

# Holland & Knight

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Holland & Knight LLP | www.hklaw.com

Joseph G. Goldstein  
305 789 7782  
joseph.goldstein@hklaw.com

October 31, 2013

## VIA HAND DELIVERY

Mr. Nathan Kogon, AICP, Director  
City of Doral Planning & Zoning Department  
8401 NW 53rd Terrace, 2<sup>nd</sup> Floor  
Doral, Florida 33166

Re: Miami Herald Media Company Property / Folio 35-3028-018-0080

Dear Nathan:

Enclosed for execution by the City is an original of the Release of Covenant Running with the Land in Lieu of Unity of Title, which has been executed by GPA-I, LP and Miami Herald Media Company. We request that the City Attorney and you please sign where noted and let us know whether you would like us to record the instrument.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,



Joseph G. Goldstein

Enclosure

cc: John Herin, Esq.  
Al Dotson, Esq.  
Mr. Jose Hevia  
Tracy R. Slavens, Esq.

This instrument was prepared by, and after recording return to:

Name: Joseph G. Goldstein, Esq.  
Address: Holland & Knight  
701 Brickell Avenue, Suite 3000  
Miami, Florida 33131

(Space reserved for Clerk of Court)

**RELEASE OF COVENTANT RUNNING WITH THE LAND  
IN LIEU OF UNITY OF TITLE (Commercial)**

**WHEREAS**, Miami Herald Media Company, a Delaware corporation ("MHM") is the owner of the parcel of land legally described in the attached Exhibit "A";

**WHEREAS**, GPA-1 LP, a Tennessee limited partnership ("GPA") is the owner of the parcel of land legally described in the attached Exhibit "B";

**WHEREAS**, MHM and GPA (collectively, the "Owners") are, collectively the Owners of the land legally described in the attached Exhibit "C" (the "Property");

**WHEREAS**, the Property is located within the City of Doral and subject to its jurisdiction;

**WHEREAS**, in connection with a certain prior site plan approval for the Property, a Covenant Running With The Land In Lieu Of Unity Of Title was recorded in Official Records Book 28034 at Page 1351 of the Public Records of Miami-Dade County, Florida (the "Covenant");

**WHEREAS**, a waiver of plat affecting the Property, known as MIAMI HERALD MEDIA COMPANY (D-23360), was subsequently recorded in Official Records Book 28646 at Page 0302 of the Public Records of Miami-Dade County, Florida (the "Waiver");

**WHEREAS**, the Waiver approved a legal subdivision of the Property;

**WHEREAS**, the Waiver renders the subdivision created by the Covenant to be unnecessary;

**WHEREAS**, Paragraph 6 of the Covenant provides:

The provisions of this instrument may be released, amended, or modified from time to time by recorded instrument by the then owners of the Property, with joinders by all mortgagees, if any, provided that the same is also approved by the Director of the City of Doral Planning and Zoning Department or her/his successor. Should this Agreement be so released, amended or modified, the Director of the City of Doral Planning and Zoning Department or her/his successor, shall forthwith execute a written instrument effectuating and acknowledging such modification, amendment, or release.

**WHEREAS**, the Owners seek the release of the Covenant;

**WHEREAS**, the Director of the City Planning and Zoning Department (the "Director") has determined that it appropriate to and, pursuant to Section 53-558 of the City's Land Development Code, is authorized to execute this release of the Covenant on behalf of the City of Doral; and

**WHEREAS**, the Director and the Owners desire to terminate the Covenant with respect to the Property.

**NOW, THEREFORE**, in consideration of the foregoing and along with other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Owners and the City of Doral agree as follows:

1. Recitals. The foregoing recitals are true and correct and are hereby incorporated herein by reference. All exhibits to this Release are hereby deemed a part hereof.
2. Release. The following Covenant is hereby released, declared of no further legal effect, null and void, and terminated:

- 1) Covenant Running With The Land In Lieu Of Unity Of Title was recorded in Official Records Book 28034 at Page 1351 of the Public Records of Miami-Dade County, Florida.

The Clerk of the Circuit Court of Miami-Dade County, Florida, is hereby directed to note the same upon the records.

*[Execution Pages Follow]*

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written.

WITNESSES:

OWNER:

[Signature]  
Signature

Jonathan Wood  
Print Name

GPA-1 LP  
a Tennessee limited partnership

By: Moondance, LLC, a Tennessee limited liability company, its General Partner

By: [Signature]

Name: Oscar Seelbinder, Jr.

[Signature]  
Signature

Title: Chief Manager

Oscar Seelbinder III  
Print Name

STATE OF Tennessee )  
COUNTY OF Shelby )

SS.

