

RECORD & RETURN TO:

LEOPOLD, KORN & LEOPOLD, P.A.
20801 Biscayne Blvd., Suite 501
Aventura, FL 33180



CFN 2005R1356439
OR Bk 24104 Pgs 3932 - 3938 (7pgs)
RECORDED 12/30/2005 14:53:28
HARVEY RUVIN, CLERK OF COURT
MIAMI-DADE COUNTY, FLORIDA

This instrument was prepared by
and is to be returned to:

Terri Grumer Sonn, Esq.
Leopold, Korn & Leopold, P.A.
20801 Biscayne Blvd., suite 501
Aventura, Fl 33180

**SIXTH AMENDMENT TO THE AMENDED AND RESTATED
DECLARATION OF MASTER COVENANTS FOR KEYS GATE**

This Sixth Amendment to the Amended and Restated Declaration of Master Covenants for Keys Gate ("Sixth Amendment") is made as of this 17 day of December, 2005 by M & H Homestead, Ltd., a Florida limited partnership ("M & H"), and Keys Gate Community Association, Inc., a Florida not-for-profit corporation ("Association").

Recitals.

WHEREAS, the Declaration of Restrictions, filed December 8, 1987 in Official Records Book 13501, page 914, Public Records of Miami-Dade County, Florida as amended numerous times and as superceded by Amended and Restated Declaration of Master Covenants for Keys Gate was recorded on September 10, 2003, in Official Records Book 21630, Page 3698, et seq., Public Records of Miami-Dade County, Florida (collectively, the "Declaration") and encumbered the real property legally described on Exhibit "A" attached hereto and incorporated herein by reference (the "Property") and encumbered the real property legally described on Exhibit "B" attached hereto and incorporated herein by reference (the "Additional Parcels"); and

WHEREAS, the First Amendment to Amended and Restated Declaration of Master Covenants for Keys Gate was recorded on January 9, 2004 in Official Records Book 21963, Page 291 ("First Amendment") and was further amended by Second Amendment to Amended and Restated Declaration of Master Covenants for Keys Gate, recorded January 12, 2004, in Official Records Book 21966, Page 193, ("Second Amendment"); and was further amended by Third Amendment to Amended and Restated Declaration of Master Covenants for Keys Gate, recorded July 1, 2005, in Official Records Book 23534, Page 4268 ("Third Amendment"); and was further amended by Fourth Amendment to Amended and Restated Declaration of Master Covenant for Keys Gate (which is currently unrecorded but has been approved by the Association, as of August 2005) ("Fourth Amendment"); and was further amended by Fifth Amendment to Amended and Restated Declaration of Master Covenants for Keys Gate (which is currently unrecorded but has been approved by the Association as of July, 2005) all recorded or to be recorded in the Public Records of Miami-Dade County, Florida. The Declaration together with the First Amendment, Second Amendment, Third Amendment, Fourth Amendment and Fifth Amendment shall hereinafter collectively be referred to herein as the "Declaration");

WHEREAS, M & H is the Declarant under the Declaration; and

WHEREAS, pursuant to section 4.2 of the Declaration, the Declarant shall have the right to amend the Declaration as it deems appropriate without the joinder or consent of any entity whomsoever prior to the Turnover Date (as defined in the Declaration); and

WHEREAS, pursuant to section 5.3 of the Declaration, without the joinder or consent of any entity whomsoever prior to the Turnover Date, the Declarant shall have the right to withdraw any portions of Keys Gate from the provisions and applicability of the Declaration by the recording of an amendment to this Declaration and recording the same in the public records; provided however, that such withdrawal is not unequivocally contrary to the overall uniform scheme of development for the community known as Keys Gate; and

WHEREAS, the Turnover Date has not occurred; and

7

WHEREAS, Declarant desires to amend the Declaration as set forth herein.

NOW THEREFORE, in consideration of the premises and mutual covenants herein contained, Declarant, hereby amends the Declaration as follows:

1. The foregoing Recitals are true and correct and are incorporated herein by reference.
2. Unless modified herein, all capitalized terms not defined herein shall have the same as in the Declaration.
3. Declarant withdraws the Property from the Declaration. Declarant and the Association release the Property from any restrictions set forth in that certain Quit Claim Deed, dated December 9, 1988 and recorded in Official Records Book 13922, Page 3604, Public Records of Miami-Dade County, Florida.
4. Declarant terminates that certain Easement Deed by and among the City of Homestead, Florida, a Florida municipal corporation, the Association and M & H, as successor-in-interest to VOH Acquisition, Inc., a Florida corporation recorded June 25, 1993, in Official Records Book 15963, at Page 1776 of the Public Records of Miami-Dade County, Florida.
5. Declarant withdraws the Additional Parcels from the Declaration.
6. Except as the Declaration has been amended hereby, all of the terms and provisions of the Declaration shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, being Declarant under the Declaration, has hereunto set its hand and seal as of this 27th day of December, 2005.

