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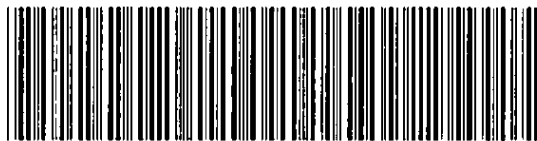
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SECRETARY OF STATE
TALLAHASSEE, FL

JB

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HERITAGE RUN TOWNHOME ASSOCIATION, INC.

DOCUMENT NUMBER: N08000004727

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

Please return all correspondence concerning this matter to the following:

ALAN SCHWARTZSEID

(Name of Contact Person)

KAYE BENDER REMBAUM, PL

(Firm/ Company)

1200 PARK CENTRAL BLVD, SOUTH

(Address)

POMPANO BEACH, FL 33064

(City/ State and Zip Code)

AS@KBRLEGAL.COM

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

For further information concerning this matter, please call:

ALAN SCHWARTZSEID

321

430-7565

at

(Name of Contact Person)

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

FILED

HERITAGE RUN TOWNHOME ASSOCIATION, INC.

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

2024 AUG 13 AM 8:34

N08000004727

(Document Number of Corporation (if known))

SECRETARY OF STATE
TALLAHASSEE, FL

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:

_____ 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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

New Registered Office Address:

(Florida street address)

(City)

Florida

(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

**AMENDMENTS TO ARTICLES OF INCORPORATION
OF HERITAGE RUN TOWNHOME ASSOCIATION, INC. AND BY-LAWS OF
HERITAGE RUN TOWNHOME ASSOCIATION, INC.**

(additions are indicated by underlining, deletions are indicated by ~~strike through~~, and omitted but unaltered provisions are indicated by ellipses)

TO THE ARTICLES OF INCORPORATION

ARTICLE VII. BOARD OF DIRECTORS

A. Board of Directors; Selection; Terms of Office. The affairs of the Association shall be managed by a Board of Directors. A director need not be a Member of the Association. The initial Board shall consist of five (5) Directors ~~who shall be selected by Flagship Development—Heritage Run, LLC, a Florida limited liability company ("Developer").~~

~~The Developer shall have the sole right to appoint all the Directors, and remove any Director it appoints, for so long as Developer owns ten percent (10%) or more of the Lots.~~

~~Developer shall be entitled to select at least one Director for so long as Developer owns at least five percent (5%) of the Lots.~~

~~After Turnover, the Directors (except for the Director selected by Developer) shall be nominated and elected as follows:~~

~~There shall be elected one Director for a term of one year, one Director for a term of two years (two if Developer is not entitled to appoint a Director) and two Directors for a term of three years. After the term of each of the initial Board of Directors expires, each Director elected thereafter shall serve a three (3) year term. At each annual meeting thereafter the Members shall elect the same number of Directors as those whose terms have expired.~~

...

TO THE BY-LAWS

ARTICLE IV. MEETINGS OF MEMBERS

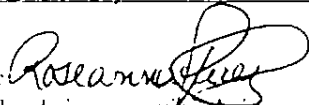
Section 1. Annual Meetings. The first annual meeting of the Association shall be held in the months of May or June each year on a day and at a time and location as set by the Board of Directors. ~~within one year from the date of incorporation of the Association and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year thereafter. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.~~ Business transacted at the Annual Meeting shall include the election of directors of the Association and any other lawful matters the Board of Directors shall put before the membership of the Association.

ARTICLE V. BOARD OF DIRECTORS

Section 1. Board of Directors: Selection: Terms of Office. The affairs of the Association shall be managed by a Board of Directors who need not be Members of the Association. The ~~initial~~ Board of Directors shall consist of five (5) Directors ~~who shall be selected by the Developer. The Developer shall have the sole right to appoint and remove any member or members of the Board of Directors of the Association pursuant to Article V of the Declaration so long as Developer shall own ten percent (10%) or more of the Lots in the Property. Within three (3) months after Developer owns less than ten percent (10%) of the Lots in the Property, the members of the Board shall be determined as set forth in Article VI herein. Developer shall be entitled to elect at least one member of the Board of Directors as long as Developer holds for sale in the ordinary course of business at least five percent (5%) of the Lots in the Property. Beginning with the 2024 Annual Meeting, the two (2) candidates with the highest number of votes shall receive three (3) year terms, the two (2) candidates with the next highest number of votes shall receive two (2) year terms, and the other Director elected shall receive a one (1) year term. Thereafter, every year, commencing in 2025, each director shall be elected for a three (3) year term. If there is not a sufficient number of candidates for an election to be held at the 2024 Annual Meeting, the Board of Directors, in its sole discretion, may adopt policies to implement staggered terms for Directors, with such staggered terms to commence at a future Annual Meeting.~~

XX 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 6.22.24

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)

Roseanna Perez
(Typed or printed name of person signing)

President -
(Title of person signing)