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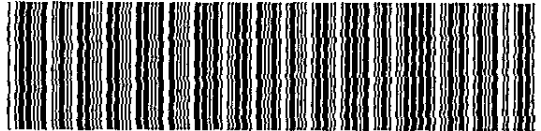
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Wedelia Munoz DAVE
AUTHORIZATION BY PHONE TO
CORRECT *Article I*
DATE *10/28/05*
DOC. EXAM *MRS*

Office Use Only



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10/03/05--01063--006 **78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 OCT 27 AM 10:23

MRS
10/31

1005-45715

BARRY L. MILLER *
JOSEPH E. SEAGLE **

** Admitted in the District of Columbia,
North Carolina, South Carolina, & Florida
* Admitted in Florida & Massachusetts

LAW OFFICES OF
BARRY L. MILLER, P.A.

ATTORNEYS AT LAW

11 North Summerlin Avenue
Orlando, Florida 32801
www.theclosingagent.com

Telephone: (407) 423-1700
Facsimile: (407) 425-3753

September 30, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

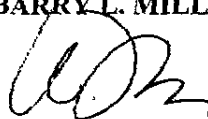
RE: Hidden Lake Estates Homeowners Association, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation with one conformed copy regarding the above-referenced company. We also enclose our check in the amount of \$78.75 for your filing fees. Please file these documents at your earliest convenience and return an acknowledgment to our office.

If there are any questions or problems, please do not hesitate in contacting us. Until then, I remain,

Cordially Yours,
BARRY L. MILLER, P.A.



Widalis Munoz
Paralegal

Enclosures:/as noted/



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 4, 2005

BARRY L MILLER, P.A.
ATTN: WIDALIS MUNOZ, PARALEGAL
100 NORTH SUMMERLIN AVE
ORLANDO, FL 32801

SUBJECT: HIDDEN LAKE ESTATES HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W05000045715

We have received your document for HIDDEN LAKE ESTATES HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filings Section

Letter Number: 005A00060254

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 OCT 27 AM 10:23

**ARTICLES OF INCORPORATION
OF
HIDDEN LAKE ESTATES HOMEOWNERS ASSOCIATION INC. OF HAINES CITY
A Florida Not-For-Profit Corporation**

In compliance with the requirements of Florida Statutes Chapter 617, the undersigned, a resident of the State of Florida who is of full age, does hereby certify:

**ARTICLE I
Corporate Name**

The name of the Corporation is HIDDEN LAKE ESTATES HOMEOWNERS ASSOCIATION INC. OF HAINES CITY, a Florida not-for-profit corporation, hereinafter called the "Association."

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TALLAHASSEE, FLORIDA
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**ARTICLE II
Address**

The initial mailing address of the Association shall be 870 Sunshine Lane, Altamonte Springs, Florida, 32714. The principal office of the Association shall be located at the mailing address or at such other place as may be subsequently designated by the Board of Directors of the Association.

**ARTICLE III
Registered Agent**

Derek Sutton, whose address is 870 Sunshine Lane, Altamonte Springs, Florida, 32714, (Seminole County), 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 shall make no distributions of income to its members, directors, or officers. The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residential lots, common areas and improvements (as defined in the Declaration of Covenants, Conditions and Restrictions and amendments thereto, referred to hereinafter as the "Declaration") according to the provisions of the Declaration, within that certain plat of all phases now existing or hereafter formed, recorded among the public records of Polk County, Florida, to wit:

HIDDEN LAKE ESTATES, a residential planned unit development subdivision, according to the plat thereof as recorded in the Public Records of Polk County, Florida.

To promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

(a) To exercise all of the common law and statutory powers of a corporation not for profit organized under the laws of the State of Florida that are not in conflict with the terms of the Declaration, these Articles or the By-Laws of the Association;

(b) To exercise 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 applicable to the property and recorded in the Public Records of Polk County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by reference as if set forth in its entirety;

(c) To 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 other expenses incident to the conduct of the business of the Association, including but not limited to: all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(d) To maintain, repair and operate the property of the Association;

(e) To purchase insurance upon the property of the Association and insurance for the protection of the Association and its members as Lot Owners;

(f) To reconstruct improvements after casualty and make further improvements upon the property;

(g) To enforce by legal means the provisions of the Declaration, and the Articles of Incorporation and By-Laws of the Association, and the rules and regulations adopted pursuant thereto;

