

Prepared by:
Robert Kaye & Associates, P.A.
6261 NW 6th Way, Suite 103
Ft Lauderdale, FL 33309

CERTIFICATE OF AMENDMENTS TO THE
BY-LAWS OF THE
TURTLE RUN FOUNDATION, INC.

WE HEREBY CERTIFY THAT the attached amendment to the By-Laws of The Turtle Run Foundation, Inc., an Exhibit to the Declaration and General Protective Covenants of The Turtle Run Venture, as described in Official Records Book 1409 at Page 742 of the Public Records of Broward County, Florida was duly adopted in accordance with the documents.

IN WITNESS WHEREOF, we have affixed our hands this 17 day of January, 2005, at Fort Lauderdale, Broward County, Florida.

By: [Signature]

Print: Chris J. Kapisch

Attest: [Signature]

Print: CHRISTINE FINK

ROBERT KAYE & ASSOCIATES, P.A.
WILL CALL #109

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 17 day of January, 2005, by [Signature] as President and [Signature] as Secretary of The Turtle Run Foundation, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me or have produced _____ as identification and did take an oath.

NOTARY PUBLIC:

sign [Signature]

print DEE HENANN

State of Florida at Large

My Commission Expires:



DEE HENANN
MY COMMISSION # DJ 168124
EXPIRES: February 14, 2007
Bonded thru Budget Notary Services

4

AMENDMENTS TO THE
BY-LAWS OF THE
TURTLE RUN FOUNDATION, INC.

(additions indicated by underlining, deletions by "----",
and unaffected language by ". . .")

ARTICLE IV
DIRECTORS

Section 1. GENERALLY:

There shall be a Board of Directors and all FOUNDATION powers shall be managed under the direction of the BOARD. The individual Directors shall be appointed in the manner set forth herein.

. . .

Section 3. NUMBER OF DIRECTORS:

The initial number of Directors shall be four (4), and shall be appointed by DECLARANT. Directors need not be MEMBERS. At no time shall there be less than three (3) Directors. Upon the effective date of this amendment, the BOARD shall consist of six (6) Directors, one from each NEIGHBORHOOD ASSOCIATION (for which there are four), one from the condominium(s) in the Community and one from the Commercial Properties. The size of the BOARD may be increased to seven (7) upon the affirmative vote of four (4) Directors.

Section 4. TERM:

A. ~~The terms of the initial BOARD shall be as follows:~~

~~One (1) Director shall serve a four (4) year term; one (1) Director shall serve a three (3) year term; one (1) Director shall serve a two (2) year term; and one (1) Director shall serve a one (1) year term. After completion of these initial terms a Director shall serve a four (4) year term so that each year one (1) Director will be elected:~~

B. ~~In the event any MEMBER of the BOARD shall be absent from three (3) consecutive regular meetings of the BOARD, the BOARD may by action taken at the meeting during which said third absence occurs, declare the office of said absent Director to be vacant. Each Director shall serve at the pleasure of the~~

respective Board of the NEIGHBORHOOD ASSOCIATION or CONDOMINIUM ASSOCIATIONS or COMMERCIAL PROPERTY OWNERS that have appointed them to the BOARD. It shall be up to the individual groups as to how often their representative will be changed and such change is effective upon written notification to the BOARD.

Section 6. ELECTION OF DIRECTORS:

A. — Election of Directors shall be by secret written ballot as is hereinafter provided. The individual receiving the largest number of votes shall be elected. Cumulative voting is prohibited.

B. — Nomination for election to the BOARD shall be made by a nominating committee. The nominating committee shall be appointed by the BOARD and consist of a chairman, who shall be a MEMBER of the BOARD, and two (2) or more other individuals who need not be MEMBERS. The nominating committee shall make as many nominations for elections to the BOARD as it shall at its discretion determine, but not less than the number of vacancies there are to be filled. Such nominations may be made among MEMBERS or NONMEMBERS.

C. — The FOUNDATION Secretary shall cause notice of each nomination to be included in the notice of the annual meeting, and shall, whenever a PLOT is controlled by a NEIGHBORHOOD ASSOCIATION, deliver a number of ballots equal to the number of PROPERTY UNITS assigned to the PLOTS.

D. — Whenever a PLOT is controlled by a NEIGHBORHOOD ASSOCIATION, MEMBER'S ballots shall be cast directly with the ASSOCIATION. It shall be the responsibility of the ASSOCIATION to tabulate the ballots and deliver the results of the voting and the ballots to the FOUNDATION Secretary, or his designee, no later than three (3) working days prior to the Annual Meeting. Any dispute as to the validity of any ballots(s) shall be resolved by the BOARD.

