



Agenda Item # \_R-10\_\_\_\_\_

**Village of Royal Palm Beach  
Village Council  
Agenda Item Summary**

**Agenda Item:**

**APPROVAL AND AUTHORIZATION FOR THE VILLAGE MANAGER TO EXECUTE THE THIRD AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE AGREEMENT TO PROVIDE A THREE-MONTH EXTENSION TO ARTEMIS INVESTMENTS LLC TO OBTAIN THE REQUIRED APPROVALS UNDER THE AGREEMENT.**

**Issue:**

The Village of Royal Palm Beach ("Village") and Artemis Investments LLC ("Artemis") entered into an Agreement for the Purchase and Sale of Real Property ("Agreement") on September 1, 2022 for the sale of a 0.235± acre parcel on Seminole Palms Drive. Section 7.01 of the Agreement requires Artemis to obtain the Approvals for the Intended Use of the Property within eighteen (18) months of Closing. Section 1.03 of the Agreement defines the Approvals to include: (1) a Comprehensive Plan Amendment to change the Future Land Use Designation from current Open Space ("OS") to Industrial ("IND"); (2) a Rezoning to change the Zoning Designation from current Public Ownership ("PO") to Industrial General ("IG"); (3) a Special Exception approval for a "Public or private academic institution"; (4) a Site Plan Modification approval; (5) Architectural and Aesthetic approval, and (6) building permit (collectively, the "Approvals").

Artemis submitted two prior extension requests which were granted by the Village Council extending the date upon which all required Approvals must be obtained to September 30, 2025. Artemis submitted a third request for extension on September 10, 2025 (attached) to extend the date upon which all required Approvals must be obtained from the current deadline of September 30, 2025 to December 31, 2025 (a three-month extension).

To date, Artemis has received Village Council approval for items (1)-(5) and the Preliminary Plat application has been heard by the Planning & Zoning Commission and with final Village administrative approval imminent. Pursuant to the First Amendment to the Agreement, the building permit (item 6) cannot be issued until items (1)-(5) and the Preliminary Plat are approved by the Village.

Initiator:	Village Manager Approval	Agenda Date	Village Council Action
Village Manager		9-18-25	

**Recommendation:**

Upon Council review, Staff is requesting that the Village Council authorize the Village Manager to execute the Third Amendment to the Agreement for Purchase and Sale of Real Property to provide the three-month extension and require all Approvals, including the Preliminary Plat, be obtained by December 31, 2025.

Initiator:	Village Manager Approval	Agenda Date	Village Council Action
Village Manager		9-18-25	

### **THIRD AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE OF REAL PROPERTY**

THIS THIRD AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE OF REAL PROPERTY (“Third Amendment”) is hereby entered into this \_\_\_\_ day of September, 2025, effective October 1, 2025, by and between the Village of Royal Palm Beach, a municipal corporation, ("Village") having its principal office located at 1050 Royal Palm Beach Boulevard, Royal Palm Beach, Florida, 33411; and Artemis Investments LLC, a Florida limited liability company (“Artemis”).

WHEREAS, the Village and Artemis entered into an Agreement for the Purchase and Sale of Real Property (“Agreement”) on September 1, 2022; and

WHEREAS, Section 7.01 of the Agreement requires Artemis to obtain the Approvals for the Intended Use of the Property within eighteen (18) months of Closing. Section 1.03 of the Agreement defines the Approvals to include: (1) a Comprehensive Plan Amendment to change the Future Land Use Designation from current Open Space (“OS”) to Industrial (“IND”); (2) a Rezoning to change the Zoning Designation from current Public Ownership (“PO”) to Industrial General (“IG”); (3) a Special Exception approval for a “Public or private academic institution”; (4) a Site Plan Modification approval; (5) Architectural and Aesthetic approval, and (6) building permit (collectively, the “Approvals”); and

WHEREAS, the Village and Artemis entered into a First Amendment to Agreement for the Purchase and Sale of Real Property (“First Amendment”) on April 19, 2024 granting a seven-month extension and extending the deadline to December 30, 2024; and

WHEREAS, the Village and Artemis entered into a Second Amendment to Agreement for the Purchase and Sale of Real Property (“Second Amendment”) on January 9, 2025 granting a nine-month extension and extending the deadline to September 30, 2025; and

WHEREAS, To date, Artemis has received Village Council approval for items (1)-(5) and the Preliminary Plat application has been heard by the Planning & Zoning Commission and with final Village administrative approval imminent. Pursuant to the First Amendment to the Agreement, the building permit (item 6) cannot be issued until items (1)-(5) and the Preliminary Plat are approved by the Village; and

WHEREAS, Artemis submitted an extension request to the Village on September 10, 2025 to extend the date from the current deadline of September 30, 2025 to December 31, 2025 (a three-month extension).

NOW, THEREFORE, and in consideration of mutual terms, conditions, promises, covenants and payments hereinafter set forth, the Village and Artemis agree as follows:

Section 1: The Agreement is hereby amended to effectuate the intent of this Amendment. This Amendment supersedes and shall control over any inconsistent provisions of the Agreement. The Parties agree to amend the Agreement as set forth herein, including as follows:

Section 7.01 of the Agreement is hereby deleted in its entirety and replaced with the following:

**Section 7.01. Approval Process.**

(A) After Buyer's issuance of the Notice to Proceed, Buyer shall initiate and diligently pursue the process of obtaining the Approvals for the Intended Use of the Property as provided in Section 1.03 above beyond all applicable appeal periods (collectively, the "Approvals") in order for Closing on the Property to occur within three (3) months of the Effective Date of this Agreement and simultaneously with the Closing of the western portion of the Parcel (the "West Parcel") to AMG Business Enterprises LLC. Buyer shall obtain the Approvals for the Intended Use of the Property within thirty-seven (37) months of Closing. Seller shall have no claim against Buyer if Buyer is unable to obtain the Approvals. The Approvals shall not include any variances, landscape waivers, or final engineering design and permitting approvals. Buyer acknowledges and agrees that although final engineering design and permitting approvals are not considered a condition precedent to Closing, such items must be obtained by Buyer prior to the issuance of a building permit. Buyer may, at its sole option and risk, initiate and pursue the process of obtaining the Approvals for the Intended Use of the Property prior to Buyer's issuance of the Notice to Proceed.

(B) Buyer shall pay all costs and expenses associated with obtaining the Approvals.

Section 2: All other Sections and recitals of the above-referenced Agreement shall remain in full force and effect.

Section 3: This Third Amendment shall be attached to the current Agreement and shall become a part thereof.

**[SIGNATURE PAGES BELOW]**

IN WITNESS WHEREOF, the parties have executed this Third Amendment on the date set forth above.

WITNESSES:

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

**ARTEMIS INVESTMENTS LLC**

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

WITNESSES:

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

**VILLAGE OF ROYAL PALM BEACH**

By: \_\_\_\_\_

Print Name: Raymond C. Liggins

Title: Village Manager

Date: \_\_\_\_\_