

To: 18506175380

Page: 1 of 4

2024-01-08 10:11:36 EST

14076508411

From: Heather Irving

1/8/24, 12:08 PM

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H24000010676 3)))



H240000106763#EC-

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : GREENBERG TRAUIG (ORLANDO)
Account Number : 103731001374
Phone : (407)418-2435
Fax Number : (407)420-5909

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

2024 JAN -8 PM 12:36

2024 JAN -8 AM 9:07

FILED

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
HAMMOCK PRESERVE COMMUNITY ASSOCIATION, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

((H24000010676 3)))

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
FOR Hammock Preserve Community ASSOCIATION, Inc.
(a corporation not-for-profit)
Document Number N23000004588**

Pursuant to the provisions of Section 617.1006, Florida Statutes, Hammock Preserve Community Association, Inc., a Florida not-for-profit corporation (the "Association"), hereby adopts the following amendments to its Articles of Incorporation (the "Articles"):

1. Capitalized terms used but not defined herein shall have the meanings given to them in the Articles.

2. Article VIII of the Articles is amended to remove Chris Cole as a Director and to add the following individual as a Director, whose street address is as also follows:

Scott Dickson	3630 Peachtree Road NE, Suite 1500 Atlanta, Georgia 30326
---------------	--

3. Article IX of the Articles is amended to remove Chris Cole as Secretary of the Association and to add the following individual as an officer of the Association, whose position and street address are also as follows:

Secretary:	Scott Dickson 3630 Peachtree Road NE, Suite 1500 Atlanta, Georgia 30326
------------	---

4. Article XV of the Articles is deleted in its entirety and replaced with the following:

**ARTICLE XV - TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE
INTERESTED**

Section 1. Directors and officers of the Association who are appointed by Declarant must disclose to the Association their relationship to Declarant each calendar year in which they serve as a director or an officer.

Section 2. Directors and officers of the Association, including those appointed by Declarant, must disclose any other activity that may reasonably be construed to be a conflict of interest pursuant to Section 3 of this Article XV. Declarant's appointment of an officer or director does not create a presumption that the officer or director has a conflict of interest with regard to the performance of his or her official duties.

Section 3. Directors and officers must disclose to the Association any activity that may be reasonably construed to be a conflict of interest at least fourteen (14) days before voting on an issue or entering into a contract that is the subject of the conflict. A rebuttable presumption of a conflict of interest exists if any of the following acts occur without prior disclosure to the Association: (a) a director or an officer, or a relative of a director or an officer, enters into a contract

((H24000010676 3)))

for goods or services with the Association, or (b) a director or an officer, or a relative of a director or an officer, enters into a contract for goods or services with the Association.

Section 4. No contract or other transaction between the Association and one or more of its directors or officers, or between the Association and any other corporation, partnership, association or other organization in which one (1) or more of its directors or officers are directors or officers, or have a financial interest, shall be either void or voidable because of such relationship or interest, because such director or officer is present at or participates in the meeting of the Board or committee thereof which authorized, approved, or ratified the contract or transaction, or because his or her or their votes are counted for such purpose, if:

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors;

(b) The fact of such relationship or interest is disclosed or known to the Members entitled to vote on such contract or transaction, if any, and they authorize, approve, or ratify it by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the Association at the time it is authorized by the Board, a committee, or the Members.

Section 5. No director or officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Section 6. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction, but must abstain from voting on the issue.

5. Pursuant to Article XIII, Section 1 of the Articles, so long as there is a Class B Membership, the Articles may be unilaterally amended by the Declarant without the consent of the Lot Owners or any First Mortgagee. As of the date of these Articles of Amendment, Declarant remains a Class B Member and amends the Articles as set forth above.

[Signatures on the following page]


((H24000010676 3)))

((H24000010676 3)))

IN WITNESS WHEREOF, the undersigned have executed this Amendment on this 2nd day of January, 2024.

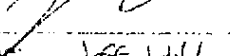
Declarant:

HAMMOCK PRESERVE (FL) OWNER IV LLC, a Delaware limited liability company

By: 
Name: Ron J. Hoyl
Title: Vice President

Association:

HAMMOCK PRESERVE COMMUNITY ASSOCIATION, INC., a Florida not for profit corporation

By: 
Name: Jeff Hill
Title: President

2024 JAN -8 AM 9:07

FILED

((H24000010676 3)))