

753084

Florida Department of State
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To: Division of Corporations
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TALLAHASSEE, FLORIDA

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PORT ROYALE MASTER ASSOCIATION, INC.**

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Amend/cc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Port Royale Master Association, Inc.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rocco Diiorio

(Name of Contact Person)

Port Royale Master Association, Inc.

(Firm/ Company)

3200 Port Royale Drive #2007

(Address)

Fort Lauderdale, FL 33308

(City/ State and Zip Code)

diiorio@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rocco Diiorio

(Name of Contact Person)

954

999-0634

at (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Port Royale Master Association, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

753084

(Document Number of Corporation (if known))

FILED
2015 OCT 14 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

**B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)**

N/A

**C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)**

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: N/A

New Registered Office Address: _____
(Florida street address)

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____ Remove
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

(a) Article V of the Articles is amended as follows:

(i) The first sentence of Paragraph C is amended and restated in its entirety as follows:

“Subject to and without limiting the provisions of Paragraph F of this Article, the total number of votes of the members at the time of any vote shall equal the total number of Dwelling Units owned by Dwelling Unit Owners for which final certificates of occupancy have been issued and the total number of “Contributing Units” then attributed to a Parcel in accordance with Article VI.B.3 of the Protective Covenants (“Parcel Votes”); provided that a structure for which final certificates of occupancy had been issued but which has subsequently been destroyed or demolished shall be deemed to have the number of Dwelling Units which were contained in the structure that was so destroyed or demolished until such time as a replacement structure has been erected and a final certificate of occupancy issued therefor.

(ii) By inserting, effective from and after the date hereof, the following immediately after Paragraph E:

“F. Notwithstanding anything to the contrary contained in these Articles of Incorporation, the Corporation shall have four (4) classes of voting membership:

Class A Members. The “Class A Members” shall be the Owner(s) of the land described on Exhibit A-1 and approximately depicted on Exhibit A-2 attached hereto. The Class A Members shall be entitled to elect, appoint, designate, remove and replace the two (2) Governors (the “Class A Governors”) which are not the Class B Governors, Class C Governors or Class D Governors (as such terms are hereinafter defined).

Class B Members. The “Class B Members” shall be the Owner(s) of the land described on Exhibit B-1 and approximately depicted on Exhibit B-2 attached hereto. The Class B Members shall be entitled to elect, appoint, designate, remove and replace the two (2) Governors (the “Class B Governors”) which are not the Class A Governors, Class C Governors or Class D Governors.

Class C Members. The “Class C Members” shall be the Owner(s) of the land described on Exhibit C-1 and approximately depicted on Exhibit C-2 attached hereto. The Class C Members shall be entitled to elect, appoint, designate, remove and replace two (2) Governors (the “Class C Governors”) that are not the Class A Governors, the Class B Governors or the Class D Governors.

Class D Members. The “Class D Members” shall be (i) Port Royale JV Phase I LLC, a Delaware limited liability company for so long as it owns the land described on Exhibit C or (ii) any immediate successor thereto in title to the land described on Exhibit C, but only for so long as (a) Port

Royale JV Phase I LLC or any such successor in title thereto, as applicable, is directly or indirectly controlled (whether by virtue of veto rights or otherwise) by Mill Creek Residential Trust LLC (or any successor thereto) ("MC"), and/or Massachusetts Pension Reserves Investment Trust (or any successor thereto) ("PRIT") (provided that PRIT shall be deemed, for purposes of this Section F, to directly or indirectly control any applicable entity despite having appointed and delegated management control of PRIT or any other entity directly or indirectly owned or controlled by PRIT to a third party investment advisor or investment manager), and (b) MC or PRIT directly or indirectly owns at least fifty percent (50%) of the ownership interests in Port Royale JV Phase I LLC or in any such successor in title thereto. In the event Port Royale JV Phase I LLC or any successor thereto in title to the land described on Exhibit C is not owned and controlled as set forth in the preceding sentence (a "Class D Change of Control"), then the Class D Members shall be the Owners. Prior to a Class D Change of Control, the Class D Members shall be entitled to elect, appoint, designate, remove and replace three (3) Governors (the "Class D Governors") that are not the Class A Governors, the Class B Governors or the Class C Governors. Following a Class D Change of Control, the Class D Members (i.e. the Owners) shall be entitled to elect, appoint, designate, remove and replace the Class D Governors that are not the Class A Governors, the Class B Governors or the Class C Governors in accordance with these Articles and the By-Laws."

(b) Effective from and after the date hereof, Paragraph C of Article X of the Articles is deleted in its entirety and replaced with the following:

"Membership of all Boards of Governors shall be composed of nine (9) Governors."

