

**BYLAWS
OF
BLUFF SPRINGS CAMPGROUND, INC.**

The Bluff Springs Campground (hereafter "Campground"), located at 1300 Liahona Trail, McDavid, Florida 32568 is an integral subordinate unit and part of the Community of Christ (a/k/a Reorganized Church of Jesus Christ of Latter Day Saints) (hereafter "Church"); complies with all applicable Church policies and procedures; is accountable to the Church general officers (including the First Presidency, the Apostle in charge of the Field, and the Presiding Bishopric) and the officers of the Alabama/Northwest Florida Mission Center and the Gulf Mission Center (hereafter "Mission Centers") of the Church; and is owned by the Presiding Bishop of the Church as Trustee in Trust for the Church.

**ARTICLE I
OFFICES**

Section 1.01: PRINCIPAL OFFICE

The principal office of Bluff Springs Campground, Inc. (hereafter "Corporation"), a Florida not for profit corporation, for its transaction of business, is located at 1300 Liahona Trail, McDavid, Florida 32568.

Section 1.02: CHANGE OF ADDRESS

The Corporation's Board of Directors (hereafter "Board") is granted full power and authority to change the principal office of the Corporation from one location to another in the State of Florida.

**ARTICLE II
PURPOSE AND AUTHORITY**

Section 2.01: PURPOSE AND AUTHORITY

The Corporation is an integral subordinate unit and part of the Church; complies with all applicable Church policies and procedures; and is accountable to the Church general officers (including the First Presidency, the Apostle in charge of the Field, and the Presiding Bishopric) and the officers of the Mission Centers. The purposes of the Campground are to proclaim Jesus Christ and promote communities of joy, hope, love and peace through camping experiences for all ages that provide spiritual development, fellowship, worship, recreation, team building and personal development. The purposes of the Corporation are to maintain, finance, schedule, develop, promote, and preserve the Campground. The Corporation shall act on matters of capital development, finance, fundraising, and property and facilities management and maintenance of the Campground upon recommendation of the Board and in accordance with the Church's policies, procedures and administrative oversight for Church campgrounds. The Corporation may act on matters involving real estate transactions upon recommendation of the Board and subject to approval by the Presiding Bishopric of the Church.

ARTICLE III
CORPORATION GOVERNANCE

Section 3.01: MEMBERS OF THE CORPORATION

The members of the Corporation (hereafter "Members") shall be the enrolled members of the congregations (hereafter "Congregations") that now or hereafter comprise the Mission Centers.

Section 3.02: CORPORATION CONFERENCE

The Corporation Conference determines the general course of action to be taken by the Corporation and the Campground, in accordance with the powers and duties set forth by statute and common law of the State of Florida and by these Bylaws.

Section 3.03: BOARD OF DIRECTORS

The Board manages the Corporation and the Campground, in accordance with the powers and duties set forth by statute and common law of the State of Florida and by these Bylaws. The Board is directly accountable to the Corporation Conference.

Section 3.04: DELEGATES

The members of the Corporation Conference (hereafter "Delegates") shall be elected by majority vote of the regular annual conferences of the Mission Centers. Each Mission Center shall elect one Delegate for each one hundred (100) Members of that Mission Center.

Section 3.05: QUALIFICATIONS

A prospective Delegate shall:

- (a) not have been convicted of a felony; and
- (b) not have been declared incapacitated or incompetent by a final order of a court; and
- (c) be an active participant in a Congregation.

Section 3.06: NUMBER OF DELEGATES

The number of authorized Delegates shall be the number of Members of both Mission Centers divided by one hundred (100). At least a majority of the Delegates must be Members.

Section 3.07: TERM OF OFFICE

Delegates shall serve for a term of two (2) years or until their respective successors have been elected and taken office. Delegates shall not serve more than two (2) consecutive terms. Notwithstanding the foregoing, after a one (1) year break in service, a Delegate shall be eligible to serve additional terms. Delegates shall serve staggered terms with one-half being elected each year. The Board shall be responsible for establishing the rotation of such terms.

Section 3.08: COMPENSATION

Delegates shall serve without compensation.

Section 3.09: PLACE OF CORPORATION CONFERENCES

All conferences of the Corporation shall be held at the principal office of the Corporation, unless the Corporation Conference designates another place.

Section 3.10: DATE AND TIME OF CORPORATION CONFERENCES

3.10.1 The Corporation shall hold a regular annual conference at a time and place to be determined by the Corporation Conference at the close of the preceding annual conference, to adopt the budget of the Corporation and the regular per capita assessment of the Congregations for the following fiscal year, to adopt the auditor's report of the Corporation's finances for the preceding fiscal year, and to transact other business. Appropriate notice of the annual conference shall be communicated to each Delegate and Congregation by mail, facsimile, email, courier service, or hand-delivery at least four (4) weeks before the date of such conference.

3.10.2 Special conferences may be called on the joint initiative of the Presidents of both Mission Centers, or shall be called by the President of one of the Mission Centers within two (2) days of receipt of a written request to do so from at least a majority of the Board. Notice of a special conference shall include the date, time, and place of, and the items of business to be transacted at, the conference and shall be communicated to each Delegate and Congregation by mail, facsimile, email, courier service, or hand-delivery at least two (2) weeks before the date of such conference. No business other than that stated in the notice shall be transacted at said special conference unless two thirds (2/3) of the entire Corporation Conference, regardless of attendance, votes to waive the notice of items of business at the special conference.

Section 3.11: QUORUM

A majority of the Delegates shall constitute a quorum of the Corporation Conference for the transaction of business.

Section 3.12: CONDUCT OF CONFERENCE

The Delegates shall by majority vote choose the President of one of the Mission Centers to preside at any conference of the Corporation. The Secretary of the Board or, in the absence of the Secretary, any person appointed by the presiding officer shall act as Secretary of the conference.

Section 3.13: ACTION BY TELECONFERENCE

The Corporation Conference shall be authorized to transact business in person, by teleconference, or by other technology, provided that a quorum of the Delegates is present in person and/or able to hear and participate in the meeting by telephone or other technological means which allow all persons participating to hear and respond to each other at the same time.

Section 3.14: ADJOURNMENT

A majority of the Delegates present, whether or not a quorum is present, may adjourn any conference to another time and place. Notice of the adjournment to another time and place shall be given, prior to the time of the reconvened conference, to the Delegates who were not present at the adjourned conference.

Section 3.15: REMOVAL OF DELEGATES FOR CAUSE

The Corporation Conference may, by majority vote, remove any Delegate from office on the occurrence of any of the following events.

- (a) The Delegate has been convicted of a felony; or
- (b) The Delegate has been declared incapacitated or incompetent by a final 4 order of a court; or
- (c) The Delegate has breached any of their duties to the Corporation; or
- (d) The Delegate has failed to attend a minimum of fifty percent (50%) of regular and special conferences of the Corporation within one year; or
- (e) The Delegate is no longer a Member of or active participant in a Congregation; or
- (f) The Delegate is no longer a member in good standing of the Church.

Section 3.16: RESIGNATION OF A DELEGATE

Any Delegate may resign, effective immediately or at a later time, upon giving written notice to the Presidents of the Mission Centers.

Section 3.17: VACANCIES

Vacancies on the Corporation Conference shall exist on the death, resignation or removal of any Delegate(s); and on the failure of the Mission Centers to elect the full number of authorized Delegates. Any vacancy in the Delegates shall be filled by the Mission Center President of that Delegate's Mission Center, with the successor Delegate to serve through the remainder of the unexpired term.

Section 3.18: FINANCIAL SUPPORT OF THE CORPORATION

3.18.1 The Members shall support the Campground and the Corporation through a regular annual per capita assessment of the Congregations, based on a budget and per capita assessment developed and recommended by the Board and adopted by majority vote of the Corporation Conference. The Congregations shall pay such annual assessment to the Corporation in quarterly installments.

3.18.2 The Members shall support the Campground and the Corporation through special additional per capita assessments of the Congregations, based on budgets and per capita assessments developed and recommended by the Board and adopted by two-thirds (2/3) vote of the Corporation Conference. The Congregations shall pay such special assessments to the Corporation in quarterly installments.

