

RESOLUTION NO. 25-2134

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF MIAMI LAKES, FLORIDA, APPROVING AND CONSENTING TO A WAIVER OF CONFLICT OF INTEREST REGARDING THE REPRESENTATION OF D5 FAMILY HOLDINGS, LLC BY GASTESI LOPEZ MESTRE & COBIELLA, PLLC IN CONNECTION WITH AN APPLICATION FOR THE LOT SPLIT OF 15471 TURNBULL DRIVE; PROVIDING FOR INCORPORATION OF RECITALS; PROVIDING FOR AUTHORIZATION; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the law firm of Gastesi Lopez Mestre & Cobiella, PLLC (“the Firm”) serves as the Town Attorney for the Town of Miami Lakes (“Town”); and

WHEREAS, the Firm has been asked to represent D5 Family Holdings, LLC in connection with an application for the Lot Split of 15471 Turnbull Drive within the Town; and

WHEREAS, the Firm has disclosed that such representation may present a potential conflict of interest pursuant to Rule 4-1.7 of the Florida Rules of Professional Conduct; and

WHEREAS, the Firm has provided full written disclosure of the potential risks and safeguards, including separation of attorney teams, confidentiality protocols, and ongoing monitoring, as set forth in the Waiver of Conflict-of-Interest Letter dated August 2, 2025; and

WHEREAS, both the Town and D5 Family Holdings, LLC have been advised of their right to seek independent counsel, and both parties have executed written informed consent to permit the Firm to concurrently represent D5 Family Holdings, LLC., in the Lot Split application while continuing to serve as Town Attorney.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF MIAMI LAKES, FLORIDA, AS FOLLOWS:

Section 1. Recitals. The foregoing Recitals are true and correct and incorporated herein by this reference.

Section 2. Approval of Waiver of Conflict. The Town Council hereby approves and consents to the Waiver of Conflict of Interest between the Town of Miami Lakes and D5 Family

Holdings, LLC, as more fully described in the Waiver Letter dated August 2, 2025, a copy of which is attached hereto as Exhibit "A."

Section 3. Authorization of Town Officials. The Town Manager is authorized to execute all necessary documents, including the Waiver of Conflict of Interest, consistent with this Resolution.

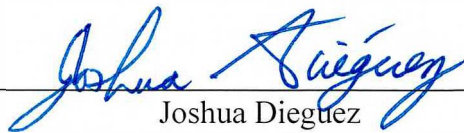
Section 4. Effective Date. This Resolution shall take effect immediately upon adoption.

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Passed and adopted this 16th day of September 2025.

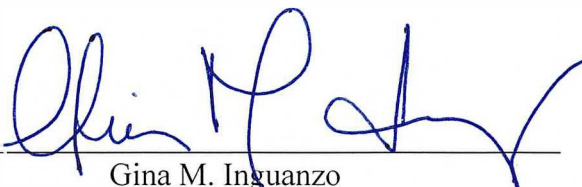
The foregoing resolution was offered by Vice Mayor Morera who moved its adoption. The motion was seconded by Councilmember Sanchez and upon being put to a vote, the vote was as follows:

Mayor Joshua Dieguez	Yes
Vice Mayor Bryan Morera	Yes
Councilmember Juan Carlos Fernandez	Yes
Councilmember Angelo Cuadra Garcia	Yes
Councilmember Ray Garcia	Yes
Councilmember Steven Herzberg	Yes
Councilmember Alex Sanchez	Yes



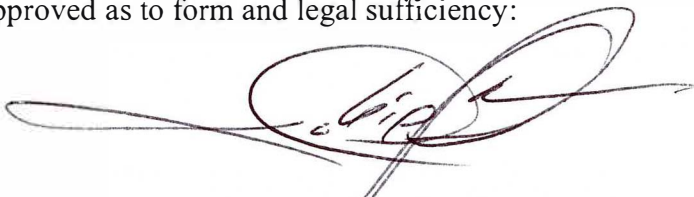
Joshua Dieguez
MAYOR

Attest:



Gina M. Inganzo
TOWN CLERK

Approved as to form and legal sufficiency:



Lorenzo Cobiella
Gastesi, Lopez, Mestre, and Cobiella. PLLC
DEPUTY TOWN ATTORNEY

EXHIBIT A



A Partnership of Professional Associations
8105 N.W. 155 Street
Miami Lakes, Florida 33016