(c) Effective from and after the date hereof, the third sentence of Paragraph D of Article X of the Articles is deleted in its entirety.

(d) Effective from and after the date hereof, Paragraph E of Article X of the Articles is deleted in its entirety.

(e) Article X of the Articles is amended by inserting, effective from and after the date hereof, the following immediately after Paragraph G:

"H. The Class A Members shall have the sole right, but not the obligation, to appoint and designate, remove and replace the Class A Governors, the Class B Members shall have the sole right, but not the obligation, to appoint and designate, remove and replace the Class B Governors, the Class C Members shall have the sole right, but not the obligation, to appoint and designate, remove and replace the Class C Governors, and the Class D Members shall have the sole right, but not the obligation, to appoint and designate, remove and replace the Class D

Governors in accordance with the applicable provisions of these Articles and the By-Laws.”

(f) Article X of the Articles is amended by inserting, effective from and after the date hereof, the following immediately after Paragraph H:

“I. Following the occurrence of the Class D Change in Control, the Owner(s) of the land described on Exhibit C attached hereto shall deliver a notice to the Board stating that the Class D Change in Control (such notice the “Change in Control Notice”) has occurred. A special meeting of the Members shall thereafter be held in accordance with Section 3 of the By-Laws within 45 days of the Board’s receipt of the Change in Control Notice for the purpose of electing the new Class D Governors. The Class D Governors elected at such special meeting shall serve as Governors until the next Annual Members’ Meeting (as defined in the By-Laws) (following which the Class D Governors shall thereafter be elected in accordance with these Articles and the By-Laws).”

(g) Effective from and after the date hereof, Paragraph B of Article XIV of the Articles is amended and restated in its entirety as follows:

“A resolution approving a proposed amendment shall be adopted by two-thirds of the Governors which two-thirds vote must include the affirmative vote of the Class C Governors, and certified to by the President and attested by the Secretary or Assistant Secretary of this Corporation.”

Exhibit A-1

THE FOLLOWING PARCELS OF LAND LYING IN THE CITY OF FORT LAUDERDALE, BROWARD COUNTY, FLORIDA, BEING PORTIONS OF BAR HARBOUR, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 79, AT PAGE 16 OF THE PUBLIC RECORDS OF BROWARD COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOT 1; TOGETHER WITH LOT 2, LESS THE EAST 265 FEET THEREOF; TOGETHER WITH LOT 3 LESS THE WEST 290 FEET THEREOF; TOGETHER WITH ALL OF LOT 4; TOGETHER WITH LOT 7, LESS AND EXCEPT THE FOLLOWING PORTION THEREOF:

BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 7;

THENCE NORTH $01^{\circ} 35' 13''$ WEST, ALONG THE WEST LINE OF LOT 7, A DISTANCE OF 48.36 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHWEST (A RADIAL LINE THROUGH SAID POINT BEARS NORTH $32^{\circ} 46' 55''$ WEST TO THE RADIUS POINT OF THE NEXT DESCRIBED CURVE);

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 12.50 FEET, A CENTRAL ANGLE OF $40^{\circ} 19' 29''$, AN ARC DISTANCE OF 8.80 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHEAST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 37.50 FEET, A CENTRAL ANGLE OF $34^{\circ} 27' 50''$, AN ARC DISTANCE OF 22.56 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE NORTHWEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 12.50 FEET, A CENTRAL ANGLE OF $51^{\circ} 09' 18''$; AN ARC DISTANCE 11.16 FEET ALONG SAID CURVE;

THENCE NORTH $00^{\circ} 00' 08''$ WEST, A DISTANCE OF 10.21 FEET;

THENCE NORTH $89^{\circ} 58' 21''$ EAST, A DISTANCE OF 34.35 FEET;

THENCE SOUTH $00^{\circ} 10' 28''$ WEST, A DISTANCE OF 8.65 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 13.50 FEET, A CENTRAL ANGLE OF $52^{\circ} 48' 30''$, AN ARC DISTANCE OF 12.44 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHWEST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 37.50 FEET, A CENTRAL ANGLE OF 25° 01' 39", AN ARC DISTANCE OF 16.38 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 28.50 FEET, A CENTRAL ANGLE OF 54° 04' 16", AN ARC DISTANCE OF 26.90 FEET TO A POINT OF COMPOUND CURVATURE WITH A CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 182.48 FEET, A CENTRAL ANGLE OF 10° 26' 40", AN ARC DISTANCE OF 33.26 FEET TO A POINT OF TANGENCY;

THENCE NORTH 87° 59' 52" EAST, A DISTANCE OF 47.76 FEET;

THENCE NORTH 01° 43' 47" WEST, A DISTANCE OF 22.17 FEET;

