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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WELLINGTON COMMUNITY FOUNDATION, INC.

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 DIVISION OF CORPORATIONS

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida Not For Profit Corporation adopts the following amendment to its Articles of Incorporation:

FIRST: The Corporation filed its Articles of Incorporation on April 30, 2009.

SECOND: The Corporation desires to amend its Articles of Incorporation by deleting ARTICLE II in its entirety and substituting in its place the following:

"AMENDED ARTICLE II "

OBJECTS AND PURPOSES

The Corporation's purposes are to be organized exclusively for charitable, religious, education and/or scientific purposes, including, but not limited to, such objectives as the making of distributions to organizations described in Section 170(c)(1) of the Internal Revenue Code and/or organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, the Corporation is operated exclusively for the benefit of, to perform the functions of, or to conduct the purposes of, Village of Wellington.

The object and purpose of the organization shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable or educational purposes. The purpose shall include, but not be limited to, the promotion of charity throughout the community. Further such activities may include, but not be limited to:

1. planning, fostering, encouraging, supporting and promoting community improvements in the Village of Wellington in an effort to enhance the quality of life of the residents of the Village of Wellington.
2. assist in the development of projects located on publicly owned lands or rights of way which are of benefit to the public within the municipal boundaries of the Village of Wellington.
3. soliciting, receiving or generating funds from any source not inconsistent with the purposes of this corporation and soliciting, receiving or generating contributions, grants, gifts or subventions from persons, entities or any unit or agency of government.
4. doing and performing any and all acts as may be necessary and or appropriate in order to carry out the stated purposes of the corporation.

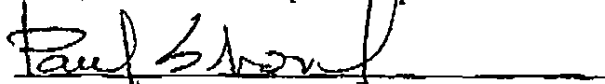
This corporation is an entity which is separate, independent and autonomous from the Village of Wellington and or the Acme Improvement District and or the Pine Tree Water Control District and is not intended to exist or be construed as an agency or arm of such entity or entities above referenced."

THIRD: In all other respects, the Corporation's Articles of Incorporation, remain as originally constituted.

FOURTH: The date of adoption of the amendment was as of August 4, 2009.

FIFTH: Adoption of Amendment: There are no members or members entitled to vote on the amendment. The amendment was adopted by the Board of (Directors) Trustees.

WELLINGTON COMMUNITY FOUNDATION,
INC., a Florida not for profit corporation



Paul Schofield, its Administrator

Date as of August 4, 2009