E. — If a PLOT is not controlled by a NEIGHBORHOOD ASSOCIATION, the vote(s) representing the PROPERTY UNIT(S) assigned to the PLOT shall be cast at the annual meeting.

F. — The BOARD may, at its discretion, supervise the casting and tabulating of any ballots in such manner as it deems advisable.

G. — All ballots shall be prepared at the discretion of the FOUNDATION

Secretary: The individual Directors shall be appointed or elected by the class from which they represent. It shall be within the discretion of each NEIGHBORHOOD ASSOCIATION, the CONDOMINIUM ASSOCIATIONS jointly and all Commercial Property Owners jointly to appoint their respective representatives to the BOARD from time to time. For the purpose of appointing a representative, a Committee shall be appointed by the BOARD consisting of Commercial Property Owners who shall organize the remaining Commercial Property Owners and conduct elections among the Commercial Property Owners as they deem appropriate to determine a representative to the BOARD from time to time. The Committee may establish its own organizational charter to effectuate this purpose. At the discretion of the BOARD, the FOUNDATION will fund the costs associated with the Committee.

Section 10. VACANCIES:

If any vacancy exists on the BOARD, such vacancy shall be filled by the ~~remaining Directors even though those remaining Directors might be less than a~~ quorum class which appointed the individual who has left the BOARD. Any person so elected a Director shall serve out the unexpired term of the Director who he has replaced.

Section 11. RESIGNATION AND REMOVAL OF DIRECTORS:

A. Any Director may resign at any time upon ~~thirty (30) days~~ written notice to the BOARD and/or the group which appointed that Director to the BOARD. The notice shall be delivered to the Secretary of the BOARD and shall clearly set forth the effective date of the resignation.

B. Any Director, or the entire BOARD, may be removed, with or without cause, by a ~~majority of the total number of votes entitled to be cast at a meeting of MEMBERS. Votes for the removal of a Director(s) shall be cast at a meeting called expressly for that purpose~~ that class which appointed that Director to the BOARD.

PREPARED BY and RETURN TO:
Jessica Lokeinsky, Esq.
Tucker & Lokeinsky, P.A.
800 E. Broward Blvd. Ste. 710
Fort Lauderdale, FL 33301

CERTIFICATE OF AMENDMENTS
TO THE BY-LAWS OF THE TURTLE RUN FOUNDATION, INC.

THE TURTLE RUN FOUNDATION, INC. hereby certifies that the attached Amendment to the By-Laws of The Turtle Run Foundation, Inc. ("By-Laws"), as recorded in the Public Records of Broward County, Florida, at Official Records Book 1409 at Page 797, has been duly adopted in the manner provided by Article X of the By-Laws and applicable statutory provisions.

IN WITNESS WHEREOF, the membership has caused this certificate to be executed on this 24th day of October, 2024.

THE TURTLE RUN FOUNDATION, INC.

Attest:

Rebecca Tebo
REBECCA TEBO, Vice President

BY: Clarence Lohmann
CLARENCE LOHMANN, President

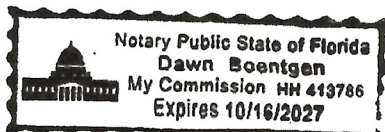
State of Florida:
County of Broward :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared CLARENCE LOHMANN and REBECCA TEBO, President and Vice President of THE TURTLE RUN FOUNDATION, INC., () who are personally known to me OR () have produced FL D.N.C. as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 24th day of October, 2024.

My Commission Expires:

[Signature]
NOTARY PUBLIC



PROPOSED -AMENDMENTS TO THE BY-LAWS OF
THE TURTLE RUN FOUNDATION, INC.

Additions indicated by underlining, deletions indicted by -----.

ARTICLE IV

DIRECTORS

Section 1. GENERALLY:

There shall be a Board of Directors and all FOUNDATION powers shall be exercised by or under the authority of, and the business and affairs of the FOUNDATION shall be managed under the direction of the BOARD.

Section 2. POWERS:

The BOARD shall have the authority to:

...

E. Designate a banking institution(s) as depository(ies) for FOUNDATION funds, and designate two (2) Officers and one (1) alternate Officer ~~the Officer(s)~~ authorized to make withdrawals therefrom and to execute obligations on behalf of the FOUNDATION. The signatures of at least two (2) authorized Officers shall be required for such withdrawals and execution of obligations.

...

ARTICLE V

OFFICERS AND MANAGER

Section 1. OFFICERS:

The officers of the FOUNDATION shall be the President, one or more Vice-Presidents, the Secretary, the Treasurer and such other officers and assistant officers as the BOARD may from time to time elect. Officers shall serve at the pleasure of the BOARD. Any two (2) or more offices may be held by the same person, except that the President may hold no other office. Officers need not be MEMBERS of the FOUNDATION nor Directors.

