

THIS INSTRUMENT PREPARED BY AND
AFTER RECORDING RETURN TO:
Robert F. Rogers, Esquire
75 Vineyards Boulevard
Naples, Florida 34119-4748
239-353-1973

Retn:
ROBERT F ROGERS
75 VINEYARDS BLVD
NAPLES FL 34119

**FOURTEENTH AMENDMENT TO AMENDED AND RESTATED DECLARATION OF
MASTER COVENANTS, CONDITIONS AND RESTRICTIONS FOR
THE VINEYARDS OF NAPLES**

WHEREAS, VINEYARDS DEVELOPMENT CORPORATION is the Declarant under that certain Declaration of Master Covenants, Conditions and Restrictions for The Vineyards (the "Original Declaration"), recorded in O.R. Book 1284, Page 1938 et seq., Public Records of Collier County, Florida; and,

WHEREAS, pursuant to Article XI, Section 11.05, of the Original Declaration, Declarant may unilaterally amend the Original Declaration while Declarant is a Class "B" Member; and,

WHEREAS, VINEYARDS DEVELOPMENT CORPORATION is the Declarant under that certain Amended and Restated Declaration of Master Covenants, Conditions and Restrictions for The Vineyards of Naples (the "Declaration"), recorded in O.R. Book 1763, Page 1228, et seq., Public Records of Collier County, Florida, as amended, which is a restatement and amendment of the Original Declaration; and,

WHEREAS, pursuant to Article XVII, Section 17.05 of the Declaration, Declarant may unilaterally amend the Declaration while Declarant is a Class "B" Member; and,

WHEREAS, Declarant desires to amend the Declaration as stated below.

NOW, THEREFORE, in accordance with the provisions of said Article XVII of the Declaration, Declarant does hereby amend the Declaration as follows:

1. The VCA has not allowed metal roofs in the past. There have been advances in metal roofing such that they are indistinguishable from concrete tile. As such, the VCA is now going to allow metal roofs provided they are indistinguishable from concrete tile. The determination as to whether they are indistinguishable from concrete tile shall be in the sole discretion of the VCA. All applications for metal roofs, like any other improvements on homes, must be submitted to the individual homeowners associations and then to the VCA for final approval.

IN WITNESS WHEREOF, the Declarant has caused this FOURTEENTH AMENDMENT TO THE AMENDED AND RESTATED DECLARATION OF MASTER COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE VINEYARDS OF NAPLES to be executed by its duly authorized officers and its seal to be affixed this 17th day of DECEMBER, 2008.

Signed, sealed and delivered
in our presence
Witnesses:

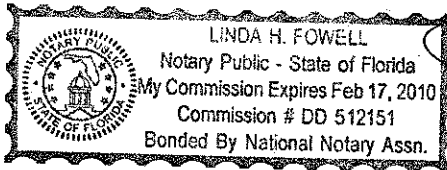
VINEYARDS DEVELOPMENT CORPORATION
a Florida corporation

Karolyn G. Adkins
Printed Name: KAROLYN G. ADKINS
Linda H. Fowell
Printed Name: LINDA H. FOWELL

By: *Michel Saadeh*
Michel Saadeh, President & CEO

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17TH day of DECEMBER, 2008 by Michel Saadeh, as President and CEO of VINEYARDS DEVELOPMENT CORPORATION, a Florida corporation, who is personally known to me.



Linda H. Fowell
Notary Public

JOINDER BY VINEYARDS COMMUNITY ASSOCIATION, INC.

VINEYARDS COMMUNITY ASSOCIATION, INC. hereby joins in the foregoing Fourteenth Amendment to Amended and restated Declaration of Master Covenants, Conditions and Restrictions for The Vineyards of Naples.

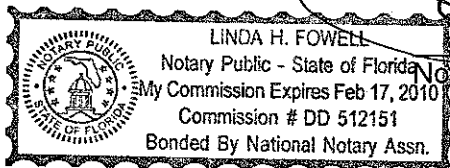
VINEYARDS COMMUNITY ASSOCIATION, INC.

Karolyn G. Adkins
Printed Name: KAROLYN G. ADKINS
Linda H. Fowell
Printed Name: LINDA H. FOWELL

By: *Michel Saadeh*
Michel Saadeh, President & CEO

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17TH day of DECEMBER, 2008 by Michel Saadeh as President of VINEYARDS COMMUNITY ASSOCIATION, INC., and he is personally known to me.



Linda H. Fowell
Notary Public