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January 23, 2015

Stephen E. Hall, Esq.
Suite 400
36 West Main Street
Rochester, New York 14614

**Re: Rivers Run Homeowners Association, Inc.
Amendment No. 11**

Dear Steve:

I am enclosing Amendment No. 11 to the Rivers Run Homeowners Association, Inc. Offering Plan which has been accepted by the Attorney General. I have not received the acceptance letter yet, but will forward it upon receipt. In the meantime, this amendment must be sent to all owners and placed in the front of the offering plans given out going forward. If there are any new contract purchasers, they must receive it as well. Please keep a record of who you send it to and on what date. Please let me know if you have any questions.

Thank you.

Very truly yours,

WOODS OVIATT GILMAN LLP


Paula A. Lapin

PAL/sz

Please direct responses to Rochester Office

Enclosure

cc: Mr. David Christa (w/enclosures) ✓

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

AMENDMENT NO. 11

This is the Eleventh Amendment to the Offering Plan for the Rivers Run Homeowners Association, Inc. The primary purpose of the amendment is to disclose a change to the Sponsor.

1. Sixteen (16) lots remain unsold. They are Lots 101-104, 801-804, 901-904 and 1701-1704. One lot, Lot 1501, is under contract, and expected to close on December 29, 2014.
2. The original Sponsor transferred control of the Board to the homeowners in September of 2011.
3. A Purchase Agreement between the Sponsor and Rivers Run Holdings LLC was executed on November 14, 2014. The closing occurred on December 15, 2014. Rivers Run Holdings LLC is the Substituted Sponsor of the plan and will build out the remaining homes. The principal of Rivers Run Holdings LLC, is David Christa, an experienced home builder in the upstate New York area. He is also one of the principals of the original Sponsor. Rivers Run Holdings LLC has assumed all obligations of the original Sponsor as of the date of closing.
4. The Substituted Sponsor is not paying Association expenses for any lots.
5. The Substituted Sponsor is current on all real estate taxes for the property. The County taxes for 2014 were \$4,782.32 and the School taxes for 2014-2015 were \$4,912.56. They were adjusted as between the parties at the closing.
6. There are no homes occupied by tenants.
7. Sponsor's obligations to the homeowner's association which will become due in the next twelve (12) months are payment of Association expenses for its completed homes, as they are built.
8. The source for Sponsor's payments in paragraph numbers 5 and 7, above, are sales and other assets of Substituted Sponsor.
9. Unsold units subject to the Offering Plan are not subject to any mortgages.
10. The Substituted Sponsor is current on all financial obligations relating to the Homeowners Association.
11. David Christa, principal of the Substituted Sponsor, was also a principal in the Sagamore on East Condominium, CD 03-0170, 130 East Avenue, Rochester, New York and the Plains at Parish Homestead HOA (H07-0014), Oneonta, New York. Both of these projects are now sold out. Neither Substituted Sponsor nor its principal own any units in any other condominium or homeowners association in New York State. The offering plans for these

projects are available for inspection at the office of the Sponsor and at the office the New York State Department of Law, 120 Broadway, 23rd Floor, New York, New York 10271.

12. A 2015 budget is attached as Exhibit A. Financial statements for 2013 are attached as Exhibit B.

13. The Declaration has been amended to put restrictions on leasing. A copy of the Declaration is attached as Exhibit C.

14. A new Certification of Sponsor is attached as Exhibit D. A new M-10 Broker-Dealer Statement is attached as Exhibit E.

15. There have been no other material changes of facts and circumstances affecting the property which is the subject of this offering or the offering itself.

RIVERS RUN, LLC, Sponsor

Rivers Run
HOMEOWNERS ASSOCIATION
Proposed Budget - Fiscal Year
1/1/15 TO 12/31/15.

