

**MINUTES OF MEETING
HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT**

audio tape corrupted

The Regular Meeting of the Heritage Harbour Market Place Community Development District's Board of Supervisors was held on Thursday, **June 7, 2018**, at **2:15 p.m.**, at the **River Strand Golf & Country Club (Clubhouse)**, **7155 Grand Estuary Trail, Bradenton, Florida 34212**.

Present and constituting a quorum were:

Terry Kirschner	Chairman
William Riley	Vice Chairman
Matthew Morris	Assistant Secretary

Absent were:

Matthew Koratich	Assistant Secretary
Russell Smith	Assistant Secretary

Also present were:

James P. Ward	District Manager
Jere Earlywine	District Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Ward called the meeting to order at 2:25 p.m., and roll call determined that all members of the Board were present with the exception of Supervisors Koratich.

SECOND ORDER OF BUSINESS

Administration of Oath of Office

Mr. Ward administered the Oath of Office to the newly elected Supervisors from the Landowners' Meeting which had been held prior to the regular meeting of June 7, 2018, with the exception of Mr. Koratich who was absent. In addition, the supervisors were provided with the Guide to the Sunshine Amendment and Code of Ethics for Public Officers and Employees and Form 1- Statement of Financial Interests, which must be filed with the Supervisor of Elections in the County in which the individual resides within 30 days, deadline July 7, 2018.

THIRD ORDER OF BUSINESS

Consideration of Resolution 2018-5

Mr. Ward directed the Board to the consideration of Resolution 2018-5 which canvassed and certified the results of the landowners' election which was held just prior

Mr. Ward directed the Board to the consideration of Resolution 2018-5 which canvassed and certified the results of the landowners' election which was held just prior to the regular meeting of the Board. During the Board meeting, the staff filled in the name and number of votes received.

MOTION was made by Mr. Riley and seconded by Mr. Morris to approve Resolution 2018-5, and with all in favor, the motion was approved.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2018-6

Mr. Ward stated Resolution 2018-6 re-designated the officers of the District. He said in the Resolution the existing officers were named in their respective seats; however, the statute permitted the Board to re-organize itself at any time.

The current officers were decided as follows:

Chairman:	Terrence Kirschner
Vice Chairman:	William Riley
Assistant Secretary:	Russell R. Smith
Assistant Secretary:	Matthew Morris
Assistant Secretary:	Matthew Koratich
Secretary/Treasurer:	James P. Ward

MOTION was made by Mr. Kirschner and seconded by Mr. Morris to approve Resolution 2018-6 as described above, and with all in favor, the motion was approved.

FIFTH ORDER OF BUSINESS

Consideration of Minutes

Mr. Ward called for approval of the minutes of the March 1, 2018 meeting.

MOTION was made by Mr. Smith and seconded by Mr. Riley to approve the minutes of the March 1, 2018 meeting, and with all in favor, the motion was approved.

SIXTH ORDER OF BUSINESS**Consideration of Resolution 2018-7**

Mr. Ward stated the District's enabling legislation required the District Manager to submit a Proposed Budget to the Board by June 15th of each year for review and approval. The approval of the budget was only intended to permit the District to move through the process towards adopting the budget at a Public Hearing, which had been scheduled for the September 6, 2018, meeting of the Board of Supervisors. The approval of the Budget did not bind the Board to any of the costs contained in the Budget, any of the programs contained in the Budget, and most importantly, it did not bind the Board to any of the Assessment Rates contemplated as a result of the preparation of the Budget.

Mr. Ward stated it did set the maximum assessment rate for the general fund at the proposed rate of \$699.64, which was the rate the District would include on the TRIM notices that were sent to the property owners in August of each year.

Mr. Ward reminded the Board that it had set a Cap Rate, \$3,267.96 per acre, which was the rate that triggered mailed notice to all property owners by the District in addition to the rate being included on the TRIM notice. He pointed out that since the proposed rate was below the Cap Rate, mailed notice by the District was not required.

MOTION was made by Mr. Morris and seconded by Mr. Riley to approve Resolution 2018-7 approving the Budget and setting the Public Hearing for September 6, 2018 at 2:15 p.m. at the River Strand Golf and Country Club Clubhouse, and with all in favor, the motion was approved.

SEVENTH ORDER OF BUSINESS**Consideration of Resolution 2018-8**

Mr. Ward stated this Resolution would adopt an electronic records policy for the District.

MOTION was made by Mr. Kirschner and seconded by Mr. Riley to approve Resolution 2018-8, and with all in favor, the motion was approved.

EIGHTH ORDER OF BUSINESS

Staff Reports

No staff reports were available via audio.

NINTH ORDER OF BUSINESS

**Supervisors' Request or Audience
Comments**

No comments or requests were available via audio.

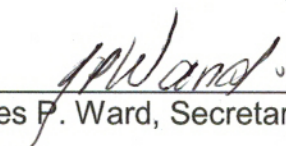
FIFTH ORDER OF BUSINESS

Adjournment

Mr. Ward called for a motion to adjourn the meeting.

