

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14th day of September, 2004, by Warren Kinster, the President of NEW TAMPA, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or did produce _____ as identification.

Lonell Matthews

NOTARY PUBLIC

Print Name:

Lonell Matthews

My Commission Expires

Commission # DD328802

Expires July 28, 2008



Notary Seal System, Inc. 800-363-7100
[notary seal]

**JOINDER OF MORTGAGEE TO FIFTH AMENDMENT
TO DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR TAMPA PALMS AREA 3 OWNERS ASSOCIATION, INC.**

AMSOUTH BANK, an Alabama state chartered bank (the "Mortgagee"), the holder of that certain Mortgage and Security Agreement, dated June 26, 2000, made by New Tampa, Inc., a Florida corporation, recorded on June 29, 2000 in Official Records Book 10252, page 1789, as modified by that certain Note and Mortgage Modification Agreement dated July 24, 2000, recorded on August 8, 2000 in Official Records Book 10312, page 150, as further modified by that certain Future Advance and Mortgage Modification Agreement dated June 6, 2001, recorded on June 8, 2001 in Official Records Book 10856, page 823, and as further modified by Future Advance, Consolidation and Mortgage Modification and Extension Agreement dated October 31, 2002, recorded on November 8, 2002 in Official Records Book 12086, Page 1987, all of the Public Records of Hillsborough County, Florida (said Mortgage, as modified, being referred to as the "Mortgage") and which Mortgage encumbers, among other property, the Additional Property described in the foregoing Fifth Amendment to Declaration, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby, to the extent of its interest in the Additional Property, consent to and join in the foregoing Fifth Amendment to Declaration and does hereby, for itself and its successors and assigns, subordinate the lien and security interest of the Mortgage to all of the terms, provisions, covenants, conditions, restrictions and easements of said Declaration.

IN WITNESS WHEREOF, the Mortgagee has caused this Joinder of Mortgagee to Fifth Amendment to Declaration to be executed by its duly authorized officer as of the 14th day of September, 2004.

Witnesses:

Wayne B. Ivy
Print Name: Wayne B. Ivy

Karen Branch
Print Name: Karen Branch

AMSOUTH BANK, an Alabama state chartered bank

By: Robert D. Kramer

Print Name: ROBERT D. KRAMER

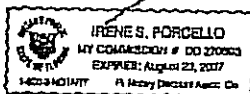
Title: PERSON VICE PRESIDENT

13535 Feather Sound Drive
Building I, Suite 610
Clearwater, Florida 33762

[seal]

STATE OF FLORIDA)
COUNTY OF PINELAS)

The foregoing instrument was acknowledged before me this 14th day of September, 2004, by Robert D. Kramer the Senior Vice President of AMSOUTH BANK, an Alabama state chartered bank, on behalf thereof. He/She is personally known to me or did produce _____ as identification.



Irene S. Porcello
NOTARY PUBLIC
Print Name: IRENE S. PORCELLO
My Commission Expires: Aug. 21, 2007 (notary seal)

EXHIBIT "A"

LEGAL DESCRIPTION:

A parcel of land lying in Sections 28 and 35, Township 27 south, Range 18 east, City of Tampa, Hillsborough County, Florida, being further described as follows:

Begin at the S.E. corner of Tampa Palma Boulevard as recorded in Plat Book 89, Page 63 of the public records of Hillsborough County, Florida, said point being a point on the arc of a curve to the right whose radius point bears S88°00'21"E at a distance of 1,140.00 feet; thence along the Eastern right of way line of said Tampa Palma Boulevard the following three courses: to the North, along the arc of said curve, a distance of 557.23 feet, through a central angle of 28°00'21" and a chord bearing and distance of N17°59'49"E, 351.89 feet to the point of tangency of said curve; N32°00'00"E, a distance of 302.00 feet to the point of curvature of a curve to the left having a radius of 1,200.00 feet; to the North, along the arc of said curve, a distance of 342.33 feet, through a central angle of 6° of Composite Exhibit "A" identified as Tampa Palma Area 3, approved by the Environmental Protection Commission of Hillsborough County on June 5, 1989; thence S19°21'08"E, a distance of 124.84 feet to wellhead point 11527 as shown on sheet 6 of 6 of said Composite Exhibit "A"; thence S73°34'00"E, a distance of 52.35 feet to wellhead point 11530 as shown on sheet 6 of 6 of said Composite Exhibit "A"; thence S64°03'13"W, a distance of 43.56 feet to wellhead point 11498 as shown on sheet 6 of 6 of said Composite Exhibit "A"; thence S64°03'13"W, a distance of 412.89 feet to the southerly line of the land as described in Official Records Book 7179, Page 1243 of the Public Records of Hillsborough County, Florida; thence along said southerly line the following three courses: N71°41'11"W, a distance of 102.38 feet; N53°08'27"W, a distance of 370.87 feet; N81°05'59"W, a distance of 170.81 feet to the POINT OF BEGINNING, containing 15.92 acres, more or less.

ALSO DESCRIBED AS FOLLOWS:

Tracts 1 through 24, inclusive; Tract "A"; Tract "B"; Tract "C"; Tract "D"; Tract "E"; Tract "F"; and Tract "G"; TAMPA PALMS AREA 3 PARCEL 39, per Plat thereof recorded in Plat Book 101, page 222, of the Public Records of Hillsborough County, Florida