

FIRST AMENDMENT TO AGREEMENT

THIS FIRST AMENDMENT TO AGREEMENT ("First Amendment") is entered into by and between **VILLAGE CENTER COMMUNITY DEVELOPMENT DISTRICT**, a local unit of special purpose government created pursuant to Chapter 190, Florida Statutes, as amended, whose address is 984 Old Mill Run, The Villages, Florida 32162 ("District") and **THE VILLAGES OF LAKE-SUMTER, INC.**, a Florida corporation, whose address is 3619 Kiessel Road, The Villages, Florida 32163 ("Developer") on the 12th day of August, 2020 (the "Effective Date").

RECITALS

A. District and Developer are parties to that certain Agreement dated October 14, 2015 (the "Agreement") in which the District approved the Developer bringing an additional 300 units (the "Units") into the Center District Service Territory, provided that they are limited to residents of independent living facilities ("ILFs") and/or assisted living facilities ("ALFs"), and a Declaration of Covenant for the Payment of Amenity Fees would be executed and recorded by each such facility in favor of the District.

B. District acknowledges that if Developer utilizes the Units in connection with new ILFs or ALFs, Developer would not be required to construct, and the residents of the Center District Service Territory and The Villages community would not benefit from any additional common amenity improvements.

C. District wishes to create additional amenity opportunities for residents within the Center District Service Territory and The Villages community, and in furtherance of that goal, wishes to provide Developer with an option to utilize the Units for age-restricted residential units that are not ILFs or ALFs ("Residential Units") provided that Developer constructs and retains ownership of certain amenity improvements ("Amenities"); makes the Amenities available at no additional charge to residents and guests of the Center District Service Territory and The Villages community; and Developer and Developer's successors and assigns perpetually maintain the Amenities.

D. Further, in exchange for Developer's significant capital expenditures in any Amenities that may be constructed and made accessible and available to the District pursuant to this First Amendment, District wishes to grant Developer the right to retain all amenity fees related to the Units, provided that Developer remits to District certain defined contributions towards Community Watch and The Villages Public Safety Department.

E. Developer is agreeable to the conditions required by District, and therefore District and Developer wish to amend certain terms of the Agreement.

NOW THEREFORE, in consideration of the mutual covenants and conditions contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the District and Developer agree as follows: