Resort Sixty-Six Owners' Association, Inc.

Financial Statements

Year ended December 31, 2014 with Independent Auditors' Report

Resort Sixty-Six Owners' Association, Inc. Financial Statements Year ended December 31, 2014

Contents

Independent Auditors' Report	1
Financial Statements	
Balance Sheet	2
Statement of Revenues, Expenses and Changes in Fund (Deficit) Balances	3
Statement of Cash Flows	4
Notes to Financial Statements	5
Supplementary Information	
Independent Auditors' Report on Supplementary Information	10
Supplementary Information on Future Major Repairs and Replacements	11
Schedule of Operating Fund Revenues and Expenses - Budget to Actual	12

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Independent Auditors' Report

To the Board of Directors of Resort Sixty-Six Owners' Association, Inc.

We have audited the accompanying financial statements of Resort Sixty-Six Owners' Association, Inc. which comprise the balance sheet as of December 31, 2014, and the related statements of revenues, expenses and changes in fund (deficit) balance, and cash flows for the year 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 audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from 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 auditors consider 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 Resort Sixty-Six Owners' Association, Inc. as of December 31, 2014, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Cocuy, Burns & Co., P.A.

Wellington, Florida

May 18, 2015

Resort Sixty-Six Owners' Association, Inc. Balance Sheet December 31, 2014

	Funds					
		perating	Re	placement	Total	
Assets						
Cash and cash equivalents	\$	540,872	\$	277,446	\$	818,318
Accounts receivable - members (net of						
allowance of \$20,966)		1,277		999, 5		1,277
Accounts receivable - related party		5,883		- 1		5,883
Accounts receivable - other		6,843		-		6,843
Due from owners - tax escrow		15,179				15,179
Due (to) from other funds		(2,226)		2,226		· -
Prepaid expenses		20,173				20,173
Total assets	\$	588,001	\$	279,672	\$	867,673
Liabilities and fund (deficit) balance						
Accounts payable	\$	24,385	\$		\$	24,385
Accrued expenses		23,833				23,833
Assessments received in advance		553,226				553,226
Total liabilities		601,444				601,444
Fund (deficit) balance		(13,443)		279,672		266,229
Total liabilities and fund (deficit) balance	\$	588,001	\$	279,672	\$	867,673

Resort Sixty-Six Owners' Association, Inc. Statement of Revenues, Expenses and Changes in Fund (Deficit) Balance For the Year Ended December 31, 2014

	Funds							
	0	Operating		Replacement		Total		
Revenues								
Maintenance fees	\$	565,617	\$	149,000	\$	714,617		
Late charges		2,923		-		2,923		
Rental income		12,120		*		12,120		
Housekeeping income		17,819		<u>-</u>		17,819		
Vending and recreation		2,203				2,203		
Other income		12				12		
Resale income		3,922		-		3,922		
Interest income				465		465		
Total revenues		604,616		149,465		754,081		
Expenses								
Front desk		59,349				59,349		
Housekeeping		139,756		•		139,756		
Maintenance		116,662		-		116,662		
Utilities		88,529				88,529		
Security		34,967		-		34,967		
Telephone		14,589		<u>-</u>		14,589		
General and administrative		170,319				170,319		
Major repairs and replacements		Tall of went		197,587		197,587		
Total expenses		624,171		197,587		821,758		
Deficiency of revenues over expenses		(19,555)		(48,122)		(67,677)		
Beginning fund balance		6,112		327,794		333,906		
Ending fund (deficit) balance	\$	(13,443)	\$	279,672	\$	266,229		

Resort Sixty-Six Owners' Association, Inc. Statement of Cash Flows For the Year Ended December 31, 2014

	Funds						
	0	perating	Re	placement		Total	
Cash Flows from Operating Activities							
Reconciliation of deficiency of revenues over expenses to net cash provided by (used in) operating activities:							
Deficiency of revenues over expenses	\$	(19,555)	\$	(48,122)	\$	(67,677)	
Adjustments to reconcile deficiency of revenues over expenses to net cash provided by (used in) operating activities:							
Increase in accounts receivable – members		(1,277)		-		(1,277)	
Increase in accounts receivable - related party		(4,020)				(4,020)	
Increase in accounts receivable – other		(6,843)				(6,843)	
Decrease in due from owners – tax escrow		23,759					
Increase in prepaid expenses		(1,887)				(1,887)	
Increase in accounts payable		17,489		- 1 A		17,489	
Decrease in accrued expenses		(5,892)		- '		(5,892)	
Increase in assessments received in advance		285,198		:		285,198	
Change in due (to) from other funds		3,439		(3,439)		<u> </u>	
Net cash provided by (used in) operating activities		290,411		(51,561)	A Page	215,091	
Increase (decrease) in cash and cash equivalents		290,411		(51,561)		215,091	
Cash and cash equivalents at beginning of year		250,461		329,007		579,468	
Cash and cash equivalents at end of year	\$	540,872	\$	277,446	\$	794,559	

