ROGER D. EATON, CHARLOTTE COUNTY CLERK OF CIRCUIT COURT, PAGE: 1 OF 3
INSTR #: 3366723 Doc Type: RES, Recorded: 02/06/2024 at 02:15 PM
RECORDING $27.00 ERECORDED

Upon recording, please return to:
Erica S. Woods
Babcock Property Holdings, L.L.C.
42850 Crescent Loop, Suite 200
Babcock Ranch, Florida 33982

Cross-Reference to Second Amended and Restated Charter:
Charlotte Co. O.R. Book 4966, Page 1167
Lee Co. Instrument No. 2022000129701

FIRST AMENDMENT TO THE AMENDED BY-LAWS OF BABCOCK RANCH RESIDENTIAL ASSOCIATION, INC.

THIS FIRST AMENDMENT to the Amended By-Laws of Babcock Ranch Residential Association, Inc. ("**Amendment**") is made this 20th day of December, 2023, by Babcock Property Holdings, L.L.C., a Delaware limited liability company ("**Founder**").

WITNESSETH

WHEREAS, on July 22, 2016, the Founder filed that certain Community Charter for Babcock Ranch Residential Properties, which was recorded as Instrument No. 2453865 in Official Records Book 4105, Page 15, *et seq.*, of the Public Records of Charlotte County, Florida ("**Charlotte Public Records**"), and which has been amended by instruments recorded in the Charlotte Public Records and in the Public Records of Lee County, Florida ("**Lee Public Records**") as follows:

Charlotte Public Records		**Lee Public Records**	
Date	**Instrument No. O.R. Book/Page**	**Date**	**Instrument No.**
November 8, 2018	2660285 4377 / 1001		
December 9, 2020	2880992 4674 / 349		
April 18, 2022	3089149 4966 / 1167	April 18, 2022	2022000129701
March 1, 2023	3227763	March 2, 2023	2023000077713

and supplemented by various instruments recorded in the Public Records (as amended and supplemented, the "**Charter**"); and

WHEREAS, Babcock Ranch Residential Association, Inc., a Florida not for profit corporation (the "**Association**"), was established by the filing of Articles of Incorporation with the Florida Department of State, Division of Corporations, on July 1, 2016;

WHEREAS, a copy of the By-Laws of Babcock Ranch Residential Association, Inc., as previously amended ("**By-Laws**"), is attached as Exhibit "E" to the Charter; and

WHEREAS, there are currently two classes of membership in the Association: the Owner Membership and the Founder Membership, and the Founder is the sole Founder Member; and

WHEREAS, pursuant to Section 9.5(a) of the By-Laws, the Founder Member may unilaterally amend the By-Laws during the Founder Control Period (as defined in the Charter); and

WHEREAS, the Founder Control Period has not terminated and the Founder Member desires to amend the By-Laws as set forth herein;

NOW, THEREFORE, the Founder Member hereby amends the By-Laws as follows:

1.

Section 2.2, **Place of Meetings**, is amended to read as follows:

2.2. Place of Meetings.

The Association shall hold meetings: (a) at its principal office or at such other suitable place convenient to the Members as the Board may designate, (b) by means of remote communication as provided in Section 2.3(e) and Section 3.10; or (c) by a combination of (a) and (b). Subject to the requirements of Florida law, a meeting may be held solely by means of remote communication or, if held at a physical location, the Board may, but shall not be required to, also provide a means for persons entitled to participate in the meeting to do so by remote communication.

[continued on next page]

EXECUTED this 20th day of December, 2023.

FOUNDER MEMBER: **BABCOCK PROPERTY HOLDINGS, L.L.C.**, a Delaware limited liability company

By: Alfred P. Dougherty
Name: Alfred P. Dougherty
Its: Chief Operating Officer

ADDRESS: 42850 Crescent Loop, Suite 200
Babcock Ranch, Florida 33982

WITNESSES:

Debby Strickler
Print Name: Debby Strickler

Sheila Nicoloff
Print Name: Sheila Nicoloff

STATE OF FLORIDA §
§
COUNTY OF Charlotte §

The foregoing instrument was acknowledged before me, by means of ☑ physical presence or ☐ online notarization, on this the 20th day of December, 2023, by Alfred P. Dougherty, Chief Operating Officer of Babcock Property Holdings, L.L.C., a Delaware limited liability company, on behalf of such entity. He/she is personally known to me and did (did not) take an oath.

Given under my hand and official seal this 20th day of December, 2023.

KAREN B. DOOMS
MY COMMISSION # HH 413183
EXPIRES: June 21, 2027

[SEAL]

Name: Karen B. Dooms
Title: Notary Public Karen B. Dooms
Serial Number, if any: HH413183
My Commission Expires: June 21, 2027

597201/CADocs/Resid/2ndA&R/120823/jps