Wind Meadows South Community Development District

Meeting Agenda

September 14, 2022

AGENDA

Wind Meadows South Community Development District

219 E. Livingston St., Orlando, Florida 32801 Phone: 407-841-5524 – Fax: 407-839-1526

September 7, 2022

Board of Supervisors Wind Meadows South Community Development District

Dear Board Members:

The regular meeting of the Board of Supervisors of the Wind Meadows South Community Development District will be held Wednesday, September 14, 2022, at 1:30 PM at 4900 Dundee Road, Winter Haven, FL 33884.

Zoom Video Join Link: https://us06web.zoom.us/j/86430343267

Call-In Information: 1-646-876-9923

Meeting ID: 864 3034 3267

Following is the advance agenda for the meeting:

Board of Supervisors Meeting

- 1. Roll Call
- 2. Public Comment Period (¹Speakers will fill out a card and submit it to the District Manager prior to the beginning of the meeting)
- 3. Organizational Matters
 - A. Acceptance of Resignation from Branden Eckenrode
 - B. Appointment to Fill the Vacant Board Seat #5
 - C. Administration of Oath to Newly Appointed Supervisor
 - D. Consideration of Resolution 2022-11 Appointing Assistant Secretary
- 4. Approval of Minutes of the August 10, 2022 Board of Supervisors Meeting
- 5. Consideration of Conveyance Documents for Phase 1
- 6. Staff Reports
 - A. Attorney
 - B. Engineer
 - C. Field Manager's Report
 - D. District Manager's Report

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¹ Comments will be limited to three (3) minutes

- i. Approval of Check Register
- ii. Balance Sheet & Income Statement
- 7. Other Business
- 8. Supervisors Requests and Audience Comments
- 9. Adjournment



SECTION A

Good afternoon, Jillian,

I would like to resign from all CDD's that I currently reside on.

Thank you, Branden Eckenrode

SECTION D

RESOLUTION 2022-11

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE WIND MEADOWS SOUTH COMMUNITY DEVELOPMENT DISTRICT ELECTING THE OFFICERS OF THE DISTRICT, AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, the Wind Meadows South Community Development District (the "District") is a local unit of special-purpose government created and existing pursuant to Chapter 190, *Florida Statutes*; and

WHEREAS, pursuant to Chapter 190, *Florida Statutes*, the Board of Supervisors ("**Board**"), shall organize by electing one of its members as Chair and by electing an Assistant Secretary, and such other officers as the Board may deem necessary.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE WIND MEADOWS SOUTH COMMUNITY DEVELOPMENT DISTRICT:

,	SECTION 1.	DISTRICT OFFICERS	S. The following persons are elected to the offices
shown:			
1	Assistant Sec	retary	
		CONFLICTS. All Resorrepealed to the extent of su	olutions or parts of Resolutions in conflict uch conflict.
	SECTION 3. ately upon its		This Resolution shall become effective
]	PASSED AND	ADOPTED 14th day of Sept	ember 2022
ATTES	T:		WIND MEADOWS SOUTH COMMUNITY DEVELOPMENT DISTRICT
Secretar	ry/Assistant S	Secretary	Chairperson, Board of Supervisors

MINUTES

MINUTES OF MEETING WIND MEADOWS SOUTH COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Wind Meadows South Community Development District was held Wednesday, **August 10, 2022** at 1:30 p.m. at 4900 Dundee Road, Winter Haven, Florida.

Present and constituting a quorum:

Brent Elliott Chairman Halsey Carson Vice Chair

Branden Eckenrode Assistant Secretary

Also present were:

Jill Burns District Manager, GMS

Lauren Gentry KE Law Grace Kobitter KE Law

Bryan Hunter Hunter Engineering

Clayton Smith GMS
Jarett Wright GMS

FIRST ORDER OF BUSINESS

Roll Call

Ms. Burns called the meeting to order and called the roll. Three Board members were present constituting a quorum.

SECOND ORDER OF BUSNESS

Public Comment Period

Ms. Burns noted that there were no members of the public present in person or attending via Zoom.

THIRD ORDER OF BUSINESS

Approval of Minutes of the July 13, 2022 Board of Supervisors Meeting

Ms. Burns presented the minutes of the July 13, 2022 Board of Supervisors meeting and asked if there were any questions, comments, or corrections. The Board had no changes to the minutes.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, the Minutes of the July 13, 2022 Board of Supervisors Meeting, were approved.

FOURTH ORDER OF BUSINESS

Public Hearings

A. Public Hearing on the Adoption of the Fiscal Year 2023 Budget

Ms. Burns stated that this public hearing had been advertised in the paper.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Opening the Public Hearing, was approved.

Ms. Burns stated that there were no members of the public present.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Closing the Public Hearing, was approved.

i. Consideration of Resolution 2022-08 Adopting the District's Fiscal Year 2023 Budget and Appropriating Funds

Ms. Burns stated that this resolution was included in the agenda package for review. She noted that they had discussed this at the prior meeting when they approved a preliminary budget that due to some assessment caps in the developer's contract to cap these at \$650 net per lot with a Deficit Funding Agreement to make up the difference if needed. She noted that it would be collected on roll at \$650. She explained that the contribution amount, if needed, to fully fund the budget would be \$40,010. She stated that other than and the updated actuals, the line items had not changed. She asked if anyone had any questions or comments. Hearing none,

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Resolution 2022-08 Adopting the District's Fiscal Year 2023 Budget and Appropriating Funds, was approved.

ii. Consideration of Fiscal Year 2022/2023 Budget Deficit Funding Agreement

Ms. Burns stated that the Budget Deficit Funding Agreement for the additional amounts for the developer contribution, if needed, was with Wind Meadows South, LLC.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, the Fiscal Year 2022/2023 Budget Deficit Funding Agreement, was approved.

B. Public Hearing on the Imposition of Operations and Maintenance Special Assessments

Ms. Burns asked for a motion to open the public hearing.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Opening the Public Hearing, was approved.

