

OPINION OF TITLE

To: City of Miami Beach, Florida

With the understanding that this Opinion of Title is furnished to City of Miami Beach, Florida, as inducement for acceptance of a proposed final subdivision plat or waiver of plat covering the real property, hereinafter described, it is hereby certified that I have examined the complete Chicago Title Insurance Company Owner's Title Policy, No. 5886-4-127005.031000L-2023.7251209-229380379 and Chicago Title Insurance Company Title Bringdowns issued under Order No. 10686235 (collectively, the "Abstract of Title") covering the period from the beginning through October 10, 2023 at the hour of 11:00 P.M., inclusive, with respect to the following property (the "Property"):

See **Exhibit "A"** attached hereto and made a part hereof

Basing our opinion solely on said foregoing Abstract of Title, I am of the opinion that on the last mentioned date referenced above (October 10, 2023 at 11:00 P.M.), the fee simple title to the Property was vested in:

3900 Alton Road Owner LLC, a Delaware limited liability company (the "Owner")

Based solely upon my review of (i) that certain Limited Liability Company Agreement of the Owner dated April 29, 2021 and (ii) that certain Action by Written Consent of the Executive Committee of the Owner dated May 14, 2021, and assuming such Consent has not been amended, rescinded or revoked, (A) any of William H. Walton III, as President, Keith B. Gelb, as Co-President, Thomas F. Gilbane, as Vice President, Aric M. Shalev, as Vice President or Ron J. Hoyl, as Vice President, of the Owner, has authority to sign the instruments and (B) the signature block of the Owner is as follows:

**3900 Alton Road Owner LLC,
a Delaware limited liability company**

By: _____
Name:
Title:

Subject to the following liens, encumbrances, and other exceptions:

1. **RECORDED MORTGAGES:**

1. Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing from 3900 Alton Road Owner LLC, a Delaware limited liability company, to PNC Bank, National Association, dated as of November 16, 2022 and recorded November 17, 2022, in Official Records Book 33471, Page 1066, together with:

- a. Assignment of Leases and Rents from 3900 Alton Road Owner LLC, a Delaware limited liability company, to PNC Bank, National Association, dated as of November 16, 2022 and recorded November 17, 2022, in Official Records Book 33471, Page 1092; and
- b. UCC-1 Financing Statement from 3900 Alton Road Owner LLC, as Debtor, to PNC Bank, National Association, as Secured Party, recorded November 17, 2022, in Official Records Book 33471, Page 1100

2. **RECORDED CONSTRUCTION LIENS, CONTRACT LIENS AND JUDGMENTS:**

NONE

3. **GENERAL EXCEPTIONS:**

1. All taxes and assessments for the year 2023 and subsequent years.
2. Rights of persons other than the above owners who are in possession.
3. Facts that would be disclosed upon accurate survey.
4. Any unrecorded labor, mechanics' or materialmens' liens.
5. Zoning and other restrictions imposed by governmental authority.
6. Taxes or special assessments which are not shown as existing liens in the public records.
7. Any lien provided by Chapter 159, Florida Statutes, in favor of any city, town, village or port authority for unpaid service charges for service by any water, sewer or gas system supplying the insured land.

4. **SPECIAL EXCEPTIONS:**

1. Terms and conditions of that certain Memorandum of Agreement between Talmudic College 4000 Alton Road, Inc., a Florida non-profit corporation and Nextel South Corp., a Georgia Corporation d/b/a Nextel Communications, Inc. recorded June 14, 2005 in Official Records Book 23474, Page 1806, as amended by Memorandum of Amendment No. 1 recorded October 20, 2006 in Official Records Book 25025, Page 4356, of the Public Records of Miami-Dade County, Florida.

NOTE: This exception is limited to: Ingress and egress easement to and from adjacent land to and from a dedicated street and utility easement connections and conduits over and across the insured land that is contained within the above Memorandum of Agreement.

2. Terms and conditions of the Short Form Lease Agreement between Talmudic College 4000 Alton Road, Inc., a Florida non-profit corporation and Verizon Wireless Personal Communications LP d/b/a Verizon Wireless, a limited partnership of the State of Delaware recorded December 13, 2004 in Official Records Book 22901, Page 1288, of the Public Records of Miami-Dade County, Florida.

NOTE: This exception is limited to: Ingress and egress easement to and from adjacent land to and from a dedicated street and utility easement connections and conduits over and across the insured land that is contained within the above Short Form Lease Agreement.

