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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PETERSON & MYERS, P.A.

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Lake Wales
July 29, 2008

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Camp Mack's Master Association, Inc.

Gentlemen:

Enclosed for filing is the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation not for profit. Also enclosed is this firm's check, in the amount of \$78.75, representing payment of the following fees: file Articles of Incorporation - \$35.00; registered agent fee - \$35.00; and certified copy fee - \$8.75 (for first 8 pages - \$1/page thereafter).

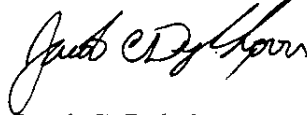
Upon approval and filing of these articles, please furnish a certified copy to the attention of:

Jacob C. Dykxhoorn
Peterson & Myers, P.A.
P.O. Box 1079
Lake Wales, FL 33859-1079

If anything further is required, please call me. Thank you for your assistance in this matter.

Sincerely,

PETERSON & MYERS, P.A.


Jacob C. Dykxhoorn

JCD/bv
Enclosures

J. HARDIN PETERSON, SR.
(1894-1978)

MICHAEL W. CREWS
(1941-1991)

M. DAVID ALEXANDER, III
JOHN B. ALLEN
PHILIP O. ALLEN
BRENDA L. APPELDORN
KEVIN A. ASHLEY
JACK P. BRANDON
JOSHUA K. BROWN
PHILIP H. BUSH

DEBRA L. CLINE
CLINTON A. CURTIS
JACOB C. DYKXHOORN
DAVID G. FISHER
MICHAEL T. GALLAHER
JOHN R. GRIFFITH
DAVID E. GRISHAM
JOHN D. HOPPE

DENNIS P. JOHNSON
TIMOTHY E. KILEY
KEVIN C. KNOWLTON
ALEXANDER F. KOSKEY, III
DOUGLAS A. LOCKWOOD, III
BRIAN K. MATHIS
CORNEAL B. MYERS
E. BLAKE PAUL

ROBERT E. PUTERBAUGH
THOMAS B. PUTNAM, JR.
DEBORAH A. RUSTER
STEPHEN R. SENN
ANDREA TEVES SMITH
KEITH H. WADSWORTH
KERRY M. WILSON
RYAN W. ZIKA

THOMAS E. BAYNES, JR.
OF COUNSEL



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CAMP MACK'S MASTER ASSOCIATION, INC.
(a nonprofit corporation)

The undersigned, for the purpose of forming a corporation not for profit under the provisions of the Florida Not For Profit Corporation Act (Chapter 617 of the Florida Statutes), do hereby adopt the following Articles of Incorporation.

ARTICLE I
GENERAL

1.1 **Name:** The name of this corporation is **Camp Mack's Master Association, Inc.** (hereinafter the "Master Association").

1.2 **Principal Office:** The street address of the Master Association's initial principal office is **14900 Camp Mack Road, Lake Wales, FL 33898**. The Master Association's initial mailing address is the same.

1.3 **Initial Registered Office and Agent:** The street address of the Master Association's initial registered office is **14900 Camp Mack Road, Lake Wales, FL 33898**, and the name of its initial registered agent at that office is **Robert E. Eddy**.

1.4 **Duration:** This Master Association shall have perpetual existence, unless dissolved according to law. The corporate existence shall begin on **July 28, 2008**.

ARTICLE II
PURPOSES AND POWERS

2.1 **Purposes:** The Master Association shall be responsible for the operation of the community known as **Camp Mack's River Resort** (the "Community"), located in Polk County, Florida, and more fully described in the Master Declaration of Covenants, Restrictions, and Easements for Camp Mack's River Resort (the "Master Declaration"), to be recorded in the public records of Polk County, Florida. The Master Association shall: (a) operate, maintain, repair, administer, and own the Common Facilities and other Common Areas within the Community, for the use and enjoyment of the Owners and residents in the Community, as more fully set forth in the Master Declaration; (b) engage in such additional lawful activities for the benefit, use, convenience and enjoyment of the Owners as it deems proper; and (c) take any other action necessary or desirable for the operation of the Community in accordance with the provisions of the Master Declaration, these Articles of Incorporation, and the Bylaws of the Master Association ("Bylaws").