NOTE 1 - THE ASSOCIATION

Resort Sixty-Six Owners' Association, Inc. (the "Association") was incorporated on December 3, 1987, under the laws of Florida as a not-for-profit corporation, to operate and manage Resort Sixty-Six, an interval ownership condominium consisting of 27 timeshare units (1,377 unit-weeks, plus 27 maintenance weeks), located in Holmes Beach, Florida. The owners of all units in the condominium are the only members of the Association.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Fund Accounting

The Association prepares its financial statements on the accrual basis of accounting in accordance with generally accepted accounting principles in the United States of America ("GAAP") and presents them as separate funds based on its different funding policies for operations and capital expenditures.

The operating fund reflects the portion of annual assessments paid by the owners to meet the various day-to-day expenditures incurred in the administration, maintenance, and operation of the condominium and recreational facilities.

The replacement fund is composed of the portion of the annual assessments designated in the budget to fund future major repairs and replacements, as further discussed in Note 6.

Property and Equipment

Ownership of commonly owned assets is vested directly or indirectly with the owners, and those assets are not deemed to be severable. As a result, commonly owned assets are not presented in the Association's financial statements.

Revenue Recognition

Maintenance fee revenue is recorded monthly in the amount of the membership assessment allocation specified for current period operations based on the annual budget determined and approved by the Board of Directors (the "Board"). Each owner is an Association member and a proportionate share of the maintenance fee is assessed for each interval.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property Taxes

Property taxes are considered to be a direct expense of the owners of the Association. Each owner is responsible for his pro-rata share of the taxes. The Association collects funds for the taxes from the owners and deposits them into the Association's operating account. The receipts are transferred to the tax escrow account and the Association remits payment to the tax collector. Therefore, the activity in the real estate tax escrow account is not reflected in the Association's statement of revenues, expenses and changes in fund (deficit) balance. Any credit received for early payment, or interest earned on the real estate tax escrow cash balance, is used to reduce taxes billed to the owners in the following year.

Income Taxes

The Association files its income tax return as a homeowners' association, in accordance with Internal Revenue Code Section 528. Under that Section, the Association is not taxed on common assessments to the Association members and other income received from Association members solely as a function of their membership in the Association. The Association did not incur an income tax liability for the year ended December 31, 2014.

The Association files income tax returns in the U.S. Federal jurisdiction. The Association is no longer subject to U.S. Federal income tax examinations by taxing authorities for years before 2011.

Estimates

The preparation of financial statements in conformity with GAAP requires management to make certain estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from the estimates.

Fair Value of Financial Instruments

Substantially all of the Association's assets and liabilities, excluding prepaid expenses, are considered financial instruments. The carrying amounts of financial instruments as reported on the balance sheet approximate their fair value due to their short maturity.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash and Cash Equivalents

The Association considers all debt securities purchased with original maturities at the date of purchase of three months or less to be cash equivalents. The Association made no cash payments for income taxes or interest during the year ended December 31, 2014.

The Association maintains its cash and cash equivalent accounts at a financial institution located in Florida. Accounts at the commercial banking institutions are insured by the Federal Deposit Insurance Corporation ("FDIC") up to \$250,000. The uninsured balance at December 31, 2014 was \$308,853, based on the bank statement balances.

At December 31, 2014, balances with a financial services company consisted of interest bearing cash management accounts. Accounts at the financial services company are insured by the Securities Investor Protection Corporation up to \$500,000. These accounts were fully insured at December 31, 2014.

Subsequent Events

Management has evaluated subsequent events through May 18, 2015, the date which the financial statements were available to be issued.

NOTE 3 – ACCOUNTS RECEIVABLE - MEMBERS

At December 31, 2014, accounts receivable – members consist of the following:

	Funds							
Maintenance fees		perating	Replacement			Total		
	\$	22,243	\$		\$	22,243		
Less: allowance for doubtful accounts		(20,966)				(20,966)		
	\$	1,277	\$	÷ .	\$	1,277		

NOTE 4 – ASSESSMENTS RECEIVED IN ADVANCE

Assessments received in advance consisted of 2015 maintenance fees billed to owners in October 2014, and received by the Association prior to January 1, 2015.

