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RECORDED 03/13/2008 11:02:36
HARVEY RUVIN, CLERK OF COURT
MIAMI-DADE COUNTY, FLORIDA

This instrument was prepared by:

Name: Juan J. Mayol, Jr.
Address: Holland & Knight LLP
701 Brickell Avenue
Suite 3000
Miami, Florida 33131



(Space reserved for Clerk of Court)

**MODIFICATION OF DECLARATION OF RESTRICTIONS RECORDED AT
OFFICIAL RECORDS BOOK 25119, PAGES 0426 - 498**

THIS MODIFICATION OF DECLARATION OF RESTRICTIONS is made this 21st day of December, 2007, by **CENTURY GARDENS, LLLP**, a Florida limited liability limited company, **AND BG COMMERCIAL, LLC**, a Florida limited liability company, (the "Owner"), in favor of Miami-Dade County, a political subdivision of the State of Florida (the "County").

WITNESSETH:

WHEREAS, the Owner holds fee simple title to that certain property located on the north side of SW 120 Street, between SW 152 Avenue and theoretical SW 157 Avenue, in unincorporated Miami-Dade County, and which is more particularly described as follows:

Plat known as "Century Gardens at Tamiami," recorded in Plat Book 166, Page 99 of the Public Records of Miami-Dade County

WHEREAS, the Owner filed Public Hearing No. 05-274 (the "Application") requesting a district boundary change and ancillary zoning approvals to permit the development of the Property with a residential community with a maximum of four hundred forty six (446) dwelling units, of which a minimum of one hundred ninety one (191) shall be single family homes;

WHEREAS, the Application was approved by Community Zoning Appeals Board 11 ("CZAB 11") pursuant to Resolution No. CZAB11-29-06;

MD

WHEREAS, the approval of the Application was appealed to the Board of County Commissioners (the "Board"), and the Board adopted Resolution No. Z-39-06, denying the appeal, vacating the decision of CZAB11, and approving the requested district boundary changes and other ancillary zoning requests under the Application;

WHEREAS, in connection with the approval of the Application, the Owner proffered a Declaration of Restrictions (hereinafter referred to as the "Declaration") in favor of Miami-Dade County, recorded in the Public Records of Miami-Dade County in Official Records Book 25119, at Pages 0426-498;

WHEREAS, the Owner filed Public Hearing No. 07-170, seeking to modify Paragraph 7 of the Declaration as follows:

7. Improvements to SW 120 Street and SW 157 Avenue. Prior to the final zoning inspection for any dwelling unit on the Property, the Owner agrees to improve those portions of SW 120th Street and ~~SW 157th Avenue~~ along the entire frontage of the Property. Said roadway improvements shall be approved and constructed in accordance with the requirements of the Public Works Department. In addition, the Owner agrees not to seek a final zoning inspection for ~~any of the dwelling units (other than model home units)~~ more than fifty percent (50%) of the dwelling units within the Property until such time as SW 157th Avenue is open to traffic from SW 112th Street to SW 120th Street.

WHEREAS, in accordance with Paragraph 13.D. of the Declaration, the Owner has obtained the consent of at least 50% of the owners of the single family homes located within 1,000 feet of the northern boundary of the Property (the "Homeowners") to modify Paragraph 7 of the Declaration as set forth above;

WHEREAS, on December 13, 2007, CZAB11 adopted Resolution No. CZAB11-51-07 approving the requested modification of Paragraph 7 of the Declaration;

NOW THEREFORE, the parties hereby agree:

1. Paragraph 7 of the Declaration now reads as follows:

7. **Improvements to SW 120 Street and SW 157 Avenue.** *Prior to the final zoning inspection for any dwelling unit on the Property, the Owner agrees to improve those portions of SW 120th Street along the entire frontage of the Property. Said roadway improvements shall be approved and constructed in accordance with the requirements of the Public Works Department. In addition, the Owner agrees not to seek a final zoning inspection for more than fifty percent (50%) of the dwelling units within the Property until such time as SW 157th Avenue is open to traffic from SW 112th Street to SW 120th Street.*

2. Except as hereby amended, all other restrictions in the Declaration shall remain in full force and effect.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has caused these present to be signed in its name on this 21st day of December, 2007.