3. Drainage Easement reserved in favor of the State of Florida by and through the State of Florida Department of Transportation as reserved in Quitclaim Deed recorded August 19, 2014 in Official Records Book 29276, Page 1368, as affected by Amended and Restated Covenant Running with the Land and Access, Maintenance and Drainage Easement Agreement recorded August 31, 2021 in Official Records Book 32710, Page 2544.
4. Terms, provisions and conditions set forth in that certain Covenant running with the land and Access Maintenance and Drainage Easement Agreement recorded August 19, 2014 in Official Records Book 29276, Page 1391.
5. Covenants, conditions, restrictions and easements (deleting therefrom any covenants or restrictions, if any, indicating any preference, limitation or discrimination based on race, color, religion, sex, sexual orientation, familial status, marital status, disability, handicap, national origin, ancestry or source of income, as set forth in applicable state or federal laws, except to the extent that said covenants or restrictions is permitted by applicable law) as set forth in Declaration of Restrictive Covenants In Lieu of Unity of Title recorded October 6, 2014 in Official Records Book 29338, Page 3635.
6. Terms and provisions set forth in Easement and Operating Agreement executed by and between Talmudic College 4000 Alton Road, Inc. and M-4000 Alton Owner, LLC, dated October 3, 2014 and recorded October 6, 2014 in Official Records Book 29338, Page 3650.
7. Utility Easement in favor of City of Miami Beach as described in Resolution No. 2014-28779 recorded June 15, 2016 in Official Records Book 30114, Page 2755.
8. Terms, provisions and conditions set forth in Perpetual Non-Exclusive Utility Easement Agreement for Water Main recorded August 27, 2020 in Official Records Book 32072, Page 984.
9. Notice of Commencement recorded March 10, 2023 in Official Records Book 33616, Page 3395.
10. Notice of Commencement recorded March 10, 2023 in Official Records Book 33616, Page 3412

NOTE: All of the recording information contained herein refers to the Public Records of Miami-Dade County, Florida, unless otherwise indicated.

I HEREBY CERTIFY that I have reviewed all the aforementioned encumbrances and exceptions and none of them hinder or affect the recording or enforcement of the proposed final subdivision plat or waiver of plat.

I HEREBY CERTIFY that the legal described in this Opinion of Title coincides with, and is the same as, the legal description in the proposed final subdivision plat or waiver of plat.

Therefore, it is my opinion that the following party must join in the agreement in order to make the agreement a valid and binding covenant on the lands described herein.

Name	Interest	Special Exception Number
3900 Alton Road Owner LLC, a Delaware limited liability company	Fee Simple	
PNC Bank, National Association	Mortgagee	

The following is a description of the aforementioned abstract and its continuations:

Number	Company Certifying	No. of Entries	Period Covered
Policy No. 5886-4- 127005.031000L-2023.7251209- 229380379	Chicago Title Insurance Company	14	Beginning to 11/17/2022 at 4:21:43 PM
Order No. 10686235	Chicago Title Insurance Company	5	10/27/2022 at 11:00 PM to 12/27/2022 at 11:00 PM
Order No. 10686235 (update, 2/28/23, update 6/21/23)	Chicago Title Insurance Company	3	12/27/2022 at 11:00 PM to 5/26/2023 at 11:00 PM
Order No. 10686235 (update, 10/20/23)	Chicago Title Insurance Company	0	5/26/2023 at 11:00 PM through 10/10/2023 at 11:00 PM

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I, the undersigned, further certify that I am an attorney-at-law duly admitted to practice in the State of Florida, and am a member in good standing of the Florida Bar.

Respectfully submitted this 23 day of October, 2023.

GREENBERG TRAURIG, P.A.

By: [Signature]
Kimberly S. LeCompte
Florida Bar No. 456799
333 SE 2nd Avenue
Miami, Florida 33131
(305) 579-0500

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me, by means of physical presence or online notarization, this 23 day of October, 2023, by Kimberly S. LeCompte, who is personally known to me.



[Signature]
Notary Public, State of Florida
My Commission Expires:

EXHIBIT "A"
Legal Description

Parcel 1:

OVERALL PARCEL - SOUTH SITE:

All of Lot 53 and a portion of Lots 52, 54 and 55, Block 1 of NAUTILUS SUBDIVISION, according to the Plat thereof as recorded in Plat Book 8 at Page 95, and a portion of Lot D of RE-SUBDIVISION OF LOTS 48, 49, 50 AND 51 OF BLOCK 1, NAUTILUS SUBDIVISION, according to the Plat thereof as recorded in Plat Book 35 at Page 46 of the Public Records of Miami - Dade County, Florida, and a portion of Sections 22 and 27 in Township 53 South, Range 42 East, City of Miami Beach, Miami-Dade County, Florida, and being more particularly described as follows:

Begin at the Southeast corner of said Lot 54 of Block 1 of NAUTILUS SUBDIVISION; thence North 09° 11' 22" East along the Easterly line of said Lots 52, 53 and 54, also being the Westerly Right-of-Way line of Alton Road (State Road 907) as shown on the Florida Department of Transportation Right-of-Way Map Section 87090-2402 dated 12-2009, Sheet 16 of 18, for 228.03 feet; thence North 80° 48' 38" West for 269.11 feet; thence North 09° 11' 22" East for 144.42 feet; thence South 55° 48' 22" West along the Southeasterly Right-of-Way line of the Julia Tuttle Causeway per State Road 112/I-195 of said Florida Department of Transportation Right-of-Way Map Section No. 87090-2402, Sheet 16 of 18, for 90.82 feet; thence South 05° 59' 58" East for 62.09 feet; thence South 23° 11' 59" West for 161.81 feet; the following two (2) courses being along the Northerly boundary of Alton Road (State Road No. 25), as shown on said Florida Department of Transportation Right-of-Way Map; (1) South 54° 07' 39" East for 162.79 feet to a point on a circular curve; (2) thence Southeasterly along a 600.92 foot radius curve leading to the right, through a central angle of 09° 57' 10" for an arc distance of 104.39 feet; thence South 76° 03' 16" East for 72.65 feet; thence North 41° 11' 22" East along the existing Limited Access Right-of-Way line of the Westerly Right-of-Way line of said Alton Road (State Road 907) as shown on said Right-of-Way Map Section 87090-2402 for 48.00 feet; thence South 80° 48' 38" East along the Southerly line of said Lot 54 for 26.00 feet to the Point of Beginning.

TOGETHER WITH that certain non-exclusive easement for pedestrian and vehicular ingress and egress as defined in Article 1(c), a temporary non-exclusive easement for M-400 Phase I Construction Easement as defined in Article 3(a), a non-exclusive easement for the purposes of stormwater drainage as defined in Article 6(b) and a temporary non-exclusive M-4000 Crane Swing Easement as defined in Article 7(b) of that certain Easement and Operating Agreement executed by and between Talmudic College 4000 Alton Road, Inc. and M-4000 Alton Owner, LLC, dated October 3, 2014 and recorded October 6, 2014 in Official Records Book 29338, Page 3650, of the Public Records of Miami-Dade County, Florida.

AND TOGETHER WITH any and all rights in and to those certain covenants, conditions and limitations contained in that certain Declaration of Restrictive Covenants in Lieu of Unity of Title dated October 1, 2014 and recorded October 6, 2014 at Official Records Book 29338, Page 3635, of the Public Records of Miami-Dade County, Florida; but only to the extent they are determined to be interests in real property.

Parcel 2: (FDOT Parcel)

A Portion of Section 27 in Township 53 South, Range 42 East, and being more particularly described as follows:

Commence at the Southeast corner of Lot 54 of Block 1, Nautilus Subdivision, according to the plat thereof, as recorded in Plot Book 8 at Page 95 of the Public Records of Miami-Dade County, Florida; Thence North $80^{\circ}48'38''$ West, along the Southerly boundary line of said Lot 54, for 175.93 feet to a point on the Northerly Right-of-way line of Alton Road, also known as State Road No. 907, as shown on the Florida Department of Transportation Right-of-way Map Section 87090-2402, sheet 16 of 18, said point lying on a circular curve, concave to the Southwest and whose radius point bears South $39^{\circ}51'18''$ West; thence Northwesterly along said Northerly Limited Access Right-of-way line being a 600.92 foot radius curve, leading to the left, through a central angle of $03^{\circ}58'57''$ for an arc distance of 41.77 feet to a point of tangency (said point being coincident with State Road No. 907, Station 15+16.00, as shown on said Florida Department of Transportation Right-of-way Map Section 87090-2402, sheet 16 of 18); thence North $54^{\circ}07'39''$ West along said Northerly Limited Access Right-of-way line for 162.79 feet to the Point of Beginning of the hereinafter described parcel of land; thence North $23^{\circ}11'59''$ East, departing said Northerly Right-of-way line for 161.81 feet; thence North $05^{\circ}59'58''$ West for 62.09 feet to a point on the Southerly Limited Access Right-of-way line of the Julia Tuttle Causeway, also known as State Road 112 and I-195, as shown on said Florida Department of Transportation Right-of-way Map (said point being coincident with State Road No. 112, Station 190+12.29, as shown on said Florida Department of Transportation Right-of-way Map); thence South $55^{\circ}48'22''$ West along said Southerly Limited Access Right-of-way line for 211.08 feet to a point on a circular curve, concave to the Northeast and whose radius point bears North $42^{\circ}50'30''$ East; thence Southeasterly along a 768.51 foot radius curve leading to the left through a central angle of $06^{\circ}58'09''$ for an arc distance of 93.48 feet to a point of tangency (said point being coincident with State Road No. 907, Station 17+34.46, as shown on said Florida Department of Transportation Right-of-way Map Section 87090-2402, sheet 16 of 18); thence South $54^{\circ}07'39''$ East for 55.66 feet to the Point of Beginning.

Lying and being in Section 27, Township 53 South, Range 42 East, Miami Beach, Miami-Dade County, Florida.