Ms. Burns stated that there were no members of the public present at this time.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Closing the Public Hearing, was approved.

i. Consideration of Resolution 2022-09 Imposing Special Assessment and Certifying an Assessment Roll

Ms. Burns stated that this resolution was included in the agenda package for review. She stated that there was a copy of the proposed tax bill also included. She noted that this was a first time O&M levy for the platted lots. She stated that there was a total of 416 platted lots within the community. She presented the O&M amounts listed based on the budget the Board just adopted as well as the debt amounts listed for each of those parcels. She stated that she would be happy to answer any questions. Hearing none,

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Resolution 2022-09 Imposing Special Assessment and Certifying as Assessment Roll, was approved.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2022-10 Designation of a Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2023

Ms. Burns stated that the schedule in the agenda package would be kept the same for the date, time, and location if that worked for everyone.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, Resolution 2022-10 Designation of a Regular Monthly Meeting Date, Time, and Location for Fiscal Year 2023, was approved.

SIXTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Ms. Gentry stated that she had nothing to report.

B. Engineer

Mr. Hunter stated that he had nothing to report.

C. District Manager's Report

i. Balance Sheet and Income Statement

Ms. Burns stated that the financial statements were included in the agenda package for review. She asked if anyone had any questions. Hearing none, the next item followed.

SEVENTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

EIGHTH ORDER OF BUSINESS

Supervisors Requests and Audience Comments

There being none, the next item followed.

NINTH ORDER OF BUSINESS

Adjournment

Ms. Burns adjourned the meeting.

On MOTION by Mr. Elliott, seconded by Mr. Eckenrode, with all in favor, the meeting was adjourned.

Secretary/Assistant Secretary	Chairman/Vice Chairman

SECTION V

Septembe	r,	2022

Wind Meadows South Community Development District c/o Jillian Burns, District Manager Governmental Management Services LLC – Central Florida 219 East Livingston Street Orlando, Florida 32801

Re: Letter Agreement for Acquisition of Phase One Improvements and Work Product

Dear Board of Supervisors,

Pursuant to the Agreement Regarding the Acquisition of Work Product, Improvements and Real Property — Assessment Area One Bonds, by and between the Wind Meadows South Community Development District ("District") and Wind Meadows South, LLC ("Developer"), and dated October 15, 2021 ("Acquisition Agreement"), you are hereby notified that the Developer has completed and wishes to sell to the District certain "Improvements" and "Work Product" as described in Exhibit A attached hereto. Subject to the terms of the Acquisition Agreement, the following terms govern the proposed conveyance:

- The Developer agrees, at the direction of the District, to assist with the transfer of any permits or similar approvals necessary for the operation of the Improvements.
- Notwithstanding anything to the contrary herein, to the extent certain amounts are still owed to contractors (balance to finish & retainage) and Developer agrees to timely make payment for all remaining amounts owed, and to ensure that no liens are placed on the Improvements.

If the District is in agreement with the terms stated herein, please execute this letter agreement in the space below and proceed with the necessary steps to effect the sale.

Sincerely,

Agreed to by:
WIND MEADOWS SOUTH
COMMUNITY
DEVELOPMENT DISTRICT

WIND MEADOWS SOUTH, LLC

DEVELOPMENT DISTRICT	
, Board of Supervisors	Name:

EXHIBIT A

Improvements: All of the following located on Tracts A, B, C, D, E, F, G, H, I, J, and K, internal rights-of-way, and the "private drainage easements" of the Plat known as "Wind Meadows South Phase One", as recorded at Plat Book 191, Pages 21 et seq., of the Official Records of Polk County, Florida (the "Plat").

Drainage/Surface Water Management – All drainage and surface water management systems, including but not limited to lakes, ponds, sod, surface water control structures, pipes, curbs, gutter, inlets, gravity walls, and other water conveyance structures, as well as all catch-basins and related stormwater facilities.

Landscaping/Irrigation - All plants, trees, timber, shrubbery, and other landscaping and plantings, and all irrigation systems, including but not limited to wells, pumps, lines, spray heads, and related system components now a part of the property constructed in and for the District.

Hardscaping – All signage, entry monuments and column features, fencing, pavers, , and related improvements.

Work Product – All of the right, title, interest, and benefit, <u>if any</u>, in, to, and under any and all site plans, construction and development drawings, plans and specifications, drawings, documents, surveys, engineering and soil reports and studies, licenses, permits, zoning approvals, entitlements, building permits, demolition and excavation permits, curb cut and right-of-way permits, utility permits, drainage rights, bonds, and similar or equivalent private and governmental documents of every kind and character whatsoever pertaining or applicable to or in any way connected with the development, construction, and ownership of the above-mentioned improvements.

All as more specifically described in the invoices below:

Improvements/Work Product (Invoice Numbers)	Invoice Amount	Amount Eligible for Reimbursement
Improvements		
Work Product – Hunter Engineering		
TOTALS:		

CORPORATE DECLARATION REGARDING COSTS PAID PHASE ONE IMPROVEMENTS AND WORK PRODUCT

Wind Meadows South, LLC, a Florida limited liability company ("Landowner"), does hereby certify as follows:

- 1. Landowner is the landowner of certain lands within the Wind Meadows South Community Development District, a special purpose unit of local government established pursuant to Chapter 190, *Florida Statutes* ("**District**").
- 2. The District's Wind Meadows South Community Development District Engineer's Report of Capital Improvements, dated June 1, 2021 ("Engineer's Report") describes certain public infrastructure improvements that the District intends to finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, or maintain pursuant to Chapter 190, Florida Statutes.
- 3. The Landowner has entered into agreements with contractors for the construction and/or installation of certain improvements ("Improvements") and with professionals for associated Work Product ("Work Product"). The Improvements and Work Product are described in Exhibit A and are within the scope of the Engineer's Report.
- 4. The Landowner has expended funds to develop and/or acquire the Improvements described in the Engineer's Report and associated Work Product as more specifically described in **Exhibit A**. The attached **Exhibit A** accurately identifies certain of the Improvements and Work Product that have been completed to date. Landowner agrees there are no remaining amounts owed, and there are no liens now existing on the District's property.
- 5. The Landowner acknowledges that the District intends to rely on this Declaration for purposes of acquiring the Improvements and Work Product identified in **Exhibit A**.