THENCE NORTH 88° 03' 23" EAST, A DISTANCE OF 67.06 FEET;

THENCE SOUTH 31° 56' 51" EAST, A DISTANCE OF 20.57 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 8.50 FEET, A CENTRAL ANGLE OF 60° 40' 14", AN ARC DISTANCE OF 9.00 FEET TO A POINT OF COMPOUND CURVATURE WITH A CURVE CONCAVE TO THE NORTHWEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 33.52 FEET, A CENTRAL ANGLE OF 88° 57' 32", AN ARC DISTANCE OF 52.04 FEET TO THE POINT OF TANGENCY;

THENCE NORTH 01° 34' 37" WEST, A DISTANCE OF 2.08 FEET;

THENCE SOUTH 88° 29' 41" WEST, A DISTANCE OF 21.94 FEET;

THENCE NORTH 01° 30' 15" WEST, A DISTANCE OF 67.16 FEET;

THENCE NORTH 58° 29' 42" EAST, A DISTANCE OF 23.11 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHWEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 5.00 FEET; A CENTRAL ANGLE OF 55° 10' 15", AN ARC DISTANCE OF 4.81 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHEAST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 152.68 FEET, A CENTRAL ANGLE OF 05° 23' 45", AN ARC DISTANCE OF 14.38 FEET TO THE POINT OF TANGENCY;

THENCE NORTH 08° 43' 12" EAST, A DISTANCE OF 20.96 FEET;

THENCE SOUTH 81° 25' 20" EAST, A DISTANCE OF 4.50 FEET;

THENCE NORTH 08° 43' 12" EAST, A DISTANCE OF 58.05 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE SOUTHWEST;

THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 3.00 FEET, A CENTRAL ANGLE OF 100° 23' 28", AN ARC DISTANCE OF 5.26 FEET ALONG TO THE POINT OF TANGENCY;

THENCE SOUTH 88° 19' 43" WEST, A DISTANCE OF 17.04 FEET;

THENCE NORTH 01° 34' 17" WEST, A DISTANCE OF 10.08 FEET;

THENCE SOUTH 88° 41' 48" WEST, A DISTANCE OF 4.45 FEET;

THENCE NORTH 01° 18' 12" WEST, A DISTANCE OF 23.93 FEET;

THENCE NORTH 87° 58' 47" EAST, A DISTANCE OF 9.33 FEET;

THENCE NORTH 01° 46' 04" WEST, A DISTANCE OF 60.92 FEET;

THENCE SOUTH 88° 13' 33" WEST, A DISTANCE OF 1.96 FEET;

THENCE NORTH 01° 46' 27" WEST, A DISTANCE OF 52.60 FEET;

THENCE NORTH 88° 17' 13" EAST, A DISTANCE OF 20.33 FEET;

THENCE NORTH 01° 36' 29" WEST, A DISTANCE OF 99.33 FEET TO THE NORTH LINE OF SAID LOT 7;

THENCE NORTH 87° 57' 51" EAST, A DISTANCE OF 3.83 FEET TO THE EAST LINE OF SAID LOT 7;

THENCE SOUTH 01° 35' 13" EAST, ALONG THE EAST LINE OF SAID LOT 7, A DISTANCE OF 500 FEET TO THE SOUTHEAST CORNER OF SAID LOT 7;

THENCE SOUTH 87° 58' 47" WEST, ALONG THE SOUTH LINE OF SAID LOT 7, A DISTANCE OF 320 FEET TO THE POINT OF BEGINNING.

AND TOGETHER WITH LOT 8 AND LOT 9, LESS AND EXCEPT THE FOLLOWING PORTION THEREOF:

A PORTION OF LOTS 8 AND 9, BAR HARBOUR, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 79, AT PAGE 16 OF THE PUBLIC RECORDS OF BROWARD COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS, WITH ALL BEARINGS REFERENCED TO THE FLORIDA STATE PLANE COORDINATE SYSTEM, NAD 83 (90 ADJUSTMENT):

BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 9;

THENCE NORTH $01^{\circ} 22' 49''$ WEST, ALONG THE WEST LINE OF SAID LOT 9, A DISTANCE OF 277.67 FEET TO A POINT ON THE ARC OF A NON-TANGENT CURVE CONCAVE TO THE SOUTHWEST (A RADIAL LINE THROUGH SAID POINT BEARS SOUTH $20^{\circ} 35' 52''$ WEST TO THE RADIUS POINT OF THE NEXT DESCRIBED CURVE); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 59.77 FEET, A CENTRAL ANGLE OF $28^{\circ} 50' 30''$, AN ARC DISTANCE OF 30.09 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 4.52 FEET, A CENTRAL OF $50^{\circ} 48' 54''$, AN ARC DISTANCE OF 4.01 FEET TO THE POINT OF TANGENCY;

