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FLORIDA PROFIT/NON PROFIT CORPORATION

Saxon Cove Property Owners Association, Inc.

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**ARTICLES OF INCORPORATION
OF
SAXON COVE PROPERTY OWNERS ASSOCIATION, INC.,
a Florida corporation not-for-profit**

By these Articles of Incorporation, the undersigned Subscriber forms a corporation not for profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions (these "Articles"):

ARTICLE I - NAME OF CORPORATION

The name of the corporation is SAXON COVE PROPERTY OWNERS ASSOCIATION, INC., a corporation not-for-profit under the provisions of Chapter 617 of the Florida Statutes (hereinafter referred to as the "Association").

ARTICLE II - PRINCIPAL OFFICE OF THE ASSOCIATION

The principal office of the Association is located at 2667 Enterprise Road, Orange City, Florida 32763.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

Raymond A. Biernacki, Jr., with an office at 2667 Enterprise Road, Orange City, Florida 32763, is hereby appointed the initial Registered Agent of this Association.

ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for the maintenance and preservation of the Common Area within that Property described as:

SAXON COVE, according to the plat thereof, as recorded in Plat Book
_____, Page _____, Public Records of Volusia County, Florida,

and to promote the health, safety and welfare of the owners of the above described property for this purpose to:

A. exercise of all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Saxon Cove, hereinafter called the "Declaration", applicable to the Property, to be recorded in the Public Records of Volusia County, Florida, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length (all capitalized terms, unless otherwise provided herein, shall have the same meaning as defined in the Declaration);

B. fix, levy, collect, and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

C. acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

D. borrow money, and with the assent of two-thirds (2/3) of the Owners, mortgage or pledge, any or all of its real or personal property as security for money borrowed or debts incurred;

E. dedicate, sell or transfer all or any part of the Common Area owned in fee simple by the Association, if any, to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Owners, agreeing to such dedication, sale or transfer;

F. participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional property and Common Area, provided that any such merger, consolidation, or annexation shall comply with the requirements of the Declaration;

G. have and to exercise any and all powers, rights and privileges which a corporation organized under Florida Not For Profit Corporation Act by law may now or hereafter have or exercise;

H. operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the St. Johns River Water Management District Permit Number _____ requirements and applicable District rules, and shall assist in the enforcement of the Declaration which relate to the Surface Water or Stormwater Management System. The Association shall levy and collect adequate assessments against Members of the Association for the maintenance, operation and repair of the Surface Water or Stormwater Management System; and

I. operate, maintain and manage the Common Area. The Association shall levy and collect adequate assessments against Owners of the Association for the maintenance of the Common Area.

ARTICLE V - MEMBERSHIP

Each Owner shall be a member (a "Member") of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot.

ARTICLE VI - VOTING RIGHTS

The Association shall have one (1) class of voting membership. The Owner of Lot 7 shall be entitled to five (5) votes. The Owner(s) of Lots 1, 2, 3, 4, 5, and 6 shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, notwithstanding other provisions set forth herein, all such persons shall be Members and the vote(s) for such Lot shall be exercised as they determine, but in no event shall more than the number of votes specified above be cast with respect to any Lot.

ARTICLE VII - BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors of not more than seven (7) directors, who need not be Members of the Association. The initial number of Directors shall be three (3) and may be changed by amendment of the By-Laws of the Association, provided that the Association must never have fewer than three (3) Directors. The names and address of the persons who are to act in the capacity of Directors until the selection of their successors are:

NAMEADDRESS

Raymond A. Biernacki, Jr.

2667 Enterprise Road
Orange City, Florida 32763

Terry Williams

2667 Enterprise Road
Orange City, Florida 32763

Dean C. Price, II

3860 N. County Road 426
Geneva, Florida 32732

At the first annual meeting, the Members shall elect one (1) Director for a term of one (1) year, one Director for a term of two (2) years and one (1) Director for a term of three (3) years; and at each annual meeting thereafter the Members shall elect one (1) Director for a term of three (3) years. In the event the number of Directors is more than three (3), additional Directors shall be elected for a term of three (3) years.