46 units

	Budget 2013 37 Units (\$260/MO)	Budget 2014 43 Units (\$265/MO)	Proposed 2015 46 Units (\$270/MO)
INCOME			
HOA fees	\$ 124,800	\$ 136,740	\$ 149,040
Internet/Cable fees		\$ 28,627	\$ 30,624
Interest			
Total Income	\$ 124,800	\$ 165,367	\$ 179,664
EXPENSES			
Audit	\$ 2,000	\$ 1,250	\$ 1,280
Building/Repairs/Supplies	3,000	5,000	6,000
Cable / Internet		28,627	30,624
Electric	4,000	4,300	5,000
Fertilization	3,400	3,200	3,500
Hospitality Committee	1,300	1,300	800
Corporation Tax	100	100	100
Insurance	15,000	15,597	17,600
Legal	1,500	3,000	1,000
Management	7,200	8,050	9,000
Office Expense	700	1,300	1,750
Tree maintenance			2,100
Real Estate Tax	3,300	3,335	3,800
Refuse	7,000	8,000	7,500
Snow	25,434	30,000	33,500
Summer	29,000	30,000	31,100
Total Operating Expenses	102,934	143,059	154,654
Transfer to Reserve	21,866	22,320	25,010
	17.52%	13.50%	13.92%
TOTAL BUDGET	\$ 124,800	\$ 165,379	\$ 179,664

Cable/Internet fees	\$ 21,600	\$ 28,627	\$ 30,624
Cable / Internet income	\$ 24,000	\$ 28,627	\$ 30,624

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

FINANCIAL STATEMENTS
DECEMBER 31, 2013 AND 2012

EXHIBIT B

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and the Homeowners
Rivers Run Homeowners Association, Inc.

We have audited the accompanying financial statements of Rivers Run Homeowners Association, Inc., which comprise the balance sheets as of December 31, 2013 and 2012, and the related statements of revenues, expenses and changes in fund balances and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Rivers Run Homeowners Association, Inc. at December 31, 2013 and 2012, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Ernst, Dugardi & Roy, LLP

Rochester, New York
February 24, 2014

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

BALANCE SHEETS
DECEMBER 31, 2013 AND 2012

	ASSETS	
	<u>2013</u>	<u>2012</u>
Assets		
Cash and cash equivalents	\$ 58,617	\$ 46,615
Accounts receivable from homeowners	0	1,781
Other receivables	0	616
Prepaid expenses	4,395	4,516
	<hr/>	<hr/>
Total assets	\$ <u>63,012</u>	\$ <u>53,528</u>

LIABILITIES AND FUND BALANCES

	<u>2013</u>	<u>2012</u>
Liabilities		
Accounts payable	\$ 9,588	\$ 9,751
Advance payments from homeowners	3,893	2,403
Accrued income tax	68	74
	<hr/>	<hr/>
Total liabilities	13,549	12,228
	<hr/>	<hr/>
Fund balances		
Operating	(20,827)	(25,086)
Major maintenance	70,290	66,386
	<hr/>	<hr/>
Total fund balances	49,463	41,300
	<hr/>	<hr/>
	\$ <u>63,012</u>	\$ <u>53,528</u>

See accompanying notes and independent auditors' report.

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

**STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND BALANCES
FOR THE YEARS ENDED DECEMBER 31, 2013 AND 2012**

	2013		2012			
	Operating Fund	Major Maintenance Fund	Total	Operating Fund	Major Maintenance Fund	Total
Revenues						
Common charges	\$ 113,550	\$ 12,960	\$ 126,510	\$ 87,399	\$ 9,173	\$ 96,572
Cable assessments	27,792	0	27,792	17,016	0	17,016
Interest income	0	97	97	11	49	60
Other income	80	0	80	0	0	0
Total revenues	<u>141,422</u>	<u>13,057</u>	<u>154,479</u>	<u>104,426</u>	<u>9,222</u>	<u>113,648</u>
Expenses						
Administrative expense	2,588	0	2,588	2,890	0	2,890
Landscaping	33,354	0	33,354	31,125	0	31,125
Repairs and maintenance	6,625	9,153	15,778	5,796	2,801	8,597
Cable	24,886	0	24,886	20,170	0	20,170
Utilities	5,218	0	5,218	4,123	0	4,123
Insurance	15,490	0	15,490	12,000	0	12,000
Legal and professional fees	1,225	0	1,225	10,426	0	10,426
Management fee	7,305	0	7,305	5,744	0	5,744
Refuse removal	7,633	0	7,633	7,668	0	7,668
Snow removal	29,457	0	29,457	23,594	0	23,594
Property taxes	3,314	0	3,314	3,246	0	3,246
Income taxes	68	0	68	74	0	74
Total expenses	<u>137,163</u>	<u>9,153</u>	<u>146,316</u>	<u>126,856</u>	<u>2,801</u>	<u>129,657</u>
Excess of revenues over (under) expenses	4,259	3,904	8,163	(22,430)	6,421	(16,009)
Transfers	0	0	0	0	0	0
Fund balances - beginning of year	(25,086)	66,386	41,300	(2,656)	59,965	57,309
Fund balances - end of year	<u>\$ (20,827)</u>	<u>\$ 70,290</u>	<u>\$ 49,463</u>	<u>\$ (25,086)</u>	<u>\$ 66,386</u>	<u>\$ 41,300</u>

See accompanying notes and independent auditors' report.