WITNESSES:

[Signature]

Witness
CEBIBO Lino.

Printed Name

[Signature]

Witness
[Signature]

Printed Name

CENTURY GARDENS, LLLP
a Florida limited liability company

By: **Century Gardens Management Group, LLC, its General Partner**

By: [Signature]
Sergio Pino, Manager

Address:
2301 NW 87th Avenue, 6th Floor, Doral, FL 33172

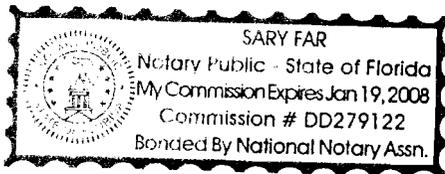
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 21st day of December, 2007, by Sergio Pino, as manager of Century Gardens Management Group, LLC, the General Partner of Century Gardens, LLLP, on behalf of said company, who is personally known to me or has produced _____ as identification.

My Commission Expires: 01/19/08

[Signature]
Notary Public - State of Florida

Sary Far
Printed Name



OPINION OF TITLE

**To: Miami-Dade County
Planning and Zoning Department**

With the understanding that this opinion of title is furnished to MIAMI-DADE COUNTY, FLORIDA, as an inducement for the acceptance of a Declaration of Restrictions covering the real property hereinafter described, it is hereby certified that I have examined Chicago Title Insurance Company Owner's Policy No. 7210609-257901 covering the period from the Beginning to May 17, 2004 at 12:43.45 p.m., and Attorney's Title Insurance Fund, Inc. Title Insurance Policy No. OPM- 2526894, covering the period from the Beginning to January 14, 2005 at 15:01.38 p.m. (the "Policies") and Attorneys' Title Insurance Fund, Inc. title update covering the period from May 17, 2004 through October 2, 2007 at 11:00 p.m. and Attorney's Title Insurance Fund, Inc., title update covering the period from October 2, 2007 through December 6, 2007 at 11:00 p.m. and Attorney's Title Insurance Fund, Inc., title update covering the period from December 6, 2007 through December 31, 2007 at 11:00 p.m. (the "Searches"), inclusive of the following described property:

SEE ATTACHED EXHIBIT "A"

Basing my opinion on said Policies and Searches, we are of the opinion that on the last mentioned date, the fee simple title to the above-described real property was vested in:

BG COMMERCIAL, LLC, a Florida limited liability company (as to Parcel A)

Note: The Manager of BG Commercial, LLC is Rodney Barreto

CENTURY GARDENS, LLLP, a Florida limited liability limited partnership (as to Parcels B and C)

Note: The General Partner of Century Gardens, LLLP is Century Gardens Management Group, LLC and Sergio Pino is its Manager.

Subject to the following encumbrances, liens, and other exceptions (If none, please so indicate):

I. **RECORDED MORTGAGES:**

Parcel A has no recorded mortgages.

Parcels B and C:

Florida Real Estate Mortgage, Assignment of Leases and Rents and Security Agreement, in favor of Regions Bank, dated January 22, 2007, filed for record January 25, 2007 in Official Records Book 25307, Page 4361, of the Public Records of Miami-Dade County, Florida.

II. **RECORDED CONSTRUCTION LIENS, CONTRACT LIENS AND JUDGMENTS:**

NONE

III. **GENERAL EXCEPTIONS:**

1. All taxes for the year 2007 and subsequent years.
2. Rights of persons other than the above owners who are in possession.
3. Facts that would be disclosed upon accurate survey.
4. Any unrecorded labor, mechanics' or materialmens' liens.
5. Zoning and other restrictions imposed by governmental authority.