WITNESSES:

M&H HOMESTEAD, LTD., a Florida limited partnership

Patrick J. Gleber
 Print Name: PATRICK J. GLEBER

Terra G. Sonn
 Print Name: TERRA G. SONN

By: *Michael Latternet*
 Michael Latternet, General Partner

STATE OF FLORIDA)
) SS:
 COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 29th day of December, 2005 by Michael Latternet, as general partner of M&H Homestead, Ltd., a Florida limited partnership, who is personally known to me or who has produced _____ as identification.

My commission expires: _____

Terra G. Sonn
 NOTARY PUBLIC, State of Florida at Large

Print Name: _____



JOINDER AND CONSENT

Keys Gate Community Association, Inc., a Florida not-for-profit corporation

Keys Gate Community Association, Inc., a Florida not-for-profit corporation, does hereby join in the Sixth Amendment to the Amended and Restated Declaration of Master Covenants for Keys Gate, to which this joinder is attached, and the terms thereof are and shall be binding upon the undersigned and its successors in title.

In witness whereof, the undersigned has executed this Joinder on this 30th day of December, 2005.

Witnesses:

Stefanie Rhodes

Print Name: Stefanie Rhodes

Terri G. Sonn

Print Name: TERRI G SONN

Keys Gate Community Association, Inc., a Florida not-for-profit corporation

By: [Signature]

Paige Lattner, President

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 30th day of December, 2005 by Paige Lattner, as President of Keys Gate Community Association, Inc., a Florida not-for-profit corporation, who is personally known or has produced by _____ as identification, on behalf of the company.

My commission expires:

[Signature]

Notary Public, State of Florida

Print Name: _____



TERRI G. SONN
MY COMMISSION # DD 181888
EXPIRES: April 4, 2007
Bonded Thru Budget Notary Services

EXHIBIT "A"

TRACT F-2 in KEYS GATE NO. 2, according to the Plat thereof, as recorded in Plat Book 133, page 12, of the Public Records of Miami-Dade County, Florida.

EXHIBIT "B"

Tract 3 in Block 4 lying in Section 19, Township 57 South, Range 39 East, Plat of lands belonging to the MIAMI LAND AND DEVELOPMENT COMPANY, according to the Plat thereof, as recorded in Plat Book 5, at Page 10 of the Public Records of Miami-Dade County, Florida, Less therefrom the North 30 feet as recorded in Deed Book 1683, at Page 308, of the Public Records of Miami-Dade County, Florida.

And

Tracts 1 and 16 in Block 4 lying in Section 19, Township 57 South, Range 39 East, "Plat of Lands belonging to the Miami Land and Development Company", according to the plat thereof, as recorded in Plat Book 5 at Page 10 of the Public Records of Miami-Dade County, Florida, less therefrom the North and East 30 feet as recorded in Deed Book 1683 at Page 308 of the Public Records of Miami-Dade County, Florida.

And

PARCEL 1 (PARCEL IX):

A PARCEL OF LAND BEING PORTIONS OF TRACT 15, BLOCK 3, AND TRACTS 14, 15, 16 AND 17, BLOCK 4, OF "PLAT OF LANDS BELONGING TO THE MIAMI LAND DEVELOPMENT COMPANY", ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 5, AT PAGE 10 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, SAID PARCEL OF LAND IS PART OF SECTION 21, TOWNSHIP 57 SOUTH, RANGE 39 EAST, MIAMI-DADE COUNTY, FLORIDA. MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHEAST CORNER OF TRACT "A", OF "CENTER GATE NO. ONE", ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 133, AT PAGE 7 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA; THENCE N 00°31'16" W, ALONG THE EAST LINE OF SAID TRACT "A", FOR A DISTANCE OF 254.04 FEET; THENCE S 72°52'39" E, ALONG A LINE PARALLEL WITH AND 242.09 FEET NORTHEASTERLY OF THE NORTHERLY RIGHT-OF-WAY LINE OF PALM DRIVE (S.E. 24TH STREET), AS PER OFFICIAL RECORDS BOOK 13410, PAGE 154, OF PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, FOR A DISTANCE OF 704.01 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF KINGMAN ROAD (S.W. 152ND AVENUE), AS PER OFFICIAL RECORDS BOOK 13410, PAGE 149, OF PUBLIC RECORDS OF MIAMI-DADE COUNTY FLORIDA; THENCE S 17°07'21" W, ALONG SAID WESTERLY RIGHT-OF-WAY LINE, FOR A DISTANCE OF 217.09 FEET TO A POINT OF CURVATURE OF A CIRCULAR CURVE TO THE RIGHT, CONCAVE TO THE NORTHWEST, THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, HAVING FOR ITS ELEMENTS A RADIUS OF 25.00 FEET, THROUGH A CENTRAL ANGLE OF 90°00'00" FOR AN ARC DISTANCE OF 39.27 FEET TO A POINT OF TANGENCY, SAID POINT BEING ON THE NORTHERLY RIGHT-OF-WAY-LINE OF PALM DRIVE (S.E. 24TH. STREET), AS PER OFFICIAL RECORDS BOOK 13410, PAGE 154, OF PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, THENCE N 72°52'39" W, ALONG SAID RIGHT-OF-WAY LINE FOR A DISTANCE OF 602.01 FEET TO THE POINT OF BEGINNING

