

**MEMBERS' RESOLUTION REGARDING
ROOF PROJECT**

HERITAGE PONTE MASTER ASSOCIATION, INC.

WHEREAS, Article 8.1 of the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Heritage Pointe (the "Master Declaration") provides as follows:

8.1 Maintenance and Alteration. The Master Association is responsible for the maintenance, repair, replacement, insurance, protection and control of all Common Areas in accordance with all applicable laws, and shall keep the same in good, safe, clean, attractive and sanitary condition, and in good working order at all times. There shall be no material alterations of or substantial additions to the Community Common Areas costing more than \$100,000 in the aggregate during any fiscal year unless first approved by a majority of the voting interests of the members of the Master Association; and there shall be no material alteration of or substantial additions to the Common Areas costing more than \$300,000 in the aggregate during any fiscal year unless first approved by a majority of the voting interests of the members. However, if work that is reasonably necessary to meet the Master Association's obligations under the first sentence of this Section 8.1 also constitutes a material alteration or substantial addition, no prior membership approval is required; and

WHEREAS, Article 11.6 of the Declarations of Condominium for Terrace 1-VI at Heritage Pointe (the "Condominium Declarations") provides as follows:

11.6 Alterations and Additions to Common Elements and Association Property. There shall be no material alterations or substantial additions to the Common Areas of Heritage Pointe, except as authorized by the Board of Directors. Provided, however, that if any such alteration or addition requires the expenditure of more than \$10,000 in the aggregate in any calendar year in which the work is authorized, the Board shall obtain approval of at least a majority of the Voting Interests of the Association present, in person or by proxy and voting at a duly noticed meeting of the Association at which a quorum has been established. Material alterations or substantial additions to the Common Elements of individual Condominiums shall be authorized as follows: the Board of Directors may authorize any alteration or addition which does not exceed \$10,000 in the aggregate in any calendar year for the Condominium for which the alteration or addition is proposed. Any material alteration of or substantial addition to the Common Elements of a Condominium exceeding that amount shall be approved by at least a majority of the Voting Interests of the Condominium present, in person or by proxy, and voting at a duly noticed meeting of the Members in that Condominium at which a class quorum has been established. Necessary maintenance of the

Common Elements or Common Areas of Heritage Pointe, regardless of the level of expenditure, is the responsibility of the Board of Directors; and

WHEREAS, the roofs of the eleven (11) Condominium Buildings, as well as the Clubhouse and guardhouse, were damaged during Hurricane Irma and require replacement; and

WHEREAS, the roofs are currently concrete tile and the Association has been advised that the tile is not currently available, as such the Association is planning to replace the concrete tile roofs with metal roofs on all of the buildings within the Community, including all of the Condominium Buildings and the Common Area buildings of the Association (collectively the "Roof Project"); and

WHEREAS, the anticipated costs of the Roof Project is approximately \$2.2 Million, and will be funded through insurance proceeds and reserves. It has not yet been determined if a special assessment will be necessary; and

WHEREAS, the Board of Directors wishes to obtain a vote of the Unit Owners pursuant to Article 8.1 of the Master Declaration and Article 11.6 of the Condominium Declarations, approving the Roof Project to replace the current concrete tile roofs with metal roofs; and

WHEREAS, the Architectural Review Committee has proposed, and the Board has accepted, a plan to install metal roofs on the buildings within the Community and has proposed two color options for the roofs as follows:

Color Option One: Gray metal roofs that match the main building color.

or

Color Option Two: Darker gray metal roofs that match the building's column color.

WHEREAS, if the installation of the metal roofs are approved, the Board of Directors wishes to obtain a vote of the Unit Owners regarding which color of metal roof to proceed with, this vote is not pursuant to the Condominium Documents and is advisory in nature, however, the Board of Directors intends to implement the color approved by the most Unit Owners.

NOW THEREFORE, in consideration of the foregoing premises, the Members have adopted the following resolution.

1. The above recitations are true and correct and incorporated into this Resolution.

2. By adoption of this Resolution, the Association Members authorize the Board of Directors, without further membership action, to take such action as the Board deems necessary to implement the Roof Project, as approved, including, but not limited to:

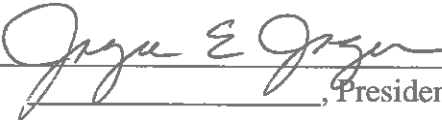


fits; finishes; color schemes; and the like. The Board shall further have the authority to execute contracts for the work and take all other actions as are appropriate to implement the Roof Project.

This Resolution was adopted at the Annual Members' Meeting of the Association held March 20, 2018. There were 207 votes in favor and 16 opposed.

There were 77 votes in favor of Color Option One and 130 votes in favor of Color Option Two.

HERITAGE POINTE MASTER ASSOCIATION,
INC.

BY: , President

Date: March 27, 2018

(CORPORATE SEAL)

ACTIVE: 10574798_2

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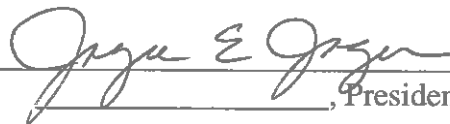


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