Section 3.19: RESPONSIBILITIES OF THE CORPORATION CONFERENCE

The Corporation Conference shall have the powers and duties set forth by statute and common law of the State of Florida and by these Bylaws, including the powers and duties to do the following as provided in these Bylaws:

- (a) Act on matters of capital development, finance, fundraising, and property and facilities management and maintenance of the Campground upon recommendation of the Board and in accordance with the Church's policies, procedures, and administrative oversight for Church campgrounds.
- (b) Act on matters involving real estate transactions upon recommendation of the Board and subject to approval by the Presiding Bishopric of the Church.

- (c) Approve borrowing money, contracting debts and executing notes, upon recommendation of the Board, if over Twenty-Five Thousand Dollars (\$25,000).
- (d) Adopt budgets of the Corporation upon recommendation of the Board.
- (e) Adopt regular and/or special per capita assessments of the Congregations upon recommendation of the Board.
- (f) Adopt auditors' reports of the Corporation's finances.
- (g) Remove Delegates from office.
- (h) Fill vacancies in the Corporation Conference.
- (i) Approve the sale of the Campground, or any interest therein or portion thereof, upon recommendation of the Board and subject to approval by the Presiding Bishopric of the Church.
- (j) Approve Dissolution Plans for the sale of the Campground and/or dissolution of the Corporation upon recommendation of the Board and subject to approval by the Presiding Bishopric of the Church.
- (k) Approve amendments to the Bylaws upon recommendation of the Board and subject to ratification by the Presiding Bishopric of the Church.

ARTICLE IV
BOARD OF DIRECTORS

Section 4.01: CLASS OF DIRECTORS

The members of the Board (hereafter "Directors") shall consist of two classes: (i) elected and (ii) ex officio. Each Director, regardless of class, shall be entitled to one (1) vote.

4.01.1 ELECTED DIRECTORS

Elected Directors shall be elected by majority vote of the regular annual conferences of the Mission Centers. Each Mission Center shall elect three Elected Directors.

4.01.2 EX OFFICIO DIRECTORS

Ex Officio Directors shall consist of the Apostle in charge of the Field or her or his designee, and one officer (either the President or the Financial Officer) from each Mission Center.

Section 4.02: QUALIFICATIONS

A prospective Director shall:

- (a) not have been convicted of a felony; and
- (b) not have been declared incapacitated or incompetent by a final order of a court; and
- (c) be an active participant in a Congregation.

Section 4.03: NUMBER OF DIRECTORS

4.03.1 GENERAL The Board shall have not less than three (3) or more than nine (9) Directors, including both Elected and *Ex Officio* Directors. At least a majority of the Directors must be Members.

4.03.2 SPECIFIC

The number of authorized Directors shall be nine (9): six (6) Elected Directors and three (3) *Ex Officio* Directors, as provided in these Bylaws.

4.03.3 ELECTED DIRECTORS

The six (6) Elected Directors shall be the following:

- 1.) Three (3) Elected Directors from the Alabama/Northwest Florida Mission Center.
- 2.) Three (3) Elected Directors from the Gulf Mission Center.

4.03.4 EX OFFICIO DIRECTORS

The three (3) *Ex Officio* Directors shall be the Apostle in charge of the Field or her or his designee, and one officer (either the President or the Financial Officer) from each Mission Center.

Section 4.04: TERM OF OFFICE

4.04.1 Each *Ex Officio* Director shall only hold membership during the term that they hold the office that constitutes them an *Ex Officio* Director.

4.04.2 Elected Directors shall serve for a term of two (2) years or until their respective successors have been elected and taken office. Elected Directors shall not serve more than four (4) consecutive terms. Notwithstanding the foregoing, after a two (2) year break in service, an Elected Director shall be eligible to serve additional terms. Elected Directors shall serve staggered terms with one-half being elected each year. The Board shall be responsible for establishing the rotation of such terms.

Section 4.05: COMPENSATION

Directors shall serve without compensation.

Section 4.07: PLACE OF MEETINGS

All meetings of the Board shall be held at the principal office of the Corporation, unless the Board designates another place.

Section 4.08: DATE AND TIME OF MEETINGS

4.08.1 The Board shall hold a regular annual meeting at a time and place to be determined by the Board at the close of the preceding annual meeting, to elect officers, to develop a recommended budget for the Corporation and a recommended regular annual per capita assessment of the Congregations for the following fiscal year, and to transact other business. Appropriate notice of the annual meeting shall be communicated to each Director by mail, facsimile, email, courier service, or handdelivery at least four (4) weeks before the date of such meeting.