Telephone: 305-818-9993
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Raul Gastesi
Raul R. Lopez
Ceasar Mestre Jr.
Lorenzo Cobiella

Reply to: Lorenzo Cobiella
Email: cobiella@glmlegal.com

Ruth Acevedo
Jennifer M. Vazquez
Melissa Armenteros
Matthew Perez
Lourdes Ermer (Of Counsel)

August 2, 2025

Edward Pidermann
Town Manager
Town of Miami Lakes
6401 Main Street
Miami Lakes, Florida 33014

Rubidia De La Fe
D5 Family Holdings, LLC
15471 Turnbull Drive
Miami Lakes, Florida 33014

Re: Waiver of Conflict of Interest –
Representation of D5 Family Holdings in Connection with Application for the Lot Split of
15471 Turnbull Drive.

Dear Mr. DeLaFe and Mr. Pidermann

This waiver of conflict of interest letter memorializes the understanding of Gastesi Lopez Mestre & Cobiella, PLLC (the “Firm”) and you, D5 Family Holdings, LLC and the Town of Miami Lakes, regarding the Firm's representation of D5 Family Holdings, LLC in connection with Application for the Lot Split of 15471 Turnbull Drive. while simultaneously maintaining our professional relationship with the Town of Miami Lakes.

1. IDENTIFICATION OF POTENTIAL CONFLICT

The Firm currently represents the Town of Miami Lakes in connection as their Town Attorney. The Firm has now been asked to represent D5 Family Holdings, LLC in connection with an application for the Lot Split of 15471 Turnbull Drive. After careful analysis, we have determined that a potential conflict of interest exists or may develop between these representations for the following reasons:

The Firm as the Town Attorney has a responsibility to review all planning and zoning applications prior to their consideration by the Town Mayor and Council. The application for the Lot Split of 15471 Turnbull Drive will require Town Council review.

2. ANALYSIS OF THE POTENTIAL CONFLICT

Pursuant to Rule 4-1.7 of the Florida Rules of Professional Conduct, a lawyer shall not represent a client if the representation involves a concurrent conflict of interest, which exists if: (1) the representation of one client will be directly adverse to another client; or (2) there is a significant risk that the representation of one or more clients will be materially limited by the lawyer's responsibilities to another client, a former client, or a third person, or by a personal interest of the lawyer.

Notwithstanding the existence of a concurrent conflict of interest, a lawyer may represent a client if:

1. the lawyer reasonably believes that the lawyer will be able to provide competent and diligent representation to each affected client;
2. the representation is not prohibited by law;
3. the representation does not involve the assertion of a claim by one client against another client represented by the lawyer in the same litigation or other proceeding before a tribunal; and
4. each affected client gives informed consent, confirmed in writing.

After careful consideration, the Firm has determined that:

1. We reasonably believe we can provide competent and diligent representation to both D5 Family Holdings LLC and the Town of Miami Lakes despite the potential conflict described above;
2. The representation of Family Holdings, LLC in connection with the application for the Lot Split of 15471 Turnbull Drive is not prohibited by law;
3. The representation does not involve the assertion of a claim by one client against another client represented by the Firm in the same litigation or other proceeding before a tribunal; and
4. We are seeking your informed consent through this letter.

3. POTENTIAL RISKS AND CONSEQUENCES

We wish to advise you of the potential risks and consequences that may arise from our concurrent representation of D5 Family Holdings, LLC and the Town of Miami Lakes:

1. Limited Advocacy: There is a risk that the Firm's advocacy on behalf of D5 Family Holdings in connection with application for the Lot Split of 15471 Turnbull Drive may be limited by our obligations to the Town of Miami Lakes. Specifically, should there be an unforeseen issue in the application which would give rise to denial of the application by the Town of Miami Lakes.
2. Confidentiality Concerns: While we maintain strict confidentiality protocols, there is a risk that information obtained in the course of representing one client might be relevant or useful to the other client. We will not share confidential information between clients without express authorization.
3. Future Conflicts: If the interests of D5 Family Holdings, LLC and the Town of Miami Lakes become directly adverse in the future, the Firm may be required to withdraw from representing D5 Family Holdings, LLC
4. Independent Judgment: There is a theoretical risk that the Firm's independent professional judgment could be affected by our relationship with both clients, though we do not believe this will occur in practice.
5. The scope of the firm's representation in this matter is limited to providing assistance in an application that will not be adverse to the Town of Miami Lakes, and will in essence permit the split of a single Town Home folio into two, in an area where the majority of the Town Homes have and continue to exist as two folios.

