

Prepared by/record and return to:  
John M. McGowan, Esquire  
Walt Disney World Co..  
P. O. Box 10,000  
Lake Buena Vista, Florida 32830

LARRY WHALEY  
OSCEOLA COUNTY, FLORIDA  
CLERK OF CIRCUIT COURT

17P

CL 2005028441 OR 2695/1849  
HLG Date 02/02/2005 Time 12:50:52

Attention: Osceola County Recording Office  
Cross Reference to Declaration recorded in Book 2338, Page 2783

**SUPPLEMENT TO COMMUNITY CHARTER  
FOR CELEBRATION RESIDENTIAL PROPERTIES**

**THIS SUPPLEMENT TO COMMUNITY CHARTER FOR CELEBRATION RESIDENTIAL PROPERTIES** (this "Second Supplement") is made this 31<sup>st</sup> day of JANUARY, 2005, by The Celebration Company, a Florida corporation ("Declarant"), and LEXIN CELEBRATION II, LLC, a Delaware limited liability company ("Owner").

**WITNESSETH**

**WHEREAS**, on December 19, 1995, Declarant executed and recorded that certain Declaration of Covenants, Conditions, and Restrictions for Celebration Residential Properties in **Official Records Book 1298, Page 1889, et seq.**, of the Public Records of Osceola County, Florida (the "**Original Declaration**"); and

**WHEREAS**, on September 15, 2003, Declarant executed and recorded that certain Amended and Restated Declaration of Covenants, Conditions, and Restrictions for Celebration Residential Properties in **Official Records Book 2338, Page 2780, et seq.**, of the Public Records of Osceola County, Florida, as subsequently supplemented and amended by additional instruments recorded in the Public Records of Osceola County, Florida (the "**Charter**"), which Charter amended and restated the Original Declaration; and

**WHEREAS**, Owner is the owner of the real property described in **Exhibit "A"** attached hereto and made a part hereof ("**Siena at Celebration Complex**"); and

**WHEREAS**, Siena at Celebration Complex is currently subject to the terms, covenants, conditions and restrictions of that certain Declaration of Covenants, Conditions and Restrictions for Celebration Nonresidential Properties, recorded in **Official Records Book 1248, Page 28, et seq.**, in the Public Records of Osceola County, Florida, as subsequently supplemented and amended by additional instruments recorded in the Public Records of Osceola County, Florida (the "**Nonresidential Declaration**"); and

**WHEREAS**, Owner desires to convert Siena at Celebration Complex from its current use as multi-family for lease property to three (3) to individually-owned, single-family residential condominiums within a master community (the "**Use Conversion**"); and

**WHEREAS**, as a result of the Use Conversion, Siena at Celebration Complex is being simultaneously removed from the Nonresidential Declaration and Declarant and Owner desire to submit Siena at Celebration Complex to the terms of the Charter, consistent with the overall, uniform plan of development for Celebration; and

**WHEREAS**, pursuant to Section 17.1 and Section 17.5 of the Charter, Declarant and Owner may submit Siena at Celebration Complex as additional property to the terms of the Charter ("Additional Property").

**NOW, THEREFORE**, pursuant to Section 17.1 and Section 17.5 of the Charter, Declarant, with the consent of Owner, hereby subjects Siena at Celebration Complex to the provisions of this Supplement and the Charter. Siena at Celebration Complex shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of this Supplement and the Charter, both of which shall run with the title to Siena at Celebration Complex and shall be binding upon all persons having any right, title, or any interest in Siena at Celebration Complex, their respective heirs, legal representatives, successors, successors-in-title, and assigns. The provisions of this Supplement shall be binding upon the Celebration Residential Owners Association, Inc. (the "**Association**") in accordance with the terms of the Charter.

**ARTICLE I**  
**Definitions**

The definitions set forth in the Charter are incorporated herein by reference. Pursuant to the definition of "Unit" set forth in Section 3.1 of the Charter, Siena at Celebration Complex is comprised of the following three (3) condominiums, each of which contains the number of condominium Units as set forth below:

SIENA AT CELEBRATION CONDOMINIUM A – 83 Units;  
SIENA AT CELEBRATION CONDOMINIUM B – 99 Units;  
SIENA AT CELEBRATION CONDOMINIUM C – 105 Units.

**ARTICLE II**  
**Neighborhood and Service Area Designation**

2.1 District. Pursuant to Section 3.3 of the Charter, Siena at Celebration Complex shall be assigned to the District known as **Celebration South Village**.

2.2 Neighborhood Assignment. Pursuant to Section 3.2 of the Charter, the Additional Property shall be assigned to a newly-created Neighborhood to be known as follows:

**Siena at Celebration A Neighborhood (Buildings 1-11 in the Siena at Celebration Complex as more particularly described on Exhibit "B" attached hereto);**

**Siena at Celebration B Neighborhood (Buildings 12-24 and 33-34 in the Siena at Celebration Complex as more particularly described on Exhibit "C" attached hereto);**

**Siena at Celebration C Neighborhood (Buildings 25-32 and 35-48 in the Siena at Celebration Complex as more particularly described on Exhibit "D" attached hereto);**

Initially, the Additional Property shall not be assigned to a Service Area as defined in Section 3.4 of the Charter. Any future Service Area designation shall be subject to the terms of the Charter.

**ARTICLE III**  
**Lease Restrictions**

3.1 Lease Restrictions. Pursuant to Section 7.1 and Section 7.2 of the Charter and Section 5 of Exhibit C to the Charter, all leases of Units within the Additional Property shall be for a term of no less than **six (6) months**.

**ARTICLE IV**  
**Celebration Foundation Contribution**

4.1 Required Contribution. Coincident with each transfer of title to each Unit included in Siena at Celebration Complex, the seller of the Unit shall, on the closing of such sale, be required to make a non-refundable contribution in the amount set forth below, to Celebration Foundation, Inc., a Florida non-profit corporation (the "Foundation") established for the purpose of sponsoring, coordinating and/or assisting the development of community activities and organizations within and benefiting the Residential Properties, and such other purposes as the directors and officers of such corporation shall determine from time to time. The Charter, by virtue of this Supplement, shall be deemed to impose a lien on each Unit to secure each Owner's obligation to make the aforementioned contribution, which lien may be foreclosed by Declarant or the Foundation, if such contribution is not paid to the Foundation coincident with the recordation of a deed transferring title to the Unit as aforesaid.

4.2 Contribution Amount. The amount of the contribution required to be made by each Owner as described above, shall be equal to Two Hundred Ninety Dollars (\$290.00) for the first transfer of each Unit with respect to which a contribution is required to be made pursuant to Section 4.2 above. For each subsequent transfer, the required contribution shall be equal to the amount originally required to be paid on the first transfer of the Unit as set forth above, multiplied by a fraction, the numerator of which shall be the "CPI" announced for the month immediately preceding the month in which such transfer occurs and the denominator of which shall be the "CPI" in effect as of June 1, 2001. For purposes of this Agreement, "CPI" shall mean the Consumer Price Index for all Urban Consumers (CPI-U), U.S. City Average, All Items (1982-84 = 100) unadjusted, published from time to time by The Bureau of Labor Statistics U.S. Department of Labor, or such successor index as most reasonably approximates such Consumer Price Index.

**ARTICLE V**  
**Amendments**

5.1 By Declarant. Declarant shall have the right to unilaterally amend this Supplement to the extent that Declarant has the right to such unilateral amendment as provided in Section 21.2 of the Charter.