THENCE NORTH $88^{\circ} 37' 29''$, EAST, 22.11 FEET;

THENCE SOUTH $00^{\circ} 48' 53''$ WEST, 51.78 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHEAST;

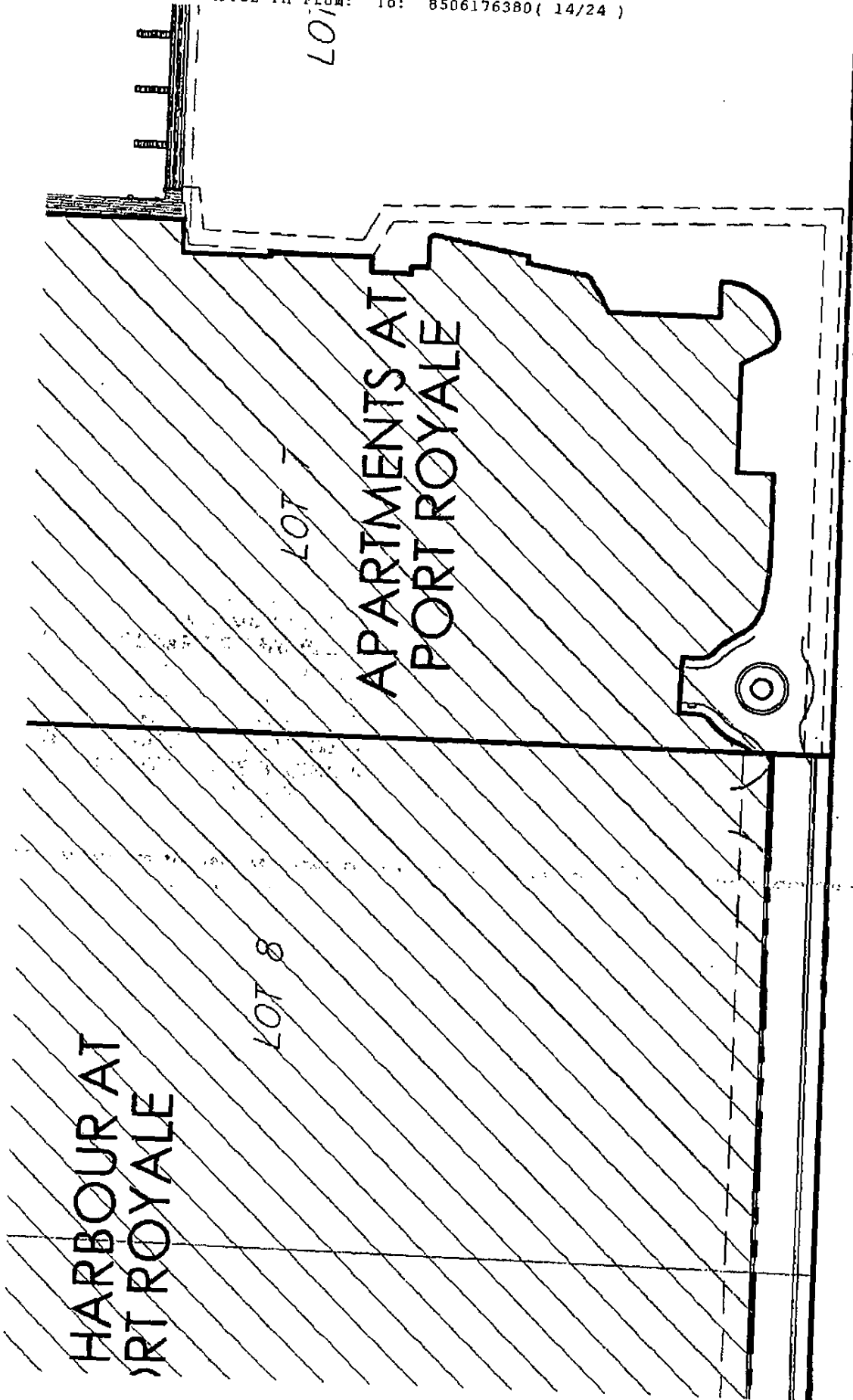
THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 159.00 FEET, A CENTRAL ANGLE OF $27^{\circ} 29' 40''$, AN ARC DISTANCE OF 76.30 FEET TO A POINT OF COMPOUND CURVATURE WITH CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 167.34 FEET, A CENTRAL ANGLE OF $64^{\circ} 51' 13''$, AN ARC DISTANCE OF 189.42 FEET TO THE POINT OF TANGENCY;

THENCE NORTH $87^{\circ} 58' 47''$ EAST, A DISTANCE OF 496.44 FEET TO THE EAST LINE OF SAID LOT 8;

THENCE SOUTH $01^{\circ} 35' 13''$ EAST, 35.69 FEET TO A POINT ON THE SOUTH LINE OF SAID BAR HARBOUR;

THENCE SOUTH $87^{\circ} 58' 47''$ WEST ALONG SAID SOUTH LINE, 711.90 FEET TO THE POINT OF BEGINNING.



