

This instrument prepared by  
and return to:

Robert H. Gebaide, Esquire  
Baker & Hostetler LLP  
200 S. Orange Avenue, Suite 2300  
Orlando, Florida 32801  
(407) 649-4000

**FIFTH AMENDMENT TO  
DECLARATION OF CONDOMINIUM OF  
WORLDQUEST RESORT, A CONDOMINIUM**

THIS FIFTH AMENDMENT TO DECLARATION OF WORLDQUEST RESORT, A CONDOMINIUM (“**Fifth Amendment**”) is made this \_\_\_\_\_ day of \_\_\_\_\_, 2008, by Worldquest Resort Partners, LLC, a Florida limited liability company, whose post office address is 1085 W. Morse Boulevard, Suite C, Winter Park, Florida 32789 (“**Developer**”) and WorldQuest Resort Condominium Association, Inc., a Florida corporation, not for profit, whose address is 1085 W. Morse Boulevard, Suite C, Winter Park, Florida 32789 (“**Association**”).

**R E C I T A L S**

**WHEREAS**, Worldquest Resort, a Condominium (“**Condominium**”) was created pursuant to that Declaration of Condominium of Worldquest Resort, a Condominium recorded in Book 8739, Page 4258, as subsequently amended per the First Amendment to Declaration of Condominium recorded in Book 9383, Page 429, the Second Amendment to Declaration of Condominium recorded in Book 9435, Page 570, the Third Amendment to Declaration of Condominium recorded in Book \_\_\_\_\_, Page \_\_\_\_\_, and the Fourth Amendment to Declaration of Condominium recorded in Book \_\_\_\_\_, Page \_\_\_\_\_, all of the Public Records of Orange County, Florida (“**Declaration**”);

**WHEREAS**, Developer is the developer of the Condominium as defined in the Declaration; and

**WHEREAS**, in accordance with the Declaration, Association is the entity responsible for the operation of the Condominium; and

**WHEREAS**, Schedule “1” to the Declaration, as prepared and originally recorded, erroneously numbered the Units (as defined in the Declaration) for Phases One, Two, and Three of the Condominium; and

**WHEREAS**, Schedule ”1” to the Declaration, as prepared and originally recorded, erroneously depicted certain improvements and property as part of the Condominium, although such improvements and property were never intended be part of the Condominium; and

**WHEREAS**, pursuant to Article VIII of the Declaration, the Declaration may be amended at any regular or special meeting of the Unit Owners, called and convened in accordance with the Bylaws, by the affirmative vote of Voting Members casting not less than fifty-one percent (51%) of the vote of the Members of the Association; and

**WHEREAS**, pursuant to Article VIII of the Declaration, the Developer reserved to itself the right, until such time that Unit Owners other than Developer have the right to elect a majority of the Board of Directors of the Association, without the joinder or consent of Unit Owners, in such manner as the Developer may determine to be necessary to carry out the purpose of the project;

**WHEREAS**, at the time of the recording of this Fifth Amendment, the Developer has the right to elect a majority of the Board of Directors of the Association; and

**WHEREAS**, Developer and the Association desire to amend the Declaration to correct the above-described errors found in the survey, floor and plot plans, which were attached as Schedule "1" to the Declaration, and to collectively take such action in order to avoid any requirements for legal actions for reformation of the Declaration; and

**WHEREAS**, this Fifth Amendment was approved at a special meeting of the Unit Owners, called and convened on \_\_\_\_\_, 2008, in accordance with the Bylaws, by the affirmative vote of Voting Members casting not less than fifty-one percent (51%) of the vote of the Members of the Association.

**NOW THEREFORE**, the Association hereby amends the Declaration as follows:

1. The above Recitals are incorporated herein.
2. All terms used in this Fifth Amendment are as defined in the Declaration.
3. Schedule "1" to the Declaration recorded in Official Records Book 8739, Pages 4298 through 4310, is hereby deleted, and replaced with the survey, floor, and plot plans attached as Exhibit "A-1", attached hereto and incorporated herein by this reference. Such survey, floor, and plot plans were prepared by Gerald Livernoise, P.L.S. of Tinklepaugh Surveying Services, Inc., and certified on January 31, 2007. Exhibit "A-1" attached hereto replaces Schedule "1" to the Declaration in its entirety. Exhibit "A-1" shall be hereinafter referred to as the "Amended Survey."
4. Simultaneous with the recording of this Fifth Amendment, Developer has also recorded a larger copy of sheets 1 through 4 for Phase One of the Amended Survey in Condominium Book \_\_\_\_\_, Page \_\_\_\_\_; sheets 1 through 4 for Phase Two of the Amended Survey in Condominium Book \_\_\_\_\_, Page \_\_\_\_\_; and sheets 1 through 4 for Phase 3 of the Amended Survey in Condominium Book \_\_\_\_\_, Page \_\_\_\_\_, all of the Public Records of Orange County, Florida.