Section 2. PRESIDENT:

The President shall be the chief executive officer of the FOUNDATION, except as otherwise determined by the BOARD, and ~~He~~ She shall be vested with the powers and duties generally incident to the office of President of a non-profit corporation, except as otherwise determined

by the BOARD, or as may be otherwise set forth in these BY-LAWS. The President shall be one (1) of the two (2) Officers authorized to make withdrawals from the FOUNDATION banking institution(s) and to execute obligations on behalf of the FOUNDATION. The President may also serve as Manager of the FOUNDATION.

Section 3. EXECUTIVE VICE-PRESIDENT AND VICE-PRESIDENT:

In the absence of the President, or in the event of his inability or refusal to act, the Executive Vice President and Vice-President are empowered to act and shall thereupon be vested with the powers and duties of the President. In the event that there is more than one Vice-President, the BOARD shall establish the order in which they serve. There shall only be one Executive Vice President. The Vice President shall be an alternate authorized Officer, in the absence of either the President or the Treasurer, to make withdrawals from the FOUNDATION banking institution(s) and to execute obligations on behalf of the FOUNDATION.

Section 4. SECRETARY:

The Secretary of the FOUNDATION shall keep the minutes of the business and other matters transacted at the meetings of the MEMBERS and of the BOARD. Shall mail, or cause to be mailed, all notices required under the BY-LAWS. ~~He~~ Shall have the custody of the corporate seal and records and maintain a list of MEMBERS and their addresses, and perform all other duties incident to the office of Secretary or designated to him by the BOARD or these BY-LAWS.

Section 5. TREASURER:

The Treasurer shall have custody of the funds of the FOUNDATION collect monies due, pay the obligations of the FOUNDATION out of its funds, and perform such other duties as are incident to the office of the Treasurer. The Treasurer shall be one (1) of the two (2) Officers authorized to make withdrawals from the FOUNDATION banking institution(s) and to execute obligations on behalf of the FOUNDATION.

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Section 10. FOUNDATION EXPENDITURES:

All FOUNDATION expenditures exceeding \$500 must be approved by both the President and the Treasurer. FOUNDATION expenditures of \$500 or less may be approved by either the President or the Treasurer. The Vice President shall be an alternate authorized Officer in the absence of the President or the Treasurer. Notwithstanding the foregoing, a majority vote of the BOARD is required to approve any expenditure not identified in the FOUNDATION's approved Budget.

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PREPARED BY and RETURN TO:
Jessica Lokeinsky, Esq.
Tucker & Lokeinsky, P.A.
800 E. Broward Blvd. Ste. 710
Fort Lauderdale, FL 33301

CERTIFICATE OF AMENDMENTS
TO THE BY-LAWS OF THE TURTLE RUN FOUNDATION, INC.

THE TURTLE RUN FOUNDATION, INC. hereby certifies that the attached Amendment to the By-Laws of The Turtle Run Foundation, Inc. ("By-Laws"), as recorded in the Public Records of Broward County, Florida, at Official Records Book 1409 at Page 797, has been duly adopted in the manner provided by Article X of the By-Laws and applicable statutory provisions.

IN WITNESS WHEREOF, the membership has caused this certificate to be executed on this 14 day of November, 2024.

Attest:

Rebecca Tebo
REBECCA TEBO, Vice President

THE TURTLE RUN FOUNDATION, INC.

BY: Clarence Lohmann
CLARENCE LOHMANN, President

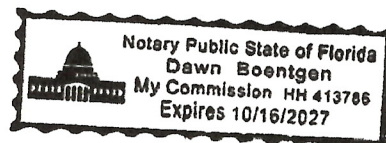
State of Florida :
County of Broward :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared CLARENCE LOHMANN and REBECCA TEBO, President and Vice President of THE TURTLE RUN FOUNDATION, INC., (✓) who are personally known to me OR (✓) have produced FDL as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of November, 2024.

My Commission Expires:

[Signature]
NOTARY PUBLIC



PROPOSED - AMENDMENTS TO THE BY-LAWS OF
THE TURTLE RUN FOUNDATION, INC.

Additions indicated by underlining, deletions indicted by -----.

ARTICLE IV

DIRECTORS

Section 3. NUMBER OF DIRECTORS:

The initial number of Directors shall be four (4), and shall be appointed by DECLARANT. Directors need not be MEMBERS but, with exception to the representatives of the Commercial Properties and apartment complexes, must be Board members of their respective NEIGHBORHOOD or CONDOMINIUM ASSOCIATIONS. At no time shall there be less than three (3) Directors. ~~Upon the effective date of this amendment, t~~The Board shall consist of six (6) Directors, one from each NEIGHBORHOOD ASSOCIATION (for which there are four), one from the condominium(s) in the Community and one from the Commercial Properties. The size of the BOARD may be increased to seven (7) upon the affirmative vote of four (4) Directors. The seventh Board member is to represent the Apartment Complexes in the Community and must be a representative of complex management or an owner representative.