LOT 7

LOT 7

APARTMENTS AT
PORT ROYALE

LOT 8

HARBOUR AT
PORT ROYALE

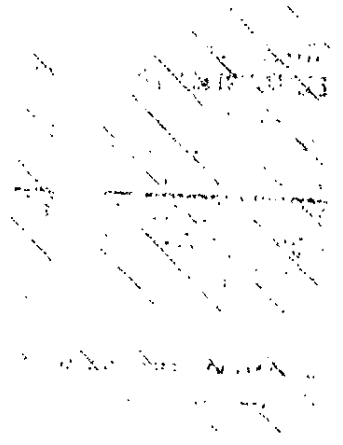
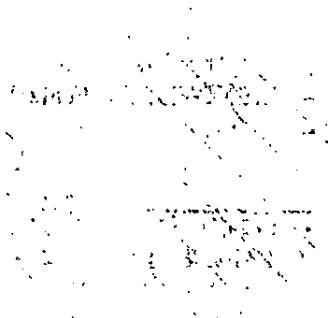


Exhibit B-1

THE FOLLOWING PARCELS OF LAND LYING IN THE CITY OF FORT LAUDERDALE,
BROWARD COUNTY, FLORIDA:

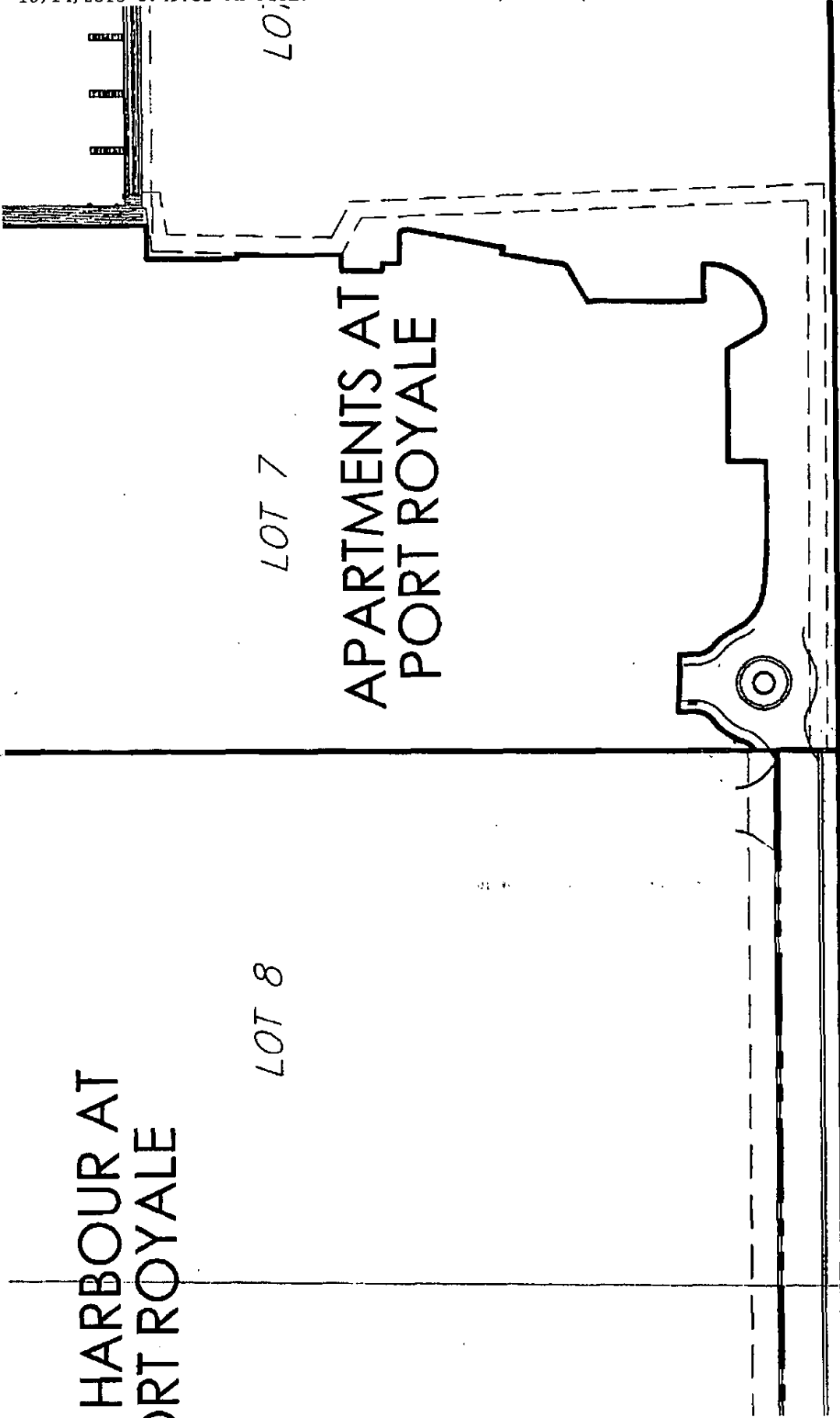
THE EAST 265 FEET OF LOT 2 AND THE WEST 290 FEET OF LOT 3 OF BAR
HARBOUR, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 79,
AT PAGE 16, OF THE PUBLIC RECORDS OF BROWARD COUNTY, FLORIDA.