5.2 By Owner. Except as provided above and otherwise specifically provided herein, this Supplement may be amended only by the affirmative vote or written consent, or any combination thereof, of the Owners of 75% percent of the Units contained within Siena at Celebration Complex (the "**Unit Owners**"), the written consent of the Association acting upon resolution of its Board of Directors, and, the consent of Declarant for so long as Declarant has an option to subject additional property to the Charter pursuant to Section 17.1 of the Charter.

Notwithstanding the above, no amendment adopted pursuant to this Section shall be effective to withdraw Siena at Celebration Complex from the provisions of the Charter unless also approved by the Voting Members representing 75% percent of the Owner Membership and by Declarant if The Celebration Company Membership exists. The percentage of votes necessary to amend a specific clause shall not be less than the prescribed percentage of affirmative votes required for action to be taken under

that clause. To be effective, any amendment must be recorded in the public records of Osceola County, Florida.

If the owner of Siena at Celebration Complex or a Unit Owner consents to any amendment to this Supplement, it will be conclusively presumed that such owner has the authority so to consent, and no contrary provision in any mortgage or contract between the owner and a third party will affect the validity of such amendment.

No amendment may remove, revoke or modify any right or privilege of Declarant without its written consent or the written consent of the assignee of such right or privilege.

This Supplement to Community Charter for Celebration Residential Properties may be executed in several counterparts, each of which shall be deemed an original, and all of such counterparts together shall constitute one and the same instrument.

**[The remainder of this page intentionally left blank]**

**[signatures and notary acknowledgements appear on the following page(s)]**

IN WITNESS WHEREOF, Declarant and Owner have executed this Supplement this 31<sup>st</sup> day of JANUARY, 2005, and the Association joins herein solely to acknowledge, pursuant to Section 17.5 of the Charter, that the Siena at Celebration Complex is being submitted to the terms of the Charter and the jurisdiction of the Association.

Signed, sealed and delivered in the presence of:

John McGowan  
John McGowan (Printed Name)

Katherine Dellacasa  
Katherine Dellacasa (Printed Name)

THE CELEBRATION COMPANY, a Florida corporation

By: Matthew Kelly

Name: Matthew Kelly

Title: President

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26 day of January, 2005, by Matthew Kelly, as President of **THE CELEBRATION COMPANY**, a Florida corporation, on behalf of the corporation. He  is personally known to me or  has produced \_\_\_\_\_ as identification.

[Affix Notary Stamp/Seal]



John McGowan  
My Commission DD242356  
Expires August 17 2007

John McGowan  
NOTARY PUBLIC  
Print Name: John McGowan

Signed, sealed and delivered  
in the presence of:

*Jim Derow*  
JIM DEROW (Printed Name)

LEXIN CELEBRATION II, LLC,  
a Delaware limited liability company

By: LEXIN CAPITAL, LLC,  
a Delaware limited liability company  
Its: Managing Member

*Marylou Dy*  
MARYLOU DY (Printed Name)

By: *M. Negrin*  
Metin Negrin  
Its: Managing Member

STATE OF New York  
COUNTY OF New York

The foregoing instrument was acknowledged before me this 31 day of January, 2005, by Metin Negrin, as Managing Member of LEXIN CAPITAL, LLC, a Delaware limited liability company, as Managing Member of LEXIN CELEBRATION II, LLC, a Delaware limited liability company, on behalf of the limited liability company. He  is personally known to me or  has produced \_\_\_\_\_ as identification.

[Affix Notary Stamp/Seal]



*Fatima A. Griffith*  
NOTARY PUBLIC  
Print Name: FATIMA A. GRIFFITH

FATIMA A. GRIFFITH  
Notary Public - State of New York  
No. 01GR6041698  
Qualified in New York County.  
My Commission Expires May 15, 2005

Signed, sealed and delivered  
in the presence of:

Patricia A. Wasson

Patricia A. Wasson (Printed Name)

[Signature]

Amy S. Norworthy (Printed Name)

CL 2005030441 OF 2695/1855  
CELEBRATION RESIDENTIAL OWNERS  
ASSOCIATION, INC., a Florida not-for profit  
corporation