IV. **SPECIAL EXCEPTIONS**

1. Road dedications set forth on the Plat of Greater Miami Estates, Part 2, filed in Plat Book 23, Page 43.
2. Reservations in favor of the Trustees of the Internal Improvement Fund of the State of Florida set forth in that deed filed October 2, 1945, in Deed Book 2567 Page 77.
3. Reservations in favor of the Everglades Drainage District set forth in that deed filed August 2, 1945 in Deed Book 2567, Page 78, as affected by Non-Use Commitment No. 1555, recorded September 20, 2007, in Official Records Book 25938, Page 3353.
4. Covenant Running with the land in favor of Metropolitan Dade County filed October 2, 1984 in Official Records Book 12286, Page 1399.
5. Covenant Running with the Land in favor of Metropolitan Dade County, filed October 2, 1984, in Official Records Book 12286, Page 401.
6. Agreement to Fix Common Boundary between Jack Thomas, Trustee and the South Florida Water Management District, recorded in Official Records Book 14311, Page 3397.
7. Agreement confirming location of common boundary filed August 16, 1996 in Official Records Book 17317, Page 3893

8. Resolution No. 2124 recorded in Official Records Book 4306, Page 121, in the Public Records of Miami-Dade County, Florida.
9. Covenant Concerning Right-Of-Way, dated January 13, 2005, recorded January 14, 2005, in Official Records Book 23003, Page 191, in the Public Records of Miami-Dade County, Florida.
10. Declaration of Restrictions recorded November 21, 2006 recorded in O.R. Book 25119 Page 0426 of the Public Records of Miami-Dade County, Florida.
11. UCC-1 Financing Statement between Century Gardens, LLLP, a Florida limited liability limited partnership (Debtor) and Regions Bank (Secured Party), filed for record January 25, 2007, in Official Records Book 25307, Page 4384, of the Public Records of Miami-Dade County, Florida.
12. Notice of Establishment of the Century Gardens at Tamiami Community Development District, recorded July 21, 2007, in Official Records Book 25796, at Page 44, of the Public Records of Miami-Dade County, Florida.
13. Declaration of Restrictive Covenants recorded July 25, 2007, in Official Records Book 25805, at Page 2255, of the Public Records of Miami-Dade County, Florida.
14. Notices of Commencement recorded July 9, 2007, in Official Records Book 25762, Pages 385 and 386, of the Public Records of Miami-Dade County, Florida.
15. Entrance Feature Maintenance Agreement recorded August 27, 2007, in Official Records Book 25884, at Page 3136, of the Public Records of Miami-Dade County, Florida (Parcels B and C).
16. Resolution Adopting Preliminary Assessment Roll providing for Annual Assessments Against Real Property Located Within Boundaries of a Special Taxing District known as Century Gardens at Tamiami Multipurpose Maintenance and Street Lighting Special Taxing District, recorded August 21, 2007, in Official Records Book 25871, at Page 401, of the Public Records of Miami-Dade County, Florida (Parcels B and C).
17. Memorandum Regarding Century Gardens at Tamiami Multipurpose Maintenance and Street Lighting Special Taxing District, recorded August 21, 2007, in Official Records Book 25871, at Page 365, of the Public Records of Miami-Dade County, Florida (Parcels B and C).
18. Resolution Granting the Road Closing Petition of Century Business Park, LLC, recorded August 1, 2007, in Official Records Book 25824, at Page 3432, of the Public Records of Miami-Dade County, Florida.

19. Notice of Proximity to the Kendall Tamiami Executive Airport, Acknowledgment, Waiver and Release, recorded August 29, 2007, in Official Records Book 25890, Page 3516.
20. All matters contained on the Plat filed October 18, 2007 recorded in Plat Book 166 Page 99.
21. Ordinance 07-102 for a Special Taxing District recorded on August 21, 2007 in Official Records Book 25871 Page 0365.
22. Entrance Feature Maintenance Agreement recorded on August 27, 2007 in Official Records Book 25884 Page 3136.
23. Release of Reservations No. 18360 by South Florida Water Management District, recorded on September 20, 2007 in Official Records Book 25938 Page 3356.
24. Non Use Commitment No. 1555 by South Florida Water Management District recorded on September 20, 2007 in Official Records Book 25938 Page 3353.

NOTE: All rights of Miami-Dade County in and to the Easement recorded in Deed Book 3401, at Page 379, have been renounced and disclaimed in Resolution Granting the Road Closing Petition of Century Business Park, LLC, recorded August 1, 2007, in Official Records Book 25824, at Page 3432, of the Public Records of Miami-Dade County, Florida. However, the road vacation contained in said Resolution will not be effective until recordation of a final plat.

NOTE: Various Notices of Commencement have been filed in the Public Records of Miami-Dade County, Florida.