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2013 AND 2012

	<u>2013</u>	<u>2012</u>
Cash flows from operating activities:		
Excess of revenues over (under) expenses	\$ 8,163	\$ (16,009)
Adjustments to reconcile excess of revenues over (under) expenses to net cash and cash equivalents provided (used) by operating activities:		
(Increase) decrease in:		
Accounts receivable from homeowners	1,781	177
Other receivables	616	470
Prepaid expenses	121	(1,760)
Increase (decrease) in:		
Accounts payable	(163)	8,441
Advance payments from homeowners	1,490	(879)
Accrued income taxes	(6)	(26)
	12,002	(9,586)
Net cash and cash equivalents provided (used) by operating activities	12,002	(9,586)
Cash and cash equivalents - beginning of year	46,615	56,201
Cash and cash equivalents - end of year	\$ 58,617	\$ 46,615
Supplemental disclosure of cash flow information:		
Cash paid for income taxes	\$ 74	\$ 82

See accompanying notes and independent auditors' report.

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013 AND 2012

NOTE 1: SUMMARY OF OPERATIONS

The Association was incorporated under Section 402 of the New York State Not-for-Profit Corporation Law on November 16, 2005, for the purpose of maintaining the common areas (consisting of exteriors, asphalt, lawns and grounds) of sixty-two units, of which forty-three are sold, located in Henrietta, New York. The homeowners elect a board of directors who hire an independent property management firm to manage the Association.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash and Cash Equivalents - The Association considers all highly liquid investments with maturities of three months or less to be cash equivalents.

Fund Accounting - The Association uses fund accounting, which requires that funds, such as operating funds and funds designated for future major repairs and replacements, be classified separately for accounting and reporting purposes. Disbursements from the operating fund are generally at the discretion of the board of directors and property manager. Disbursements from the major maintenance fund generally may be made only for designated purposes.

Income Taxes - Pursuant to the Tax Reform Act of 1976, homeowner associations are permitted to make an annual election to be treated as a regular corporation or a tax exempt organization. Each year the Association will file its tax returns under the election which is most beneficial to the organization. Under Section 528 of the Internal Revenue Code, taxes are paid on non-exempt function income (principally interest, net of expenses).

The Association's tax returns for the years ending 2010, 2011 and 2012 are subject to examination by the IRS, generally for three years after they were filed.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Subsequent Events - In preparing these financial statements, the Association has evaluated events and transactions for potential recognition and disclosure through February 24, 2014, the date the financial statements were available to be issued.

See independent auditors' report.

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013 AND 2012

NOTE 3: OWNERS' ASSESSMENTS

Monthly assessments to owners for the years ended December 31, 2013 and 2012 was \$260 and \$210, respectively, of which a portion is allocated to the major maintenance fund. The annual budget and assessments of owners are determined by the board of directors. The Association retains any year end operating surplus to be used in future years. As of January 1, 2014, monthly assessments increased to \$265. There is also an additional charge to homeowners who want cable television and internet.

The Association's policy is to retain legal counsel and place liens on the properties of homeowners whose assessments are significantly in arrears.

NOTE 4: COMMITMENTS

The Association has entered into an agreement with Crofton Corporation for management of its operations. The agreement provides for a monthly fee of \$16 per completed unit until December 31, 2014.

NOTE 5: FUTURE MAJOR REPAIRS AND REPLACEMENTS

The Association has elected to accumulate funds for future major repairs and replacements. Accumulated funds are accounted for separately and generally are not available for expenditures for normal operations.

The board of directors and management company determine amounts to be allocated to the major maintenance fund. Actual expenditures may vary from the estimated future expenditures, and the variations may be material. Therefore, amounts accumulated in the major maintenance fund may not be adequate to meet all future needs for major repairs and replacements. If additional funds are needed, the Association has the right to increase regular assessments, pass special assessments, or delay major repairs and replacements until funds are available.