[CONTINUED ON NEXT PAGE]

Executed this	day of September, 2022.	
		WIND MEADOWS SOUTH, LLC
		Name: Title:
STATE OF		
The forego online notarizati	on this day of	ed before me by means of \square physical presence or \square September, 2022, by as adows South, LLC, a Florida limited liability company.
before me this	to execute the foregoing on beha	alf of the entit(ies) identified above, and who appeared either personally known to me, or produced
		NOTARY PUBLIC, STATE OF
(NOTARY	SEAL)	Name:(Name of Notary Public, Printed, Stamped or Typed as Commissioned)

 $\textbf{Exhibit} \ \textbf{A} - \textbf{Description} \ of \ Improvements \ and \ Work \ Product$

CONSULTING ENGINEER'S CERTIFICATE

 IMPROV	EMENTS ANI	WORK PRO	DUCT
September	, 2022		

Board of Supervisors Wind Meadows South Community Development District

Re: Wind Meadows South Community Development District (Polk County, Florida)

Ladies and Gentlemen:

The undersigned, a representative of Banks Engineering, Inc. ("Consulting Engineer"), as engineer for the Wind Meadows South Community Development District ("District"), hereby makes the following certifications in connection with the District's acquisition from the Developer of the "Improvements" and "Work Product," as further described in Exhibit A attached hereto, and in that certain bill of sale ("Bill of Sale") dated as of or about the same date as this certificate. For good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the undersigned, an authorized representative of the Consulting Engineer, hereby certifies that:

- 1. I have reviewed and inspected the Improvements and Work Product. I have further reviewed certain documentation relating to the same, including but not limited to, the Bill of Sale, agreements, invoices, plans, as-builts, and other documents.
- 2. The Improvements and Work Product are within the scope of the District's capital improvement plan as set forth in the District's *Wind Meadows South Community Development District Engineer's Report of Capital Improvements*, dated June 1, 2021 ("Engineer's Report"), and specially benefit property within Assessment Area 1 as further described in the Engineer's Report.
- 3. The Improvements were installed in accordance with their specifications, and are capable of performing the functions for which they were intended.
- 4. The total costs associated with the Improvements and Work Product are as set forth in the Bill of Sale. Such costs are equal to or less than each of the following: (i) what was actually paid by the Developer to create and/or construct the Improvements and Work Product, and (ii) the reasonable fair market value of the Improvements and Work Product.
- 5. All known plans, permits and specifications necessary for the operation and maintenance of the Improvements are complete and on file with the District, and have been transferred, or are capable of being transferred, to the District for operations and maintenance responsibilities.
- 6. With this document, I hereby certify that it is appropriate at this time to acquire the Improvements and Work Product.

[Signature on following page]

Certificate and the facts alleged are true and cor	rect to the best of my knowledge and belief.
Executed this day of September, 202	22.
	Bryan Hunter, P.E. Hunter Engineering, Inc. Florida Registration No
STATE OFCOUNTY OF	
or □ online notarization this day of S Engineering, Inc., and with authority to execute	nd subscribed before me by means of \square physical presence eptember, 2022, by Bryan Hunter, as of Hunter the foregoing on behalf of the entit(ies) identified above, and who is either personally known to me, or produced
	NOTARY PUBLIC, STATE OF
(NOTARY SEAL)	Name:(Name of Notary Public, Printed, Stamped or Typed as Commissioned)

Under penalties of perjury, I declare that I have read the foregoing Consulting Engineer's

Exhibit A – Description of Improvements and Work Product

CONTRACTOR ACKNOWLEDGMENT AND RELEASE IMPROVEMENTS AND WORK PRODUCT

7	THIS ACKNO	WLEDGMEN'	Γ& REL	EASE ("Release'	') is made the	e day o	f Septe	mber,
2022,	by		,	having	offices	locate	d	at
				("Cont	tractor"), in	favor of	the '	Wind
Meadow	s South Comm	unity Developi	ment Dist	trict ("District"), v	which is a loc	al unit of spe	cial-pu	ırpose
governm	ent situated in I	Polk County, Fl	lorida, and	d having offices a	t 219 East Li	vingston Str	eet, Orl	lando,
Florida 3	2801.							

RECITALS

WHEREAS, pursuant to a contractual agreement between Contractor and Wind Meadows South, LLC, a Florida limited liability company ("Developer"), Contractor has constructed and/or installed for Developer certain infrastructure improvements, as described in Exhibit A ("Improvements"); and

WHEREAS, Developer may in the future convey the Improvements to the District and for that purpose has requested Contractor to confirm the release of all restrictions on the District's right to use and rely upon the Improvements; and

WHEREAS, Contractor has agreed to the release of any such restrictions.

NOW, THEREFORE, for and in consideration of mutual promises and obligations, the receipt and sufficiency of which are hereby acknowledged, Contractor provides the following acknowledgment and release:

- 1. **GENERAL.** The recitals so stated above are true and correct and by this reference are incorporated as a material part of this Release.
- 2. **ACQUISITION OF IMPROVEMENTS.** Contractor acknowledges that the District is or has acquired the Improvements constructed by Contractor in connection with the Contract, from Developer, and accordingly, the District has the unrestricted right to rely upon the terms of the Contract for same.
- 3. **WARRANTY.** Contractor hereby expressly acknowledges the District's right to enforce the terms of the Contract, including but not limited to any warranties and other forms of indemnification provided therein and to rely upon and enforce any other warranties provided under Florida law.
- 4. **CERTIFICATION.** Except as set forth herein, Contractor hereby acknowledges that it has been fully compensated for its services and work related to completion of the Improvements. Contractor further certifies that, except as set forth herein, no outstanding requests for payment exist related to the Improvements, including any payments to subcontractors, materialmen, suppliers or otherwise, and that there is no disagreement as to the appropriateness of payment made for the Improvements. Except as set forth herein, this document shall constitute a final waiver and release of lien for any payments due to Contractor by Developer or District for the Improvements.