(h) To employ personnel to perform the services required for proper operation of the Association;

(i) To 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;

(j) To borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred,

(k) To dedicate, sell or transfer all or any part of the common areas, if any, to any public agency, authority, or utility for such purposes and subject to such conditions as may be

provided in the Declaration. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(l) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common areas, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members unless the annexation involves land the Developer has reserved the right to annex in the Declaration, in which case the Declaration shall control the annexation;

(m) To operate and maintain the Common Area and Common Property, specifically the surface water management system as permitted by the Southwest Florida Water Management District, including all lakes, retention areas, culverts and related appurtenances, including, but not limited to, contracting for services to same by a maintenance company;

(n) The Association shall levy and collect adequate assessments against indebtedness of the Association for the costs of maintenance and operation of the surface water or stormwater management system. The assessments shall be used for the maintenance and repair of tire surface water or stormwater management systems, including, but not limited to, work within retention areas, drainage structures and drainage easements.

ARTICLE V

Membership

Section 1. Membership Generally: No person except an Owner or a Developer, as such terms are defined in the Declaration, is entitled to membership in the Association; and all Owners and Developers, regardless of whether a Developer is also an Owner, shall be either Class A or Class B members of the Association, as provided in this Article.

Section 2. Class A Membership: Until termination of Class B membership, as provided in Section 3 of this Article, every Owner who holds record title to a residential lot that is subject to assessment under the Declaration, except a Developer, shall be a Class A member of the Association. Each Class A membership shall be appurtenant to the residential lot and shall be transferred automatically by a conveyance of record title to such lot. An Owner of more than one lot is entitled to one Class A membership for each residential lot to which such Owner holds record title. If more than one person holds an interest in any residential lot, all such persons shall be members; provided however, that only one vote shall be cast with respect to any one residential lot. No person other than an Owner may be a Class A member of the Association, and a Class A membership may not be transferred except by transfer of record title to the residential lot to which it is appurtenant.

Section 3. Class B Membership: The Developer, as defined in the Declaration shall be a Class B member of the Association. The Class B membership shall terminate and be converted

to Class A membership when seventy-five (75%) percent of the Lots have been sold by Declarant.

ARTICLE VI
Existence and 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; however, the articles of incorporation shall provide that if the association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the association.

ARTICLE VII
Board of Directors

The affairs of the Association shall be managed and governed by a Board of Directors consisting of at least three (3) Directors, who need not be members of the Association, and who shall be elected or appointed as set forth in the Bylaws of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Name: Anthony J. Nicholson
Address: 870 Sunshine Lane
Altamonte Springs, FL 32714

Name: Derek Sutton
Address: 870 Sunshine Lane
Altamonte Springs, FL 32714

Name: Thomas J. Gray III
Address: 870 Sunshine Lane
Altamonte Springs, FL 32714

ARTICLE VIII
Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 1. Notice: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

Section 2. Vote: A resolution for the adoption of an amendment may be proposed by either the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such resolutions must be adopted by not less than seventy-five (75%) percent of the votes of the entire membership of the Association. No amendment shall make any changes in the qualifications for membership, nor in the voting rights of members, without approval in writing by all members. A copy of each amendment shall be certified by the Secretary of State.

ARTICLE IX
Incorporators

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

Derek Sutton
870 Sunshine Lane
Altamonte Springs, Florida 32714

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, as the incorporator of this Association, have executed these Articles of Incorporation this 21 day of October, 2005.



Derek Sutton, Incorporator

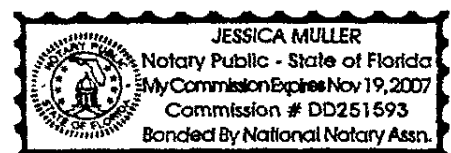
STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared Derek Sutton, who after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed this 21st day of October, 2005.



NOTARY PUBLIC, State of Florida

My Commission Expires:



**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 OCT 27 AM 10: 23

Pursuant to the provisions of Section 607.0501 of 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered officer/registered agent, in the State of Florida.

1. The name of the corporation is: HIDDEN LAKE ESTATES HOMEOWNERS ASSOCIATION INC. OF HAINES CITY
2. The name and address of the registered agent and office is: **DEREK SUTTON, 870 SUNSHINE LANE, ALTAMONTE SPRINGS, FLORIDA, 32714.**

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Signature: *Derek Sutton*

Printed Name: Derek Sutton