I HEREBY CERTIFY that I have reviewed all the aforementioned encumbrances and exceptions.

Therefore, it is my opinion that the following party(ies) must join in the agreement in order to make the agreement a valid and binding covenant on the lands described herein:

<u>Name</u>	<u>Interest</u>	<u>Special Exception Number</u>
BG Commercial, LLC (Parcel A)	Fee Simple	N/A
Century Gardens, LLLP (Parcels B and C)	Fee Simple	N/A
Regions Bank (Parcels B and C)	Mortgagee	N/A

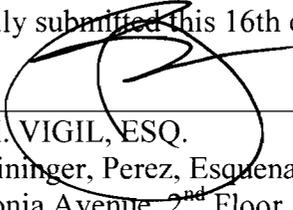
The following is a description of the aforementioned abstract and its continuations:

<u>Number</u>	<u>Company Certifying</u>	<u>No. of Entries</u>	<u>Period Covered</u>
7210609	Chicago Title Insurance Co.	n/a	Beginning through May 17, 2004 at 12:43.45 p.m
OPM- 2526894	Attorneys Title Insurance Fund	n/a	Beginning through January 14, 2005 at 15:01.38 p.m.
ATIDS Printout	Attorney's Title Ins. Fund		May 17, 2004 through October 2, 2007 at 11:00 p.m.
ATIDS Printout	Attorney's Title Ins. Fund		October 2, 2007 thru Dec. 6, 2007 at 11:00 p.m.
ATIDS Printout	Attorney's Title Ins. Fund		Dec. 6, 2007 thru Dec. 31, 2007 at 11:00 p.m.

I HEREBY CERTIFY that the legal description contained in this Opinion of Title coincides with, and is the same as, the legal description in the proffered, recordable agreement.

I, the undersigned, further certify that I am an attorney-at-law duly admitted to practice in the State of Florida and a member in good standing of the Florida Bar.

Respectfully submitted this 16th day of January, 2008.



 JORGE M. VIGIL, ESQ.
 Rasco, Reininger, Perez, Esquenazi & Vigil, PL
 283 Catalonia Avenue, 2nd Floor
 Coral Gables, Florida 33134
 Telephone: (305) 476-7100
 Florida Bar No. 041394

**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

The foregoing instrument was acknowledged before me this 16 day of January, 2008, by JORGE M. VIGIL who is personally known to me.





 Notary Public, State of Florida at Large

June 19, 2006
June 29, 2006 (Revised)

LEGAL DESCRIPTION:

COMPOSITE PARCEL

That portion of the Lots, Blocks and the adjacent streets lying in the plat of GREATER MIAMI ESTATES PART TWO, in Section 9, Township 55 South, Range 39 East, according to the Plat thereof recorded in Plat Book 23 at Page 43, of the Public Records of Miami-Dade County, Florida, being more particularly described as follows:

Commence at the Southeast corner of said Section 9, said corner having a Northing of 480709.59 feet and an Easting of 687039.64 based on the State Plane Coordinate System, (1974 Adjustment), Florida East Zone; thence run South 87°25'51" West along the common line between Sections 9 and 16, in Township 55 South, Range 39 East, where the North line of Section 16 was determined in the Final Judgment of Miami-Dade County Circuit Court Case No. 89-15236 (CA 25), for a distance of 2677.15 feet to the North 1/4 corner of said Section 16; thence continue South 87°25'51" West along the said common line for 83.71 feet to the Point of Beginning of the parcel of land herein after described; thence continue South 87°25'51" West along the said common line for 2585.86 feet to a point of intersection with the East right of way line of Canal C-1W defined by the Agreement to Fix Location of Common Boundary between Jack K. Thomas, Jr., Trustee and the South Florida Water Management District as recorded in Official Records Book 14311 at Page 3397; thence run North 02°25'09" West along the said East right of way line of Canal C-1W for a distance of 1359.10 feet to a point of intersection with the South line of Block 8 of the plat of HAMMOCKS SHORES THIRD ADDITION, according to the Plat thereof recorded in Plat Book 147 at Page 9, of the Public Records of Miami-Dade County, Florida; thence run North 87°25'34" East along the South line of the plat of HAMMOCKS SHORES THIRD ADDITION, for a distance of 1206.04 feet to a point of intersection with the centerline of SW 154th Avenue as shown on said plat of HAMMOCKS SHORES THIRD ADDITION, the common boundary line defined by the Agreement to Fix Location of Common Boundary between Jack K. Thomas, Jr., Trustee, Corlett et al and Metropolitan Dade County as recorded in Official Records Book 14309 at Page 2097; thence run South 02°23'36" East along the common boundary line defined by the said Agreement for a distance of 407.55 feet to the Southwest corner of Lot 1, Block 5 of HAMMOCKS GARDENS, according to the Plat thereof recorded in Plat Book 157 at Page 16, of the Public Records of Miami-Dade County, Florida; thence run North 87°25'34" East along the South line of the plat of HAMMOCKS GARDENS, for a distance of 690.00 feet to a point of intersection with the centerline of SW 153rd Avenue as shown on said plat of HAMMOCKS GARDENS; thence run North 02°23'36" West along the said centerline, a line 20 feet East of and parallel with the East line of Lot 11 in said Block 5 of HAMMOCKS GARDENS, for a distance of 136.00 feet to a point; thence run North 87°25'34" East along the center line of SW 117th Street as shown on the said plat of HAMMOCKS GARDENS, for a distance of 690.92 feet to a point of intersection with the West line of Tract "A" of AMERIFIRST PARK according