NOTE 6: CONCENTRATIONS OF CREDIT RISK

The Association's financial instruments that are exposed to concentrations of credit risk consist primarily of cash and cash equivalents. The Association places its cash investments with high credit quality institutions. At times such investments may be in excess of the FDIC insurance limit. The Association routinely assesses the financial strength of these organizations and, as a consequence, believes that its credit risk exposure is limited.

See independent auditors' report.



**INDEPENDENT AUDITORS' REPORT
ON SUPPLEMENTAL INFORMATION**

To the Board of Directors and the Homeowners
Rivers Run Homeowners Association, Inc.

We have audited the financial statements of Rivers Run Homeowners Association, Inc. as of and for the years ended December 31, 2013 and 2012, and our report thereon dated February 24, 2014, which expressed an unmodified opinion on those financial statements, appears on page 1. Our audits were performed for the purpose of forming an opinion on the financial statements as a whole. The information on future major repairs and replacements, which is the responsibility of the Association's management, is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we do not express an opinion or provide any assurance on it.

Bonn, Dioguardi & Ray, LLP

Rochester, New York
February 24, 2014

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

**SUPPLEMENTARY INFORMATION ON FUTURE
MAJOR REPAIRS AND REPLACEMENTS**

DECEMBER 31, 2013

Crofton Associates, Inc. prepared a study during 2013, to estimate the remaining useful lives and the replacement costs of components of common property. The costs are based upon estimated current replacement costs.

The following unaudited table is based on the study and presents significant information about the components of common property.

<u>Components</u>	<u>Estimated Remaining Useful Lives (Years)</u>	<u>Estimated Current Replacement Costs</u>
Asphalt sealing	3	\$ 10,068
Asphalt/catch basins- repairs	5	5,000
Asphalt/catch basins - resurface	17-18	200,000
Roofs	18-21	180,000
Sidewalks	16-19	74,000
Gutters/downspouts	18-21	20,000
Trim painting	Annually	4,000-4,500
Misc	Annually	1,000

See independent auditors' report on supplemental information.

**SECOND AMENDMENT TO DECLARATION OF
THE RIVERS RUN HOMEOWNERS ASSOCIATION, INC.**

This is the Second Amendment to the Declaration of the Rivers Run Homeowners Association, Inc., which Declaration was originally filed in the Monroe County Clerk's Office on August 18, 2006 in Liber 10343 of Deeds at page 514. A First Amendment to Declaration was filed in the Monroe County Clerk's Office on October 11, 2011 in Liber 11050 of Deeds at Page 283. A Revised First Amendment to Declaration was filed in the Monroe County Clerk's Office on December ____, 2014 in Liber ____ of Deeds at Page _____. The Association is located at 50 Fairwood Drive, Town of Henrietta and a legal description of the property is attached as Schedule A.

The Declaration of the Rivers Run Homeowners Association, Inc. is hereby amended to add the following paragraph, to be enumerated as Article VIII, Paragraph D(10):

No Owner may lease a Property in the development unless approval of the Board of Directors (the "Board") of the Rivers Run Homeowners Association, Inc. (the "Association") is obtained, and subject to the following restrictions:

- (a) No more than 10% of the homes in the Association may be leased at any one time;
- (b) An initial lease term must be written for at least 12 months;
- (c) Only the entire home (not rooms or portions of the home) may be leased;
- (d) Every lease must contain a clause by which the Tenant agrees to abide by the Offering Plan, Declaration, By-Laws and the Rules and Regulations of the Association;
- (e) The Unit shall be used for single family residential purposes only, by qualified occupants defined as a single person 55 years of age or older; a couple, one of which is 55 years of age or older. In addition, one adult child, 21 years of age or older may reside with a qualified parent;
- (f) A request for relief from the requirements of paragraphs (a) or (b) of this paragraph may be presented to the Board for consideration in accordance with the Rules

and Regulations of the Association and upon demonstration of extenuating circumstances.

Except as otherwise amended, the Declaration of the Rivers Run Homeowners Association, inc. is hereby affirmed and in full force and effect.

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

By: Howard Maslich
Howard Maslich, President

STATE OF NEW YORK)
) ss:
COUNTY OF MONROE)

On this 10th day of December 2014, before me the undersigned, a notary public in and for said state, personally appeared Howard Maslich, personally known to me or approved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity and that by his signature on the instrument, the individual or the person on behalf of which the individual acted, executed the instrument.

