

This instrument prepared by
and return to:

Robert H. Gebaide, Esquire
Baker & Hostetler LLP
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Orlando, Florida 32801
(407) 649-4000

**SIXTH AMENDMENT TO
DECLARATION OF CONDOMINIUM OF
WORLDQUEST RESORT, A CONDOMINIUM
ADDING PHASE EIGHT**

THIS SIXTH AMENDMENT TO DECLARATION OF CONDOMINIUM OF WORLDQUEST RESORT, A CONDOMINIUM (“**Sixth Amendment**”) is made as of this _____ day of _____, 200____, by WORLDQUEST RESORT PARTNERS, LLC, a Florida limited liability company, its successors and assigns (“**WRP**”).

W I T N E S S E T H

WHEREAS, WRP is the Developer (“**Developer**”) described in that certain Declaration of Condominium of WORLDQUEST RESORT, A CONDOMINIUM, recorded July 7, 2006, 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 _____, the Fourth Amendment to Declaration of Condominium recorded in Book _____, Page _____, and the Fifth Amendment to Declaration of Condominium recorded in Book _____, Page _____, all of the Public Records of Orange County, Florida (“**Declaration of Condominium**”); and

WHEREAS, Developer was the owner and holder of all of the Condominium Property delineated on and submitted to condominium form of ownership pursuant to Schedule 1 of said Declaration on the date of the execution and recording of the Declaration of Condominium, and all Condominium Property described in amendments made thereto, and is the present owner and holder of the Condominium Property described on the Sixth Amendment to Schedule 1, attached hereto and incorporated into this Sixth Amendment, and which Condominium Property is in the aggregate designated Phase Eight; and

WHEREAS, Developer wishes to submit Phase Eight to condominium ownership and to be added to the Condominium in accordance with the provisions of Article III of the Declaration of Condominium and with the requirements of Chapter 718, Florida Statutes (“**Condominium Act**”).

NOW THEREFORE, in consideration of the foregoing, the Declaration of Condominium is hereby amended as set forth herein.

1. **Recitals.** The foregoing recitals are true and correct and are incorporated herein by this reference.

2. **Effective Date.** The Effective Date of this Amendment shall be determined as set forth in Article III of the Declaration of Condominium.

3. **Amendment.**

a. Developer does hereby declare and submit to condominium ownership the Property described as Phase Eight including, without limitation, the following Unit Numbers: 8101D, 8102C, 8103B, 8104A, 8105A, 8106B, 8107C, 8108D, 8201D, 8202C, 8203B, 8204A, 8205A, 8206B, 8207C, 8208D, 8302C, 8303B, 8304A, 8305A, 8306B, 8307C, 8402C, 8403B, 8404A, 8405A, 8406B, 8407C, 8502C, 8503B, 8504A, 8505A, 8506B, 8507C, and Sixth Amendment to Schedule 1 to the Declaration of Condominium, consisting of the legal description, survey and plot plan and graphic description for Phase Eight which is attached hereto and incorporated herein, making said Phase Eight a part of the Condominium and of the Condominium Property of Worldquest Resort, A Condominium.

b. The ownership interest in Common Elements, Common Surplus and Common Expenses, attributable to each Unit on the addition of Phase Eight subsequent to the execution and filing of this Amendment, is 1/272nd or .368 percent (.368%), which has been computed based upon the formula as set forth on Schedule 2 to the Declaration of Condominium, appearing in Official Records Book 8739, Page 4312, Public Records of Orange County, Florida.

4. **Capitalized Terms.** All capitalized terms shall have the same meanings as defined in the Declaration of Condominium unless otherwise defined herein.

5. **No Other Changes.** Except as expressly modified herein, all other provisions of the Declaration of Condominium are hereby ratified and confirmed.

6. **Owner Acceptance and Ratification.** By acquisition of title to a Unit or Units subject to the Declaration of Condominium as amended by this Amendment, each Unit Owner thereby irrevocably ratifies, approves and affirms all provisions of the Declaration of Condominium, as modified by this Sixth Amendment.

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SIXTH AMENDMENT
TO
SCHEDULE 1:

EXHIBIT TO SIXTH AMENDMENT TO DECLARATION OF CONDOMINIUM
(Schedule 1 to the Declaration of Condominium is amended to include the following
additional Phase)

WORLDQUEST RESORT,
A CONDOMINIUM

J) PHASE EIGHT: Legal Description, Site Plans, Floor Plans

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 Sixth Amendment to Declaration of Condominium of Worldquest Resort, a Condominium (“**Sixth Amendment**”) to which this Consent is attached.

NOW, THEREFORE, Mortgagee agrees as follows:

1. Mortgagee does hereby consent to the recordation of this Sixth Amendment.
2. This Consent shall apply and be effective solely to the matters described in the Sixth 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