	By:
STATE OF	Its:
or online notarization this day o	abscribed before me by means of □ physical presence of September, 2022, by a, and with authority to execute the foregoing of peared before me this day in person, and who is either as identification.
	NOTARY PUBLIC, STATE OF
(NOTARY SEAL)	Name:(Name of Notary Public, Printed, Stamped or Typed as Commissioned)

5. **EFFECTIVE DATE.** This Release shall take effect upon execution.

EXHIBIT A

[add Description of Improvements]

Improvements/Work Product (Invoice Numbers)	Invoice Amount	Amount Eligible for Reimbursement

ACKNOWLEDGMENT OF ACQUISITION OF CERTAIN WORK PRODUCT AND THE RIGHT TO RELY UPON ANY WARRANTIES AND CONTRACT TERMS FOR THE PRODUCTION OF SAME

THIS ACQUISITION AND WARRANTY ACKNOWLEDGMENT is made the ____ day of September, 2022, by Hunter Engineering, Inc., a Florida corporation, with a mailing address of P.O. Box 1879, Winter Haven, Florida 33882 (the "Professional"), in favor of the Wind Meadows South Community Development District (the "District"), which is a local unit of special-purpose government situated in Polk County, Florida, and having offices located at c/o Governmental Management Services LLC – Central Florida, 219 East Livingston Street, Orlando, Florida 32801.

- **SECTION 1. DESCRIPTION OF PROFESSIONAL'S SERVICES.** Professional has provided professional services (the "Work Product") for Wind Meadows South, LLC, developer of lands within the District (the "Developer") pursuant to an agreement between the Professional and the Developer (the "Professional Contract"). The Work Product produced and acquired is more specifically described in the attached **Exhibit A.**
- **SECTION 2.** ACQUISITION OF WORK PRODUCT. Professional acknowledges that the District is acquiring or has acquired certain Work Product, produced by Professional in connection with the Professional Contract, from Developer, thereby securing the unrestricted right to rely upon the terms of the Professional Contract for same. Professional further acknowledges that the District is acquiring certain related improvements from the Developer, and therefore requires the unrestricted right to use, reproduce, rely and otherwise own said Work Product.
- **SECTION 3. WARRANTY.** Professional hereby expressly acknowledges the District's right to enforce the terms of the Professional Contract, including any warranties provided therein and to rely upon and enforce any other warranties provided under Florida law.
- **SECTION 4. INDEMNIFICATION.** Professional indemnifies and holds the District harmless from any claims, demands, liabilities, judgments, costs, or other actions that may be brought against or imposed upon the District in connection with the Work Product identified in **Exhibit A** because of any act or omission of Professional, its agents, employees, or officers. Said indemnification shall include, but not be limited to, any reasonable attorney's fees and costs incurred by the District.
- SECTION 5. CERTIFICATE OF PAYMENT. Professional hereby acknowledges that it has been fully compensated for its services and work related to completion of the Work Product identified in Exhibit A. Professional further certifies that no outstanding requests for payment exist related to the Work Product identified in Exhibit A, including any payments to subcontractors, materialmen, suppliers or otherwise, and that there is no disagreement as to the appropriateness of payment made for the Work Product. This document shall constitute a final waiver and release of lien for any payments due to Professional by Developer for the Work Product identified in Exhibit A.

[Continued on following page]

SECTION 6. EFFECTIVE DATE. This Acquisition and Warranty Acknowledgement shall take effect upon execution.

ATTEST	Hunter Engineering, Inc., a Florida corporation
[print name]	By:
[print name]	

EXHIBIT A

(to be inserted)

BILL OF SALE AND LIMITED ASSIGNMENT PHASE ONE IMPROVEMENTS AND WORK PRODUCT

THIS BILL OF SALE AND LIMITED ASSIGNMENT is made to be effective as of the _____day of September, 2022, by and between Wind Meadows South, a Florida limited liability company, whose address for purposes hereof is 4900 Dundee Road, Winter Haven, Florida 33884 ("Grantor"), and for good and valuable consideration, to it paid by the Wind Meadows South Community Development District, a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes* ("District" or "Grantee") whose address is c/o Governmental Management Services LLC – Central Florida, 219 East Livingston Street, Orlando, Florida 32801.

(Wherever used herein, the terms "Grantor" and "Grantee" include all of the parties to this instrument, the heirs, legal representatives and assigns of individuals, and the successors and assigns of trustees, partnerships, limited liability companies, governmental entities, and corporations.)

BACKGROUND STATEMENT

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor and Grantee, intending to be legally bound, do hereby agree as follows:

- 1. Grantor hereby transfers, grants, conveys, and assigns to Grantee all right, title and interest of Grantor, if any, in and to the following improvements, work product, and other interests (together, "**Property**") as described below to have and to hold for Grantee's own use and benefit forever:
 - a) **Improvements** All of the right, title, warranty, interest and benefit in the improvements set forth in attached **Exhibit A** (together, "Improvements"); and
 - b) Work Product All of the right, title, interest, and benefit, if any, in, to, and under any and all site plans, construction and development drawings, plans and specifications, documents, surveys, engineering and soil reports and studies, licenses, permits, zoning approvals, entitlements, building permits, demolition and excavation permits, curb cut and right-of-way permits, utility permits, drainage rights, bonds, and similar or equivalent private and governmental documents of every kind and character whatsoever pertaining or applicable to or in any way connected with the development, construction, and ownership of the above-mentioned improvements (together, "Work Product"); and
 - c) Additional Rights All of the right, title, interest, and benefit of Grantor, if any, in, to and under any and all contracts, guaranties, affidavits, warranties, bonds, claims, lien waivers, and other forms of indemnification, given heretofore and with respect to the construction, installation, or composition of the Improvements and creation of the Work Product.
- 2. Grantor hereby covenants that: (i) Grantor is the lawful owner of the Property; (ii) the Property is free from any liens or encumbrances and the Grantor covenants to timely address any such liens or encumbrances if and when filed; (iii) Grantor has good right to sell the Property; and (iv) the Grantor will warrant and defend the sale of the Property hereby made unto the Grantee against the lawful claims and demands of all persons whosoever.
- 3. Except as otherwise separately agreed to in writing by Grantor, this conveyance is made on an "as is" basis. The Grantor represents that it has no knowledge of any latent or patent defects in the Property, and hereby assigns, transfers and conveys to the Grantee any and all

- rights against any and all firms or entities which may have caused any latent or patent defects, including, but not limited to, any and all warranties and other forms of indemnification.
- 4. By execution of this document, the Grantor affirmatively represents that it has the contractual right, consent and lawful authority of any and all forms to take this action in this document and in this form. Nothing herein shall be construed as a waiver of Grantee's limitations on liability as provided in Section 768.28, *Florida Statutes*, and other statutes and law.

[CONTINUED ON FOLLOWING PAGE]

WHEREFORE, the foregoing Bill of Sale and Limited Assignment is hereby executed and delivered on the date first set forth above.

Signed, sealed and delivered by:

WIND MEADOWS SOUTH, LLC

	Name: Title:
STATE OF	
online notarization this day	wledged before me by means of \square physical presence or \square of September, 2022, by as South, a Florida limited liability company, and with authority
to execute the foregoing on behalf of the entit	c(ies) identified above, and who appeared before me this day nown to me, or produced as
	NOTARY PUBLIC, STATE OF
(NOTARY SEAL)	Name: (Name of Notary Public, Printed, Stamped or Typed as Commissioned)

EXHIBIT A

SECTION VI

SECTION C



Conveyance Report

18266081589

Reference Number: Form Name: Submitter Name: Submission Date: Location: 20220907-18266081589 Conveyance Report Clayton Smith (csmith@gmscfl.com) | csmith@gmscfl.com Sep 7, 2022 11:00:03 AM EDT 327 Eagle Lake Loop Rd, Winter Haven, FL 33880, USA Sep 7, 2022 10:59:59 AM EDT [View Map]

NEW PAGE

Conveyance Review

DistrictWindmeadows South CDDSite Inspected ByClayton Smith - Field Manager

Issue Details

ISSUE DETAILS 1 OF 11

Issue Details

Date / Time Sep 6, 2022 9:51:00 AM EDT

GeoLocation W4MH+86 Bartow, FL, USA

lotitude: 27 0332630 altitude: 10

latitude: 27.9332639 altitude: 12.9 longitude: -81.8718904 [<u>viewMap</u>]

Action Item Picture



Action Item Description

Grate missing from control Structure. Place grate.

ISSUE DETAILS 2 OF 11

Issue Details

Date / Time GeoLocation

Action Item Picture

Sep 6, 2022 9:51:00 AM EDT 6515 Jenna Lee Ct, Lakeland, FL 33813, USA latitude: 27.9470365 altitude: 14.59031 longitude: -81.8806508 [viewMap]



Conveyance Report PAGE 2 OF 7

Action Item Description	CDD area marked by stakes behind the fence needs graded for long term maintenance all along the back of frontage fencing. if this will be part of the lots, disregard.
	2.07.44

ISSUE DETAILS 3 OF 11

Issue Details

Date / Time Sep 6, 2022 9:51:00 AM EDT

GeoLocation 2140 EF Griffin Rd, Bartow, FL 33830, USA

latitude: 27.9350096 altitude: 15.0 longitude: -81.870274 [viewMap]

Action Item Picture



Action Item Description Meter for lights needs placed.

ISSUE DETAILS 4 OF 11

Issue Details

Date / Time Sep 6, 2022 9:51:00 AM EDT

GeoLocation 2140 EF Griffin Rd, Bartow, FL 33830, USA

latitude: 27.9350016 altitude: 14.799999 longitude: -81.8702241 [viewMap]

Action Item Picture longitude: -81.8/02241 [viewMap

Conveyance Report PAGE 3 OF 7



Action Item Description

Minor damages to monument finish. Provide paint colors for repairs or have vendor repaint damaged areas.

ISSUE DETAILS 5 OF 11

Issue Details

Date / Time GeoLocation Sep 6, 2022 9:51:00 AM EDT

2140 EF Griffin Rd, Bartow, FL 33830, USA latitude: 27.935013507290705 altitude: 0.0 longitude: -81.87035221606493 [viewMap]

Action Item Picture



Conveyance Report PAGE 4 OF 7

Action Item Description No action required at this time. Entry and frontage trees are small and sparse. Will monitor for productive establishment. ISSUE DETAILS 6 OF 11

Issue Details

Date / Time Sep 6, 2022 9:51:00 AM EDT

GeoLocation 2140 EF Griffin Rd, Bartow, FL 33830, USA latitude: 27.9349877 altitude: 12.629223

longitude: -81.8716318 [viewMap]
Action Item Picture



Action Item Description

Poor establishment of sod on back side of Southern berm. Continue to monitor. May require spot replacement.

ISSUE DETAILS 7 OF 11

Issue Details

Date / Time Sep 6, 2022 9:51:00 AM EDT

GeoLocation 2140 EF Griffin Rd, Bartow, FL 33830, USA latitude: 27.93428601409069 altitude: 0.0

longitude: -81.87005080282688 [<u>viewMap</u>]

Action Item Picture



Conveyance Report PAGE 5 OF 7

Action Item Description

Irrigation is currently running on batter ops. will need final installation of decoders and controller. A final inspection can then be performed.