By: [Signature]

Name: Pamela Shaw

Title: President

STATE OF FLORIDA

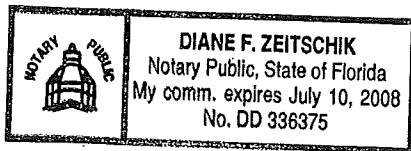
COUNTY OF Osceola

The foregoing instrument was acknowledged before me this 27 day of JANUARY, 2005, by PAMELA SHAW, as PRESIDENT of **CELEBRATION RESIDENTIAL OWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation, on behalf of the corporation. She  is personally known to me or  has produced \_\_\_\_\_ as identification.

[Affix Notary Stamp/Seal]

[Signature]  
NOTARY PUBLIC

Print Name: DIANE F ZEITSCHIK



CONSENT TO  
SUPPLEMENT TO COMMUNITY CHARTER  
FOR CELEBRATION RESIDENTIAL PROPERTIES

CL 2005028441

OR 2695/1856

OHIO SAVINGS BANK, a federal savings bank (the "Mortgagee"), as the mortgagee, pursuant to that certain Mortgage recorded in Official Records Book 2603, Page 334, Public Records of Osceola County, Florida and various related loan and security documents (collectively, the "Loan Documents"), of Siena at Celebration Complex, hereby consents to this Supplement to Community Charter for Celebration Residential Properties solely for purposes of consenting to the execution of this Supplement by Lexin Celebration, II, LLC and hereby agrees and affirms that the lien of the Loan Documents and all related documents is and shall be inferior and subordinate to this Supplement and the Charter.

IN WITNESS WHEREOF, Mortgagee has caused this Consent to be executed this 27<sup>th</sup> day of January, 2005.  
Witnessed by:

Diane M Crook

Print Name: Diane M Crook

Carlton J Smith

Print Name: Carlton J Smith

OHIO SAVINGS BANK, a federal savings bank

By: Eric D Edlund

Print Name: ERIC D. EDLUND

Its: VICE PRESIDENT

STATE OF Ohio

COUNTY OF Cuyahoga

The foregoing Consent was acknowledged before me this 27<sup>th</sup> day of January, 2005, by Eric D. Edlund, as Vice President of OHIO SAVINGS BANK, a federal savings bank, on behalf of the same. He/She  is personally known to me or  has produced \_\_\_\_\_ as identification and did not take an oath.

Carlton J Smith

Notary Public

Print Name: Carlton J Smith  
CARLTON J. SMITH

Notary Public, State of Ohio  
My Commission Expires My Commission Expires Oct. 20, 2008

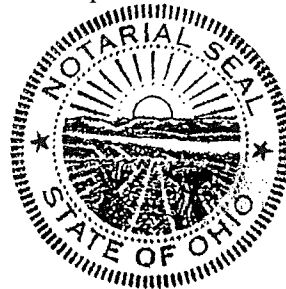




EXHIBIT "A"

**SIENA AT CELEBRATION COMPLEX**

Lot 1, CELEBRATION SOUTH VILLAGE UNIT 4, according to the Plat thereof, as recorded in Plat Book 11, Pages 71-85, inclusive, Public Records of Osceola County, Florida.

## Exhibit B

The following condominium units, comprising all of the units, in Siena at Celebration Condominium A, according to the Declaration of Condominium thereof recorded in the Public Records of Osceola County, Florida, being recorded simultaneously with the Supplement to which this Exhibit is attached:

1-101  
1-102  
1-103  
1-104  
1-105  
1-106  
1-107  
1-201  
1-202  
1-203  
1-204  
1-205  
1-206  
1-207  
1-301  
1-302  
1-303  
1-304  
1-305  
1-306  
1-307  
2-101  
2-102  
2-103  
2-104  
2-105  
2-201  
2-202  
2-203  
2-204  
2-205  
3-101  
3-102  
3-103  
3-104  
3-105  
3-201  
3-202  
3-203