Janice A. Nast
Notary Public

JANICE A. NAST
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01NA6272071
Qualified in Monroe County
Commission Expires November 13, 2016

I hereby certify that on September 2, 2014, at a meeting of members at which a quorum was present, the above amendment was approved by 80% of the Owners.

RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

By: Wanda Fischer
Wanda Fischer, Secretary

SPONSOR'S CERTIFICATION

RE: RIVERS RUN HOMEOWNERS ASSOCIATION, INC.

We are the substituted sponsor and the principal of the Sponsor of the homeowners association offering plan for the captioned property.

We understand that we have primary responsibility for compliance with the provisions of Article 23-A of the General Business Law, the regulations promulgated by the Attorney General in Part 22 and such other laws and regulations as may be applicable.

We have read the entire offering plan. We have investigated the facts set forth in the offering plan and the underlying facts. We have exercised due diligence to form a basis for this certification. We jointly and severally certify that the offering plan does, and that documents submitted hereafter by us which amend or supplement the offering plan will:

(i) set forth the detailed terms of the transaction and be complete, current and accurate;

(ii) afford potential investors, purchasers and participants an adequate basis upon which to found their judgment;

(iii) not omit any material fact;

(iv) not contain any untrue statement of a material fact;


(v) not contain any fraud, deception, concealment, suppression, false pretense or fictitious or pretended purchase or sale;

(vi) not contain any promise or representation as to the future which is beyond reasonable expectation or unwarranted by existing circumstances;

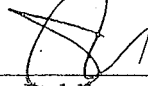
(vii) not contain any representation or statement which is false, where we: (a) knew the truth; (b) with reasonable effort could have known the truth; (c) made no reasonable effort to ascertain the truth, or (d) did not have knowledge concerning the representation or statement made.

This certification is made under penalty of perjury for the benefit of all persons to whom this offer is made. We understand that violations are subject to the civil and criminal penalties of the General Business Law and Penal Law.

SPONSOR:
Rivers Run Holdings, LLC


BY: 
David Christa, Sole Member

Sworn to before me this 11th day of
December, 2014




Notary Public

STEPHEN E. HALL
Notary Public, State of New York
Qualified in Monroe County
My Commission Expires Nov. 30, 2/4/18



David Christa

Sworn to before me this 11th day of
December, 2014



Notary Public

STEPHEN E. HALL
Notary Public, State of New York
Qualified in Monroe County
My Commission Expires Nov. 30, 2/4/18



STATE OF NEW YORK DEPARTMENT OF LAW
 REAL ESTATE FINANCE BUREAU
 120 Broadway, 23rd Floor
 New York, NY 10271-0332
 1-800-771-7755 TDD (for hearing impaired)
 1-800-788-9898

NY FORM M-10

SPONSORS AND SELLING AGENTS BROKER DEALER STATEMENT

All brokers and dealers whose principal business is in the offering, sale or promotion of condominiums, shares of cooperative apartment corporations or commercial cooperative corporations, interests in homeowners associations, timeshare projects, senior residences or any other participation interests in real estate, shall submit Form M-10.

Out-of-state or foreign organizations must attach a certified copy of a Designation for the Service of Process from the Secretary of State. Attach additional sheets if space provided is inadequate. For assistance in completing this form, call the Real Estate Finance Bureau: (212) 416-8106. **PLEASE COMPLETE IN BLUE INK.**

Name of Registrant: Rivers Run Holdings, LLC Telephone No.: _____

Address: _____

Other offices, if any _____

Street	City	State	Zip
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1. Registrant is a corporation general partnership limited partnership
 sole proprietor limited liability company
 other: specify _____

Organized under the laws of _____

2. Registrant is a sponsor.
 selling agent. If a licensed real estate broker, give state license number and expiration date _____
 holder of unsold shares of a cooperative corporation.
 purchaser for investment or resale of unsold shares of a cooperative corporation.
 seller of interests in a homeowners association.
 other: specify _____

3. If registrant is a new or substitute sponsor, broker or dealer, has this information been disclosed in an offering plan or amendment? Yes No

Filing fee \$300 (valid for 4 years) Additional fee for each partner, proprietor, principal, member, officer, director, or manager.....\$ 15.00 each Filing fee must accompany this statement. Payment by Attorney's check, company check, certified check, bank check or money order. Personal checks not accepted.	Make check payable to the NYS Department of Law. Send remittance to: Real Estate Finance Bureau NYS Department of Law 120 Broadway, 23 rd Floor New York, New York 10271
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4. Name of cooperative, condominium, homeowners association, senior residence or timeshare which gave rise to this filing.
River'sRun Homeowners Association, Inc.