ISSUE DETAILS 8 OF 11

Issue Details

Date / Time GeoLocation Sep 6, 2022 9:51:00 AM EDT

2150 EF Griffin Rd, Bartow, FL 33830, USA

latitude: 27.9359007 altitude: 14.7 longitude: -81.8701571 [<u>viewMap</u>]

Action Item Picture





Action Item Description

Poor establishment of sod along front of northern frontage berm. Will monitor for sod establishment. may need spot replacements. Is irrigation covering the area?

ISSUE DETAILS 9 OF 11

Issue Details

Date / Time GeoLocation Sep 6, 2022 9:51:00 AM EDT W4PG+9V Bartow, FL, USA

latitude: 27.9358775 altitude: 14.599999 longitude: -81.8727843 [viewMap]

Action Item Picture





Conveyance Report PAGE 6 OF 7

Action Item Description CDD open spaces surrounding first roundabout require sod or seed. Of the two options Sod is recommended but proper seeding will likely suffice. 10 OF 11 **ISSUE DETAILS** Issue Details Date / Time Sep 6, 2022 9:51:00 AM EDT **GeoLocation** W4PG+29 Bartow, FL, USA latitude: 27.93509763078129 altitude: 0.0 longitude: -81.87414821237326 [viewMap] **Action Item Picture Action Item Description** Remove debris pile on the west side of the road at the south turn out of the first roundabout. Landscaper provided bid to remove debris. **ISSUE DETAILS** 11 OF 11 Issue Details Date / Time Sep 6, 2022 9:51:00 AM EDT GeoLocation 2175 Golden Meadow Way, Bartow, FL 33830, USA latitude: 27.9382601 altitude: 11.5 longitude: -81.8762549 [<u>viewMap</u>] **Action Item Picture Action Item Description** Hog damage to pond bank near amenity on the north and east side. Will need sod replacement.

Conveyance Report PAGE 7 OF 7

SECTION D

SECTION 1

Wind Meadows South Community Development District

<u>Summary of Invoices</u>

June 01, 2022 through July 31, 2022

Fund	Date	Date Check No.'s		Amount
General Fund				
	7/6/22	36	\$	3,622.73

Total	\$	3,622.73
-------	----	----------

AP300R YEAR-TO-DATE ACCOUNTS PAYABLE PREPAID/CO *** CHECK DATES 06/01/2022 - 07/31/2022 *** WIND MEADOWS SOUTH CDD BANK A GENERAL FUND	MPUTER CHECK REGISTER RU	N 9/07/22	PAGE 1
CHECK VEND#INVOICEEXPENSED TO VENDOR NAME DATE DATE INVOICE YRMO DPT ACCT# SUB SUBCLASS	STATUS	AMOUNT	CHECK AMOUNT #
7/06/22 00001 6/01/22 15 202206 310-51300-34000	*	2,916.67	
MANAGEMENT FEES - JUN 22 6/01/22 15 202206 310-51300-35200	*	100.00	
WEBSITE MANAGEMENT-JUN 22 6/01/22 15	*	150.00	
INFORMATION TECH - JUN 22 6/01/22 15 202206 310-51300-31300	*	416.67	
DISSEMINATION SVCS-JUN 22 6/01/22 15 202206 310-51300-51000	*	2.56	
OFFICE SUPPLIES 6/01/22 15 202206 310-51300-42000	*	36.83	
POSTAGE GOVERNMENTAL MANAGEMENT S		3,622.73 000036	
TOTAL	FOR BANK A	3,622.73	
TOTAL	FOR REGISTER	3,622.73	

WINM WIND MEADOWS IARAUJO

SECTION 2

Community Development District

Unaudited Financial Reporting

July 31, 2022



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Debt Service Series 2021 Construction Fund Series 2021 Month to Month	_	
Construction Fund Series 2021 Month to Month	2 _	General Fund
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5 Month to Month	3 _	Debt Service Series 2021
5 Month to Month		
	4 _	Construction Fund Series 2021
6 Long Term Debt Schedule	5 _	Month to Month
6 Long Term Debt Schedule		
	6 _	Long Term Debt Schedule

Community Development District
Combined Balance Sheet

July 31, 2022

	G	eneral	De	bt Service	Capita	l Projects	Totals		
		Fund		Fund		und	Governmental Funds		
Assets:									
Operating Account	\$	61,746	\$	-	\$	-	\$	61,746	
Due From Developer	\$	868	\$	-	\$	-	\$	868	
Investments:									
<u>Series 2021</u>									
Reserve	\$	-	\$	520,000	\$	-	\$	520,000	
Revenue	\$	-	\$	54,015	\$	-	\$	54,015	
Interest	\$	-	\$	20,376	\$	-	\$	20,376	
Prepayment	\$	-	\$	29,423	\$	-	\$	29,423	
Construction	\$	-	\$	-	\$	4	\$	4	
Total Assets	\$	62,614	\$	623,813	\$	4	\$	686,430	
Liabilities:									
Accounts Payable	\$	17,791	\$	-	\$	-	\$	17,791	
Total Liabilities	\$	17,791	\$	-	\$	-	\$	17,791	
Fund Balances:									
Restricted for:									
Debt Service - Series 2021	\$	-	\$	623,813	\$	-	\$	623,813	
Capital Projects - Series 2021	\$	-	\$	-	\$	4	\$	4	
Assigned for:									
Unassigned	\$	44,822	\$	-	\$	-	\$	44,822	
Total Fund Balances	\$	44,822	\$	623,813	\$	4	\$	668,639	
Total Liabilities & Fund Balance	\$	62,614	\$	623,813	\$	4	\$	686,430	