and

PARCEL 2 (PARCEL X):

A PARCEL OF LAND BEING A PORTION OF TRACTS 1, 2 AND 3, OF BLOCK 2, SECTION 16, TOWNSHIP 57 SOUTH, RANGE 39 EAST OF THE "PLAT OF LANDS BELONGING TO THE MIAMI LAND AND DEVELOPMENT COMPANY," ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 5 AT PAGE 10 OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA WITH SAID

PARCEL BEING MORE PARTICULARLY DESCRIBED BY "METES AND BOUNDS" AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY LINE OF N.E. 8TH STREET (CAMPBELL DRIVE/SW 312TH STREET), SAID SOUTHERLY RIGHT-OF-WAY LINE BEING 116.75 FEET SOUTHERLY OF, AS MEASURED AT RIGHT ANGLES AND PARALLEL WITH THE NORTH LINE OF THE NORTHWEST ONE-QUARTER OF SAID SECTION 16, WITH THE WESTERLY RIGHT-OF-WAY LINE OF S.E. 28TH AVENUE (KINGMAN ROAD/SW 152ND AVENUE), SAID WESTERLY RIGHT-OF-WAY LINE BEING 30.00 FEET WESTERLY OF, AS MEASURED AT RIGHT ANGLES AND PARALLEL WITH THE EAST LINE OF SAID NORTHWEST ONE-QUARTER OF SECTION 16; THENCE S 00°15'56" E ALONG SAID WESTERLY RIGHT-OF-WAY FOR 394.64 FEET; THENCE S 89°09'38" W FOR 644.82 FEET TO AN INTERSECTION WITH THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF STATE ROAD NO. 821; THENCE N 26°44'05" E ALONG SAID SOUTHEASTERLY RIGHT-OF-WAY LINE FOR 442.78 FEET TO THE AFOREMENTIONED SOUTHERLY RIGHT-OF-WAY LINE OF N.E. 8TH STREET (CAMPBELL DRIVE/SW 312TH STREET); THENCE N 88°53'07" E ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE FOR 443.81 FEET TO THE POINT OF BEGINNING.

And

PARCEL 3 (PARCEL XI):

A PORTION OF TRACT 6, BLOCK 2, OF "PLAT OF LANDS BELONGING TO THE MIAMI LAND DEVELOPMENT COMPANY", ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 5, AT PAGE 10 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, LYING AND BEING IN THE NORTHWEST 1/4, OF SECTION 29, TOWNSHIP 57 SOUTH, RANGE 39 EAST, MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHWEST CORNER OF TRACT "B" OF "VALENCIA GARDENS", ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 159 AT PAGE 60 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA; THENCE N 00°28'47" W, ALONG A LINE 30.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF THE NORTHWEST 1/4, OF SAID SECTION 29, SAID LINE ALSO BEING THE EASTERLY RIGHT-OF-WAY LINE OF TENNESSEE ROAD (S.E. 12TH AVENUE) AS PER DEED BOOK 1683, AT PAGE 307 OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA FOR A DISTANCE OF 534.14 FEET; THENCE N 89°30'31" E FOR A DISTANCE OF 20.00 FEET; THENCE S 00°28'47" E, ALONG A LINE 50.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF THE NORTHWEST 1/4 OF SAID SECTION 29 FOR A DISTANCE OF 97.86 FEET TO A POINT OF CUSP OF A CIRCULAR CURVE TO THE RIGHT, CONCAVE TO THE SOUTHEAST; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, HAVING FOR ITS ELEMENTS A RADIUS OF 25.00 FEET THROUGH A CENTRAL ANGLE OF 86°43'24" FOR AN ARC DISTANCE OF 37.84 FEET TO A POINT OF REVERSE CURVATURE OF A CIRCULAR CURVE TO THE LEFT, CONCAVE TO THE NORTHWEST, THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING FOR ITS ELEMENTS A RADIUS OF 1290.66 FEET THROUGH A CENTRAL ANGLE OF 10°58'06" FOR AN ARC DISTANCE OF 247.08 FEET; THENCE S 62°27'50" E ALONG THE SOUTHWESTERLY BOUNDARY LINE OF TRACT "D" OF SAID "VALENCIA GARDENS", FOR A DISTANCE OF 85.50 FEET; THE FOLLOWING TWO (2) COURSES AND DISTANCES BEING ALONG THE WESTERLY BOUNDARY LINE OF TRACT "C" OF SAID "VALENCIA GARDENS"; 1) THENCE S 19°06'41" E FOR A DISTANCE OF 139.10 FEET TO A POINT OF CURVATURE OF A CIRCULAR CURVE TO THE LEFT, CONCAVE TO THE NORTHEAST; 2) THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING FOR ITS ELEMENTS A RADIUS OF 2000.00 FEET THROUGH A CENTRAL ANGLE OF 10°14'36" FOR AN ARC DISTANCE OF 357.56 FEET; THENCE S 89°31'13" W ALONG THE NORTH LINE OF SAID TRACT "B" FOR A DISTANCE OF 551.19 FEET TO THE POINT OF BEGINNING.