E.R. BROWNELL & ASSOCIATES, INC.

This Description and the accompanying Sketch are not valid without the signature and raised seal of a Florida Licensed Surveyor and Mapper and are not valid one without the other.

June 19, 2006

June 29, 2006 (Revised)

to the Plat thereof recorded in Plat Book 127 at Page 65, of the Public Records of Miami-Dade County, Florida, where a portion of said West line was defined by the Agreement to Fix Location of Common Boundary between Jack K. Thomas, Jr., Trustee, Amerifirst Bank and Metropolitan Dade County as recorded in Official Records Book 14309 at Page 2109; thence South $02^{\circ}22'03''$ East along said West line for a distance of 1087.77 feet to the Point of Beginning; containing 69.94 acres more or less;

LESS the South 30.00 feet thereof;

AND LESS a parcel of land 20 feet wide by 106 feet long lying within the Southwesterly limits of Block 52; GREATER MIAMI ESTATES PART TWO, in the Southwest 1/4 of Section 9, Township 55 South, Range 39 East, according to the Plat thereof, as recorded in Plat Book 23 at Page 43 of the Public Records of Miami-Dade County, Florida, being more particularly described as follows:

Commence at the Southwest Corner of said Section 9, said Corner having been established by the Miami-Dade County Engineering Department; thence run North $87^{\circ}25'51''$ East along the South line of the Southwest 1/4 of said Section 9 for a distance of 7.56 feet to a point on the East Right-of-Way Line of Canal C-1W as defined in Exhibit C of the document recorded in Official Record Book 14311 at Page 3397 of the Public Records of Miami-Dade County, Florida; thence run North $02^{\circ}18'25''$ West (North $02^{\circ}25'09''$ West calculated) along said East Right-of-Way Line of Canal C-1W for a distance of 30.00 feet to a point on a line that is 30.00 feet North of and parallel to the South line of the Southwest 1/4 of said Section 9, said point being the Point of Beginning of the parcel of land hereinafter described; thence run North $02^{\circ}18'25''$ West along said East Right-of-Way Line of Canal C-1W for a distance of 106.00 feet; thence run North $87^{\circ}25'51''$ East for a Distance of 20.00 feet; thence run South $02^{\circ}18'25''$ East (South $02^{\circ}25'09''$ East calculated) for a distance of 106.00 feet to a line 30.00 feet North of and parallel to the South line of the Southwest 1/4 of said Section 9; thence run South $87^{\circ}25'51''$ West along said a line 30.00 feet North of and parallel with the South line of the Southwest 1/4 of said Section 9 for a distance of 20.00 feet to the Point of Beginning; containing an area of 2,120 square feet, more or less.

E.R. BROWNELL & ASSOCIATES, INC.

This Description and the accompanying Sketch are not valid without the signature and raised seal of a Florida Licensed Surveyor and Mapper and are not valid one without the other.