Community Development District

General Fund

Statement of Revenues, Expenditures, and Changes in Fund Balance

For The Period Ending July 31, 2022

Revenues		Budget	Thru 07/31/22		Thru 07/31/22		Variance
Revenues							· · · · · · · · · · · · · · · · · · ·
				,			
Assessments - Lot Closings	\$	-	\$ -	\$		\$	67,706
Developer Contributions	\$	134,760	\$ 50,000	\$	50,000	\$	-
Boundary Amendment Contribution	\$	-	\$ -	\$	868	\$	868
Total Revenues	\$	134,760	\$ 50,000	\$	118,574	\$	68,574
Expenditures:							
General & Administrative:							
	<u> </u>	12.000	10,000	,		,	10.000
Supervisor Fees	\$	12,000	\$ 10,000	\$	- 750	\$	10,000
Engineering	\$	15,000	\$ 12,500	\$	750	\$	11,750
Attorney	\$	25,000	\$ 20,833	\$	13,705	\$	7,129
Annual Audit	\$	5,000	\$ 5,000	\$	3,250	\$	1,750
Assessment Administration	\$	5,000	\$ -	\$	-	\$	-
Arbitrage	\$	500	\$ -	\$	-	\$	- (0)
Dissemination	\$	5,000	\$ 4,167	\$	4,167	\$	(0)
Trustee Fees	\$	5,000	\$ -	\$	-	\$	-
Management Fees	\$	35,000	\$ 29,167	\$	29,167	\$	(0)
Information Technology	\$	1,800	\$ 1,500	\$	1,500	\$	-
Website Maintenance	\$	1,200	\$ 1,000	\$	1,000	\$	-
Telephone	\$	300	\$ 250	\$	-	\$	250
Postage & Delivery	\$	1,000	\$ 833	\$	80	\$	754
Insurance	\$	5,500	\$ 5,500	\$	5,000	\$	500
Printing & Binding	\$	1,000	\$ 833	\$	12	\$	821
Legal Advertising	\$	10,000	\$ 8,333	\$	5,689	\$	2,644
Contingency	\$	5,000	\$ 4,167	\$	67	\$	4,100
Office Supplies	\$	625	\$ 521	\$	13	\$	508
Travel Per Diem	\$	660	\$ -	\$	-	\$	-
Boundary Amendment Expenses	\$	-	\$ -	\$	3,176	\$	(3,176)
Dues, Licenses & Subscriptions	\$	175	\$ 175	\$	175	\$	-
Total General & Administrative:	\$	134,760	\$ 104,779	\$	67,750	\$	37,030
Operations and Maintenance Expenditures							
Field Operations							
Electric - Field	\$	-	\$ -	\$	153	\$	(153)
Water & Sewer - Field	\$	-	\$ -	\$	7,918	\$	(7,918)
Total Operations and Maintenance:	\$	-	\$ -	\$	8,070	\$	(8,070)
Total Expenditures	\$	134,760	\$ 104,779	\$	75,820	\$	28,959
Excess Revenues (Expenditures)	\$			\$	42,754		
Excess Revenues (Expenditures)	÷			٦	42,754		
Fund Balance - Beginning	\$	-		\$	2,069		
Fund Balance - Ending	\$	-		\$	44,822		

Community Development District

Debt Service Fund Series 2021

Statement of Revenues, Expenditures, and Changes in Fund Balance

For The Period Ending July 31, 2022

	Ad	opted	Pro	ated Budget		Actual		
	Вι	udget	Thr	u 07/31/22	Thr	ru 07/31/22	,	Variance
Revenues:								
Assessments - Lot Closings	\$	-	\$	-	\$	83,084	\$	83,084
Interest	\$	-	\$	-	\$	354	\$	354
Total Revenues	\$		\$	-	\$	83,438	\$	83,438
Expenditures:								
Interest - 11/1	\$	-	\$	-	\$	-	\$	-
Principal - 5/1	\$	-	\$	-	\$	-	\$	-
Interest - 5/1	\$	-	\$	-	\$	180,071	\$	(180,071)
Total Expenditures	\$	-	\$	-	\$	180,071	\$	(180,071)
Excess (Deficiency) of Revenues over Expenditures	\$	-	\$	-	\$	(96,633)	\$	263,508
Other Financing Sources/(Uses):								
Bond Proceeds	\$	-	\$	-	\$	700,071	\$	700,071
Transfer In/(Out)	\$	-	\$	-	\$	20,376	\$	20,376
Total Other Financing Sources/(Uses)	\$	-	\$	-	\$	720,447	\$	720,447
Net Change in Fund Balance	\$	-			\$	623,813		
Fund Balance - Beginning	\$	-			\$	-		
Fund Balance - Ending	\$	-			\$	623,813		

Community Development District

Capital Projects Fund Series 2021

Statement of Revenues, Expenditures, and Changes in Fund Balance

For The Period Ending July 31, 2022

	Ac	dopted	Pro	orated Budget		Actual	
	В	udget	Tł	ru 07/31/22	Ti	nru 07/31/22	Variance
Revenues							
Interest	\$	-	\$	-	\$	83	\$ 83
Total Revenues	\$	-	\$		\$	83	\$ 83
Expenditures:							
Capital Outlay - Construction	\$	-	\$	-	\$	8,403,063	\$ (8,403,063)
Capital Outlay - Cost of Issuance	\$	-	\$	-	\$	378,175	\$ (378,175)
Total Expenditures	\$	-	\$	-	\$	8,781,238	\$ (8,781,238)
Excess (Deficiency) of Revenues over Expenditures Other Financing Sources/(Uses)	\$	-	\$	-	\$	(8,781,155)	\$ 8,781,321
Bond Proceeds - Construction	\$	-	\$	-	\$	8,236,379	\$ 8,236,379
Bond Proceeds - Cost of Issuance	\$	-	\$	-	\$	398,550	\$ 398,550
Bond Premium	\$	-	\$	-	\$	166,605	\$ 166,605
Transfer In/(Out)	\$	-	\$	-	\$	(20,376)	\$ (20,376)
Total Other Financing Sources (Uses)	\$	-	\$	-	\$	8,781,159	\$ 8,781,159
Net Change in Fund Balance	\$	-			\$	4	
Fund Balance - Beginning	\$	-			\$	-	
Fund Balance - Ending	\$	-			\$	4	

