

N15000009071

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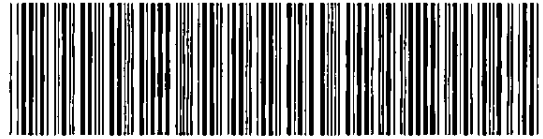
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Modern Doral Community Association, Inc.

**DOCUMENT NUMBER:** N15000009071

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

Please return all correspondence concerning this matter to the following:

Ivette M. Blanch, Esq.

(Name of Contact Person)

Siegfried Rivera

(Firm/ Company)

201 Alhambra Circle, 11th Floor

(Address)

Coral Gables, FL 33134

(City/ State and Zip Code)

iblanch@siegfriedrivera.com

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

For further information concerning this matter, please call:

Ivette M. Blanch

305

442-3334 ext. 390

(Name of Contact Person)

at (Area Code) (Daytime Telephone Number)

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

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

Modern Doral Community Association, Inc.

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

N15000009071

(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:**

*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*

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

Type of Action (Check One)	Title	Name	Address
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	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	_____	See attached Exhibit with proposed 3(e) of Article III entitled "Class A".	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

F. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

See attached Exhibit "A"



- ☐ 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 10/10/2024

Signature Jorge Romero  
(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)

Jorge Romero  
(Typed or printed name of person signing)

President  
(Title of person signing)

RECEIVED  
OCT 10 2024

**EXHIBIT "A"**

**AMENDMENT TO SECTION 3.3(e) OF ARTICLE III OF THE ARTICLES OF INCORPORATION OF MODERN  
DORAL COMMUNITY ASSOCIATION, INC.  
ENTITLED "CLASS A"**

New language is indicated by underlined type.

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

(a) Class A. Class A Members shall be all Owners with the exception of the Class B Member, if any. Class A Members within each Pod shall be entitled to elect from among themselves, respectively, one Voting Member for each such respective Pod, each such Voting Member to have and cast one hundred (100) votes in all Association matters, in the manner provided in these Articles of Incorporation of the Association. Accordingly, each Pod shall have equal voting rights as to all matters of the Association. The election of such Voting Member for a particular Pod shall be determined as follows:

The Class A Members within each Pod, respectively, shall be entitled to elect from among themselves, one (1) Voting Member for each of the respective Pods. Each Pod shall hold a Pod election meeting each year prior to the Association's annual meeting of the Members. First Notice of the Pod election meeting to elect a Voting Member shall be given to each Member within a Pod at least thirty (30) days before a scheduled Pod election. Voting Member nominations from the floor of the Pod election meeting are not permitted. Any Member or other eligible person desiring to be a Voting Member candidate shall give written notice to the Secretary of the Association of his or her intent to be a candidate at least twenty (20) days prior to the scheduled Pod election meeting and must be eligible to be a Voting Member at the time of the deadline for submitting a notice of intent to run in order to have his or her name listed as a proper candidate on the ballot or to serve as a Voting Member. A person is eligible to be Voting Member if such person is also then eligible to be a member of the Board of Directors. The Association shall then mail, deliver or electronically transmit a second notice of the Pod election meeting, not less than fourteen (14) continuous days prior to the date of the Pod election meeting, to all Members entitled to vote within the respective Pod therein, together with a ballot that lists all Voting Member candidates for the applicable Pod in alphabetical order by surname, an agenda, voting instructions, a small inner envelope in which the election ballot shall be placed, and a self-addressed outer ballot envelope containing spaces for the Members to print and sign their names and to insert their Lot addresses. Upon request of a Voting Member candidate, an information sheet, no larger than 8-1/2 inches by 11 inches, furnished by the candidate which must be furnished by the candidate to the Association at least twenty (20) days prior to the Pod election, must be included with the mailing, delivery or electronic transmission of the ballot, with the costs of mailing or delivery and copying to be borne by the Association. The Association is not liable for the contents of the information sheets prepared by the candidates. In order to reduce costs, the Association may print or duplicate the information sheets on both sides of the paper.

The election of each Voting Member shall be by secret written ballot or voting machine. Members shall have the right to vote in person or by secret ballot proxy, the in the form provided other otherwise approved by the Association and meeting the requirements of Section 720.306, F.S. No ballot shall indicate which candidates are incumbent Voting Members. No write-in candidates shall be permitted. No ballot shall provide a space for the signature of or any other means of identifying the voter.

Once the ballot is filled out, the voter shall place the completed ballot in the inner smaller envelope and seal the envelope. The inner envelope shall be placed within the outer larger envelope, and the outer envelope shall then be sealed. Each inner envelope shall contain only one (1) ballot, but if a person is entitled to cast more than

one ballot, the separate inner envelopes required may be enclosed within a single outer envelope and the outer envelope must identify all Lot addresses. The voter shall sign the exterior of the outer envelope in the space provided for such signature. Each Member shall be entitled to cast one (1) vote per Lot owned within the applicable Pod to elect a Voting Member. The use of proxies will not be permitted for the election of Voting Members. No Member shall permit any other person to vote his ballot, any such ballots improperly cast shall be deemed invalid.