NOTE 5 - UNIT WEEKS HELD FOR RESALE

As of December 31, 2014, the Association did not hold any unit weeks for resale.

During the year ended December 31, 2014, the Association received monies for the sale of unit weeks owned by the Association. This income was partially offset by the costs associated with unit weeks received by foreclosure.

NOTE 6 - REPLACEMENT FUND

The Association's replacement fund is utilized to accumulate funds for future major repairs and replacements, by an allocation of the maintenance fees assessment charged to each unit owner, and specifically designated for the fund in the annual budget. Deductions from the fund are recorded as costs, as incurred, which are determined by the Board to meet the objective for which the fund was established.

The following is a table of the current year's activity in the replacement fund:

Components	Balance December 31, 2013	Additions to Fund	Use of Funds	Other Changes to Fund	Balance December 31, 2014
Interior	\$ 159,227	\$ 84,000	\$ (77,892)	\$ (82,000)	\$ 83,335
Paving	1,498	21,000	_	_	22,498
Painting	29,334		(112,000)	82,780	114
Roof	62,943	-			62,943
Capital improvements Unallocated	74,440	44,000	(7,695)		110,745
interest, net	352	465	<u>-</u>	(780)	37
Total reserves	\$ 327,794	\$ 149,465	\$ (197,587)	\$ -	\$ 279,672

During the year ended December 31, 2014, the Association funded for major repairs and replacements over the estimated useful lives of the components, based on Bluegreen Resorts Management, Inc.'s (the "Management Company") estimates of current replacement costs. According to the Management Company's estimates, the 2015 budgeted funding is \$163,900, as shown in the unaudited supplementary information. This is based on the total number of units in the Association.

NOTE 6 – REPLACEMENT FUND (Continued)

The components' actual replacement costs, useful lives, and investment income may vary from estimated amounts and the variation may be material. Therefore, the Association's replacement fund may not be adequate to meet all future needs for major repairs and replacements. If additional funds are needed, the Association, through its Board, has the power to increase regular assessments, pass special assessments, or delay major repairs and replacements until funds are available.

Interest earned on reserve fund bank accounts is returned to the reserve fund for future use in that fund.

The Board approved and adopted the Association's reserves and budget for the year ended December 31, 2014.

NOTE 7 – MATERIAL CONTRACTS

The Association has a three-year management agreement with the Management Company, which runs through December 31, 2016. The contract automatically renews for successive three-year periods until terminated and can be canceled by either party with written notice. The Management Company provides on-site management and maintenance services, and off-site administrative and accounting services.

