

N15000001792

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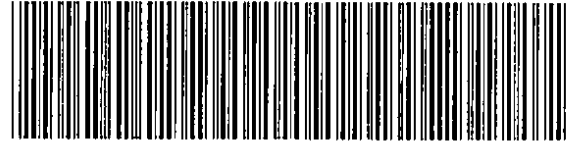
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2023 JUL -6 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FL

ML

SIEGFRIED RIVERA

JONATHAN JAIME, FRP
JJJAIME@SIEGFRIEDRIVERA.COM

REPLY TO CORAL GABLES OFFICE

June 26, 2023

Sent Via Regular Mail
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATIONS OF
RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.**

To Whom It May Concern:

Please file the attached so that it is reflected online and return the Original with the Certified Copy back to my attention. After this document gets filed, we need the original to record it in Broward County. Attached hereto are the following:

1. Originals of the Articles of Amendment to Articles of Incorporation with the attached Certificate of Third Amendment to the By-Laws and First Amendment to the Amended and Restated Articles of Incorporation for the above referenced Association;
2. One copy of the Articles of Amendment to Articles of Incorporation with the attached Certificate of Third Amendment to the By-Laws and First Amendment to the Amended, and Restated Articles of Incorporation for the above referenced Association;
3. Check Number 1056225 Payable to Florida Department of State in the amount of \$43.75 which includes the fee for the Certified Copy.

If there are any questions regarding this letter, please contact me with any questions.

Sincerely,

SIEGFRIED RIVERA


JONATHAN JAIME, FRP
For the Firm

RECEIVED
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
JUN 27 2023 11:46

ORIGINAL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: N15000001792

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

Please return all correspondence concerning this matter to the following:

JONATHAN JAIME

(Name of Contact Person)

SIEGFRIED RIVERA

(Firm/ Company)

201 ALHAMBRA CIRCLE, 11TH FLOOR

(Address)

CORAL GABLES, FL 33134

(City/ State and Zip Code)

JJAIME@SIEGFRIEDRIVERA.COM

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

For further information concerning this matter, please call:

JONATHAN JAIME

305

442-3334

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

SECTION 6
TALLAHASSEE, FL

2023 JUL -6 PM 12:46

Articles of Amendment
to
Articles of Incorporation
of

RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.

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

N15000001792

(Document Number of Corporation (if known))

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: SKRLD, INC.

201 ALHAMBRA CIRCLE, 11TH FLOOR

(Florida street address)

New Registered Office Address:

CORAL GABLES

(City)

Florida 33134
(Zip Code)

2023 JUL -6 PM 12:46
STATE
TALLAH
SECRETARY

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.

DocuSigned by:

Gary Moss

Signature of New Registered Agent, if changing

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2023 JUL -6 PM 12:46
SECTION 111
TALLAHASSEE
STATE
FL

The date of each amendment(s) adoption: NOVEMBER 14, 2022, if other than the date this document was signed.

Effective date if applicable: DATE FILING IS ACCEPTED
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

THIS INSTRUMENT PREPARED BY:

Evonne Andris, Esquire
SIEGFRIED RIVERA
201 Alhambra Circle, 11th Floor
Coral Gables, Florida 33134

CERTIFICATE OF THIRD AMENDMENT TO THE BY-LAWS OF RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC., AND FIRST AMENDMENT TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.

THIS CERTIFICATE OF THIRD AMENDMENT TO THE BY-LAWS OF RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC., and FIRST AMENDMENT TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC. is executed this 14th day of NOVEMBER, 2022, by **RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.**, a Florida Not For Profit Corporation (hereinafter referred to as the "Association").

RECITALS

WHEREAS, the Association has been established for the operation of Raintree, in accordance with the Master Declaration of Covenants, Restrictions, and Easements for Raintree, recorded December 3, 2015, as Instrument # 113381586, of the Public Records of Broward County, Florida, and all exhibits thereto ("Master Covenants"); and

WHEREAS, the By-Laws of Raintree at Mayfair Homeowners Association, Inc., were originally recorded as an exhibit to the Master Covenants and were subsequently amended pursuant to that certain Amendment to By-Laws of Raintree at Mayfair Homeowners Association, Inc., recorded on August 30, 2019, Instrument # 116025265, and that certain Amendment to By-Laws of Raintree at Mayfair Homeowners Association, Inc., recorded on October 30, 2019, Instrument # 116145397, all of the Public Records of Broward County, Florida ("By-Laws"); and

WHEREAS, the Amended and Restated Articles of Incorporation of Raintree at Mayfair Homeowners Association, Inc., were originally recorded as an exhibit to the Master Covenants ("Articles of Incorporation"); and

WHEREAS, certain amendments to Article 7 and Article 10 of the Articles of Incorporation and Article 4 and Article 6 of the By-Laws were proposed and approved by the Board of Directors of the Association; and

WHEREAS, the proposed amendments to the By-Laws and Articles of Incorporation were adopted at a duly called Special Meeting of the Members held on November 14, 2022, at which a quorum was attained, by the affirmative vote of at least seventy-five (75%) of all the votes present, in accordance with Article 12 of the By-Laws and Article 13 of the Articles of Incorporation.

NOW THEREFORE, be it resolved that the Association does hereby state the following:

1. The above recitals are true and correct and are incorporated herein by reference.
2. The amendments to the Association's By-Laws and Articles of Incorporation of which are attached hereto as **Exhibit "A"** shall be covenants running with Raintree and binding upon all present and future Members of the Association.
3. All other provisions of the Association's By-Laws and Articles of Incorporation remain unchanged.