4.08.2 Special meetings may be called on the individual initiative of the President of the Board or shall be called by the President within two (2) days of receipt of a written request to do so by at least one-third (1/3) of the Board. Notice of a special meeting shall include the date, time, and place of, and the items of business to be transacted at, the meeting and shall be communicated to each Director by mail, facsimile, email, courier service, or hand-delivery at least two (2) weeks before the date of such meeting. No business other than that stated in the notice shall be transacted at said special meeting unless two thirds (2/3) of the entire Board, regardless of attendance, votes to waive the notice of items of business at the special meeting.

Section 4.09: QUORUM

A majority of the Directors shall constitute a quorum of the Board for the transaction of business.

Section 4.10: CONDUCT OF MEETING

The President or in the absence of the President, the Vice-President, or in the absence of the President and Vice President, another Director selected by the Board, shall preside at meetings of the Board. The Secretary or, in the absence of the Secretary, any person appointed by the presiding officer shall act as Secretary of the meeting.

Section 4.11: ACTION BY TELECONFERENCE

The Board shall be authorized to transact business in person, by teleconference, or by other technology, provided that a quorum of the Directors is present in person and/or able to hear and participate in the meeting by telephone or other technological means which allow all persons participating to hear and respond to each other at the same time.

Section 4.12: ADJOURNMENT

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment to another time and place shall be given, prior to the time of the reconvened meeting, to the Directors who were not present at the adjourned meeting.

Section 4.13: ACTION WITHOUT MEETING

Any action required or permitted to be taken by the Board may be taken without a meeting, if all Directors consent to such action in writing, either by signed document, facsimile, or e-mail, provided that each Director can be uniquely identified as the person giving such consent. Such written consent shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of the Board.

Section 4.14: REMOVAL OF DIRECTORS FOR CAUSE

The Board may, by majority vote, remove any Elected Director from office on the occurrence of any of the following events.

- (a) The Director has been convicted of a felony; or
 - (b) The Director has been declared incapacitated or incompetent by a final order of a court; or
 - (c) The Director has breached any of their duties to the Corporation; or
 - (d) The Director has failed to attend a minimum of fifty percent (50%) of regular and special meetings of the Board within one year; or
 - (e) The Director is no longer a Member of or active participant in a Congregation;
- or
- (f) The Director is no longer a member in good standing of the Church.

Section 4.15: RESIGNATION OF A DIRECTOR

Any Director may resign, effective immediately or at a later time, upon giving written notice to the President of the Board. The Director and/or President of the Board will

send copies of such resignation to the Presidents of the Mission Centers as soon as practicable giving or receiving it, as the case may be.

Section 4.16: VACANCIES

Vacancies on the Board shall exist on the death, resignation or removal of any Elected Director(s); and on the failure of the Mission Centers to elect the full number of authorized Elected Directors. Any vacancy in the Elected Directors shall be filled by majority vote of the Board, with the successor Elected Director to serve through the remainder of the unexpired term. Any vacancy in the *Ex Officio* Directors shall be filled by the Church.

Section 4.17: RESPONSIBILITIES OF THE BOARD OF DIRECTORS

The Board shall have the powers and duties set forth by statute and common law of the State of Florida and by these Bylaws, including the powers and duties to do the following as provided in these Bylaws:

- (a) Make recommendations on matters of capital development, finance, fundraising, and property and facilities management and maintenance of the Campground in accordance with the Church's policies, procedures and administrative oversight for Church campgrounds, which shall be approved by the Corporation Conference.
- (b) Make recommendations on matters involving real estate transactions, which shall be approved by the Corporation Conference and the Presiding Bishopric of the Church.
- (c) Develop, clarify, and refine statements of vision and purpose.
- (d) Develop and approve long-range plans.
- (e) Develop management policies and procedures.
- (f) Manage funds and assets.
- (g) Expend funds in accordance with budgets adopted by the Corporation Conference.
- (h) Borrow money, contract debts and execute notes, to be approved by the Corporation Conference if over Twenty-Five Thousand Dollars (\$25,000).
- (i) Invest assets.
- (j) Develop and recommend budgets of the Corporation, which shall be adopted by the Corporation Conference.
- (k) Develop and recommend regular and/or special per capita assessments of the Congregations, which shall be adopted by the Corporation Conference.
- (l) Engage and discharge agents and employees.
- (m) Supervise the maintenance of the physical plant, property, and equipment.
- (n) Elect annually the following officers of the Corporation: President, Vice-President, Secretary, and Treasurer.
- (o) Elect such other officers as the business of the Corporation may require.
- (p) Establish committees and appoint the members thereof.
- (q) Keep books and records of account of the properties and business transactions of the Corporation.
- (r) Provide for an annual audit of the Corporation's finances in consultation with the Mission Center Financial Officers.
- (s) Remove Directors, Officers and/or other officers from office.
- (t) Fill vacancies in the Elected Directors, Officers and/or other officers.

(u) Recommend the sale of the Campground, or any interest therein or portion thereof, which shall be approved by the Corporation Conference and the Presiding Bishopric of the Church.

(v) Approve land condemnation, which shall be approved by the Presiding Bishopric of the Church.

(w) Recommend Dissolution Plans for the sale of the Campground and/or dissolution of the Corporation, which shall be approved by the Corporation Conference and the Presiding Bishopric of the Church.

(x) Recommend amendments to the Bylaws, which shall be approved by the Corporation Conference and ratified by the Presiding Bishopric of the Church.

ARTICLE V OFFICERS OF THE CORPORATION

Section 5.01: TITLES

The officers of the Corporation shall be a President, a Vice-President, a Secretary and a Treasurer (hereafter "Officers"). The Board may appoint such other officers as the business of the Corporation may require, each of whom shall have such authority and perform such duties as are provided in the Bylaws or as the Board may from time to time determine. The same person may hold only one office at a time.

Section 5.02: OFFICERS

5.02.1 ELECTION

The Officers and other officers, if any, shall be elected at the regular annual meeting of the Board from among the Directors and shall serve for a term of one year or until their respective successors have been elected and taken office. Any Officer or other officer may be re-elected to succeed themselves for a maximum of three (3) consecutive terms. Notwithstanding the foregoing, after a one (1) year break in service, an Officer or other officer shall be eligible to serve additional terms.

5.02.2 REMOVAL OF OFFICERS FOR CAUSE

The Board may, by majority vote, remove any Officer or other officer from office on the occurrence of any of the following events.

- (a) The Officer or other officer has been convicted of a felony; or
- (b) The Officer or other officer has been declared incapacitated or incompetent by final order of a court; or
- (c) The Officer or other officer has breached any of their duties to the Corporation; or
- (d) The Officer or other officer has failed to attend a minimum of fifty percent (50%) of meetings of the Officers or other officers within one year; or
- (e) The Officer or other officer is no longer a Director; or
- (f) The Officer or other officer is no longer a Member of or active participant in a Congregation; or
- (g) The Officer or other officer is no longer a member in good standing of the Church.

5.02.3 RESIGNATION OF AN OFFICER

Any Officer or other officer may resign, effective immediately or at a later time, upon giving written notice to the President of the Board.

5.02.4 VACANCIES

Vacancies in Officers or other officers shall exist on the death, resignation or removal of any Officer(s) or other officer(s). Any vacancy in the Officers or other officers shall be filled by majority vote of the Board, with the successor Officer or other officer to serve through the remainder of the unexpired term.

Section 5.03: DUTIES OF OFFICERS

5.03.1 PRESIDENT

The President shall be the general manager and chief executive officer of the Corporation and shall, subject to the control of the Board, have supervision, direction and control of the business and affairs of the Campground. He/she shall have voting rights only for the purpose of breaking a tie vote, and be an ex officio member of all committees. The President shall preside at all meetings of the Board. The President shall have other powers and perform other duties as may be required by law, by the Articles of Incorporation, and by these Bylaws, or which may be prescribed from time to time by the Board.

5.03.2 VICE-PRESIDENT

In the absence of the President, or in the event of the President's inability or refusal to act, the Vice-President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice-President shall have other powers and perform other duties as may be required by law, by the Articles of Incorporation, and by these Bylaws, or which may be prescribed from time to time by the Board.

