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April 24, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Re: Articles of Incorporation

Regent Lake Homeowners Association , Inc. (non-profit)
Cedar Hammock Homeowners Association, Inc. (non-profit)

Enclosed please find the original and one copy of the above-referenced documents. Please file and return a certified copy to our office.

Thank you.

Sincerely,

Suzanne M. Young
Legal Assistant

/smy
Encs.

FILED
01 APR 27 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK MAY - 1 2001

(10)

ARTICLES OF INCORPORATION
OF
REGENT LAKE HOMEOWNERS ASSOCIATION, INC.

FILED
01 APR 27 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.01201, Florida Statutes (1999), these Articles of Incorporation are created by Scott Clark, 1403 Glen Eagle Blvd., Naples, Florida 34104, as sole Incorporator, for the purposes set forth below.

ARTICLE I

NAME: The name of the corporation is Regent Lake Homeowners Association, Inc., sometimes hereinafter referred to as the "Association."

ARTICLE II

PRINCIPAL OFFICE: The principal office of the corporation is located at 1403 Glen Eagle Blvd., Naples, Florida 34104

ARTICLE III

PURPOSE AND POWERS: This Association will not permit pecuniary gain or profit and will make no distributions of its income to its members, officers or Directors. It is a corporation not for profit organized on a non-stock basis for the purpose of establishing a corporate residential neighborhood homeowners association which will, subject to a Declaration of Covenants, Conditions and Restrictions to be recorded in the Public Records of Collier County, Florida, have the powers described herein. The Association shall have all of the common law and statutory powers of a Florida corporation not for profit consistent with these Articles and with the Declaration of Covenants, Conditions and Restrictions to which these Articles shall be an exhibit; and it shall have all of the powers and authority reasonably necessary or appropriate to the operation and regulation of a residential neighborhood, subject to the Declaration, as it may from time to time be amended, including but not limited to the power to:

(A) Fix, levy, collect and enforce payment by an lawful means all charges or assessments liens 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 corporation, including all license fees, taxes or governmental charges levied or imposed against the property of the corporation;

(B) 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 corporation;

(C) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(D) Participate in mergers and consolidations with other associations organized for the same or similar purposes, provided that merger or consolidation shall require the consent of at least a majority of the voting interests of the Association;

(E) Exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of Florida Statutes may now or hereafter have or exercise; subject always to the Declaration, as amended from time to time;

(F) Assist, cooperatively, with the Master Association, in the administration and enforcement of the Declaration of Covenants, Conditions, and Restrictions for Glen Eagle Golf & Country Club.

ARTICLE IV

MEMBERSHIP AND VOTING RIGHTS: Membership and voting rights shall be as set forth in Section 3 of the Declaration of Covenants, Conditions and Restrictions and Section 2 of the Bylaws.

ARTICLE V

TERM: The term of the Association shall be perpetual.

ARTICLE VI

BY-LAWS: The Bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE VII

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

(A) Proposal. Amendments to these Articles may be proposed by a majority of the Board or by petition to the Board signed by at least one-fourth (1/4th) of the voting interests.

(B) Procedure. A proposed amendment must be submitted to a vote of the members not later than the next annual meeting for which proper notice can still be given.

(C) Vote Required. Except as otherwise required by Florida law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved at any annual or special meeting called for the purpose by at least a majority of the voting interests of the Association, or if it is approved in writing by a majority of the voting interests without a meeting, as authorized in Section 3.11 of the Bylaws, provided that notice of any proposed amendment must be given to the members of the Association, and the notice must contain the full text of the proposed amendment.

(D) Effective Date. An amendment becomes effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida, with the same formalities as are required in the Declaration for recording amendments to the Declaration.

ARTICLE VIII

DIRECTORS AND OFFICERS:

(A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

(B) Directors shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

(C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board.

ARTICLE IX

INITIAL DIRECTORS: The initial Directors of the Association shall be:

Scott Clark
1403 Glen Eagle Blvd.
Naples, Florida 34104

Cora Difiori
1403 Glen Eagle Blvd.
Naples, Florida 34104

Kristen Marsella
1403 Glen Eagle Blvd.
Naples, Florida 34104

ARTICLE X

INITIAL REGISTERED AGENT: The initial registered office of the Association shall be at: 2375 Tamiami Trail N., Suite 308, Naples, Florida 34103. The initial registered agent at said address shall be:

Swalm & Bourgeau, P.A.

ARTICLE XI

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

(A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

(B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

(C) A transaction from which the Director or officer derived an improper personal benefit.

(D) Wrongful conduct by Directors or officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.

In the event of an out-of-court settlement, the right to indemnification shall not apply unless a majority of the disinterested Directors approves the settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to, and not exclusive of all other rights to which a Director or officer may be entitled.

WHEREFORE the Incorporator has caused these presents to be executed this 26th day of March, 200 1.

Scott Clark

STATE OF FLORIDA
COUNTY OF COLLIER

Acknowledged before me this 26 day of March 200 1, by Scott Clark, who is personally known to me or did produce _____ as identification.

Notary Public (SEAL)
Print name: _____

KRISTEN C. MARSELLA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION # CC776099
EXPIRES NOV 26, 2002
BONDED THROUGH
ADVANTAGE NOTARY

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for **Regent Lake Homeowners Association, Inc.**, at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.

SWALM & BOURGEAU, P.A.

John M. Swalm, III, President

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01 APR 27 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA