BALDWIN COUNTY, ALABAMA
TIM RUSSELL PROBATE JUDGE
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ARTICLES OF INCORPORATION

OF

BUENA VISTA RV RESORT PROPERTY OWNERS ASSOCIATION, INC.

By these Articles, the undersigned incorporator over the age of Nineteen (19) hereby executes the following for the purpose of forming a not for profit corporation under the Alabama Nonprofit Corporation Act, §10-3A-1 et seq., Code of Alabama (1975), and verifies as follows:

ARTICLE I
NAME AND DEFINITIONS

The name of the corporation shall be BUENA VISTA RV RESORT PROPERTY OWNERS ASSOCIATION, INC., herein referred to as the "Corporation," and the terms used herein shall have the meaning for each stated in the Alabama Nonprofit Corporation Act, §10-3A-1, et seq., Code of Alabama (1975) (hereinafter referred to as the "Act").

ARTICLE II
PURPOSE

The Corporation is organized for the purpose or purposes of transacting any and all lawful business, including but not limited to the following:

(1) To maintain, operate and manage the resort known as BUENA VISTA RV RESORT, located at 23601 Perdido Beach Boulevard, Orange Beach, Baldwin County, Alabama, and to do all things incident, necessary, convenient, expedient, ancillary, or in aid of the accomplishment of the foregoing.

(2) To own, operate, lease, sell, trade, or otherwise deal with such property, real or personal, as may be necessary or convenient in the administration of the Resort.

ARTICLE III
POWERS

3.01. Implied Powers. The Corporation shall have all of the common law and statutory powers of a not for profit corporation which are not in conflict with the purposes of the Corporation as set forth in this Article and the Act.

ARTICLE IV
CORPORATION FUNDS

The Corporation shall pay no dividend, and shall distribute no part of its income to its Members, Directors, or Officers. Nevertheless, the Corporation may pay compensation in a reasonable amount to its Members, Directors, and Officers for services rendered, and it may confer benefits on its Members in conformity with the purposes of the Corporation. No such payment, benefit, or distribution shall be deemed to be a dividend or distribution of income. All funds and property acquired by the Corporation and all proceeds therefrom shall be held and used for the benefit of the Members of the Corporation in accordance with the provisions of these Articles and the By-Laws.

ARTICLE V
MEMBERS

5.01. Qualification. The sole qualification for membership shall be Ownership of a Lot in the Resort. No membership may be separated from the Lot to which it is appurtenant.

5.02. Certification of Membership. This Corporation shall issue no shares of stock of any kind or nature whatsoever.

ARTICLE VI
DIRECTORS

6.01. Number. The property, business, and affairs of the Corporation shall be managed by a Board of Directors consisting of the number of Directors determined by the By-Laws, but which shall consist of not less than three Directors nor more than five Directors. Except as may otherwise be provided in the By-Laws, each Director shall be a person entitled to cast a vote in the Corporation.

6.02. Election. Directors may be designated or elected and removed, and vacancies on the Board of Directors shall be filled as provided in the By-Laws.

6.03. Authority. All of the duties and powers of the Corporation existing under the Act, these Articles, and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by the Members, these Articles, or the By-Laws.

6.04. Initial Directors. The names and addresses of the three members of the initial Board of Directors, who shall hold office until the election or appointment of their successors, are as follows:

Michael F. Miller
P. O. Box 65
Orange Beach, Alabama 36561

Jimmy V Grantham
20318 Cty. Rd 8 East
Gulf Shores, Alabama 36542

T. Deven Moore
7823 Highway 59 S
Foley, Alabama 36535

ARTICLE VII
OFFICERS

The affairs of the Corporation shall be administered by the officers designated in accordance with the By-Laws. The names and addresses of the officers who shall serve until the election or appointment of their successors in accordance with the By-Laws are as follows:

President:	Michael F. Miller P. O. Box 65 Orange Beach, AL. 36561
Secretary/Treasurer:	Jimmy V Grantham 20318 County Rd 8 East Gulf Shores, AL 36542

ARTICLE VIII
DURATION

The duration of the Corporation shall be perpetual or until dissolved in accordance with the provisions of the Act.

ARTICLE IX
DISSOLUTION

The corporation may be terminated by the unanimous vote of the directors. Upon termination of the Corporation, the directors shall distribute the remaining corporate assets to such one or more charitable organizations selected by the directors, each of which is organized and operated exclusively for charitable purposes and which at the time of distribution shall qualify for exemption under Section 501(c)(3), of the Internal Revenue Code of 1986, as from time to time amended (the "Code"), in such proportions among such organizations as the directors shall decide.

ARTICLE X
REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 23601 Perdido Beach Boulevard, Orange Beach, Alabama 36561 and the name of the initial agent at that address is Michael F. Miller, whose mailing address is P.O. Box 65, Orange Beach, Alabama 36561.

ARTICLE X
INCORPORATORS

The name and address of the Incorporator of the Corporation is:

Michael F. Miller
P. O. Box 65
Orange Beach, AL. 36561

IN WITNESS WHEREOF, the Incorporator has hereto affixed his signature this 6th day of December, 2012.

INCORPORATOR:

MICHAEL F. MILLER

STATE OF Alabama)
COUNTY OF Baldwin)

I, T. D. Moore, the undersigned authority, a Notary Public in and for said County in said State, hereby certifies that Michael F. Miller whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that being informed of the contents of said instrument, he, as its Incorporator and with full authority, executed the same voluntarily.

Given under my hand and seal this the 6TH day of DECEMBER, 2012.

Notary Public
My Commission Expires: 10/18/15

THIS INSTRUMENT PREPARED BY:

Jule R. Herbert Jr.
Herbert Law Firm LLC
224 W 19th Ave, Professional Court Bldg F
P. O. Drawer 3889
Gulf Shores, AL 36547
(251) 968-4764
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Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama 1975*, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Buena Vista RV Resorts Property Owners Association, Inc.

This domestic business corporation is proposed to be formed in Alabama and is for the exclusive use of T. Deven Moore, 7823 Highway 59 S, Foley, AL 36535 for a period of one hundred twenty days beginning January 17, 2013 and expiring May 18, 2013.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

January 17, 2013

Date

Beth Chapman **Secretary of State**

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