5.03.3 SECRETARY

The Secretary shall keep or cause to be kept a book of minutes of all conferences of the Corporation and all meetings of the Board, which book shall be transferred to her or his successors in office. The Secretary shall have other powers and perform other duties as may be required by law, by the Articles of Incorporation, and by these Bylaws, or which may be prescribed from time to time by the Board.

5.03.4 TREASURER

The Treasurer shall keep and maintain in written form, adequate and correct books and records of account of the properties and business transactions of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses. The books and records of account shall at all times be open to inspection by any Director. The Treasurer shall deposit all moneys and other valuables in the name of, and to the credit of, the Corporation with such depositaries as may be designated by the Board. The Treasurer shall disburse the funds of the Corporation as ordered by the Board, and shall render to the President, and the Directors, on request, an account of all her or his transactions as Treasurer, and of the financial condition of the Corporation. The Treasurer shall have other powers and perform other duties as may be required by law, by the Articles of Incorporation, and by these Bylaws, or which may be prescribed from time to time by the Board.

ARTICLE VI
COMMITTEES

Section 6.01: ORGANIZATION AND COMPOSITION

The Board may, by majority vote, establish committees at any time for any purpose and appoint the members thereof. At least one Director must be appointed to each committee. The other committee members may be Members and/or friends of the Church.

Section 6.02: AUTHORITY AND DUTIES

Committees shall conduct the business of the Corporation for which they are established, during the intervals between meetings of the Board, as authorized by the Board. Each Committee shall, as directed by the Board, report to the Board on the fulfillment of its assigned responsibilities.

ARTICLE VII
SALE OF PROPERTY AND DISSOLUTION

Section 7.01: SALE OF PROPERTY

7.01.1 PARTIAL SALE

The sale of any interest in or portion of the Campground, which includes the real property and improvements, shall require recommendation by a majority vote of the Board, approval by a majority vote of the Corporation Conference and approval of the Presiding Bishopric of the Church, except for land condemnation or threat of condemnation by a government agency that has the power and authority to condemn, in which case the Board may by majority vote approve such condemnation action subject to approval by the Presiding Bishopric of the Church.

7.01.2 ENTIRE SALE

The sale of the Campground in its entirety, which includes the real property and improvements, shall require recommendation by a majority vote of the Board, approval by a two-thirds (2/3) vote of the Corporation Conference and approval of the Presiding Bishopric of the Church.

Section 7.02: DISSOLUTION

Upon the sale of the Campground in its entirety, the Corporation shall be dissolved.

The Corporation may be voluntarily dissolved. Voluntary dissolution of the Corporation shall require recommendation by a majority vote of the Board and approval by a two-thirds (2/3) vote of the Corporation Conference. In the event of a voluntary dissolution, thirty (30) days prior written notice shall be sent to each Delegate and Congregation, stating that a conference is to be held to consider and vote upon a voluntary dissolution.

If it votes to sell the Campground in its entirety or to dissolve the Corporation, the Corporation Conference shall also adopt a plan (hereafter "Dissolution Plan") to distribute all remaining funds, assets and property of the Corporation after payment of any remaining debts and liabilities, which Dissolution Plan shall require recommendation by a majority vote of the Board, approval by a two-thirds (2/3) vote of a Corporation Conference and approval of the Presiding Bishopric of the Church.

In the event of dissolution of the Corporation in any manner and for any cause, after the payment or adequate provision for the payment of all its debts and liabilities, all the remaining funds, assets, and properties of the Corporation shall be paid or distributed in accordance with the Dissolution Plan.

**ARTICLE VIII
INDEMNIFICATION OF DIRECTORS, OFFICERS,
EMPLOYEES AND AGENTS**

Section 8.01: DEFINITIONS

For the purpose of this Article,

"Agent" shall mean any person who is or was a Director, Officer, other officer, employee or other representative of the Corporation.

"Proceeding" shall mean any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative; and

"Expenses" shall include, without limitation, attorney fees and any expenses of establishing a right to indemnification under this Article.

