

This instrument prepared by:



Paul L. Wean, Esquire
WEAN & MALCHOW, P.A.
646 East Colonial Drive
Orlando, Florida 32803

**CERTIFICATE OF APPROVAL OF THE SECOND AMENDED AND RESTATED ARTICLES
OF INCORPORATION OF THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT
COMMUNITY SERVICES ASSOCIATION, INC.**

The undersigned authorities hereby certify that the attached amendment to Article XII of the Articles of Incorporation of the Great Outdoors Premier R.V./Golf Resort Community Services Association, Inc. was approved in accordance with Article X of the Articles and Section 617.0701(4), Fla. Stat. by at least eight hundred forty-one (841) of one thousand, five hundred ninety-two (1,592) total Members, representing a vote of two-thirds (2/3) of the members of the Association, who executed a written consent without a meeting, accumulated between August 19, 2013 and November 17, 2013.

The undersigned authorities further certify and attest that the attached document accurately incorporates all prior amendments previously adopted by the membership to the Articles of Incorporation and that the attached represents a true and accurate Second Amended and Restated Articles of Incorporation of the Great Outdoors Premier R.V./Golf Resort Community Services Association, Inc. as same exists on the date hereof.

Witness our hands and seals this 22nd day of April, 2014.

ATTEST:

"ASSOCIATION"
The Great Outdoors Premier R.V./Golf Resort
Community Services Association, Inc.

Lynn Jacobs
Lynn Jacobs, Secretary

By William P. Lodge
William P. Lodge, President

STATE OF FLORIDA :
COUNTY OF BREVARD :

Before me, the undersigned authority, personally appeared William P. Lodge and Lynn Jacobs, to me personally known to be the President and Secretary, respectively, of The Great Outdoors Premier R.V./Golf Resort Community Services Association, Inc., or having produced Florida drivers licenses as identification and did/did not take an oath, and they severally acknowledged before me that they freely and voluntarily executed the same as such officers, under authority vested in them by said Association.

Witness my hand and official seal in the State and County last aforesaid, this 22nd day of April 22nd, 2014.

My Commission Expires:
May 2 2017

Donnette Hilton (SIGN)
DONNETTE HILTON (PRINT)
Notary Public, State of Florida at Large



**INDEX TO SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT COMMUNITY
SERVICES ASSOCIATION, INC.**

1.	Name	Page 1
2.	Terminology	Page 1
3.	Purpose	Page 1
4.	Powers	Page 2
5.	Existence	Page 2
6.	Members & Voting Rights	Page 3
7.	Subscribers	Page 3
8.	Directors	Page 4
9.	By-Laws	Page 4
10.	Amendments	Page 4
11.	Indemnification of Officers and Directors	Page 5
12.	Registered Agent	Page 5
13.	Effective Date	Page 5

SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT
COMMUNITY SERVICES ASSOCIATION, INC.

WE, the undersigned, for the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617 F.S. and the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

I

NAME

The Name of this corporation shall be THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT COMMUNITY SERVICES ASSOCIATION, INC., but it shall be referred to hereinafter simply as the "Association".

II

TERMINOLOGY

Unless the context in which they are used requires another meaning, the terms used in these Articles shall have the same meanings as they do in that certain Declaration of Covenants, Conditions and Restrictions for THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT that has been recorded in the Public Records of Brevard County, Florida.

III

PURPOSE

The Association is organized to provide an entity to administer, manage, operate and own the Common Properties in accordance with the Declaration and to preserve the appearance and architectural integrity of the Properties in accordance with the Declaration.

IV

POWERS

The powers of the Association shall include:

A. Operation and Management. To operate and manage the Common Properties in accordance with the terms, provisions, conditions and authorizations contained in the Declaration.

B. Transferring Property. To own, operate, lease, sell and trade real and personal property whenever it proves necessary or convenient in administering the Common Properties; and to grant easements and rights-of-way over property owned by it when necessary to enable utility or other services to serve portions of THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT Lands or as otherwise permitted by the Declaration.

C. Establishing By-Laws and Rules. To establish By-Laws and rules and regulations for the Association's operation and management and the Common Properties' use.

D. Enforcement. To enforce the Covenants and Restrictions and the Association's rules and regulations.

E. Hiring Personnel. To employ personnel required for carrying out the Association's functions.

F. Delegation of Duties. To contract for the Association's management and the Common Properties' operation and maintenance and to delegate to any party with whom a contract has been entered into for that purpose the Association's powers and duties save those which applicable law prohibits being delegated.