The foregoing instrument was acknowledged before me this 18 day of October, 2013, by Oscar Seelbinder, Jr., as Chief Manager of Moondance, LLC, a Tennessee limited liability company, the General Partner of GPA-1 LP, a Tennessee limited partnership, on behalf of the limited partnership. He is personally known to me or has produced personally known as identification, and acknowledged that she did execute this instrument freely and voluntarily for the purposes stated herein.

My Commission Expires:

[Signature]  
Notary Public, State of Tennessee

Leigh Hollingsworth  
Print Name



IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written.

WITNESSES:

OWNER:

Craig Woischwill  
Signature

CRAIG WOISCHWILL  
Print Name

Danae Arias  
Signature

Danae Arias  
Print Name

Miami Herald Media Company  
a Delaware corporation

By: David Landsberg

Name: David Landsberg

Title: President & Publisher

STATE OF Florida )  
COUNTY OF Miami-Dade )

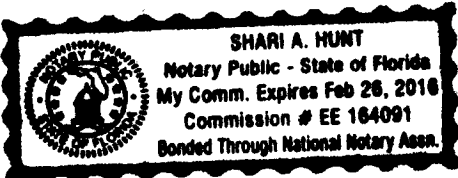
SS.

The foregoing instrument, was acknowledged before me this 10 day of July, 2013, by David Landsberg, as President & Publisher of Miami Herald Media Company, a Delaware corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification, and acknowledged that she did execute this instrument freely and voluntarily for the purposes stated herein.

My Commission Expires: 2-26-16

Shari A. Hunt  
Notary Public, State of Florida

Shari A. Hunt  
Print Name





**EXHIBIT "A"**

**LEGAL DESCRIPTION:**

Lots 8, 9, and 13 of Block 1, WESTPOINTE BUSINESS PARK, according to the Plat thereof recorded in Plat Book 147, at Page 25, of the Public Records of Miami-Dade County, Florida, less the West 290.67 feet of Lot 13.



**EXHIBIT "B"**

LEGAL DESCRIPTION:

Lot 14 and the West 290.67 feet of Lot 13 in Block 1, of WESTPOINTE BUSINESS PARK, according to the Plat thereof recorded in Plat Book 147, at Page 25, of the Public Records of Miami-Dade County, Florida.

**EXHIBIT "C"**

**LEGAL DESCRIPTION:**

Lots 8, 9, 13, and 14 of Block 1, WESTPOINTE BUSINESS PARK, according to the Plat thereof recorded in Plat Book 147, at Page 25, of the Public Records of Miami-Dade County, Florida.

#23607355\_v1



CFN 2013R0954892  
DR Bk 28938 Pgs 3486 - 3494 (9pgs)  
RECORDED 12/05/2013 14:39:32  
HARVEY RUVIN, CLERK OF COURT  
MIAMI-DADE COUNTY, FLORIDA

This instrument was prepared by, and after recording return to:

Name: Joseph G. Goldstein, Esq.  
Address: Holland & Knight  
701 Brickell Avenue, Suite 3000  
Miami, Florida 33131

(Space reserved for Clerk of Court)

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IN LIEU OF UNITY OF TITLE (Commercial)**

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**WHEREAS**, the Waiver approved a legal subdivision of the Property;

**WHEREAS**, the Waiver renders the subdivision created by the Covenant to be unnecessary;

**WHEREAS**, Paragraph 6 of the Covenant provides:

The provisions of this instrument may be released, amended, or modified from time to time by recorded instrument by the then owners of the Property, with joinders by all mortgagees, if any, provided that the same is also approved by the Director of the City of Doral Planning and Zoning Department or her/his successor. Should this Agreement be so released, amended or modified, the Director of the City of Doral Planning and Zoning Department or her/his successor, shall forthwith execute a written instrument effectuating and acknowledging such modification, amendment, or release.

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**WHEREAS**, the Director of the City Planning and Zoning Department (the "Director") has determined that it appropriate to and, pursuant to Section 53-558 of the City's Land Development Code, is authorized to execute this release of the Covenant on behalf of the City of Doral; and

**WHEREAS**, the Director and the Owners desire to terminate the Covenant with respect to the Property.

**NOW, THEREFORE**, in consideration of the foregoing and along with other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Owners and the City of Doral agree as follows:

1. Recitals. The foregoing recitals are true and correct and are hereby incorporated herein by reference. All exhibits to this Release are hereby deemed a part hereof.
2. Release. The following Covenant is hereby released, declared of no further legal effect, null and void, and terminated:

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*[Execution Pages Follow]*

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written.

