



For Recording Purposes Only

**ASSIGNMENT AND ASSUMPTION
OF DECLARANT'S RIGHTS AND OBLIGATIONS**
(MetroWest)

THIS ASSIGNMENT AND ASSUMPTION OF DECLARANT'S RIGHTS AND OBLIGATIONS ("Assignment"), effective as of June 25, 2009, by and between **ALLIANCE LLC**, a Florida limited liability company, whose address is 7065 Westpointe Blvd, Orlando, Florida 32835 ("**Assignor**"), and **HIAWASSEE ORLANDO, LLC**, whose address is 4737 N. Ocean Drive, Suite 187, Fort Lauderdale, FL 33308 ("**Assignee**") ;

WITNESSETH:

WHEREAS, on even date herewith, Assignee is purchasing from Assignor certain property located in the development commonly referred to as MetroWest; and

WHEREAS, the property purchased by Assignee, together with other lands within MetroWest, is encumbered by that certain Master Declaration of Protective Covenants and Restrictions for MetroWest recorded March 13, 1986, in Official Records Book 3759, Page 2756, Public Records of Orange County, Florida; Agreement Concerning Transfer of Responsibilities recorded September 17, 1986, in Official Records Book 3820, Page 4314, Public Records of Orange County, Florida; Supplement No. 1 to the Master Declaration of Protective Covenants and Restrictions for MetroWest recorded August 20, 1987, in Official Records Book 3913, Page 2944, Public Records of Orange County, Florida; Supplement No. 2 to the Master Declaration of Protective Covenants and Restrictions for MetroWest recorded November 17, 1987, in Official Records Book 3936, Page 4185, Public Records of Orange County, Florida; Supplement No. 3 to the Master Declaration of Protective Covenants and Restrictions for MetroWest recorded March 28, 1988, in Official Records Book 3968, Page 1279, Public Records of Orange County, Florida; First Amendment to Master Declaration of Protective Covenants and Restrictions for MetroWest recorded August 30, 1996, in Official Records Book 5114, Page 1077, Public Records of Orange County, Florida; Assignment and Assumption of Declarant's Rights and Obligations recorded October 25, 2000, in Official Records Book 6115, Page 4273, Public Records of Orange County, Florida and Second Amendment to the Master Declaration of Protective Covenants and Restrictions for MetroWest, recorded February 8, 2001, in Official

Records Book 6189, Page 2476, Public Records of Orange County, Florida. (collectively, the "Declaration"); and

WHEREAS, Assignor is the "Developer" under the Declaration pursuant to that certain Assignment and Assumption of Declarant's Rights and Obligations dated January 14, 2005 from Leslie, L.L.C., a Florida limited liability company, a Florida corporation, to and in favor of Assignor as recorded January 19, 2005, in Official Records Book 7786, Page 2805, Public Records of Orange County, Florida (the "**Leslie Assignment**"); and

WHEREAS, Assignor, has agreed to assign to Assignee all of Assignor's right, title and interest in and to, and Assignee has agreed to accept and assume from Assignor, all liabilities and obligations as Developer arising under the Declaration ("**Declarant's Rights and Obligations**"). Notwithstanding the foregoing, Assignee acknowledges that this assignment is subject to any limitations and exclusions with respect to the "Excluded Properties" and the "Reserved Rights", all as set forth with particularity in the Leslie Assignment;

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration the receipt and sufficiency of which are hereby acknowledged by Assignor and Assignee, Assignor and Assignee agree as follows:

1. **Recitals.** The foregoing recitals are true and correct and are incorporated herein by this reference.
2. **Assignment and Assumption.** Assignor does hereby assign and transfer to Assignee, without representation or warranty, all of the Declarant's Rights and Obligations arising from and after the date hereof, subject to the Reserved Rights, and Assignee hereby accepts, assumes and agrees to perform and abide by all of the Declarant's Rights and Obligations arising from and after the date hereof, exclusive of the Reserved Rights.
3. **Reserved Rights.** As provided above, Assignee acknowledges that Leslie, L.L.C. may have reserved unto itself, its successors and assigns, the Reserved Rights (as defined in the Leslie Assignment), and that this Assignment shall not assign to Assignee any rights reserved to Leslie, or any corresponding obligations.
4. **Effective Date.** This Assignment is effective as of June 25, 2009.

SEE FOLLOWING PAGES FOR SIGNATURES

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IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment and Assumption of Declarant's Rights and Obligations to be executed as of the 25th day of June, 2009.

Signed, sealed and delivered in the presence of:

ASSIGNOR:

ALLIANCE LLC, a Florida limited liability company

Jacqueline Hamel
Print Name: Jacqueline Hamel

By: *Adam Dudley*
Adam Dudley
As Manager

Jesse Ramey
Print Name: Jesse Ramey

STATE OF FLORIDA

CITY OF Orlando

The foregoing instrument was acknowledged before me this 25th day of June, 2009, by Adam Dudley, as Manager of Alliance LLC, a Florida limited liability company, on behalf of the company. He is personally known to me or has produced as identification.



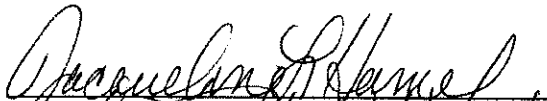
Megan M. Tongs
(Signature of Notary Public)
Megan M. Tongs
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No.: DD 582830
My Commission Expires: 08.08.2010


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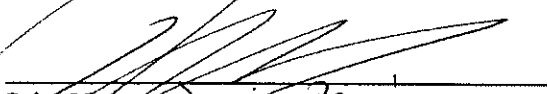
Signed, sealed and delivered
in the presence of:

ASSIGNEE:

HIAWASSEE ORLANDO, LLC, a Florida
limited liability company


Print Name: Jacquelinne Hamel

By: 
CARL SHAKARIAN

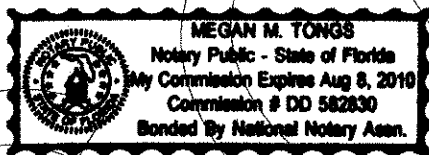

Print Name: Jossie Rainey


As MANAGER

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 25th day of June, 2009, by Carl Shakarian as Manager of Hiawasse Orlando, LLC, a Florida limited liability company, on behalf of the company. He is personally known to me or has produced FL DL license as identification.




(Signature of Notary Public)
Megan M. Tongs
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No.: DD 582830
My Commission Expires: 08-08-2010