

LAW OFFICES
COTTRELL, WARCHOL, MERCHANT & ROLLINGS, L.L.P.
A FLORIDA LIMITED LIABILITY PARTNERSHIP
FEIN 59-2851736

JAMES L. COTTRELL
MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certified Circuit Court Mediator and
Court Appointed Arbitrator
HARVEY ROLLINGS
Certified Family Law Mediator
Certified Circuit Court Mediator
ROBERT E. BONE, JR.
TRACY L. COGHILL

1633 SOUTHEAST 47TH TERRACE
CAPE CORAL, FLORIDA 33904
OR
POST OFFICE BOX 100767
CAPE CORAL, FLORIDA 33910

(941) 542-0700
FAX (941) 542-8627
REAL ESTATE FAX (941) 542-5689
E-MAIL: cwmr@pegasnet.com

N000000008160

December 5, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

100003489601--8
-12/06/00--01079--011
*****78.75 *****78.75

FILED
DEC -6 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attn: Corporate Division

RE: Rivercreek Homeowners Association, Inc.

Dear Sir:

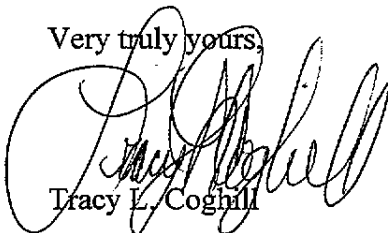
Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$78.75, said check allocated as follows:

\$35.00 filing fee
\$35.00 registered agent fee
\$ 8.75 certified copy

Please return a certified copy of the Articles of Incorporation to this office.

Thank you for your cooperation in this matter.

Very truly yours,


Tracy L. Coghill

TLC:dmd

Encs.

12-12

ARTICLES OF INCORPORATION

OF

RIVERCREEK HOMEOWNERS ASSOCIATION, INC.

FILED

00 DEC -6 AM 9:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OR2998 PG2602

The undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Florida, pursuant to Florida Statute 617, hereby certifies as follows:

ARTICLE I

The name of this corporation shall be: RIVERCREEK HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The general purpose of this non-profit corporation and its powers in furtherance of such purpose shall be as follows:

Section 1. The general purpose of the Association shall be to accept and hold title to the Common Areas and streets within the development which will be conveyed and transferred to it from time to time by the Developer in accordance with the Declaration; to maintain and administer the Common Areas as provided by the Declaration; to administer and enforce the Covenants and Restrictions as set forth in the Declaration; and to collect and disburse the assessments and charges as provided in the Declaration.

Section 2. Subject to the provisions of the Declaration and to the extent provided by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same or similar purposes.

Section 3. The Association may exercise any powers conferred upon not for profit corporations under the laws of the State of Florida, its Bylaws, and the Declaration.

ARTICLE III

Every person or entity who becomes an owner of any parcel which is subject to the provisions of the Declaration or any Supplemental Declaration and subject to assessment by the Association shall be a member of the Association by acceptance of a Deed of Conveyance or by entering into a contract for purchase of such Lot. Membership shall be appurtenant to and may not be separated from ownership of a parcel which is subject to assessment by the association and shall be subject to provisions and requirements as set forth in the Bylaws of this corporation.

ARTICLE IV

This corporation shall have perpetual existence. The corporation's principal address and registered office address are the same.

ARTICLE V

The name and residence of the subscriber to these Articles of Incorporation is as follows:

RONALD A. YORK

18091 Riverchase Court
Alva, FL 33920

ARTICLE VI

Section 1. The affairs of the corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified in the bylaws. The directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term as established in the Bylaws, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of directors and for filling vacancies shall be established by the bylaws.

Section 2. The principal officers of the corporation shall be:

President
Vice President
Secretary
Treasurer

(the last two officers may be combined), who shall be elected from time to time, in the manner set forth in the bylaws adopted by the corporation.

ARTICLE VII

The bylaws of the corporation shall initially be made and adopted by its first Board of Directors.

ARTICLE VIII

Amendments to these Articles of Incorporation may be proposed by one third of the members or any two (2) directors and shall be adopted by unanimous vote of the membership at the annual meeting, or at a duly convened special meeting of the membership convened by a vote of the members entitled to exercise sixty-seven (67%) percent or more of the total voting power of the Association. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the Corporate Seal, signed by the secretary or an assistant secretary, and executed and acknowledged by the president or vice president, has been filed with the Secretary of State, and all filing fees paid.

ARTICLE IX

There shall be no dividends paid to any of the members, nor shall any part of the income of the corporation be distributed to its Board of Directors or officers.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other nonrecurring items exceed the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year.

On dissolution, the assets of the association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

This corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration and bylaws. The voting rights of the members shall be as set forth in the Declaration and bylaws.

ARTICLE X

The street address of the initial registered office of this corporation is 18091 Riverchase Court, Alva, Florida, 33920, and the name of the initial registered agent of this corporation at that address is Ronald A. York.

IN WITNESS WHEREOF the subscriber hereto has hereunto set his hand and seal this 4th day of August, 1998.

Signed, sealed and delivered
in the presence of:

Tracy Coghill
Eddie Surdy

Ronald A. York
Ronald A. York

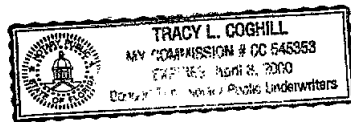
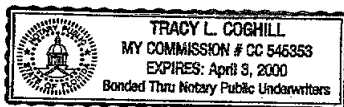
STATE OF FLORIDA]
]s
COUNTY OF LEE]

The foregoing instrument was acknowledged before me this 4th day of August, 1998, by RONALD A. YORK, who is personally known to me or who has produced _____ as identification and who did not take an oath.

Tracy Coghill
Notary Public
Print Name: _____

My Commission Expires:

(SEAL)



OR2998 Pg2604

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that RIVERCREEK HOMEOWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with the location of its association, as indicated in the Articles of Incorporation at City of Cape Coral, County of Lee, State of Florida, has named Ronald A. York, located at 18901 Riverchase Court, City of Alva, County of Lee, State of Florida, 33920, as its agent to accept service or process within this State.

ACKNOWLEDGMENTS

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: 
REGISTERED AGENT

FILED
00 DEC -6 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OR2998 Pg2605