WITNESSES:

OWNER:

[Signature]  
Signature

GPA-1 LP  
a Tennessee limited partnership

Jonathan Wood  
Print Name

By: Moondance, LLC, a Tennessee limited liability company, its General Partner

[Signature]  
Signature

By: [Signature]  
Name: Oscar Seelbinder, Jr.

Oscar Seelbinder III  
Print Name

Title: Chief Manager

STATE OF Tennessee )  
COUNTY OF Shelby )

SS.

The foregoing instrument was acknowledged before me this 18 day of October, 2013, by Oscar Seelbinder, Jr., as Chief Manager of Moondance, LLC, a Tennessee limited liability company, the General Partner of GPA-1 LP, a Tennessee limited partnership, on behalf of the limited partnership. He is personally known to me or has produced personally known as identification, and acknowledged that she did execute this instrument freely and voluntarily for the purposes stated herein.

My Commission Expires:

[Signature]  
Notary Public, State of Tennessee

Leigh Hollingsworth  
Print Name



IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written.

WITNESSES:

OWNER:

Craig Weiszwil  
Signature

Craig Weiszwil  
Print Name

Danae Arias  
Signature

Danae Arias  
Print Name

Miami Herald Media Company  
a Delaware corporation

By: David Landsberg

Name: David Landsberg

Title: President & Publisher

STATE OF Florida )  
COUNTY OF Miami-Dade )

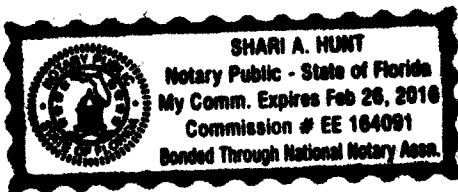
SS.

The foregoing instrument was acknowledged before me this 10 day of July, 2013, by David Landsberg, as President & Publisher of Miami Herald Media Company, a Delaware corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification, and acknowledged that she did execute this instrument freely and voluntarily for the purposes stated herein.

My Commission Expires: 2-26-16


Shari A. Hunt  
Notary Public, State of Florida

Shari A. Hunt  
Print Name



Signed, witnessed, executed and acknowledged at Doral, Florida, on this 13 day of November, 2013.

Witnesses:

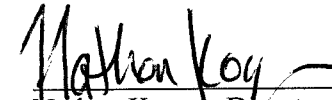
  
Signature

Flor Garcia  
Print Name

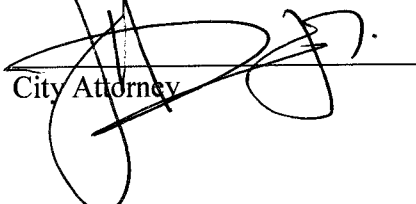
  
Signature

Mercy Arce  
Print Name

**CITY OF DORAL  
PLANNING & ZONING DEPARTMENT**

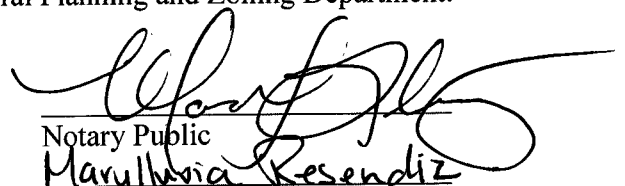
By:   
Nathan Kogon, Director

Approved as to legal sufficiency:

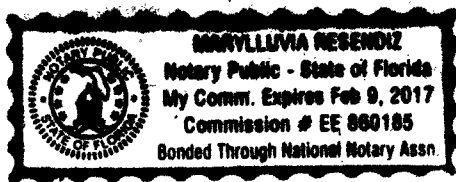
  
City Attorney

STATE OF FLORIDA )  
  )  
COUNTY OF MIAMI-DADE )

I HEREBY CERTIFY that on this 20 day of November, 2013, before me personally appeared Nathan Kogon, personally known to me as the Director of the City of Doral Planning and Zoning Department, who is described herein and who executed the foregoing instrument, and he did acknowledge to me the execution thereof for the uses and purpose mentioned and his capacity as Director of the City of Doral Planning and Zoning Department.

  
Notary Public  
Marylluvia Resendiz  
Print Name

My Commission Expires:





**EXHIBIT "A"**

**LEGAL DESCRIPTION:**

Lots 8, 9, and 13 of Block 1, WESTPOINTE BUSINESS PARK, according to the Plat thereof recorded in Plat Book 147, at Page 25, of the Public Records of Miami-Dade County, Florida, less the West 290.67 feet of Lot 13.

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**EXHIBIT "C"**

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