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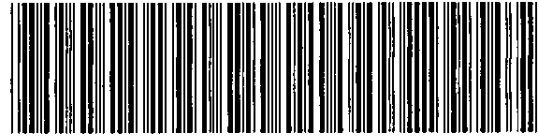
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J. ALLEN BOBO
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JOHN R. DUNHAM, III
DAVID D. EASTMAN
JODY B. GABEL
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TALLAHASSEE, FLORIDA
TOLL FREE: (877) 521-0890

BRADENTON OFFICE:
2401 MANATEE AVENUE W.
BRADENTON, FLORIDA 34205

*OF COUNSEL

September 9, 2010

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

Re: **SAWMILL RESORT HOMEOWNERS ASSOCIATION, INC.**

Dear Sir or Madam:

In connection with the above referenced matter we enclose the following items:


1. Original and one copy of the Articles of Incorporation.
2. Check in the sum of \$78.75.

We would appreciate your filing these Articles at your earliest convenience and returning a copy of the filed document to the above address. Should you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

LUTZ, BOBO, TELFAIR, EASTMAN, GABEL & LEE

By:


KATHLEEN A. SAWDO, CP, FRP
Certified Paralegal

KAS:SawmillResort_ArtInc_Filing_ltr
Enclosures

**ARTICLES OF INCORPORATION
OF
SAWMILL RESORT HOMEOWNERS ASSOCIATION, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not-for-profit corporation under and by virtue of the laws of the State of Florida as contained in Chapter 617 and Chapter 719, Florida Statutes, as amended (the "Acts").

ARTICLE 1. NAME

The name of the corporation shall be SAWMILL RESORT HOMEOWNERS ASSOCIATION, INC. The principal street address of the initial principal office and mailing address of the corporation shall be 21710 US Highway 98, Dade City, Florida 33523.

ARTICLE 2. DURATION

The date of commencement of corporate existence shall be the date the Articles are filed with the Department of State and the period of duration of the Corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the Corporation is initially organized is to engage in, conduct and carry on the business of operation of a homeowners association pursuant to Florida Statute Chapter 617; the Corporation has the power to negotiate for, acquire and operate a recreational vehicle park on behalf of the recreational vehicle owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the Corporation shall have all the powers specified in Section 617.0302, Florida Statutes. Upon completing the purchase of the SAWMILL RESORT AND CAMPGROUND in Pasco County, Florida, the Corporation shall

convert same to a cooperative type of ownership; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such cooperative. Additionally, the Corporation reserves the right to acquire additional lands; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such property.

ARTICLE 4. MEMBERSHIP

Membership in this Corporation shall be limited to proprietary lessees or a family member of a lessee of SAWMILL RESORT AND CAMPGROUND who have purchased membership certificates in the Corporation. Upon transfer of a membership certificate, either voluntarily, or by operation of law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 2 North Tamiami Trail, Suite 500, Sarasota, FL 34236; and the name of the registered agent of the Corporation at such address is William R. Korp.

ARTICLE 6. DIRECTORS

The initial Board of Directors shall consist of no less than three (3) and no more than nine (9) members who are elected according to the Bylaws of the Corporation. The names and addresses of the persons who are to serve as directors until the first annual meeting of themembers or until their successors be elected and qualified, or until their earlier resignation, removal from office or death are as follows:

NAME

ADDRESS

AL FERGUSION

425 Parkview Drive, Sarasota, FL 34243

RICHARD TRUDEL 3961 Elkcam Blvd SE, St. Petersburg, FL 33705
GEORGE CRESSMAN PO Box 533, Trilby, FL 33593
MONTY MONTGOMERIE 4705 1st Street NE Apt 338, St. Petersburg, FL 33703
ALBERT SALVATORE 524 NW Pinesap Place, Jensen Beach, FL 34957

ARTICLE 7. INCORPORATORS

The names and addresses of the incorporators of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
AL FERGUSION	425 Parkview Drive, Sarasota, FL 34243
ALBERT SALVATORE	524 NW Pinesap Place, Jensen Beach, FL 34957

ARTICLE 8. PROVISIONS FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION

8.1 Meetings of the Members and Directors. Meeting of the members and directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the directors.

8.2 Amendments to the Articles of Incorporation. The power to amend the Articles of Incorporation shall be in the members, but the affirmative vote of the majority of the members present at a properly noticed meeting of the members shall be necessary to exercise that power.

8.3 Bylaws. The initial Bylaws of the Corporation shall be adopted by the directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of the majority of the members present at a properly noticed meeting of the members shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the Corporation which are consistent with the Acts and these Articles of Incorporation.

8.4 Contract in Which Directors Have an Interest. No contract or other transaction of the Corporation with any person, firm or corporation or no contract or other transaction in which the Corporation shall be invalidated or affected by (a) the fact that on or more of the directors or officers is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the Corporation is hereby relieved from any liability that may otherwise arise by reason of his contracting with the Corporation for the benefit of himself or any firm, or corporation in which he may be interested.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this 4th day of September, 2010.

[Signature]
Incorporator - AL FERGUSON
[Signature]
Incorporator - ~~ALBERT SALVATORE~~
ALBERT SALVATORE

STATE OF FL
COUNTY OF Pasco

The foregoing instrument was acknowledged before me this 4th day of September, 2010 by AL FERGUSON, who is personally known to me or produced DIVERS LIEMER as identification.

[Signature]
Notary Public
Print Name of Notary Public Norman L. Loielle
My Commission Expires JUNE 22, 2011

NOTARY PUBLIC-STATE OF FLORIDA
Norman L. Loielle
Commission # DD671181
Expires: JUNE 22, 2011
BONDED THRU ATLANTIC BONDING CO., INC.

STATE OF FL
COUNTY OF Pasco

The foregoing instrument was acknowledged before me this 9th day of Sept, 2010 by ALBERT SALVATORE, who is personally known to me or produced Driver's License as identification.

Norman L. Loizele
Notary Public

NOTARY PUBLIC-STATE OF FLORIDA
Print Name of Notary Public Norman L. Loizele
Commission # DE671181
My Commission Expires Expires: JUNE 22, 2011
BONDED THRU ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

I have been designated as registered agent in the above Articles and I hereby simultaneously accept the appointment as registered agent.

William R. Korp
William R. Korp, Registered Agent

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