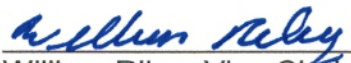
MOTION was made by Mr. Riley and seconded by Mr. Morris, and with all in favor, motion to adjourn the meeting was approved.

The meeting was adjourned at 2:34 p.m.



James P. Ward, Secretary

Heritage Harbour Market Place
Community Development District



William Riley, Vice Chairman

OATH OR AFFIRMATION OF OFFICE

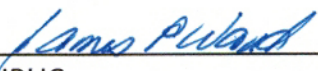
I, MATTHEW J. MORRIS, a citizen of the State of Florida and of the United States of America, and being an officer of the **Heritage Harbour Market Place Community Development District** and a recipient of public funds as such officer, do hereby solemnly swear or affirm that I will support the Constitution of the United States and of the State of Florida, and will faithfully, honestly and impartially discharge the duties devolving upon me as a member of the Board of Supervisors of the **Heritage Harbour Market Place Community Development District**, Manatee County, Florida.


Signature

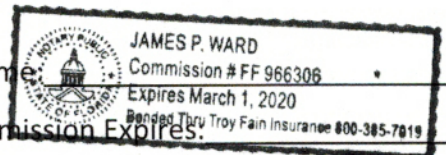
Printed Name: MATTHEW J. MORRIS

STATE OF FLORIDA
COUNTY OF MANATEE

Sworn to (or affirmed) before me this 27th day of June, 2018, by MATTHEW MORRIS, whose signature appears hereinabove, who is personally known to me or who produced _____ as identification.


NOTARY PUBLIC
STATE OF FLORIDA

Print Name: JAMES P. WARD
My Commission Expires: March 1, 2020



OATH OR AFFIRMATION OF OFFICE

I, William Riley, a citizen of the State of Florida and of the United States of America, and being an officer of the **Heritage Harbour Market Place Community Development District** and a recipient of public funds as such officer, do hereby solemnly swear or affirm that I will support the Constitution of the United States and of the State of Florida, and will faithfully, honestly and impartially discharge the duties devolving upon me as a member of the Board of Supervisors of the **Heritage Harbour Market Place Community Development District**, Manatee County, Florida.

William Riley
Signature

Printed Name: William Riley

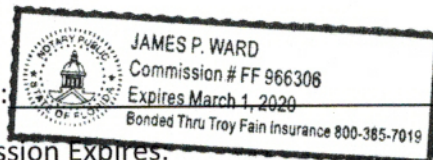
STATE OF FLORIDA
COUNTY OF MANATEE

Sworn to (or affirmed) before me this 7th day of June, 2018, by William Riley, whose signature appears hereinabove, who is personally known to me or who produced _____ as identification.

James P Ward
NOTARY PUBLIC
STATE OF FLORIDA

Print Name:

My Commission Expires:



HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT
MANATEE COUNTY, FLORIDA JUNE 7, 2018

LANDOWNER PROXY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints:

TERRY KIRSHNER

Proxy holder

For and on behalf of the undersigned to vote as proxy at the meeting of the Landowners of the Heritage Harbour Market Place Community Development District to be held at the River Strand Country Club, 7155 Grand Estuary Trail, Bradenton, Florida 34212 said meeting published in a newspaper in Manatee County; and at any adjournments thereof, according to the number of acres of unplatted land and/or platted lots owned by the undersigned landowner which the undersigned would be entitled to vote if then personally present, upon any question, proposition, or resolution or any other matter or thing which may come before said meeting including, but not limited to, the election of members of the Board of Supervisors and may vote in accordance with their discretion on all matters not known or determined at the time of solicitation of this proxy, which may legally come before the meeting. Any proxy heretofore given by the undersigned for said meeting is hereby revoked. This proxy is to continue in force from the date hereof until the conclusion of the landowners meeting and any adjournment or adjournments thereof, but may be revoked at any time by notice thereof, in writing, filed with the Secretary of the Heritage Harbour Market Place Community Development District.

Signed: _____

Print Name: JOSEPH MARINO for record owner LNR HERITAGE HARBOUR LLLP
Now known as TH HARBOUR, LLLP in accordance with Certificate of
Amendment changing name filed with the State of Florida Secretary
of State on March 14, 2017, a copy of which is annexed hereto as Exhibit A

Date: June 8, 2018

<u>Property Description</u>	<u>Acreage</u>
PARCELS 19 & 20, HERITAGE HARBOUR MARKET PLACE, PARCEL ID NO. 1109601509	84

[Insert above the street address of each parcel, the legal description of each parcel, or the tax identification number of each parcel. If more space is needed, identification of parcels owned may be incorporated by reference to an attachment hereto.]

The number of authorized votes for this proxy is: 84

NOTE: If the fee simple landowner is not an individual, and is instead a corporation, limited liability company, limited partnership or other entity, evidence that the individual signing on behalf of the entity has the authority to do so should be attached hereto. (e.g., bylaws, corporate resolution, etc.).