Section 4. TERM:

Each Director shall serve at the pleasure of the respective Board of the NEIGHBORHOOD ASSOCIATION or CONDOMINIUM ASSOCIATIONS or APARTMENT COMPLEXES or COMMERCIAL PROPERTY OWNERS that have appointed them to the BOARD. It shall be up to the individual groups as to how often their representative will be changed and such change is effective upon written notification to the BOARD.

Section 5. QUALIFICATIONS OF DIRECTORS:

A Director shall be at least twenty-one (21) years of age and need not be a MEMBER.

Section 6. ELECTION OF DIRECTORS:

The individual Directors shall be appointed or elected by the class from which they represent. It shall be within the discretion of each NEIGHBORHOOD ASSOCIATION, the CONDOMINIUM ASSOCIATIONS jointly, the APARTMENT COMPLEXES jointly, and all Commercial Property Owners jointly to appoint their respective representatives to the BOARD from time to time. For the purpose of appointing an Apartment Complex representative, a committee shall be appointed by the BOARD to appoint or conduct elections among the representatives of the Apartment Complexes as they deem appropriate to determine a representative to the Board from time

to time. The Committee may establish its own organizational charter to effectuate this purpose. At the discretion of the BOARD, the FOUNDATION will fund the costs associated with the Committee. For the purpose of appointing a Commercial Property representative, a Committee shall be appointed by the BOARD consisting of Commercial Property Owners and conduct elections among the Commercial Property Owners as they deem appropriate to determine a representative to the Board from time to time. The Committee may establish its own organizational charter to effectuate this purpose. At the discretion of the BOARD, the FOUNDATION will fund the costs associated with the Committee.

...

Section 10. VACANCIES:

If any vacancy exists on the BOARD, such vacancy shall be filled by the class which appointed the individual who has left the BOARD. Any person so elected as a Director shall serve out the unexpired term of the Director who ~~he~~ has been replaced.

...

Section 11. RESIGNATION AND REMOVAL OF DIRECTORS:

A. Any Director may resign at any time upon written notice to the BOARD and/or the group which appointed that Director to the BOARD. The notice shall be delivered to the Secretary of the BOARD and shall clearly set forth the effective date of the resignation.

B. Any Director ~~or the entire BOARD~~ may be removed, with or without cause, by that class which appointed that Director to the BOARD.

C. Any Director may be removed for good cause by a majority vote of the BOARD at a duly called meeting. The decision by the BOARD to remove a Director must be recorded in meeting minutes and the reason for removal must be clearly stated. Removal shall be considered for "good cause" if based on any of the following:

1. A Director who is absent from three (3) consecutive BOARD meetings or any four (4) BOARD meetings within a twelve month period without just cause, as determined by the BOARD.
2. A Director fails to disclose any potential conflicts of interest or fails to recuse themselves from the discussion and vote should a conflict exist.
3. A Director solicits or receives any compensation, financial or otherwise, from the Association, or any third party, for serving on the Board.
4. A Director negotiates, provides instructions to or contracts with any vendors, contractors or service providers on behalf of or for the FOUNDATION without prior BOARD approval.
5. A Director uses FOUNDATION funds, property, services,

- equipment or business for the gain or benefit of himself or herself, or his or her relatives, except as provided for all Members of the FOUNDATION.
6. A Director uses the FOUNDATION's confidential information for the benefit of himself or herself, or his or her relatives, or shares any confidential information obtained as a Board member with any non-Board members or third parties.
 7. A Director interferes with the conduct of the BOARD during any meetings or at any time management or designated BOARD members are carrying out the decisions of the BOARD. Each Director must comply with the decisions of the BOARD even if they voted against those decisions.
 8. A Director harasses, threatens, or intimidates other directors, management, employees, committee members, vendors, contractors, service providers, Association members or residents, whether orally, in writing, physically or otherwise.

...

ARTICLE V

OFFICERS AND MANAGER

Section 1. OFFICERS:

The officers of the FOUNDATION shall be the President, one or more Vice-Presidents, the Secretary, the Treasurer and such other officers and assistant officers as the BOARD may from time to time elect. Officers shall serve at the pleasure of the BOARD. Any two (2) or more offices may be held by the same person, except that the President may hold no other office. Officers must be Directors. ~~need not be MEMBERS of the FOUNDATION nor Directors.~~

...