2.2 **Powers:** The Master Association shall have all of the powers and duties set forth in the Master Declaration, these Articles of Incorporation, and the Bylaws, except as expressly limited or restricted by law. The Master Association shall also have all of the rights, privileges and powers now or hereafter available to corporations not for profit under the laws of the State of Florida, which are not in conflict with the terms of the Master Declaration, these Articles of Incorporation, or the Bylaws.

ARTICLE III NONPROFIT STATUS

3.1 This Master Association is organized and incorporated as a corporation not for profit under the provisions of the Florida Not For Profit Corporation Act and it shall not exist or be operated for the purpose of pecuniary profit.

3.2 The Master Association shall not pay any dividends. No part of the net income or profit of the Master Association shall inure to the benefit of, or be distributed to, any Member, director, or officer of the Master Association; provided, however, the Master Association may pay compensation in a reasonable amount to its Members, directors, and officers for services rendered to the Master Association, may reimburse its Members, directors, and officers for reasonable expenses incurred for or on the behalf of the Master Association, may confer benefits upon its Members in conformity with its purposes, may make rebates of excess membership dues, fees or assessments, and, upon dissolution or final liquidation, may make distributions to its Members as permitted by the Florida Not Profit Corporation Act.

ARTICLE IV MEMBERSHIP AND VOTING RIGHTS

4.1 **Qualification of Members:** Each Parcel (as defined in the Master Declaration) within the Community shall have appurtenant thereto one membership in the Master Association, which membership shall be held collectively by the Owners of such Parcel. There shall be one membership appurtenant to the Condominium Property (as defined in the Master Declaration), which shall be held by the Camp Mack's River Resort Condominium Association, Inc. (the "Condominium Association"), and the owners of the condominium units within the Condominium Property shall not be Members of the Master Association. Each Owner shall be required to be a Member of the Master Association; no other person or entity shall be a Member.

4.2 **"Owner"** means a person or entity who has an Ownership Interest in a Parcel. "Owner" shall be synonymous with "Member". For purposes of these Articles of Incorporation, the Master Declaration, and the other Subdivision Documents, the Owner of the Condominium Property shall be Camp Mack's River Resort Condominium Association, Inc., a Florida corporation, and not the owners of the condominium units within the Condominium Property.

4.3 **"Ownership Interest"** means a vested, present possessory interest in a Parcel, which interest is either a life estate interest or a fee interest and which is evidenced by a written instrument recorded in the public records of Polk County, Florida.

4.4 **"Parcel"** means any separately owned parcel of real property within the Community, except the Common Areas. However, for purposes of these Articles of Incorporation, the Master Declaration and the other Subdivision Documents, all of the condominium units and other property now or hereafter within the Condominium Property shall be considered one Parcel and not separate Parcels.

4.5 **Manner of Admission:** An Owner shall automatically become a Member of the Master Association upon the recording in the public records of Polk County, Florida, of a deed or other instrument evidencing such Owner's Ownership Interest in a Parcel; however, such Owner's membership rights and privileges shall be suspended until a copy of the recorded deed or other instrument evidencing such Owner's Ownership Interest is delivered to the Master Association. Upon the acquisition of an Ownership Interest in a Parcel, the new Owner shall promptly deliver to the Master Association a copy of the recorded instrument evidencing his Ownership Interest in the Parcel.

4.6 **Voting Rights:** Each Parcel shall be entitled to cast the vote or votes allocated to such Parcel in the Master Declaration on each matter voted upon by the Members, which vote shall be exercised or cast by the Owners of the Parcel in the manner provided in the Master Declaration and in the Bylaws. The

Voting Interest of a Parcel is not divisible.

4.7 **Transferability of Membership:** Membership in the Master Association may be transferred only as an incident to the transfer of the Owner's Ownership Interest in his Parcel. Membership in the Master Association shall be appurtenant to and may not be separated or severed from the ownership of the Parcel to which it is appurtenant.