Community Development District

Month to Month

Developer Contributions Boundary Amendment Contribution Total Revenues Expenditures: General & Administrative: Supervisor Fees Engineering	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	- \$ - \$ - \$	- \$ 25,000 \$ - \$	- \$ - \$ - \$	- \$ 25,000 \$ - \$	- \$ - \$ - \$	- \$ - \$ - \$	- \$ - \$ - \$	9,719 \$ - \$ - \$ 9,719 \$	57,987 \$ - \$ - \$	- \$ - \$ 868 \$	- \$ - \$ - \$	- \$ - \$ - \$	67,706 50,000 868 118,574
Developer Contributions Boundary Amendment Contribution Total Revenues Expenditures: General & Administrative: Supervisor Fees Engineering	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	- \$ - \$ - \$	25,000 \$ - \$	- \$ - \$	25,000 \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ 868 \$	- \$ - \$	- \$ - \$	50,000 868
Boundary Amendment Contribution Total Revenues Expenditures: General & Administrative: Supervisor Fees Engineering	\$ \$	- \$ - \$	25,000 \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	868 \$	- \$	- \$	868
Total Revenues Expenditures: General & Administrative: Supervisor Fees Engineering	\$ \$ \$ \$ \$ \$ \$ \$	- \$	25,000 \$											
Expenditures: General & Administrative: Supervisor Fees Engineering	\$ \$ \$ \$	- \$		- \$	25,000 \$	- \$	- \$	- \$	9,719 \$	57,987 \$	868 \$	- \$	- \$	118,574
General & Administrative: Supervisor Fees Engineering	\$ \$		- \$											
Supervisor Fees Engineering	\$ \$		- \$											
Engineering	\$ \$		- \$											
	\$	- \$		- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	
Attorney			- \$	- \$	- \$	- \$	- \$	- \$	- \$	750 \$	- \$	- \$	- \$	750
Attorney	¢	1,711 \$	674 \$	1,252 \$	3,023 \$	653 \$	975 \$	1,189 \$	- \$	1,609 \$	2,619 \$	- \$	- \$	13,705
Annual Audit	,	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	3,250 \$	- \$	- \$	- \$	3,250
Assessment Administration	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	
Arbitrage	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	
	\$	417 \$	417 \$	417 \$	417 \$	417 \$	417 \$	417 \$	417 \$	417 \$	417 \$	- \$	- \$	4,167
	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	
•	•	2,917 \$	2,917 \$	2,917 \$	2,917 \$	2,917 \$	2,917 \$	2,917 \$	2,917 \$	2,917 \$	2,917 \$	- \$	- \$	29,167
=:	\$	150 \$	150 \$	150 \$	150 \$	150 \$	150 \$	150 \$	150 \$	150 \$	150 \$	- \$	- \$	1,500
	\$	100 \$	100 \$	100 \$	100 \$	100 \$	100 \$	100 \$	100 \$	100 \$	100 \$	- \$	- \$	1,000
·	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	
· ,	\$	33 \$	- \$	- \$	1 \$	1 \$	2 \$	6 \$	1 \$	37 \$	- \$	- \$	- \$	80
	•	5,000 \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	5,000
	\$	- \$	- \$	- \$	9 \$	3 \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	12
		1,964 \$	- \$	647 \$	307 \$	- \$	- \$	- \$	- \$	- \$	2,772 \$	- \$	- \$	5,689
-	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	67 \$	- \$	- \$	- \$	67
• •	\$	3 \$	3 \$	- \$	3 \$	3 \$	0 \$	0 \$	0 \$	3 \$	- \$	- \$	- \$	13
	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	2.47
	\$ \$	- \$ 175 \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	- \$ - \$	2,368 \$ - \$	808 \$ - \$	- \$ - \$	- \$ - \$	3,176 175
Total General & Administrative:	\$ 1	2,469 \$	4,260 \$	5,482 \$	6,925 \$	4,243 \$	4,560 \$	4,777 \$	3,584 \$	11,667 \$	9,782 \$	- \$	- \$	67,750
Operations and Maintenance Expenses														
Field Operations														
· 	\$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	- \$	153 \$	- \$	- \$	- \$	153
	\$	- \$	- \$	- \$	- \$	- \$	- \$	4,505 \$	- \$	1,934 \$	1,479 \$	- \$	- \$	7,918
Total Operations and Maintenance Expenses	\$	- \$	- \$	- \$	- \$	- \$	- \$	4,505 \$	- \$	2,086 \$	1,479 \$	- \$	- \$	8,070
Total Expenditures	\$ 1	2,469 \$	4,260 \$	5,482 \$	6,925 \$	4,243 \$	4,560 \$	9,282 \$	3,584 \$	13,753 \$	11,262 \$	- \$	- \$	75,820
Excess Revenues (Expenditures)	\$ (1	2,469) \$	20,740 \$	(5,482) \$	18,075 \$	(4,243) \$	(4,560) \$	(9,282) \$	6,134 \$	44,234 \$	(10,394) \$	- \$	- \$	42,754

Community Development District

LONG TERM DEBT REPORT

SERIES 2021, SPECIAL ASSESSMENT BONDS

INTEREST RATES: 2.400%, 2.9500%, 3.350%, 4.000%

MATURITY DATE: 5/1/2052

RESERVE FUND DEFINITION MAXIMUM ANNUAL DEBT SERVICE

RESERVE FUND REQUIREMENT \$520,000
RESERVE FUND BALANCE \$520,000

BONDS OUTSTANDING - 10/15/2021 \$9,501,605

CURRENT BONDS OUTSTANDING \$9,501,605