3-204  
3-205  
4-101  
4-102  
4-103  
4-104  
4-201  
4-202  
4-203  
4-204  
4-301  
4-302  
4-303  
4-304  
5-759  
5-761  
5-763  
5-765  
6-751  
6-753  
6-755  
6-757  
7-101  
7-102  
7-103  
7-104  
7-105  
7-201  
7-202  
7-203  
7-204  
7-205  
8-1016  
8-1018  
9-1008  
9-1010  
9-1012  
9-1014  
10-1000  
10-1002  
10-1004  
10-1006  
11-752  
11-754

## Exhibit C

The following condominium units, comprising all of the units, in Siena at Celebration Condominium B, according to the Declaration of Condominium thereof recorded in the Public Records of Osceola County, Florida, being recorded simultaneously with the Supplement to which this Exhibit is attached:

12-101  
12-102  
12-103  
12-104  
12-201  
12-202  
12-203  
12-204  
12-301  
12-302  
12-303  
12-304  
13-101  
13-102  
13-103  
13-104  
13-105  
13-201  
13-202  
13-203  
13-204  
13-205  
14-1017  
14-1019  
15-735  
15-737  
15-739  
16-731  
16-733  
17-101  
17-102  
17-103  
17-104  
17-105  
17-201  
17-202  
17-203  
17-204  
17-205

18-1009  
18-1011  
18-1013  
18-1015  
19-1001  
19-1003  
19-1005  
19-1007  
20-746  
20-748  
21-740  
21-742  
21-744  
22-736  
22-738  
23-101  
23-102  
23-103  
23-104  
23-105  
23-201  
23-202  
23-203  
23-204  
23-205  
24-101  
24-102  
24-103  
24-104  
24-105  
24-201  
24-202  
24-203  
24-204  
24-205  
33-101  
33-102  
33-103  
33-104  
33-105  
33-201  
33-202  
33-203  
33-204  
33-205  
34-101

34-102  
34-103  
34-104  
34-105  
34-201  
34-202  
34-203  
34-204  
34-205  
34-301  
34-302  
34-303  
34-304  
34-305

## Exhibit "D"

The following condominium units, comprising all of the units, in Siena at Celebration Condominium C, according to the Declaration of Condominium thereof recorded in the Public Records of Osceola County, Florida, being recorded simultaneously with the Supplement to which this Exhibit is attached:

25-727  
25-729  
26-717  
26-719  
26-721  
26-723  
26-725  
27-713  
27-715  
28-101  
28-102  
28-103  
28-104  
28-105  
28-201  
28-202  
28-203  
28-204  
28-205  
29-101  
29-102  
29-103  
29-104  
29-105  
29-106  
29-201  
29-202  
29-203  
29-204  
29-205  
29-206  
30-732  
30-734  
31-722  
31-724  
31-726  
31-728  
31-730

32-716  
32-718  
32-720  
35-709  
35-711  
36-701  
36-703  
36-705  
36-707  
37-1054  
37-1056  
37-1058  
37-1060  
38-101  
38-102  
38-103  
38-104  
38-105  
38-106  
38-201  
38-202  
38-203  
38-204  
38-205  
38-206  
39-1046  
39-1048  
39-1050  
39-1052  
40-1038  
40-1040  
40-1042  
40-1044  
41-710  
41-712  
41-714  
42-700  
42-702  
42-704  
42-706  
42-708  
43-1030  
43-1032  
43-1034  
43-1036  
44-707



44-709  
44-711  
44-713  
45-701  
45-703  
45-705  
46-1020  
46-1022  
46-1024  
46-1026  
46-1028  
47-1010  
47-1012  
47-1014  
47-1016  
47-1018  
48-1000  
48-1002  
48-1004  
48-1006  
48-1008

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