

**ARTICLES OF INCORPORATION
OF
Jacob's Cove Management Group, Inc.**

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Alabama Non-Profit Corporation Act, hereby certifies:

**ARTICLE I
Name**

The name of the corporation shall be: **Jacob's Cove Management Group, Inc**

**ARTICLE II
Period of Duration**

The corporation shall have perpetual existence.

**ARTICLE III
Purpose**

The corporation has been organized for the following purposes:

For the operation of a homeowner's association and architectural control committee for the Jacob's Cove Subdivision, as described in the plat recorded in Plat Book 39, Page 31, in the Probate Records of Madison County, Alabama; for the Jacob's Cove Subdivision, Phase Two, as described in the plat recorded in Plat Book 41, Page 51, in the Probate Records of Madison County, Alabama; for the Jacob's Cove Subdivision, Phase Three, as described in the plat recorded in Plat Book 44, Page 55, in the Probate Records of Madison County, Alabama; and for the Jacob's Cove Subdivision, Phase Four, as described in the plat recorded in Plat Book 45, Page 94, in the Probate Records of Madison County, Alabama.

To own and hold such real or personal property as may be necessary for the fulfillment of its purposes.

ARTICLE IV
Registered Agent and Office

The location and mailing address of the initial registered office of the corporation is:

134 Misty Hollow Way
Huntsville, Alabama 35806

The name of the registered agent of the corporation at such address is:

Brian Bledsoe

ARTICLE V
Initial Board of Directors

The number of directors constituting the initial board of directors is five, and the initial directors' names and address are as follows:

Name	Address
Brian Bledsoe	134 Misty Hollow Way Huntsville, Alabama 35806
Richard Rice	135 Misty Hollow Way Huntsville, Alabama 35806
Tony Lindsey	201 Majestic Court Huntsville, Alabama 35806
Mark Hubbs	200 Pearle Wood Court Huntsville, Alabama 35806
Mark Gerecht	125 Pearle Cove Drive Huntsville, Alabama 35806

ARTICLE VI
Incorporator

The incorporator's name and address is as follows:

Name	Address
Brian Bledsoe	134 Misty Hollow Way Huntsville, Alabama 35806

ARTICLE VII

Limitation of Liability

Each director, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable costs and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director may be entitled as a matter of law.

ARTICLE VIII

Members

The Corporation shall have one class of members, which shall consist of all of the owners of the lots of real property which are a part of the following:

the Jacob's Cove Subdivision, as described in the plat recorded in Plat Book 39, Page 31, in the Probate Records of Madison County, Alabama; for the Jacob's Cove Subdivision, Phase Two, as described in the plat recorded in Plat Book 41, Page 51, in the Probate Records of Madison County, Alabama; for the Jacob's Cove Subdivision, Phase Three, as described in the plat recorded in Plat Book 44, Page 55, in the Probate Records of Madison County, Alabama; and for the Jacob's Cove Subdivision, Phase Four, as described in the plat recorded in Plat Book 45, Page 94, in the Probate Records of Madison County, Alabama.

ARTICLE IX

Other Provisions

- (a) The corporation shall have all powers granted corporations under the Alabama Non-Profit Corporation Act, which shall specifically include, but not be limited to, the power to:
 - (1) Borrow money and secure the same by a mortgage or security interest in any or all of its real or personal property.
 - (2) Do all and everything necessary, suitable and proper for the accomplishment of any of the purposes of the corporation or in furtherance of any of the powers of the corporation, either alone or in partnership, general or limited, with other corporations, firms or individuals, provided the same shall not be in violation of the laws of the State of Alabama.
- (b) Action of the directors may be taken by unanimous written consent without meeting and it shall have the same effect as the unanimous

- vote of the directors.
- (c) The By-laws of the corporation may not be amended or repealed except upon a two-third's majority vote of the members.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 28 day of February, 2007.

"INCORPORATOR"

Brian Bledsoe

Brian Bledsoe

THIS INSTRUMENT PREPARED BY

Curtis Whitmore &

HUNTSVILLE, ALABAMA

STATE OF ALABAMA
MADISON COUNTY

OFFICE OF THE JUDGE OF PROBATE

CERTIFICATE OF INCORPORATION
OF

Jacobs Cove Management Group Inc

I, the undersigned, Judge of Probate, Madison County, Alabama
here certify that Articles of Incorporation for the incorporation
of Jacobs Cove Management Group Inc
duly signed pursuant to the provisions of the Code of Alabama, have
been received in this office and found to conform to law and that
the name of the corporation is now reserved with the Secretary of State
of Alabama under reservation No. _____ dated _____.

ACCORDINGLY, the undersigned, as such Judge of Probate, and by
virtue of the authority vested in me by law, hereby issue this
Certificate of Incorporation of Jacobs Cove Management
Group Inc. and attached hereto a
certified copy of the Articles of Incorporation.

Dated March 7, 2007.

20070307000162330 5/5 \$42.25
Madison Cnty Judge of Probate, AL
03/07/2007 09:34:07AM FILED/CERT

Jimmy Carland
Judge of Probate