

**FIRST AMENDMENT TO INTERLOCAL GOVERNMENTAL  
AGREEMENT TO CREATE AN AMENITY AUTHORITY AS  
A COMMITTEE OF VILLAGE CENTER  
COMMUNITY DEVELOPMENT DISTRICT**

**This First Amendment to the Interlocal Governmental Agreement To Create An Amenity Authority As A Committee of Village Center Community Development District dated April 18, 2008 (“First Amendment”), is made effective this 17<sup>th</sup> day of May, 2010, by and among Village Center Community Development District (Center District), Village Center Community Development District No. 1 (District 1), Village Center Community Development District No. 2 (District 2), Village Center Community Development District No. 3 (District 3), Village, Village Center Community Development District No. 4 (District 4), and Town of Lady Lake, Florida (Town), hereinafter sometimes collectively referred to as “Parties”.**

**RECITALS**

**WHEREAS**, a class action lawsuit was filed in the Circuit Court in and for the Fifth Judicial Circuit, in and for Lake County, Florida, Case No. 2007 CA 003177, by certain named plaintiffs and on behalf of others against certain defendants in which the lawsuit was resolved by that Order Granting Final Class Certification and Approving Settlement of Class Action entered by Judge Lawrence J. Semento on March 24, 2008; and

**WHEREAS**, a Settlement Agreement was filed with the Court on or about January 4, 2008, with accompanying exhibits of which **Exhibit B** was the Interlocal Governmental Agreement To Create An Amenity Authority As A Committee of Village Center Community Development District dated April 18, 2008, hereinafter referred to as “Interlocal Agreement”; and

**WHEREAS**, the parties to the Interlocal Agreement, pursuant to paragraph 15 thereof, desire to amend or modify the last sentence of paragraph 4 on page 3 of 13 of the Interlocal Agreement which states as follows: “All voting will be in person and absentee ballots will not be provided.”; and

**WHEREAS**, the named Plaintiffs in the class action have consented to the Amendment without being joined in this First Amendment and the Defendants, The Villages of Lake-Sumter, Inc. and H. Gary Morse, have consented to the Amendment without being joined in this First Amendment; and

WHEREAS, it is agreed that the terms and conditions of the amendment or modification to paragraph 4 of the Interlocal Agreement is set forth below:

NOW, THEREFORE, in consideration of the foregoing Recitals and of the mutual covenants and promises contained herein, the Parties hereto agree as follows:

1. The above Recitals are true and correct.
2. The last sentence of paragraph 4 of the Interlocal Agreement which states, "All voting rights will be in person and absentee ballots will not be provided." is hereby amended or modified to read as follows:

**Voting will take place either in person or through an Amenity Authority Committee approved absentee ballot process.**

3. All of the terms, conditions and provisions of the Interlocal Agreement shall remain in full force and effect except as amended or modified above.

IN WITNESS WHEREOF, the parties have executed this First Amendment which shall become effective on the day and year first above written.

ATTEST:

**VILLAGE CENTER COMMUNITY DEVELOPMENT DISTRICT**

Virginia Johnston  
Print Name: VIRGINIA JOHNSTON  
Title: ADMIN. ASST.

[Signature]  
Print Name: Charles Smutek  
Title: Chairman

ATTEST:

**VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 1**

Virginia Johnston  
Print Name: VIRGINIA JOHNSTON  
Title: ADMIN. ASST.

Charles M. Smutek  
Print Name: Charles M. Smutek  
Title: Chairman

ATTEST:

**VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 2**

Virginia Johnston  
Print Name: VIRGINIA JOHNSTON  
Title: ADMIN. ASST.

Arthur J. Terrell  
Print Name: Arthur J. Terrell  
Title: Chairman

ATTEST:

**VILLAGE COMMUNITY**

**DEVELOPMENT DISTRICT NO. 3**

Virginia Johnston  
Print Name: VIRGINIA JOHNSTON  
Title: Admin ASST

Richard Belles  
Print Name: Richard Belles  
Title: Chairman

**ATTEST:**

**VILLAGE COMMUNITY  
DEVELOPMENT DISTRICT NO. 4**

Virginia Johnston  
Print Name: VIRGINIA JOHNSTON  
Title: Admin. ASST.