EXHIBIT A

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF

LNR HERITAGE HABOUR, LLLP

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 08/25/2005, assigned Florida document number A05000001653, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

TH HARBOUR, LLLP

New name must be distinguishable and contain an acceptable suffix.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address:

(Must be STREET address)

New Mailing Address:

(May be post office box)

C. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____, Florida

City

Zip Code

FILED
SECRETARY OF STATE
17 MAR 14 AM 7:36

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

If Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

17 MAR 14 AM 7:36

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- ☐ This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- ☐ This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.)

F. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner or all general partners*:

(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)

LNR HERITAGE HARBOUR GP, LLC

By _____

Authorized Representative

Signature(s) of all new or dissociating general partner(s), if any:

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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SECRETARY OF STATE
17 MAR 14 AM 7:36
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LNR HERITAGE HARBOUR, LLLP
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Michael J. Nolan

Contact Person

GrayRobinson, P.A.

Firm/Company

401 E. Jackson Street, suite 2700

Address

Tampa, Florida 33602

City, State and Zip Code

mnolan@gray-robinson.com

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

For further information concerning this matter, please call:

Michael J. Nolan

Name of Contact Person

at (813)

273-5039

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee

☐ \$61.25 Filing Fee
and Certificate of
Status

☐ \$105.00 Filing Fee
and Certified Copy

☒ \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT
MANATEE COUNTY, FLORIDA JUNE 7, 2018

OFFICIAL BALLOT

For Election (3 Supervisors): The two (2) candidates receiving the highest number of votes will each receive a four (4) year term, and the remaining candidate shall receive a two (2) year term, with the term of office for each successful candidate commencing upon election.

The undersigned certifies that the undersigned is executing this Official Ballot in his or her individual capacity as landowner, or in his or her capacity as an authorized representative of the entity named below as landowner, (hereinafter, "Landowner") and that Landowner is the fee simple owner of land, or the proxy holder for the fee simple owner of land, located within the Heritage Harbour Market Place Community Development District and described as follows:

Property Description	Acreage
PARCELS 19 & 20	103.49 103.49

[Insert above the street address of each parcel, the legal description of each parcel, or the tax identification number of each parcel. If more space is needed, identification of parcels owned may be incorporated by reference to an attachment hereto.]

The number of authorized votes for this ballot is: 104

I, Terry Kirschner, in my individual capacity as Landowner; or in my capacity as an authorized representative of Landowner, an entity; or as the proxy holder pursuant to the Landowners Proxy attached hereto, do cast my votes as follows:

	NAME OF CANDIDATE
1.	MATT KORATICH
2.	Bill Riley
3.	MATT MOERIS

NUMBER OF VOTES

102
104
104

Terry Kirschner

Date: 6-7-18

Signed:

Printed Name:

NOTE: If the fee simple landowner is not an individual, and is instead a corporation, limited liability company, limited partnership or other entity, evidence that the individual signing on behalf of the entity has the authority to do so should be attached hereto. (e.g., bylaws, corporate resolution, etc.).

HERITAGE HARBOUR MARKET PLACE
COMMUNITY DEVELOPMENT DISTRICT
MANATEE COUNTY, FLORIDA JUNE 7, 2018

LANDOWNER PROXY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints:

Terry Kirschner

Proxy holder

For and on behalf of the undersigned to vote as proxy at the meeting of the Landowners of the Heritage Harbour Market Place Community Development District to be held at the River Strand Country Club, 7155 Grand Estuary Trail, Bradenton, Florida 34212 said meeting published in a newspaper in Manatee County; and at any adjournments thereof, according to the number of acres of unplatted land and/or platted lots owned by the undersigned landowner which the undersigned would be entitled to vote if then personally present, upon any question, proposition, or resolution or any other matter or thing which may come before said meeting including, but not limited to, the election of members of the Board of Supervisors and may vote in accordance with their discretion on all matters not known or determined at the time of solicitation of this proxy, which may legally come before the meeting. Any proxy heretofore given by the undersigned for said meeting is hereby revoked. This proxy is to continue in force from the date hereof until the conclusion of the landowners meeting and any adjournment or adjournments thereof, but may be revoked at any time by notice thereof, in writing, filed with the Secretary of the Heritage Harbour Market Place Community Development District.

Signed: _____

Print Name: _____

Date: _____

Property Description

Acreage

Property ID Number – 1442300299 (Parcels 23 and 25)

18.49

[Insert above the street address of each parcel, the legal description of each parcel, or the tax identification number of each parcel. If more space is needed, identification of parcels owned may be incorporated by reference to an attachment hereto.]

The number of authorized votes for this proxy is: 19

NOTE: If the fee simple landowner is not an individual, and is instead a corporation, limited liability company, limited partnership or other entity, evidence that the individual signing on behalf of the entity has the authority to do so should be attached hereto. (e.g., bylaws, corporate resolution, etc.).