALM BEACH

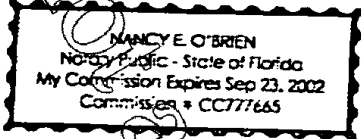
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Judy Gray in her capacity as Secretary/Treasure of Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Richard Finkelstein in his capacity as President of Kenco Communities at Lakes of Boca, Inc. The aforesaid is personally known to me.

Notoral Seal



A:Articles of Inc. Amendment-The Shores.doc

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Notary Seal
certified copy

**AMENDMENT TO ARTICLES
OF INCORPORATION OF
THE SHORES AT BOCA RATON
HOMEOWNERS' ASSOCIATION, INC.**

Articles were filed on March 8, 1994 with the Secretary of State,
Tallahassee, Florida, to form a corporation not for profit under
Chapter 617, Florida Statutes.

Pursuant to the provisions of Section 617.1006 of The Florida Not For
Profit Corporation Act ("The Act"), the undersigned adopts the
following:

Said articles are hereby amended this seventh day of October, 1999 as follows:

A. ARTICLE V, SECTION 2: ELECTION OF DIRECTORS

Notwithstanding anything to the contrary contained here in, the initial
Class A Election of Directors is hereby modified to state that the initial Class A
Directors shall be elected at a special meeting to occur on or before October 31,
1999.

B. ARTICLE V, SECTION 6: TERM OF OFFICE

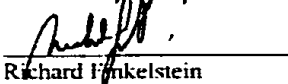
Notwithstanding anything to the contrary contained here in, the initial
Class A Board of Directors, once elected, will serve for a term of two years, and
one year as described, however in each case their original term will be extended
by approximately three additional months (from mid-October 1999 through mid-
January 2000). Accordingly, after the initial election on or before October 31,
1999, the original Class A Directors next election shall be on or about January
2001.

THIS AMENDMENT HAS BEEN ADOPTED AS DESCRIBED IN ARTICLE
VIII, SECTION 1.

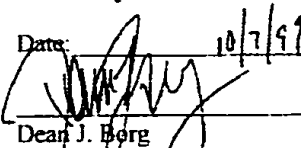
ORIGINAL BOARD OF DIRECTORS:


Kenneth Endelson

Date: 10/7/99


Richard Finkelstein

Date: 10/7/99

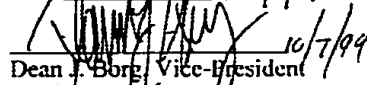

Dean J. Borg

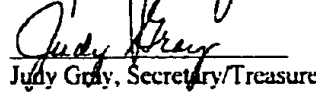
Date: 10/7/99

FIRST OFFICERS:


Richard Finkelstein, President

Date: 10/7/99


Dean J. Borg, Vice-President


Judy Gray, Secretary/Treasurer

Date: 10/7/99

DECLARANT:

KENCO COMMUNITIES AT
LAKES OF BOCA, INC.

A Florida Corporation by:


Richard Finkelstein, President

Date: 10/7/99

Address: 1000 Clint Moore Road
Suite 110
Boca Raton, Florida 33487

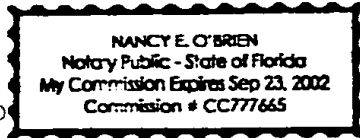
(Page 2 of 4)

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STATE OF FLORIDA
COUNTY OF PALM BEACH

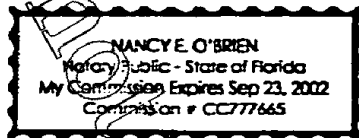
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Kenneth Endelson in his capacity as original Board of Director of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



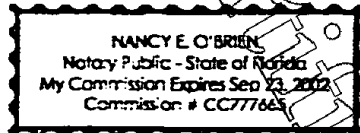
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Richard Finkelstein in his capacity as original Board of Director of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

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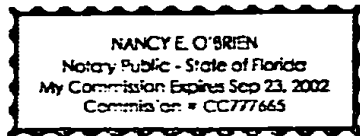
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Dean J. Borg in his capacity as original Board of Director of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

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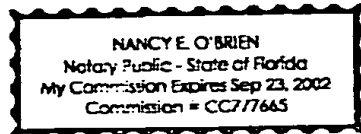
The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Richard Finkelstein in his capacity as President of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

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The foregoing instrument was acknowledged before me on this 7 day of October, 1999 by Dean J. Borg in his capacity as Vice President of The Shores at Boca Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

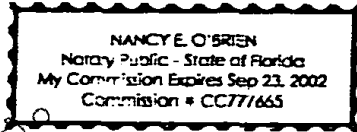
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STATE OF FLORIDA
COUNTY OF PALM BEACH

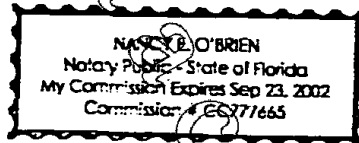
The foregoing instrument was acknowledged before me on this 7 day of
October, 1999 by Judy Gray in her capacity as Secretary/Treasurer of The Shores at Boca
Raton Homeowners' Association, Inc. The aforesaid is personally known to me.

Notoral Seal



The foregoing instrument was acknowledged before me on this 7 day of
October, 1999 by Richard Finkelstein in his capacity as President of Kenco Communities
at Lakes of Boca, Inc. The aforesaid is personally known to me.

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