James Murphy  
Print Name: James Murphy  
Title: Chairman

**ATTEST:**

**TOWN OF LADY LAKE, FLORIDA**

Kristen Kallgaard  
Print Name: Kristen Kallgaard  
Title: Interim Town Manager

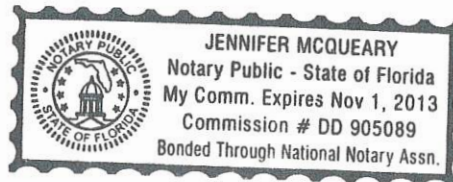
Jim Richards  
Print Name: JIM RICHARDS  
Title: MAYOR OF LADY LAKE

STATE OF FLORIDA  
COUNTY OF Sumter

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of April, 2010, by Charles Smith as Chairman of and on behalf of VILLAGE CENTER COMMUNITY DEVELOPMENT DISTRICT for the purposes expressed herein.

Jennifer McQueary  
NOTARY PUBLIC-STATE OF FLORIDA

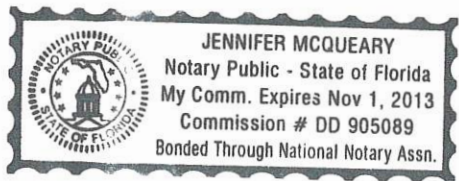
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Serial/Commission Number: \_\_\_\_\_  
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Personally known \_\_\_\_\_  
or Produced Identification \_\_\_\_\_  
Type of Identification Produced: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF Suwannee

The foregoing instrument was acknowledged before me this 9th day of April, 2010, by Charles Dunlap as Chairman of and on behalf of VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 1 for the purposes expressed herein.

Jennifer McQueary  
NOTARY PUBLIC-STATE OF FLORIDA  
Print Name: \_\_\_\_\_  
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Personally known \_\_\_\_\_  
or Produced Identification \_\_\_\_\_  
Type of Identification Produced: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this 9th day of April, 2010, by Arthur Terrill Jr as Chairman of and on behalf of VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 2 for the purposes expressed herein.

Jennifer McQueary  
NOTARY PUBLIC-STATE OF FLORIDA  
Print Name: \_\_\_\_\_  
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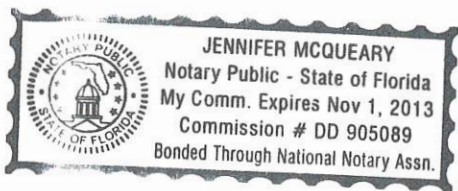


STATE OF FLORIDA  
COUNTY OF St. Johns

The foregoing instrument was acknowledged before me this 9th day of April, 2010, by Richard Bettes as Chairman of and on behalf of VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 3 for the purposes expressed herein.

Jennifer McQueary  
\_\_\_\_\_  
NOTARY PUBLIC-STATE OF FLORIDA

Print Name: \_\_\_\_\_  
Serial/Commission Number: \_\_\_\_\_  
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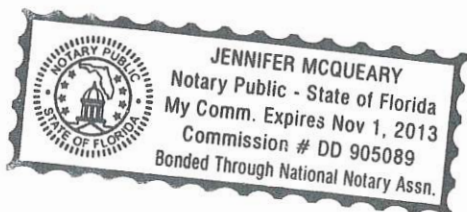


STATE OF FLORIDA  
COUNTY OF St. Johns

The foregoing instrument was acknowledged before me this 9th day of April, 2010, by James Murphy as Chairman of and on behalf of VILLAGE COMMUNITY DEVELOPMENT DISTRICT NO. 4 for the purposes expressed herein.

Jennifer McQueary  
\_\_\_\_\_  
NOTARY PUBLIC-STATE OF FLORIDA

Print Name: \_\_\_\_\_  
Serial/Commission Number: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_  
Personally known \_\_\_\_\_  
or Produced Identification \_\_\_\_\_  
Type of Identification Produced: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF Lake

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of May, 2010, by Kris Kolgaard as interim town manager of and on behalf of TOWN OF LADY LAKE, FLORIDA for the purposes expressed herein.

Phyllis Ehart  
NOTARY PUBLIC-STATE OF FLORIDA

Print Name: Phyllis Ehart  
Serial/Commission Number: DD 804811  
Commission Expires: 7-10-12  
Personally known   
or Produced Identification \_\_\_\_\_  
Type of Identification Produced:  
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