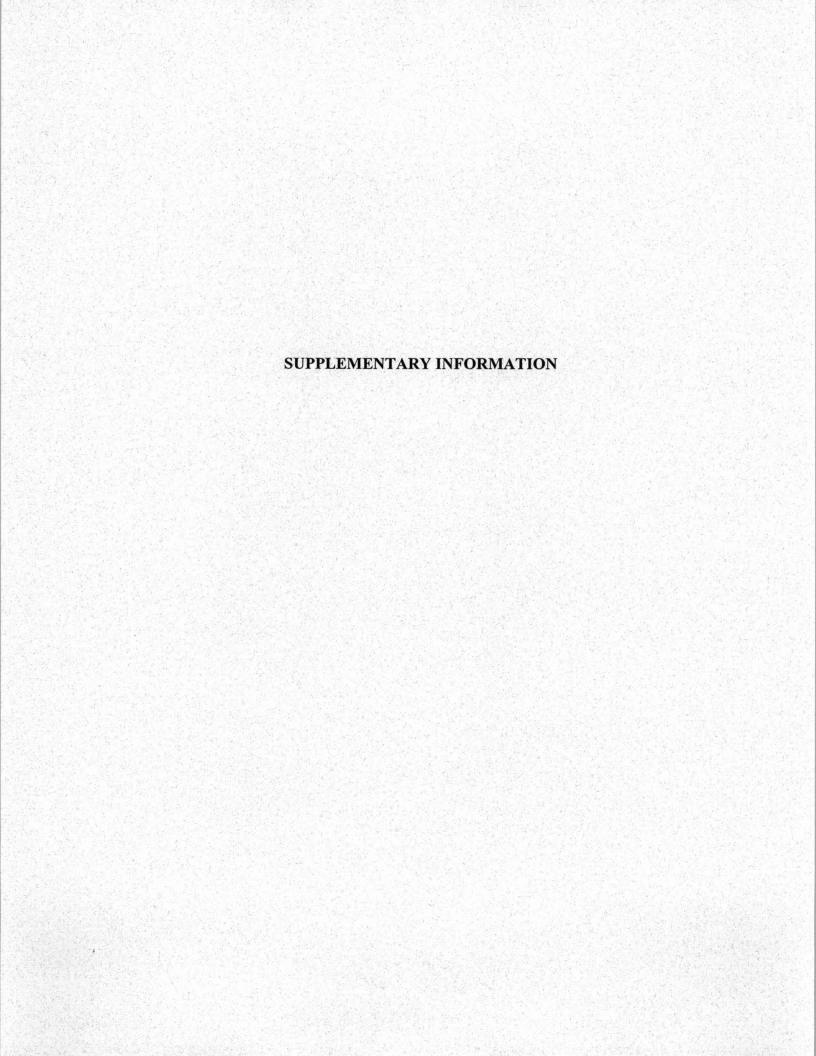
NOTE 8 – RELATED PARTIES

As of December 31, 2014, 689 of the unit weeks were owned by either an affiliate of the Management Company or Vacation Trust, Inc.

The Management Company earns fees for providing services to the Association. In addition, the Association reimburses the Management Company for the cost of personnel and insurance paid by the Management Company on behalf of the Association. During the year ended December 31, 2014, the Association incurred fees of \$51,486 and reimbursable expenses of \$219,847 to the Management Company. As of December 31, 2014, a total of \$9,747 was due to the Management Company for such items and are included in accounts payable/accrued expenses on the accompanying balance sheet.

At December 31, 2014, the Association had accounts receivable of \$5,883 due from the Management Company related to front desk activities and other expenses.

At December 31, 2014, the Association had accounts receivable of \$2,697 due from Vacation Trust, Inc., related to housekeeping expenses.



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Independent Auditors' Report On Supplementary Information

To the Board of Directors of Resort Sixty-Six Owners' Association, Inc.

We have audited the financial statements of Resort Sixty-Six Owners' Association, Inc. as of and for the year ended December 31, 2014, and our report thereon dated May 18, 2015, which expressed an unmodified opinion on those financial statements, appears on page 1.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of operating fund revenues and expenses – budget to actual, 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, except for the portion marked "unaudited," was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. That information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, that information is fairly stated in all material respects in relation to the financial statements as a whole. The information marked "unaudited" 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.

Disclaimer of Opinion on Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the supplementary information on future major repairs and replacements, on page 11, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Financial Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Wellington, Florida

Cocuy, Burns & Co., P.A.

May 18, 2015

Resort Sixty-Six Owners' Association, Inc. Supplementary Information on Future Major Repairs and Replacements December 31, 2014

(Unaudited)

The following table represents an estimate of replacement costs based on a reserve study which was conduted by an independent consulting firm in 2014. The study was also based on information provided by the property manager, Board of Directors, resident manager, vendors and published replacement guides modified for local conditions related to reconstruction, and presents significant information about the components of common property:

Components	Estimated Useful Life	Estimated Remaining Useful Life	Estimated Current Replacement Costs		2015 roposed udgeted unding
Interior	15 years	5 years	\$ 771,987	\$	101,598
Paving	25 years	2 years	7,497		
Painting	6 years	5 years	157,121		30,000
Roof	26 years	16 years	148,975		
Capital improvements	19 years	8 years	575,601		32,302
Total reserves			\$ 1,661,181	\$	163,900
				TOTAL STREET	STATE OF THE STATE

Estimated future replacement costs have been revised to take into account the effects of inflation at an assumed rate of 3% per year.

-11-

Resort Sixty-Six Owners' Association, Inc. Schedule of Operating Fund Revenues and Expenses – Budget to Actual For the Year Ended December 31, 2014