4. SAFEGUARDS AND PROTECTIONS

To address these potential risks, the Firm has implemented or will implement the following safeguards:

1. Separate Attorney Teams: Different attorneys within the Firm will be primarily responsible for the representation of D5 Family Holdings, LLC and the Town of Miami Lakes, with appropriate ethical walls established as necessary.
2. Confidentiality Protocols: The Firm will maintain strict confidentiality protocols to ensure that confidential information of each client is not disclosed to the other client.
3. Ongoing Conflict Monitoring: The Firm will continuously monitor the representation to identify any actual conflicts that may develop and will promptly notify both clients if such conflicts arise.
4. Regular Communication: The Firm will maintain regular communication with both clients regarding the status of their respective matters and any developments that may affect the potential conflict.
5. RIGHT TO INDEPENDENT COUNSEL

6. INFORMED CONSENT

By signing this letter, you acknowledge and confirm the following:

1. You have carefully read and understand the contents of this letter;
 2. You understand the nature of the potential conflict of interest described above;
 3. You understand the potential risks and consequences of the Firm's concurrent representation of D5 Family Holdings, LLC, and the Town of Miami Lakes.
 4. You understand that you have the right to seek the advice of independent counsel regarding this waiver;
 5. You understand that you are not obligated to consent to this waiver;
 6. You understand that you may revoke this consent at any time, though such revocation will not affect any actions taken by the Firm in reliance on this consent before receiving notice of the revocation;
 7. You hereby give your informed consent to the Firm's representation of D5 Family Holdings, LLC in connection with application for the Lot Split of 15471 Turnbull Drive despite the potential conflict of interest described above; and
 8. You understand and agree that the Firm may continue to represent the Town of Miami Lakes in matters unrelated to application for the Lot Split of 15471 Turnbull Drive.
7. ACKNOWLEDGMENT OF DISCLOSURE

The undersigned acknowledge that the Firm has made full disclosure of the relevant facts and circumstances giving rise to the potential conflict of interest, as well as the potential risks and consequences of the concurrent representation. The undersigned further acknowledge that they have had the opportunity to ask questions and receive answers regarding this waiver of conflict of interest.

8. MODIFICATION AND TERMINATION

This waiver of conflict of interest may be modified only by a written agreement signed by all parties. Any party may terminate this waiver by providing written notice to the other parties, provided that such termination shall not affect any actions taken by the Firm in reliance on this waiver before receiving notice of the termination.

9. GOVERNING LAW

This waiver of conflict of interest shall be governed by and construed in accordance with the laws of the State of Florida and the Florida Rules of Professional Conduct.

10. ENTIRE AGREEMENT

This letter constitutes the entire agreement between the parties regarding the waiver of conflict of interest described herein and supersedes all prior discussions, negotiations, and agreements, whether oral or written, regarding the same.

Please sign and date this letter where indicated below, confirming your understanding and agreement with the terms set forth above. Please return the signed original to me and retain a copy for your records.

If you have any questions or concerns regarding this waiver letter or any other aspect of our

representation, please do not hesitate to contact me at (305) 818-9993 or cobiella@glmlegal.com.

Sincerely,

Lorenzo Cobiella
Gastesi Lopez Mestre & Cobiella, PLLC

CLIENT X CONSENT:

I, Edward Pidermann, as Town Manager for the Town of Miami Lakes, hereby acknowledge and agree that I have carefully read this waiver of conflict of interest letter, that I understand its contents, that I have had the opportunity to seek the advice of independent counsel regarding this waiver, and that I hereby give my informed consent to Gastesi Lopez Mestre & Cobiella, PLLC's representation of me in connection with application for the Lot Split of 15471 Turnbull Drive despite the potential conflict of interest described above.

Date: _____

By: _____
Edward Pidermann
Town Manager

CLIENT Y CONSENT:

I, , hereby acknowledge and agree that I have carefully read this waiver of conflict of interest letter, that I understand its contents, that I have had the opportunity to seek the advice of independent counsel regarding this waiver, and that I hereby give my informed consent to Gastesi Lopez Mestre & Cobiella, PLLC's representation of the Town of Miami Lakes in connection with Lot Split of 15471 Turnbull Drive despite the potential conflict of interest described above.

Date: _____

By: _____
Rubidia De La Fe
D5 Family Holdings, LLC