And

PARCEL 4 (PARCEL XIV):

A PORTION OF LOTS 11 AND 12, BLOCK 1 OF MIAMI LAND AND DEVELOPMENT CO. SUBDIVISION, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 5, AT PAGE 10 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA. LYING AND BEING IN SECTION 16, TOWNSHIP 57 SOUTH, RANGE 39 EAST, MIAMI-DADE COUNTY, FLORIDA. MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTH ¼ CORNER OF SAID SECTION 16; THENCE N 88°47'06" E, ALONG THE NORTH LINE OF SAID SECTION 16 FOR 445.19 FEET; THENCE S 00°15'57" E FOR A DISTANCE OF 89.26 FEET TO THE POINT OF BEGINNING OF THE HEREINAFTER DESCRIBED PARCEL OF LAND; THENCE CONTINUE S 00°15'57" E, ALONG THE EASTERLY LINE OF SAID LOT 11, FOR A DISTANCE OF 408.43 FEET; THENCE S 88°56'19" W FOR A DISTANCE OF 375.18 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY OF S.W. 152ND AVENUE; THENCE N 00°15'56" W FOR A DISTANCE OF 379.72 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF S.W. 312TH STREET (CAMPBELL DRIVE); THENCE N 88°47'06" E, ALONG A LINE PARALLEL WITH AND 116.75 FEET SOUTH OF THE NORTH LINE OF SAID SECTION 16, ALSO BEING THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID S.W. 312TH STREET, FOR A DISTANCE OF 152.58 FEET; THENCE N 81°45'23" E FOR A DISTANCE OF 224.74 FEET TO THE POINT OF BEGINNING.

And

PARCEL 5 (PARCEL XIII):

A PARCEL OF LAND BEING PORTIONS OF TRACTS 15 AND 16, BLOCK 3, AND TRACTS 13, 14, 15, 16 AND 17, BLOCK 4, OF "PLAT OF LANDS BELONGING TO THE MIAMI LAND DEVELOPMENT COMPANY", ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 5, AT PAGE 10 OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA, SAID PARCEL OF LAND IS PART OF SECTION 21, TOWNSHIP 57 SOUTH, RANGE 39 EAST, MIAMI-DADE COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF TRACT "A", OF "CENTER GATE NO. ONE", ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 133, AT PAGE 7 OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA; THENCE THE FOLLOWING TWO (2) COURSES BEING ALONG THE EASTERLY LINE OF SAID TRACT "A"; 1) THENCE N 00°31'16" W FOR A DISTANCE OF 254.04 FEET TO THE POINT OF BEGINNING OF THE HEREIN AFTER DESCRIBED PARCEL OF LAND; 2) THENCE CONTINUE N 00°31'16" W FOR A DISTANCE OF 401.29 FEET; THENCE N 89°34'54" E FOR A DISTANCE OF 865.90 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF KINGMAN ROAD (S.W. 152ND. AVENUE), AS PER OFFICIAL RECORDS BOOK 13410, PAGE 149, DADE COUNTY FLORIDA; THENCE S 17°07'21" W, ALONG SAID WESTERLY RIGHT-OF-WAY LINE, FOR A DISTANCE OF 643.39 FEET; THENCE N 72°52'39" W, ALONG A LINE 242.09 FEET NORTHEASTERLY OF AND PARALLEL WITH THE NORTHEASTERLY RIGHT-OF-WAY LINE OF PALM DRIVE (S.E. 24TH. STREET), AS PER OFFICIAL RECORDS BOOK 13410, PAGE 154, DADE COUNTY, FLORIDA, FOR A DISTANCE OF 704.01 FEET TO THE POINT OF BEGINNING.