G. Generally. To exercise all of the common law and statutory powers of a corporation not for profit which are not in conflict with the Declaration.

V

EXISTENCE

The Association shall have perpetual existence.

VI

MEMBERS & VOTING RIGHTS

A. Membership. Every Owner, and their spouse, if any, shall be a Member, but, no Owner shall have more than one Membership. Membership shall not be assignable except to an Owner's successor-in-interest in a Parcel. Each Owner's Membership will commence upon his acquiring title to a Parcel and shall end upon his no longer owning a Parcel. Membership certificates are not required and will not be issued. Each Parcel shall have one vote.

B. Developer's Election to Expand Membership. The Developer shall be entitled (but not required) to expand the Association's membership by adding additional portions of THE GREAT OUTDOORS PREMIER R.V./GOLF RESORT Lands to the Properties pursuant to Section 4 of the Declaration.

C. Inseparability. No Member's share of the Association's funds and assets may be assigned, hypothecated or transferred in any manner except as an appurtenance to a Parcel.

VII

SUBSCRIBERS

The names and addresses of the Association's initial subscribers are as follows:

<u>Name</u>	<u>Address</u>
JACK T. SHEARER	4505 West Highway 50 Titusville, Florida 32780
JUDY G. ROCKWELL	4505 West Highway 50 Titusville, Florida 32780
PATRICK E. DI DOMENICO	4505 West Highway 50 Titusville, Florida 32780

VIII

DIRECTORS

A. Composition of Board. The affairs and property of the Association shall be managed and governed by a Board of Directors composed of up to eleven (11) persons. The number of Directors on future Boards shall be determined from time to time in accordance with the Association's By-Laws.

B. Bearing of By-Laws. The number of Directors to be elected, the manner of their election or appointment, and their respective terms shall be as set forth in the Association's By-Laws.

C. Election of Officers. All officers shall be elected in accordance with the Association's By-Laws.

IX

BY-LAWS

The Association's By-Laws shall be adopted by its Board of Directors. The By-Laws may be amended by a vote of two-thirds (2/3) of the Members voting at a meeting of the Association wherein a quorum of the Membership has been obtained. In addition, the By-Laws may be amended by a unanimous vote of the Board of Directors, however, no such Board of Director amendment shall relate to: (a) the power of the Board of Directors; (b) how the Board of Directors are elected or appointed; (c) the power of the Board to borrow money and mortgage association property; or (d) the power of the Board to enact assessments.

X

AMENDMENTS

Proposals for the amendment of these Articles of Incorporation that do not conflict with the Declaration may be made by any Member of the Board of Directors. Any such proposal shall be in writing, shall set forth the proposed amendment, and shall be delivered to the President. The President shall, upon receiving the proposal, call a special meeting of the Board of Directors not less than ten (10) days nor later than sixty (60) days from his receipt of the proposed amendment. These Articles of Incorporation may be amended by a vote of two-thirds (2/3) of the Members voting at a meeting of the Association wherein a quorum of the Membership has been obtained. In addition, these Articles of Incorporation may be amended by a unanimous vote of the Board of Directors, however, no such Board of Director amendment shall relate to: (a) the power of the Board of Directors; (b) how the Board of Directors are elected or appointed; (c)

the power of the Board to borrow money and mortgage association property; or (d) the power of the Board to enact assessments.

XI

INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. Right to Indemnification. Every person who is or was a Director or Officer of the Association shall be entitled to indemnification from the Association to the fullest extent the Association is empowered to indemnify him under §607.0850 and §617.0834 of Florida's General Corporation Act.

B. Insurance. Subject to reasonable availability, the Board of Directors shall purchase and maintain insurance on behalf of any person who is or was an Officer or Director of the Association insuring him against any liability asserted against him and incurred by him in his capacity as an Officer or Director or arising out of his status as such whether or not the Association would have the power to indemnify him under Article XI A of these Articles.

XII

REGISTERED AGENT

The Association's registered agent shall ~~remain JOHN H. EVANS whose office is at 1702 South Washington Avenue, Titusville, Florida 32780.~~ **be the Association manager whose office is at 100-D Plantation Drive, Titusville FL 32780 or such other party as may be designated to the Secretary of State in the corporate report required by law to be filed annually.**

XIII

EFFECTIVE DATE

This Amendment to the Articles of Incorporation shall become effective on February 1, 2001.