

**AMENDMENT NO. 3 TO THE SECOND HERON CREEK
DEVELOPMENT STANDARD UTILITY DEVELOPER'S AGREEMENT
EXHIBIT "B" SPECIAL CONDITIONS
BETWEEN THE CITY OF NORTH PORT, FLORIDA
AND MARSH CREEK HOLDINGS, LTD.
AND HERON CREEK ASSOCIATES, LTD.**

This amendment serves to modify Exhibit B of the Second Heron Creek Utility Developer's Agreement entered into on June 16, 2000, which amended Exhibit B of the first Developer's Agreement entered into on August 31, 1998 and Amendment 1 entered into on October 6, 2004 between the City of North Port (City) and Marsh Creek Holdings, LTD. (Developer) to reflect the City's agreement to remove section 1. g. Performance Bond or Letter of Credit.

- 1.g. Performance Bond or Letter of Credit. Remove paragraph in its' entirety.
2. All other terms and conditions contained within the Developer's Agreement, Exhibits and Amendment 1 thereto are hereby ratified and confirmed. The only modifications to said Agreement are contained within this Amendment. Any conflict with the Developer's Agreement and Exhibits shall be resolved in favor of this Amendment.

IN WITNESS WHEREOF, Developer and the City have executed or have caused this Agreement, with the named Exhibits attached, if any, to be duly executed in several counterparts, each of which counterpart shall be considered an original executed copy of this Agreement.

ATTEST:

Helen M. Raimbeau

Helen M. Raimbeau, City Clerk

THE CITY OF NORTH
PORT, FLORIDA

By: Richard A. Lockhart

Richard A. Lockhart, Commission Chair

Approved as to form and correctness:

Robert K. Robinson

Robert K. Robinson, City Attorney

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 16th day of September, 2005 by the Commission Chair of THE CITY OF NORTH PORT, FLORIDA, on behalf of THE CITY OF NORTH PORT. He/She is personally known to me and did (did not) take an oath.

Sue D. Hall
Notary Public



Sue D Hall
My Commission DD362422
Expires December 19, 2008

WITNESS:

DEVELOPER:

MARSH CREEK HOLDINGS, LTD.

A Florida limited partnership
By: Marsh Creek Properties, Inc.
A Florida Corporation
As General Partner

x: *Karen G. Mayes*
By: Karen G. Mayes

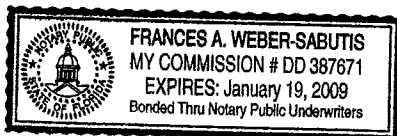
x: *Hans-Jürgen Reichardt*
By: Hans-Jürgen Reichardt,
as its President

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1st day of November, 2005 by Hans-Jürgen Reichardt, as the President of Marsh Creek ** authorized to do business in the State of Florida, on behalf of the corporation and/ the partnership is personally known to me or has produced as identification and did (did not) take an oath. **Properties, Inc., a Florida corporation, as the General Partner of Marsh Creek Holdings, Ltd., a Florida limited partnership

Signature of Person Taking Acknowledgment -
Frances A. Weber-Sabutis
Frances A. Weber-Sabutis
Name of Acknowledger Typed, Printed or Stamped

Notary Public
Title or Rank
DD 387671
Serial Number, if any



WITNESS:

DEVELOPER:

HERON CREEK ASSOCIATES, LTD.

A Florida limited partnership
By: Marsh Creek Communities, Inc.
A Florida Corporation
As General Partner

x: *Karen G. Mayes*
By: Karen G. Mayes

x: *Hans-Jürgen Reichardt*
By: Hans-Jürgen Reichardt,
as its President

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1st day of November, 2005 by Hans-Jürgen Reichardt, as the President of Marsh Creek ** the partnership authorized to do business in the State of Florida, on behalf of the corporation. and/ He/She is personally known to me or has produced as identification and did (did not) take an oath. **Communities, Inc., a Florida corporation, as the General Partner of Heron Creek Associates, Ltd., a Florida limited partnership

Signature of Person Taking Acknowledgment

Frances A. Weber-Sabutis

Frances A. Weber-Sabutis
Name of Acknowledger Typed, Printed or Stamped

Notary Public

Title or Rank

DD 387671

Serial Number, if any