The initial Declarant, SAVOL, LLC, a Florida limited liability company, is entitled to elect or appoint at least one (1) Director as long as such Declarant owns a Lot.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME**ADDRESS**

SAVOL, LLC

2667 Enterprise Road
Orange City, Florida 32763**ARTICLE IX - OFFICERS**

The affairs of the Association shall be administered by the Officers designated in the By-Laws of the Association as shall be elected by the Board of Directors at its first meeting following the first annual meeting of the general membership and they shall serve at the pleasure of the Board of Directors. Pending the election of the permanent Officers of this Association by the Board of Directors, the following named persons shall be the temporary Officers of the Association until their successors have been duly elected:

TITLE**NAME**

President

Raymond A. Biernacki, Jr.

Vice President

Terry Williams

Secretary/Treasurer

Dean C. Price, II

ARTICLE X - BY-LAWS

By-Laws of the Association will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed, in whole or in part, by a majority vote of the Members present at an Annual Members Meeting or a special meeting of the Members and the affirmative approval of a majority of the Board at a regular or special meeting of the Board.

ARTICLE XI - DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Owners. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. The dissolution procedures described in this Article XI are also subject to

court approval pursuant to the provisions of The Florida Not For Profit Corporation Act.

ARTICLE XII - DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE XIII - AMENDMENTS

Amendment of these Articles of Incorporation shall require the approval of at least two-thirds (2/3) vote of the Owners.

ARTICLE XIV - CONFLICT

In the event that any provision of these Articles of Incorporation conflicts with any provision of Declaration, the provision of Declaration in conflict therewith shall control. If any provision of these Articles of Incorporation conflicts with any provision of the Bylaws, the provisions of these Articles of Incorporation shall control.

ARTICLE XV - INDEMNIFICATION

The Directors and Officers of the Association shall be indemnified by the Association to the fullest extent now or hereafter permitted by law and shall not be personally liable for any act, debt, liability or other obligation of the Association. A Member may become liable to the Association for assessments, fees, etc. as provided in the Declaration or as otherwise provided by law.

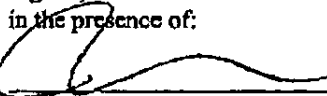
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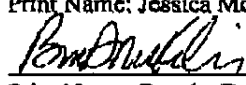
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IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned Subscriber has executed these Articles of Incorporation, this 29th day of October, 2012.

Signed, sealed and delivered
in the presence of:

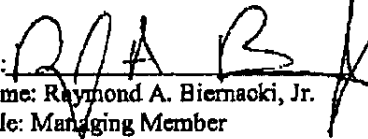


Print Name: Jessica McPhillips



Print Name: Brooke D. McKendrick

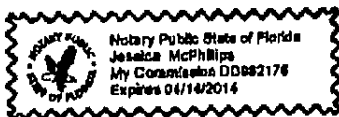
SAVOL, LLC,
a Florida limited liability company

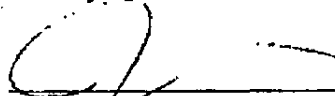
By: 
Name: Raymond A. Biernacki, Jr.
Title: Managing Member

Address: 2667 Enterprise Road
Orange City, Florida 32763

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 29th day of October, 2012, by Raymond A. Biernacki, Jr., as Managing Member of SAVOL, LLC, a Florida limited liability company, on behalf of the company. He is personally known to me.




Notary Public, State of Florida
Print Name: Jessica McPhillips
Commission No.: DD982176
My Commission Expires: 4-14-2014

F.R.F. 10
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12 OCT 29 AM 9:13

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted, in compliance with said act.

SAXON COVE PROPERTY OWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 2667 Enterprise Road, Orange City, Florida 32763 has named Raymond A. Biernacki, Jr., with an office at 2667 Enterprise Road, Orange City, Florida 32763 as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, the undersigned hereby acknowledges that he is familiar with the obligations of the position and accepts the designation and agrees to act in this capacity, and agrees to comply with the provision of said Act relative to keeping open said office.

Dated: October 29, 2012.



Raymond A. Biernacki, Jr.