		Budget	Actual	F	variance avorable favorable)	
	A STATE OF THE STA	naudited)		(Unaudited)		
Revenues						
Maintenance fees	\$	565,620	\$ 565,617	\$	(3)	
Late charges		3,684	2,923		(761)	
Rental income		25,266	12,120		(13,146)	
Housekeeping income		24,252	17,819		(6,433)	
Vending and recreation		3,718	2,203		(1,515)	
Other income		- (12		12	
Resale income		2,000	3,922		1,922	
Total revenues		624,540	604,616		(19,924)	
Expenses						
Front desk						
Contributions to 401(k)		239			239	
Contract labor		23,	1,313		(1,313)	
Educational seminars		45	150		(105)	
Health insurance		7,222	3,343		3,879	
Miscellaneous expenses		600	248		352	
Office supplies		1,836	2,381		(545)	
Office equipment		1,590	2,011		(421)	
Payroll		38,329	42,342		(4,013)	
Payroll taxes		3,890	4,185		(295)	
Postage		502	237		265	
Printing		302	1,218		(1,218)	
Uniforms		418	437		(1,210)	
Workers compensation		1,675	1,484		191	
Total front desk expenses		56,346	59,349		(3,003)	
Housekeeping						
Cleaning supplies		4,483	4,369		114	
Contract labor			37,684		(37,684)	
Contributions to 401(k)		239	-		239	
Guest supplies		18,067	12,942		5,125	
Health insurance		4,022	3,893		129	
Housewares		8,300	6,802		1,498	
Linen replacement		8,250	7,906		344	
Office supplies		134	409		(275)	
Payroll		78,125	55,679		22,446	
Payroll taxes		7,928	5,568		2,360	

See independent auditors' report on supplementary information.

Resort Sixty-Six Owners' Association, Inc. Schedule of Operating Fund Revenues and Expenses – Budget to Actual (Continued)

For the Year Ended December 31, 2014

	Bue	lget		Actual	Fa	ariance avorable favorable)
	(Unau	The state of the s			(Ur	naudited)
Housekeeping (continued)						
Recruiting and relocation expense	\$	136	\$	17 18 18 18 18 <u>-</u>	\$	136
Uniforms		700		2,700		(2,000)
Workers compensation		3,414	Z-1	1,804		1,610
Total housekeeping expenses	1	33,798		139,756		(5,958)
Contract labor				18,423		(18,423)
Contributions to 401(k)		239				239
Contract services		1,026		1,439		(413)
Health insurance		4,705		4,262		443
Landscaping and grounds		2,347		3,733		(1,386)
Office supplies		134		167		(33)
Parts, equipment and supplies		23,224		38,455		(15,231)
Payroll		58,635		34,260		24,375
Payroll taxes		5,951		3,949		2,002
Pest control		3,290		1,385		1,905
Pool and spa		5,742		8,907		(3,165)
Recruiting and relocation expense				325		(325)
Repairs and maintenance		-		(398)		398
Travel and entertainment		125		<u>-</u>		125
Uniforms		535		871		(336)
Workers compensation		2,562		884		1,678
Total maintenance expenses		08,515		116,662		(8,147)
Utilities						
Cable		9,828		9,118		710
Electric		28,280		33,572		(5,292)
Gas		12,412		8,554		3,858
Internet		8,651		2,927		5,724
Trash		10,200		8,797		1,403
Water and sewer	The state of the s	30,800		25,561		5,239
Total utilities expenses	1	00,171		88,529		11,642
Contract labor		34,704		34,967		(263)
Total security expense	The second secon	34,704		34,967		(263)

See independent auditors' report on supplementary information.

Resort Sixty-Six Owners' Association, Inc. Schedule of Operating Fund Revenues and Expenses – Budget to Actual (Continued)

For the Year Ended December 31, 2014

		Budget		Actual	F	/ariance avorable afavorable)
	(Un	audited)	100		(U	naudited)
Telephone						
Telephone	\$	11,557	\$	14,589	\$	(3,032)
Total telephone expense		11,557		14,589		(3,032)
General and administrative						
Accounting fees		7,422		7,422		
Association mailings		1,179		1,669		(490)
Association meetings		126		83		43
Bank charges		9,039		4,413		4,626
Bad debt expense		10,726		9,858		868
Consulting				1,398		(1,398)
Contributions to 401(k)		750		1,725		(975)
Credit cards				4,299		(4,299)
Division fees		2,754		2,754		
Educational seminars		481		275		206
Employee relations		700		1,272		(572)
Health insurance		7,908		7,348		560
Insurance expense		23,756		20,081		3,675
Legal and audit		5,400		4,980		420
Licenses and permits		1,072		1,190		(118)
Management fees		44,064		44,064		
Miscellaneous expense				(24)		24
Office supplies		900		1,821		(921)
Owners/guest parties		1,800		1,308		492
Payroll		51,623		43,495		8,128
Payroll taxes		5,114		3,863		1,251
Postage				387		(387)
Printing		1,093		2,377		(1,284)
Recruiting and relocation		•		355		(355)
Travel and entertainment		1,286		2,142		(856)
Workers compensation		2,256		1,764		492
Total general and administrative expenses		179,449		170,319		9,130
Total expenses		624,540		624,171		369
Deficiency of revenues over expenses	\$	•	\$	(19,555)	\$	(19,555)

See independent auditors' report on supplementary information.