

Prepared by and Return to:
Veronika Swords, employee of
First International Title, Inc.
107 North 2nd Street
Fort Pierce, FL 34950
Our File No. 129194-41

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED is made on 29th day of August, 2018, between **Indian River State College Foundation, Inc., a Florida corporation not for profit**, having a business address at: 3209 Virginia Avenue, Fort Pierce, FL 34981

("Grantor"), and **Yo No Se, LLC, a Florida limited liability company**, having a mailing address of: 2701 Industrial Avenue 3, Fort Pierce, FL 34946 , ("Grantee"):

(Which terms "Grantor" and "Grantee shall include singular or plural, corporation or individual, and either sex, and shall include heirs, legal representatives, successors and assigns of the same)

WITNESSETH, that the said Grantor, for and in consideration of the sum of Ten Dollars, (\$10.00) and other valuable considerations, receipt and sufficiency of which is hereby acknowledged has granted, bargained, sold, remised, released, conveyed and confirmed unto said "Grantee", its successors and assigns forever, following described land, situated, lying and being in the County of **St. Lucie, Florida**, to-wit:

SEE EXHIBIT "A" FOR COPY OF ATRICLES AND BY LAWS
SEE EXHIBIT "B" FOR LEGAL DESCRIPTION

Parcel Identification Number: **2415-311-0003-000/6 AND 2515-312-0001-010/8
AND 2415-311-0003-030/5**

Subject, however, to all reservations, covenants, conditions, restrictions and easements of record and all applicable zoning ordinances and/or restrictions or requirements imposed by governmental authorities, if any.

Together with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

To Have and to Hold, the same in fee simple forever.

And Grantor hereby covenants with said Grantee that the Grantor is lawfully seized of said land in fee simple; that the Grantor has good right and lawful authority to sell and convey said land; and that said land is free of all encumbrances except taxes accruing subsequent to **December 31, 2017**. That it hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but against none other.

In Witness Whereof, Grantor has signed and sealed these presents on the date first above written.

Indian River State College Foundation, Inc.
a Florida not for profit corporation

by: *Ann L. Decker*
Ann L. Decker, Executive Director

Signed, sealed and delivered in our presence:

Karen J. Cristaldi
Witness Signature
Print Name: KAREN J. CRISTALDI

Veronika Swords
Witness Signature
Print Name: Veronika Swords

State of Florida
County of St. Lucie

The Foregoing Instrument Was Acknowledged before me on 8-29-2018, by Ann L. Decker, Executive Director of **Indian River State College Foundation, Inc., a Florida corporation not for profit**, who is/are personally known to me or who has/have produced a valid driver's license as identification.

Veronika Swords
Notary Public

(Printed Name)

My Commission expires: _____

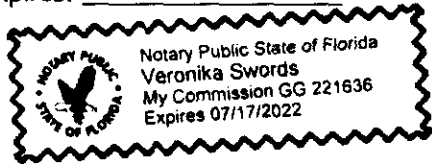


Exhibit "A"

ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
Of
INDIAN RIVER COMMUNITY COLLEGE FOUNDATION, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is INDIAN RIVER COMMUNITY COLLEGE FOUNDATION, INC., and the document number of the corporation is 709584.

2. The name of the corporation shall be as follows:

INDIAN RIVER STATE COLLEGE FOUNDATION, INC.

3. The date of adoption of this Amendment to the Articles is JUNE 24 2008

4. This amendment was duly adopted by the Board of Directors of the corporation at meeting held for that purpose on JUNE 24 2008. The amendment was approved by the Board of Directors and the Amendment does not require member approval.

Signed this 21st day of July, 2008.

INDIAN RIVER COMMUNITY COLLEGE
FOUNDATION, INC.

By: Suzanne H. Clemons
SUZANNE H. CLEMONS
CHAIRMAN OF BOARD

FILED
09 JUL 28 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**BYLAWS OF THE
INDIAN RIVER STATE COLLEGE FOUNDATION, INC.**

(As amended November 17, 2003; July 18, 2005; August 4, 2008)

ARTICLE I.

Section 1. MEETINGS.

- (a) The regular business meetings of the Board of Directors shall be held at the Indian River Community College, Fort Pierce, Florida, on a bi-monthly basis.
- (b) Special Meetings of the Board of Directors may be called by the Chairman of the Board of Directors or by request of a simple majority of the members.
- (c) Attendance is required and recorded. Members may have two unexcused absences per year. A majority of the members shall constitute a quorum at any meeting of the Board of Directors and all questions shall be determined by a majority of the Directors voting; provided, however, a majority of all members of the Board of Directors must concur in the following:
 - (1) The election of members of the Board of Directors.
 - (2) Amendments to these bylaws.
 - (3) Amendments to the Articles of Incorporation.

The Chairman shall preside at all meetings of the Board of Directors and shall act as the Chief Executive Officer of this corporation, and shall do and perform such other duties as from time to time may be assigned him by the Directors.