All Pod election envelopes received by the Association shall be retained by the Association and shall not be opened until the Pod election. The Association shall have additional blank ballots available at the Pod election for distribution to eligible voters who have not cast their votes. Each ballot distributed at the Pod election shall be placed in an inner and outer envelope in the manner provided above.

Elections shall be decided by a plurality of ballots and votes casts for each respective Pod. A Voting Member shall serve for a term of the same duration as that of a member of the Board of Directors of the Association. There is no quorum requirement for a Pod election, however, at least twenty percent (20%) percent of the eligible voters within the Community respective Pod must cast a ballot in order to have a valid Voting Member election. In the event that the twenty percent (20%) participation requirement is not achieved for a Pod election, the Voting Member for the Pod will continue to serve until the next Pod election or until a replacement Voting Member is elected by the Members of the applicable Pod.

There shall be no cumulative voting. Any ballots improperly cast are deemed invalid. After the initial election of the Voting Member, the Members within each Pod shall elect its Voting Member, annually, in the same manner as the Board of Directors is elected, subject to the same rules as those applicable to the directors as to eligibility, the term of office, removal, replacement and other matters. In the event that the Members in a particular Pod do not elect a Voting Member, the President of the Association shall perform the duties of that Pod's Voting Member.

If two or more candidates for a Pod Voting Member receive the same number of votes, the Association shall conduct a Pod runoff election. The Pod runoff election shall be conducted by secret ballot or voting machine. Within seven (7) days of the date of the Pod election, the Association shall mail or personally deliver to the Members of the applicable Pod, a notice of the runoff election. The only candidates eligible for the Pod runoff election are the runoff candidates from the previous election. The notice shall inform the Members of the date, time and location the runoff election is scheduled to occur. The notice to the Members shall also include a runoff election ballot which lists the names of the candidates in alphabetical order by surname. The Pod runoff election must be held not less than twenty-one (21) days nor more than thirty (30) days after the date of the Pod election at which the tie vote occurred.

A Voting Member may be recalled and removed from office with or without cause by agreements in writing or by written ballots signed by a majority of the total voting interests of the Members within the respective Pod. Recalls by agreements in writing or by written ballots shall be subject to the requirements and procedures set forth in Section 720.303, F.S. and the Florida Administrative Rules adopted by the Division of Florida Condominiums, Timeshares, and Mobile Homes in the Department of Business and Professional Regulation.



**PROPOSED AMENDMENT TO SECTION 4.1 OF ARTICLE IV OF THE ARTICLES OF INCORPORATION OF  
MODERN DORAL COMMUNITY ASSOCIATION, INC.  
ENTITLED "NUMBER AND QUALIFICATION"**

New language is indicated by underlined type.

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

4.1 Number and Qualification. The property, business and affairs of the Association shall be managed by a board consisting of the number of directors determined from time to time by the Board in the manner provided by the Bylaws, but which shall consist of not less than three (3) directors. The Class B Member shall be entitled to appoint at least majority of the members of the Board of Directors until the Transition Date. From and after the Transition Date, there shall at all times be an equal number of directors representing each of the Modern Doral 45 Lots, the Modern Doral 60 Lots and the Modern Doral 75 Lots. Directors must be Owners (or, if a Lot is owned by a business entity, the director(s) must be an officer, director, shareholder, manager, or member of such business entity, as applicable), must be natural persons who are 18 years of age or older and must own a Lot (or, if the Lot is owned by a business entity, represent the Owner of a Lot) within the Pod the directors represent. A majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting.

**PROPOSED AMENDMENT TO SECTION 4.4 OF ARTICLE IV OF THE ARTICLES OF INCORPORATION OF  
MODERN DORAL COMMUNITY ASSOCIATION, INC.  
ENTITLED "ELECTION OF MEMBERS OF BOARD OF DIRECTORS"**

New language is indicated by underlined type.

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

4.4 Election of Members of Board of Directors. Except as otherwise provided herein, and except for the initial members of the Board of Directors, directors shall be elected by the ~~Class A Members within each Pod~~ Voting Members at the annual meeting of the Members in the manner set forth below. ~~determined by and subject to the qualifications set forth in the Bylaws, and t~~The Bylaws may provide for the method of voting in the election and for removal from office of Directors. All directors shall be members of the Association or shall be authorized representatives, officers, members or employees of business entity members of the Association, or otherwise may be designees of the Developer (who need not be Members of the Association). ~~Notwithstanding anything herein contained to the contrary, from and after the Transition Date, Members other than the Developer (acting through the Voting Members) shall be entitled to elect at least a majority of the members of the Board of Directors of the Association; provided, however, that as long as the Developer holds for sale in the ordinary course of business not less than five percent (5%) of the Lots contained within the Property, the Developer is entitled (but not obligated) to appoint one (1) member of the Board.~~