4.8 **Termination of Membership:** A person's or entity's membership in the Master Association shall automatically terminate when such person or entity ceases to be an Owner of a Parcel within the Community. All the rights and privileges of a Member shall cease on termination of his membership.

4.9 **No Membership or Stock Certificates:** The Master Association is organized upon a non-certificate basis and it shall not issue shares of stock or certificates of membership.

ARTICLE V **BOARD OF DIRECTORS**

5.1 **Management of the Master Association by the Board of Directors:** All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the Master Association shall be managed under the direction of, the Board of Directors of the Master Association.

5.2 **Number of Directors:** The number of directors constituting the initial Board of Directors of the Master Association shall be **three (3)**. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3).

5.3 **Initial Directors:** The name and address of each person who shall serve as a member of the initial Board of Directors are as follows:

Robert E. Eddy
14900 Camp Mack Road
Lake Wales, FL 33898

Billie W. Farris
14900 Camp Mack Road
Lake Wales, FL 33898

Debbie Farris
14900 Camp Mack Road
Lake Wales, FL 33898

5.4 **Election of Directors:** The directors shall be elected at the annual meeting of Members and shall hold office in the manner and for the term as provided in the Bylaws.

ARTICLE VI **OFFICERS**

6.1 **Officers:** The officers of the Master Association shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the Bylaws. The officers shall be elected as set forth in the Bylaws, and each officer shall serve until his or her successor is elected and qualified, or until his earlier resignation, removal from office, or death. The officers shall have the duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

6.2 **Initial Officers:** The names of the persons who shall serve as the initial officers of the Master Association, until the first election of officers, are as follows:

President: Billie W. Farris
Vice President: Robert E. Eddy
Secretary: Robert E. Eddy
Treasurer: Billie W. Farris

ARTICLE VII
MISCELLANEOUS

7.1 **Bylaws:** The initial Bylaws for the Master Association shall be made and adopted by the Board of Directors of the Master Association. Thereafter, the power to alter, amend, or repeal any bylaw, or adopt new bylaws, shall be vested in the Board of Directors and Members, in accordance with the Bylaws and the Florida Statutes, as they may be amended from time to time.

7.2 **Amendment of Articles of Incorporation:** The Master Association reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures set forth in the Master Declaration and the Florida Not For Profit Corporation Act, or any successor thereto.

7.3 **Definition of Capitalized Terms:** Capitalized terms not otherwise defined in these Articles of Incorporation shall have the definitions and meanings given to such terms in the Master Declaration and Bylaws.

In witness whereof, the undersigned, being the incorporator of this Master Association, for the purpose of forming this corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this July 29, 2008.

Signed, sealed and delivered
in the presence of:

Ed-Far, Inc., a Florida corporation
14900 Camp Mack Road
Lake Wales, FL 33898

Jacob C. Dykxhoorn
Print Name: Jacob C. Dykxhoorn

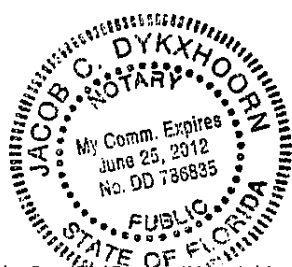
By: Robert E. Eddy
Robert E. Eddy, as president

Mary Beth McGehee
Print Name: Mary Beth McGehee

State of Florida

County of Polk

The foregoing Articles of Incorporation were acknowledged before me this July 29, 2008, by Robert E. Eddy, as president of Ed-Far, Inc., a Florida corporation, on behalf of the corporation. He ☐ is personally known to me or ☒ has produced a driver's license as identification.

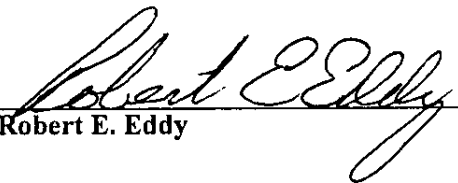


Jacob C. Dykxhoorn
Notary Public
Print Name: Jacob C. Dykxhoorn
My commission expires: 6-25-2012

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, 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 relating to the proper and complete performance of my duties, and I state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: 7-29, 2008


Robert E. Eddy

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