5. Except as indicated herein, all other terms and provisions of the Declaration shall remain in full force and effect.

6. By its execution below, the Association certifies that this Fifth Amendment has been approved pursuant to Article VIII of the Declaration at a special meeting of the Unit Owners, called and convened on \_\_\_\_\_, 2008, in accordance with the Bylaws, by the affirmative vote of Voting Members casting not less than fifty-one percent (51%) of the vote of the Members of the Association.

7. By its execution below, Developer certifies that this Fifth Amendment has been approved by Worldquest Resort Partners, LLC, a Florida limited liability company, as the holder of the Developer's rights pursuant to the Declaration recorded in the Public Records of Orange County, Florida.

8. This Fifth Amendment shall take effect upon recordation in the Public Records of Orange County, Florida.

IN WITNESS WHEREOF, Association and Developer have executed this Fifth Amendment on the dates set forth below their signatures.

“Association”

**WORLDQUEST RESORT CONDOMINIUM ASSOCIATION, INC.**, a Florida corporation, not for profit

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

By: \_\_\_\_\_  
\_\_\_\_\_, President

Attested to By: \_\_\_\_\_  
\_\_\_\_\_, Secretary

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

STATE OF \_\_\_\_\_ )

) SS.

COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged and executed before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by \_\_\_\_\_ and \_\_\_\_\_ as President and Secretary of Worldquest Resort Condominium Association, Inc., a Florida corporation, not for profit. They are personally known to me or have produced \_\_\_\_\_ as identification.

Witness my hand and seal this \_\_\_\_\_ day of \_\_\_\_\_, 2008.

\_\_\_\_\_  
(Notary Signature)

(NOTARY SEAL)

\_\_\_\_\_  
(Notary Name Printed)  
NOTARY PUBLIC  
Commission No. \_\_\_\_\_



**EXHIBIT “A-1”**

**REPLACEMENT SCHEDULE “1”**

Replaces Pages 4298 through 4310 of the Official Records Book 8739, Public Records of Orange County, Florida.

[Attach amended and corrected Sheets 1 through 4 of the survey, floor and plot plans for Phase One of the Condominium, amended and corrected Sheets 1 through 4 of the survey, floor and plot plans for Phase Two of the Condominium, and amended and corrected Sheets 1 through 4 of the survey, floor and plot plans for Phase Three of the Condominium]

**JOINDER AND CONSENT OF MORTGAGEE**

THIS CONSENT made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 2008, by WACHOVIA BANK, NATIONAL ASSOCIATION, a national banking association, whose address is 225 Water Street, Jacksonville, Florida 32202 (“**Mortgagee**”).

**WITNESSETH:**

WHEREAS, Mortgagee is the owner and holder of that certain Amended and Restated Mortgage, Assignment of Rents and Security Agreement, dated September 15, 2006 and recorded in Official Records Book 8864, Page 4034, of the Public Records of Orange County, Florida (“**Mortgagee**”);

WHEREAS, the Mortgage encumbers the land and the improvements located thereon, as described in the Declaration of Condominium of Worldquest Resort, a Condominium, recorded in Official Records Book 8739, Page 4258, of the Public Records of Orange County Florida, and all amendments thereto (“**Declaration**”); and

WHEREAS, Mortgagee has agreed to consent to the Fifth Amendment to Declaration of Condominium of Worldquest Resort, a Condominium (“**Fifth Amendment**”) to which this Consent is attached.

NOW, THEREFORE, Mortgagee agrees as follows:

1. Mortgagee does hereby consent to the recordation of this Fifth Amendment.
2. This Consent shall apply and be effective solely to the matters described in the Fifth Amendment and nothing herein contained shall otherwise affect, alter or modify in any manner whatsoever the terms and conditions, lien, operation, effect and priority of the Mortgage as to the land and improvements encumbered thereby.

IN WITNESS WHEREOF, Mortgagee has caused this instrument to be executed by its duly authorized officer the day and year first above written.

Witnesses:

“Mortgagee”

\_\_\_\_\_  
Witness Signature

WACHOVIA BANK,  
NATIONAL ASSOCIATION

\_\_\_\_\_  
Print Name

By: \_\_\_\_\_

\_\_\_\_\_  
Witness Signature

\_\_\_\_\_  
As Its: \_\_\_\_\_

\_\_\_\_\_  
Print Name