The Class A Members within each Pod, respectively, are entitled to elect from among themselves, respectively, one (1) director to serve on the Association's Board of Directors. Directors from each Pod shall be elected at the Pod election meetings, which are held each year prior to the Association's annual meeting of the Members. At least thirty (30) days before a scheduled Pod election, the Association shall mail, deliver, or electronically transmit, by separate Association mailing or included in another Association mailing, delivery, or transmission, including regularly published newsletters, to each Owner entitled to a vote within the respective Pods, a first notice of the date of the Pod election. Candidate nominations from the floor of the election meeting are not permitted. Any Owner or other eligible person desiring to be a candidate for the Board shall give written notice to the Secretary of the Association of his or her intent to be a candidate for such Owner's Pod at least twenty (20) days prior to the scheduled Pod election meeting and must be eligible to be a candidate to serve on the Board at the time of the deadline for submitting a notice of intent to run in order to have his or her name listed as a proper candidate on the ballot or to serve on the Board. The Association shall then mail, deliver or electronically transmit a second notice of the Pod election meeting, not less than fourteen (14) continuous days prior to the date of the Pod election meeting, to all Owners entitled to vote within the applicable Pod therein, together with a ballot that lists all director candidates for the applicable Pod in alphabetical order by surname, agenda, voting instructions, a small inner envelope in which the election ballot shall be placed, and a self-addressed outer ballot envelope containing spaces for the Owners to print and sign their names and to insert their Lot addresses. Upon request of a candidate, an information sheet, no larger than 8-1/2 inches by 11 inches, furnished by the candidate which must be furnished by the candidate to the Association at least twenty (20) days prior to the Pod election, must be included with the mailing, delivery or electronic transmission of the ballot, with the costs of mailing or delivery and copying to be borne by the Association. The Association is not liable for the contents of the information sheets prepared by the candidates. In order to reduce costs, the Association may print or duplicate the information sheets on both sides of the paper.

The election of Directors shall be by ~~written~~ secret ballot or voting machine. Members shall have the right to vote in person or by secret ballot proxy, ~~the~~ in the form provided

or otherwise approved by the Association and meeting the requirements of Section 720.306, F.S. No ballot shall indicate which candidates are incumbents on the Board. No write-in candidates shall be permitted. No ballot shall provide a space for the signature of or any other means of identifying the voter.

Once the ballot is filled out, the voter shall place the completed ballot in the inner smaller envelope and seal the envelope. The inner envelope shall be placed within the outer larger envelope, and the outer envelope shall then be sealed. Each inner envelope shall contain only one (1) ballot, but if a person is entitled to cast more than one ballot, the separate inner envelopes required may be enclosed within a single outer envelope and the outer envelope must identify all Lot addresses. The voter shall sign the exterior of the outer envelope in the space provided for such signature. Each Member shall be entitled to cast one (1) vote per Lot owned within the applicable Pod to elect a director. The use of proxies will not be permitted for the election of the Board of Directors. No Member shall permit any other person to vote his ballot, any such ballots improperly cast shall be deemed invalid.

All Pod election envelopes received by the Association shall be retained by the Association and shall not be opened until the Pod election. The Association shall have additional blank ballots available at the Pod election for distribution to eligible voters who have not cast their votes. Each ballot distributed at the Pod election shall be placed in an inner and outer envelope in the manner provided above.

Elections shall be decided by a plurality of ballots votes-casts. There is no quorum requirement for Pod elections, however, at least 20 twenty percent (20%) of the eligible voters within the respective Pod must cast a ballot in order to have a valid Pod election. In the event that the twenty percent (20%) participation requirement is not achieved for a Pod election, the director for the Pod will serve until the next Pod election. There shall be no cumulative voting. Any ballots improperly cast are deemed invalid.

If two or more candidates for a Pod director receive the same number of votes, the Association shall conduct a Pod runoff election. The Pod runoff election shall be conducted by secret ballot or voting machine. Within seven (7) days of the date of the Pod election, the Association shall mail or personally deliver to the Members of the respective Pod, a notice of the runoff election. The only candidates eligible for the Pod runoff election are the runoff candidates from the previous election. The notice shall inform the Members of the date, time and location the runoff election is scheduled to occur. The notice to the Members shall also include a runoff election ballot which lists the names of the candidates in alphabetical order by surname. The Pod runoff election must be held not less than twenty-one (21) days nor more than thirty (30) days after the date of the Pod election at which the tie vote occurred.

Notwithstanding the provisions of this Section 4.4, an election for a Pod director is not required if the number of vacancies for each Pod equals the number of candidates. For purposes of this paragraph, the term "candidate" means an eligible person who has timely submitted the written notice of his or her intention to before a candidate.

No member of the Board of Directors of the Association may serve as a Voting Member. A Voting Member who is elected or appointed to the Board of Directors of the Association shall be deemed to have resigned as a Voting Member immediately upon adjournment of the meeting at which the election was held or, in the case of appointment, immediately upon his or her acceptance of such appointment.