2023 JUL -6 PM 12:46
STATE
NOTARY
PUBLIC

CERTIFICATE OF THIRD AMENDMENT TO THE BY-LAWS OF RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC., AND FIRST AMENDMENT TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.

Page | 2

IN WITNESS WHEREOF, the undersigned, being respectively the President and Secretary of Raintree at Mayfair Homeowners Association, Inc., do hereby certify that the foregoing amendments were duly adopted as amendments to the By-Laws and Articles of Incorporation and cause these presents to be duly executed in its name, this 14th day of November, 2022.

Witnesses:

Print Name: Shawn Hill

Print Name: _____

Print Name: Michelle Castillo

Print Name: _____

RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC., a Florida Not For Profit Corporation

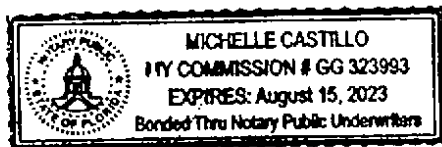
By: ROSE Colombo, President

By: Haim Cohen, Secretary

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me by means of [x] physical presence or [] online notarization, this 14th day of November 2022, by ROSE Colombo, as President and Haim Cohen, as Secretary, respectively of Raintree at Mayfair Homeowners Association, Inc., who are personally known to me or has/have produced _____ as identification; who did (did not) take an oath, and who severally acknowledged executing the foregoing instrument as the free act and deed of said corporation in the presence of the two subscribing witnesses.

My Commission Exp.:



/s/ Michelle Castillo
NOTARY PUBLIC, State of Florida

Print Name: Michelle Castillo

2023 JUL -6 PM 12:46
SECRET
TALL
STATE
FL

RAINTREE AT MAYFAIR HOMEOWNERS ASSOCIATION, INC.

New language is indicated by underlined type.
Deleted language is indicated by ~~struck-through type~~.

10. Board of Directors. The affairs of the Master Association shall be managed by a Board of ~~odd~~
~~number with not less than three (3) nor more than (5) members.~~ The current number of directors shall
be three (3) Board members and shall be elected ~~have been appointed~~ as stated in the By-Laws. The
election of Directors by Members other than Developer shall initially be held on the date the Developer
no longer has the legal right pursuant to the Master Declaration to appoint Directors, and thereafter at
the Annual Members Meeting. Directors shall be elected for a term expiring on the date of the next
Annual Meeting. ~~The names and address of the current members of the Board, who shall hold office~~
~~until their successors are appointed or elected or otherwise removed are as follows:~~

~~ADDRESS~~

New language is indicated by underlined type.
Deleted language is indicated by ~~struck through type~~.

7. Powers of the Master Association.

7.10 To adopt, publish, promulgate or enforce rules and regulations, covenants, restrictions or agreements governing the Master Association, ~~Raintree, and the Common Areas, specific Neighborhoods and Homes~~ as provided in the Master Declaration, and to effectuate all of the purposes for which the Master Association is organized.

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OFFICE OF THE STATE
SOLICITOR GENERAL
TALLAHASSEE, FL

4.5 ~~Appointment and~~ Election of Directors. ~~Until the Turnover Date, Developer shall have the unrestricted power to appoint all Directors of the Master Association.~~ From and after the Turnover Date ~~(or such earlier date determined by Developer in its sole and absolute discretion),~~ the Members shall elect all Directors of the Master Association at or in conjunction with the Annual Members Meeting in accordance with the terms of these By-laws.

4.6 Election. Election to the Board shall be by secret written ballot, ~~unless unanimously waived by all Members present.~~ The person(s) receiving the largest number of votes in accordance with these By-laws shall be elected. Cumulative voting is not permitted. There shall be no quorum requirement for the Election, however, at least twenty percent (20%) of the Members must participate with at least ten percent (10%) representation from each Neighborhood Association. As a result, there must be at least 31 Members participating in the Election from The Townhomes at Raintree and 20 Members participating in the Election from The Single Family Residences at Raintree in order for the Election of the Board of Directors to be held. In the event that the foregoing participation requirement is not achieved, the current individual seated in the Director seat up for election will serve again in accordance with term length as stated in Section 4.2 of these By-laws. For the Election, the below procedures will be followed:

a. If the Townhomes Seat is up for Election and:

- i. There are no candidates from The Townhomes at Raintree, then the existing Director in the Townhomes Seat will serve for an additional two (2) year term.
- ii. There is only one (1) candidate from The Townhomes at Raintree, then such individual will be seated in the Townhomes Seat and shall serve a two (2) year term.
- iii. There is more than one (1) candidate from The Townhomes at Raintree, then the highest vote getter from The Townhomes at Raintree will be seated in the Townhomes Seat and shall serve a two (2) year term.

b. If the Residences Seat is up for Election and:

- i. There are no candidates from The Single Family Residences at Raintree, then the existing Director in the Residences Seat will serve for an additional two (2) year term.
- ii. There is only one (1) candidate from The Single Family Residences at Raintree, then such individual will be seated in the Residences Seat and shall serve a two (2) year term.
- iii. There is more than one (1) candidate from The Single Family Residences at Raintree, then the highest vote getter from The Single Family Residences at Raintree will be seated in the Residences Seat and shall serve a two (2) year term.

c. At Large Seat:

- i. If there are no candidates, the existing Director in the At Large Seat will serve for an additional one (1) year term.
- ii. If the Townhomes Seat and Residences Seat are either not up for Election or have already been filled, and there is only one (1) candidate, whether from The Townhomes at Raintree or The Single Family Residences at Raintree, then such individual will be seated in the At Large Seat and shall serve a one (1) year term.
- iii. If the Townhomes Seat and Residences Seat are either not up for Election or have already been filled, and there is more than one (1) candidate remaining, whether