10/14/2015 3:49:32 PM From: To: 8506176380(16/24)

Exhibit B-2

See Attached



LOT 7

LOT 7

APARTMENTS AT
PORT ROYALE

LOT 8

HARBOUR AT
PORT ROYALE

Exhibit C-1

THE FOLLOWING PARCELS OF LAND LYING IN THE CITY OF FORT LAUDERDALE, BROWARD COUNTY, FLORIDA, BEING PORTIONS OF BAR HARBOUR, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 79, AT PAGE 16, OF THE PUBLIC RECORDS OF BROWARD COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOTS 5 AND 6, TOGETHER WITH THE FOLLOWING PORTION OF LOT 7:

A PORTION OF LOT 7, BAR HARBOUR, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 79, PAGE 16 OF THE PUBLIC RECORDS OF BROWARD COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 7;

THENCE NORTH $01^{\circ} 35' 13''$ WEST, ALONG THE WEST LINE OF LOT 7, A DISTANCE OF 48.36 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHWEST (A RADIAL LINE THROUGH SAID POINT BEARS NORTH $32^{\circ} 46' 55''$ WEST TO THE RADIUS POINT OF THE NEXT DESCRIBED CURVE);

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 12.50 FEET, A CENTRAL ANGLE OF $40^{\circ} 19' 29''$, AN ARC DISTANCE OF 8.80 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHEAST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 37.50 FEET, A CENTRAL ANGLE OF $34^{\circ} 27' 50''$, AN ARC DISTANCE OF 22.56 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE NORTHWEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 12.50 FEET, A CENTRAL ANGLE OF $51^{\circ} 09' 18''$, AN ARC DISTANCE 11.16 FEET ALONG SAID CURVE;

THENCE NORTH $00^{\circ} 00' 08''$ WEST, A DISTANCE OF 10.21 FEET;

THENCE NORTH $89^{\circ} 58' 21''$ EAST, A DISTANCE OF 34.35 FEET;

THENCE SOUTH $00^{\circ} 10' 28''$ WEST, A DISTANCE OF 8.65 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 13.50 FEET, A CENTRAL ANGLE OF $52^{\circ} 48' 30''$, AN ARC DISTANCE OF 12.44 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHWEST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 37.50 FEET, A CENTRAL ANGLE OF 25° 01' 39", AN ARC DISTANCE OF 16.38 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 28.50 FEET, A CENTRAL ANGLE OF 54° 04' 16", AN ARC DISTANCE OF 26.90 FEET TO A POINT OF COMPOUND CURVATURE WITH A CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 182.48 FEET, A CENTRAL ANGLE OF 10° 26' 40", AN ARC DISTANCE OF 33.26 FEET TO A POINT OF TANGENCY;

THENCE NORTH 87° 59' 52" EAST, A DISTANCE OF 47.76 FEET;

THENCE NORTH 01° 43' 47" WEST, A DISTANCE OF 22.17 FEET;

THENCE NORTH 88° 03' 23" EAST, A DISTANCE OF 67.06 FEET;

THENCE SOUTH 31° 56' 51" EAST, A DISTANCE OF 20.57 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 8.50 FEET, A CENTRAL ANGLE OF 60° 40' 14", AN ARC DISTANCE OF 9.00 FEET TO A POINT OF COMPOUND CURVATURE WITH A CURVE CONCAVE TO THE NORTHWEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 33.52 FEET, A CENTRAL ANGLE OF 88° 57' 32", AN ARC DISTANCE OF 52.04 FEET TO THE POINT OF TANGENCY;