Section 2. FIRST-VICE CHAIR.

The First-Vice Chair shall preside at all meetings of the Board of Directors in the absence of the Chairman and he shall do and perform such other duties as from time to time may be assigned him by the Board of Directors, and he shall also do and perform all duties which might or should be performed by the Chairman when the Chairman is ill, absent from the State of Florida, or otherwise incapacitated.

Section 3. SECOND-VICE CHAIR.

The Second-Vice Chair shall preside at all meetings of the Board of Directors in the absence of the Chair and the First-Vice Chair and he shall do and perform such other duties as from time to time may be assigned to him by the Board of Directors and he shall also do and perform all duties which might or should be performed by the Chairman when the Chairman and First-Vice Chair are both ill, absent from the State of Florida, or otherwise incapacitated.

Section 4. SECRETARY/TREASURER.

The Executive Director will serve as corporate secretary and treasurer of the Board of Directors as well as executive director of the IRCC Foundation, Inc. All components of the Foundation and all aspects of its operation are responsible to the Board of Directors through the Executive Director. The Board of Directors shall have the power to take action without a recommendation from the executive director and shall have the power to require the executive director to deliver to the board all data and information required by the board in the performance of its duties.

The Secretary/Treasurer shall:

AGENDA ITEM #6B

1) Advise and counsel the board of directors and seek the advice and counsel of the board. Recommendations, nominations, proposals, and reports to the board from the chair shall be recorded in the minutes or shall be made in writing, noted in the minutes, and filed in the records of the board. In the absence of such record, the recommendations, nominations, proposals, and reports shall be presumed consistent with action by the board.

2) Attend, but not vote at, all meetings of the board of directors.

3) Keep minutes of all official actions and proceedings of the board of Directors and keep such other records, including records of property held or disposed of by the board, as may be necessary to provide complete information regarding the college.

4) Act for the Board of Directors as custodian of all property. Recommend plans for contracting, receiving, purchasing, acquiring through condemnation, leasing, selling, holding, transmitting and conveying title to real and personal property. Recommend plans for holding in trust and administering real and personal property, money, and other things of value, granted, conveyed, devised, or bequeathed for the benefit of the Foundation.

5) Be responsible for administration of financial matters.

6) Leave with the board of directors and make available to the successor a complete inventory of Foundation property, together with all official records and such other records as may be needed.

7) Have or designate custody of the Foundation seal and authenticate true copies of decisions, acts, and documents when required by law, rules of the State Board of Education, or rules of the Board of Directors.

Section 5.

Wherever the masculine gender is used herein, the feminine is also included.

Section 6.

In the event of absence, inability or refusal to act of any of the officers of this corporation, the Board of Directors may appoint the necessary person or persons to perform his or their respective duties.

Escrow File No.: 129194-41

EXHIBIT "B"**Parcel 1**

Being a part of the North 380 feet of the Northeast 1/4 of the Southwest 1/4 of Section 15, Township 35 South, Range 40 East, St. Lucie County, Florida, lying west of U.S. Highway No. 1, being more fully described as follows: The West 192.35 feet of the East 417.35 feet (as measured from the West right of way of U.S. Highway No. 1) of the North 380 feet less and except the South 140 feet therefrom, less and except road right of way.

Parcel 2

Commence at the Northwest corner of the Northeast quarter (NE 1/4) of the Southwest quarter (SW 1/4) of Section 15, Township 35 South, Range 40 East, St. Lucie County, Florida; thence run North 90°00'00" East along the North line of said Northeast quarter (NE 1/4) of the Southwest quarter (SW 1/4) for a distance of 691.85 feet; thence run South 00°22'54" East along a line that is parallel with U.S. Highway No. 1 for a distance of 240.00 feet; thence run North 90°00'00" West along a line that is parallel with the North line of said Northeast Quarter (NE 1/4) of the Southwest Quarter (SW 1/4) for a distance of 50.35 feet to the Point of Beginning; thence run South 00°22'54" East along a line that is parallel with U.S. Highway No. 1 for a distance of 140.00 feet; thence run North 90°00'00" West along a line that is parallel with the North line of said Northeast quarter (NE 1/4) of the Southwest Quarter (SW 1/4) for a distance of 142.00 feet; thence run North 00°22'54" West along a line that is parallel with U.S. Highway No. 1 for a distance of 140.00 feet; thence run North 90°00'00" East along a line that is parallel with the said North line of the Northeast quarter (NE 1/4) of the Southwest quarter (SW 1/4) for a distance of 142.00 feet to the Point of Beginning.

Parcel 3

The East 145.51 feet of the West 495.51 feet of the North 380.01 feet of the Northeast 1/4 of the Southwest 1/4 of Section 15, Township 35 South, Range 40 East, St. Lucie County, Florida, less and except road right of way.