Address of same 50 Fairwood Drive ,Rochester , New York 14623

5. The offering or selling will take place in:

New York State only.

New York and other states: specify _____

6. The offering will be made by:

officers, directors, members, managers, and employees of registrant.

selling agent. If so, give name(s) and address(es): _____

7. Has registrant, any officer, director, member, principal, partner, or manager ever:

A. been suspended or expelled from membership in any securities exchange, association of securities dealers or investment advisers or counsel? Yes No

B. had a license or registration as a dealer, broker, investment adviser or salesperson denied, suspended or revoked? Yes No

C. been enjoined or restrained by any court or agency including the NYS Department of Law from:

1. the issuance, sale or offer for sale of securities? Yes No

2. rendering securities advice or counsel? Yes No

3. handling or managing trading accounts? Yes No

4. continuing any practices in connection with securities? Yes No

D. Entered into an Assurance of Discontinuance with the NYS Department of Law whereby that person agreed not to issue, sell or offer for sale securities, or act as a broker or dealer, directly or indirectly of Yes No

E. been convicted of any crime? Yes No

F. used or been known by any other name? If "Yes," give other name(s)..... Yes No

G. been the subject of any professional disciplinary proceeding? Yes No

H. Filed for bankruptcy been adjudged a bankrupt or made a general assignment for the benefit of creditors or been an officer, director, member, principal, manager or any entity which was reorganized in bankruptcy, adjudged a bankrupt or made a general assignment for the benefit of creditors? Yes No

I. had an offering or selling of securities within the last three years or been an officer, director, principal, member, partner or manager of any entity which had sold or offered securities within the last three years? Yes No

If any answer to any of the above (Question 7) is "Yes," attach statement of full particulars, giving date, nature of offense, title and location of agency or court involved, circumstances and final disposition.

8. List names and residence addresses of all securities salespersons (if none, so indicate).

None

9. Provide the following information for each proprietor, officer, director, member, principal, partner or manager. Attach continuation sheets if more space is needed. All fields must be completed, or form will be deemed incomplete.

A. Name: David Christa Title: Member
 Home Address: 29 Foxboro Lane Phone: (585) 924-3050
Fairport, NY 14450
 Place of Birth: Rochester, New York Date of Birth: 11/23/55
 Social Security No.: _____

For foreign applicants without a social security number, provide one of the following:

Individual Taxpayer Identification Number: _____

Passport Number: _____ (Annex photocopy hereto)

Other home addresses for past ten years:

Complete employment and business affiliation record for the past five years. Include periods of self-employment and unemployment. Include all corporations, partnerships, limited liability companies or other entities where person holds or held a substantial equity or controlling interest.

From Mo. Yr.	To Mo. Yr.	Employer or Business Affiliation Name Address	Position Held
8/1982	Present	Christa Construction 119 Victor Heights Parkway Victor, NY 14564	CEO/owner

B. Name: _____ Title: _____
 Home Address: _____ Phone: _____
 Place of Birth: _____ Date of Birth: _____
 Social Security No.: _____

For foreign applicants without a social security number, provide one of the following:

Individual Taxpayer Identification Number: _____

Passport Number: _____ (Annex photocopy hereto)

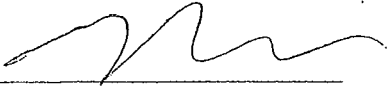
Other home addresses for past ten years:

Complete employment and business affiliation record for the past five years. Include periods of self-employment and unemployment. Include all corporations, partnerships, limited liability companies or other entities where person holds or held a substantial equity or controlling interest.

From Mo. Yr.	To Mo. Yr.	Employer or Business Affiliation Name Address	Position Held

10. The undersigned constitute all proprietors, officers, directors, members, principals, partners or managers of the registrant. Each hereby represents that all statements contained herein are true and correct and understands that any false statement shall constitute a violation of Article 23-A of the General Business Law.

Signatures must be dated, or form will be deemed incomplete.

<u>Signature</u>	<u>Name and Title (Please type or print)</u>	<u>Date</u>
	DAVID CHRISTA, MEMBER David Christa	12/11/14