THENCE NORTH 01° 34' 37" WEST, A DISTANCE OF 2.08 FEET;

THENCE SOUTH 88° 29' 41" WEST, A DISTANCE OF 21.94 FEET;

THENCE NORTH 01° 30' 15" WEST, A DISTANCE OF 67.16 FEET;

THENCE NORTH 58° 29' 42" EAST, A DISTANCE OF 23.11 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHWEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 5.00 FEET; A CENTRAL ANGLE OF 55° 10' 15", AN ARC DISTANCE OF 4.81 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHEAST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 152.68 FEET, A CENTRAL ANGLE OF 05° 23' 45", AN ARC DISTANCE OF 14.38 FEET TO THE POINT OF TANGENCY;

THENCE NORTH 08° 43' 12" EAST, A DISTANCE OF 20.96 FEET;

THENCE SOUTH 81° 25' 20" EAST, A DISTANCE OF 4.50 FEET;

THENCE NORTH 08° 43' 12" EAST, A DISTANCE OF 58.05 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE SOUTHWEST;

THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 3.00 FEET, A CENTRAL ANGLE OF 100° 23' 28", AN ARC DISTANCE OF 5.26 FEET ALONG TO THE POINT OF TANGENCY;

THENCE SOUTH 88° 19' 43" WEST, A DISTANCE OF 17.04 FEET;

THENCE NORTH 01° 34' 17" WEST, A DISTANCE OF 10.08 FEET;

THENCE SOUTH 88° 41' 48" WEST, A DISTANCE OF 4.45 FEET;

THENCE NORTH 01° 18' 12" WEST, A DISTANCE OF 23.93 FEET;

THENCE NORTH 87° 58' 47" EAST, A DISTANCE OF 9.33 FEET;

THENCE NORTH 01° 46' 04" WEST, A DISTANCE OF 60.92 FEET;

THENCE SOUTH 88° 13' 33" WEST, A DISTANCE OF 1.96 FEET;

THENCE NORTH 01° 46' 27" WEST, A DISTANCE OF 52.60 FEET;

THENCE NORTH 88° 17' 13" EAST, A DISTANCE OF 20.33 FEET;

THENCE NORTH 01° 36' 29" WEST, A DISTANCE OF 99.33 FEET TO THE NORTH LINE OF SAID LOT 7;

THENCE NORTH 87° 57' 51" EAST, A DISTANCE OF 3.83 FEET TO THE EAST LINE OF SAID LOT 7;

THENCE SOUTH 01° 35' 13" EAST, ALONG THE EAST LINE OF SAID LOT 7, A DISTANCE OF 500 FEET TO THE SOUTHEAST CORNER OF SAID LOT 7;

THENCE SOUTH 87° 58' 47" WEST, ALONG THE SOUTH LINE OF SAID LOT 7, A DISTANCE OF 320 FEET TO THE POINT OF BEGINNING.

AND TOGETHER WITH THE FOLLOWING PORTIONS OF LOTS 8 AND 9:

BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 9;

THENCE NORTH $01^{\circ} 22' 49''$ WEST, ALONG THE WEST LINE OF SAID LOT 9, A DISTANCE OF 277.67 FEET TO A POINT ON THE ARC OF A NON-TANGENT CURVE CONCAVE TO THE SOUTHWEST (A RADIAL LINE THROUGH SAID POINT BEARS SOUTH $20^{\circ} 35' 52''$ WEST TO THE RADIUS POINT OF THE NEXT DESCRIBED CURVE);

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 59.77 FEET, A CENTRAL ANGLE OF $28^{\circ} 50' 30''$, AN ARC DISTANCE OF 30.09 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 4.52 FEET, A CENTRAL OF $50^{\circ} 48' 54''$, AN ARC DISTANCE OF 4.01 FEET TO THE POINT OF TANGENCY;

THENCE NORTH $88^{\circ} 37' 29''$, EAST, 22.11 FEET;

THENCE SOUTH $00^{\circ} 48' 53''$ WEST, 51.78 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 159.00 FEET, A CENTRAL ANGLE OF $27^{\circ} 29' 40''$, AN ARC DISTANCE OF 76.30 FEET TO A POINT OF COMPOUND CURVATURE WITH CURVE CONCAVE TO THE NORTHEAST;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 167.34 FEET, A CENTRAL ANGLE OF $64^{\circ} 51' 13''$, AN ARC DISTANCE OF 189.42 FEET TO THE POINT OF TANGENCY;

THENCE NORTH $87^{\circ} 58' 47''$ EAST, A DISTANCE OF 496.44 FEET TO THE EAST LINE OF SAID LOT 8;

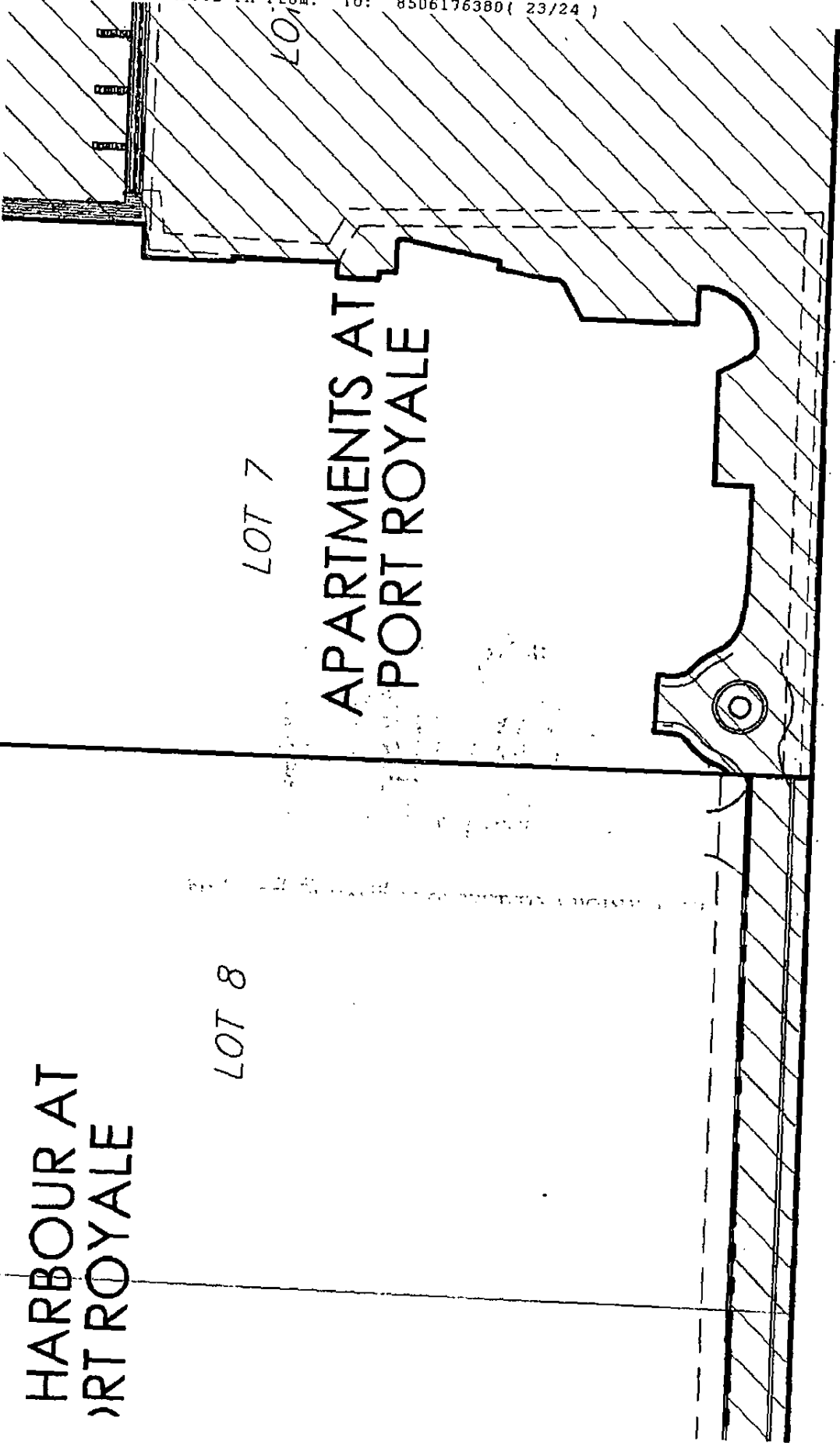
THENCE SOUTH $01^{\circ} 35' 13''$ EAST, 35.69 FEET TO A POINT ON THE SOUTH LINE OF SAID BAR HARBOUR;

THENCE SOUTH $87^{\circ} 58' 47''$ WEST ALONG SAID SOUTH LINE, 711.90 FEET TO THE POINT OF BEGINNING.

10/14/2015 3:49:32 PM From: To: 8506176380(22/24)

Exhibit C-2

See Attached



LOT 7

APARTMENTS AT
PORT ROYALE

LOT 7

LOT 8

HARBOUR AT
PORT ROYALE

The date of each amendment(s) adoption: September 15, 2015 if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated OCTOBER 8, 2015

Signature: _____
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Rocco DiIorio
(Typed or printed name of person signing)

President
(Title of person signing)