Section 8.02: INDEMNIFICATION

The Corporation shall indemnify and hold harmless any person who was or is a party, or who was or is threatened to be made a party, to any Proceeding, other than an action by or in the right of the Corporation, by reason of the fact that such person was or is an Agent, against Expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such Proceeding to the maximum extent permitted by applicable law, including the advance of Expenses and the purchase of insurance, but only to the extent that such person was acting in good faith as an Agent within the normal scope of her or his duties on behalf of the Corporation.

**ARTICLE IX
CORPORATE RECORDS AND REPORTS**

Section 9.01: KEEPING RECORDS

The Corporation shall keep adequate and correct books and records of account of its properties and business transactions, and minutes of all conferences of the Corporation and all meetings of the Board. The official membership records of the Congregations shall be the official record of Members of the Corporation. The books and records of account shall be kept either in written form or in any other form capable of being converted into written form. The minutes must be kept in written form.

Section 9.02: MAINTENANCE AND INSPECTION OF BYLAWS

The Corporation shall keep at its principal office and at the Legal Services office of the Church, an original executed copy of these Bylaws as amended to date, which shall be open to inspection by any Member at any reasonable time during office hours.

Section 9.03: INSPECTION BY MEMBERS AND DIRECTORS

Any Member of the Corporation shall have the right on written demand to inspect and copy, at the Member's expense, the Bylaws, the record of Members, the books and records of account, and the minutes of the Corporation. Each Director shall have the absolute right at any reasonable time to inspect and copy, at the Director's expense, all

books, records, minutes and documents of every kind and to inspect the physical properties of the Corporation.

Section 9.04: ANNUAL STATEMENT OF GENERAL INFORMATION

The Corporation shall, during the period provided by law in each year and if required by law, file with the Secretary of State of the State of Florida an annual registration statement and/or anything else required for the Corporation to exist and transact business in the State of Florida or elsewhere.

Section 9.05: MINUTES

Within seven (7) days after placing minutes of the Corporation Conference in the book of minutes of the Corporation, the Secretary will send hard or electronic copies of such minutes by mail, facsimile, email, courier service, or hand-delivery to all Congregations, Delegates, Directors, and Presidents and Financial Officers of the Mission Centers.

**ARTICLE X
GENERAL MATTERS**

Section 10.01: EXECUTION OF INSTRUMENTS

The Board may, in its discretion, determine the method and by resolution designate the signatory officer or officers, or other person or persons to execute any major Corporation instrument or document, or to sign the Corporation name without limitation, except where otherwise provided by law, and such execution or signature shall be binding on the Corporation. In the absence of other specific designation by the Board, the signatures of the President (or Vice-President, in the absence of the President or in the event of the President's inability or refusal to act) and the Treasurer shall be required on such instruments and documents.

Section 10.02: FISCAL YEAR

The fiscal year of the Corporation shall be January 1 through December 31.

**ARTICLE XI
AMENDMENT TO BYLAWS**

Section 11.01: AMENDMENT

Amendments to these Bylaws may be recommended by a majority vote of the Board, and must be approved by a two-thirds (2/3) vote of the Corporation Conference, and must be ratified by the Presiding Bishopric of the Church. The Presiding Bishopric shall act upon any proposed amendments to these Bylaws within sixty (60) days after its receipt thereof.

**ARTICLE XII
PARLIAMENTARY AUTHORITY**

Section 12.01: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern all actions of the Corporation (including its Corporation Conference, Board, Directors, Officers and other officers) in all cases where they are not in conflict with the Articles of Incorporation and/or these Bylaws.

**CERTIFICATE OF SECRETARY
OF
BLUFF SPRINGS CAMPGROUND, INC.**

I hereby certify that I am the duly elected and acting Secretary of Bluff Springs Campground, Inc. and that the foregoing Bylaws, comprising fourteen (14) pages (including this page), constitute the Bylaws of said Corporation duly adopted on September 13, 2008.


September 17, 2008



Secretary, Bluff Springs Campground, Inc.

STATE OF FLORIDA
COUNTY OF Okechobee

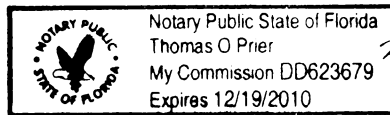
Subscribed and sworn to before me this 17 day of September, 2008.



Notary Public *Thomas O. Prier*

My commission expires:

Dec 17, 2010



17 Sep 08