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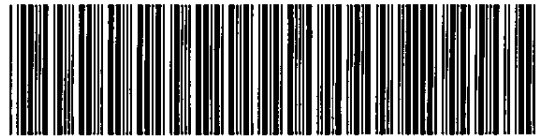
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Amend

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 OCT 12 PM 3:40

10/13/06

LAW OFFICES OF
BEVERLY A. MORRIS, P.L.
808 S.E. FORT KING STREET
OCALA, FLORIDA 34471

TELEPHONE
(352) 369-1300

FACSIMILE
(352) 351-2715

October 9, 2006

Florida Department of State
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Second Articles of Amendment of The Appleton Cultural Center, Inc.

Dear Sir/Madam:

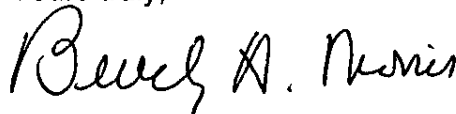
The enclosed Second Articles of Amendment of The Appleton Cultural Center, Inc. are submitted for filing, together with our firm's check number 3957 in the amount of \$43.75 covering the filing fee and one certified copy of the above Articles of Amendment. Also enclosed is an additional copy of the Second Articles of Amendment.

Please return all correspondence concerning this matter my attention:

Beverly A. Morris, P.L.
808 Se Ft. King Street
Ocala, FL 34470

Please contact me at 352-732-2860 if you have any questions in this matter.

Yours truly,



Beverly A. Morris

BAM/mog

Enclosure: Second Articles of Amendment of The Appleton Cultural Center, Inc.
(original and one copy)
Check #3957

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**SECOND ARTICLES OF AMENDMENT OF
THE APPLETON CULTURAL CENTER, INC.**

2006 OCT 12 PM 3:40

Pursuant to Section 12 of the Articles of Incorporation of the APPLETON CULTURAL CENTER, INC., by written action the Board of Trustees has adopted by resolution the following amendments to the Articles of Incorporation effective August 1, 2006.

Article V (C) of the Articles of Incorporation is hereby amended to read as follows:

Article V – Qualifications and Limitations

C. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation to Central Florida Community College Foundation, Inc. to be used exclusively for the Appleton Museum if the Appleton Museum continues to be owned and operated by Central Florida Community College or Central Florida Community College Foundation, Inc. If not, the assets shall be distributed to the Central Florida Community College Foundation, Inc. for educational purposes in the area of fine arts. Notwithstanding the foregoing, if such distribution would not meet the statutory qualifying criteria of the Florida Department of State, Division of Cultural Affairs that would permit such transfer, then the assets will be distributed to a cultural sponsoring organization which meets the qualifying criteria then in effect.

Article VI of the Articles of Incorporation is hereby amended to read as follows:

The registered office of the Corporation in the State of Florida will be located at:

3001 SW College Road
Ocala, Florida 34478-1388

The registered agent of the Corporation in the State of Florida at the registered office is: Charles R. Dassance

Article VII of the Articles of Incorporation is hereby amended to read as follows:

The Corporation shall not have a membership distinct from the Board of Directors. The Corporation shall have one class of members, with each member having the right to vote. The membership shall consist of the following:

President of Central Florida Community College

Chief Financial Officer of Central Florida Community College

Chief Academic Officer of Central Florida Community College

Chief Executive Officer of Central Florida Community College Foundation, Inc.

Chief Executive Officer of the Appleton Museum

Article IX of the Articles of Incorporation is hereby amended to read as follows:

Article IX – Management of Corporate Affairs

A. Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. There shall be

five (5) members of the Board of Directors, however, the number of Directors may be changed by the bylaws of the Corporation, by amendment of said bylaws, or by an amendment of the Articles of Incorporation but shall not be less than five (5). The Board of Directors shall consist of the following:

President of Central Florida Community College

Chief Financial Officer of Central Florida Community College

Chief Academic Officer of Central Florida Community College

Chief Executive Officer of Central Florida Community College Foundation, Inc.

Chief Executive Officer of the Appleton Museum

If a vacancy occurs in any of the positions set forth above, then the individual having interim responsibility for that position shall serve as an interim member of the Board of Directors until such time as the position is filled.

Wherever there is a reference in the Articles of Incorporation to the Board of Trustees, that reference shall henceforth be to the Board of Directors.

Article XII of the Articles of Incorporation is hereby amended to read as follows:

Article XII – Amendment to Articles

These Articles of Incorporation may be repealed, modified or amended, in whole or in part, additions made thereto, or new Articles adopted by resolution of the Board of Directors.

The foregoing Second Articles of Amendment were adopted by 7 of the
Directors eligible to vote through written action dated August 7,, 2006.

Executed this 7 day of August, 2006.

THE APPLETON CULTURAL CENTER, INC.

Diane Kirchner
Witness

Ward K. [Signature]
Witness

By: [Signature]
JAMES JERNIGAN, as President

STATE OF FLORIDA
COUNTY OF Marion

I HEREBY CERTIFY that the foregoing Second Articles of Amendment of The
Appleton Cultural Center, Inc. was acknowledged before me this 7th day of August, 2006
2006 by JAMES JERNIGAN, ☒ who is personally known to me or ☐ who presented
as identification, and who did take an oath.



Diane Kirchner
Notary Public
Diane Kirchner
Printed Name of Notary Public
State of Florida at Large
My Commission Expires 10-14-2007

Witness

By: _____
RICHARD A. CHAZAL, as Secretary

Witness

The foregoing Second Articles of Amendment were adopted by 7 of the
Directors eligible to vote through written action dated August 7, 2006.

Executed this 23rd day of August, 2006.

THE APPLETON CULTURAL CENTER, INC.

Witness

By: _____
JAMES JERNIGAN, as President

Witness

STATE OF FLORIDA
COUNTY OF _____

I HEREBY CERTIFY that the foregoing Second Articles of Amendment of The
Appleton Cultural Center, Inc. was acknowledged before me this ____ day of _____,
2006 by JAMES JERNIGAN, ☐ who is personally known to me or ☐ who presented
_____ as identification, and who did take an oath.

Notary Public

Printed Name of Notary Public
State of Florida at Large
My Commission Expires _____

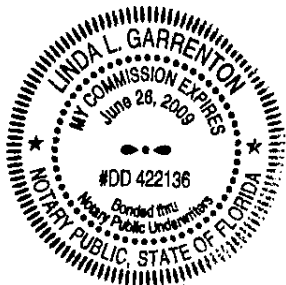
Jean Kulkoski
Witness

Barbara Bowen
Witness

By: Richard A. Chazal
RICHARD A. CHAZAL, as Secretary

STATE OF FLORIDA
COUNTY OF Marion

I HEREBY CERTIFY that the foregoing Second Articles of Amendment of The Appleton Cultural Center, Inc. was acknowledged before me this 23 day of August, 2006 by RICHARD A. CHAZAL, ☒ who is personally known to me or ☐ who presented as identification, and who did take an oath.



Linda L. Garrenton

Notary Public

Linda L. Garrenton

Printed Name of Notary Public

State of Florida at Large

My Commission Expires 6/26/09



Central Florida Community College
Office of the President

October 31, 2006

Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

ATTENTION: Secretary of State

This letter is to advise you that I accept the duties and responsibilities of the registered agent of the Appleton Cultural Center, Inc.

Sincerely,

A handwritten signature in cursive script, reading "Charles R. Dassance", followed by a horizontal line.

Charles R. Dassance
President

CRD:cr