

Division of Corporations

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BASIC AMENDMENT

WCI MITIGATION, INC.

Certificate of Status	0
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Amendment

AUDIT NO. H01000089098 7

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WCI MITIGATION, INC.**

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Pursuant to the provisions of Section 617.1006 of the Florida Not For Profit Corporation Act, WCI Mitigation, Inc., a Florida not for profit corporation (the "Corporation"), adopts the following Articles of Amendments to its Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is WCI Mitigation, Inc.

ARTICLE II

Amendment

The text of each of the two amendments to the Corporation's Articles of Incorporation is as follows:

"ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for scientific, educational, and charitable purposes, including, for such purposes the following:

To acquire, preserve, and protect natural, scenic, and open space values of real property, to protect and assure native plant and wildlife habitats and wetlands, to protect natural resources, to maintain or enhance air or water quality, and to serve as escrow agent for funds used to pay for the perpetual maintenance of certain property in Hendry County, Florida, in order to preserve and maintain upland panther habitat and wetlands pursuant to a mitigation plan required and approved by the Army Corps of Engineers for such lands.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation."

Prepared by:
Cristin A. Conley, Esq.
FBN: 123153
Carlton Fields, P.A.
P. O. Box 3239
Tampa, FL 33601
(813) 223-7000

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"ARTICLE VI
Directors

The Corporation shall have three (3) directors. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three directors. The name and address of each director of the Corporation who shall serve until his or her successor is duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Tim Oak	24301 Walden Center Drive Bonita Springs, Florida 34134
Terrence S. Dolan	24301 Walden Center Drive Bonita Springs, Florida 34134
Mary Beth Ebenger	24301 Walden Center Drive Bonita Springs, Florida 34134"

ARTICLE III
Date of Adoption

The amendment was adopted on the 9th day of August, 2001.

ARTICLE IV
Manner of Adoption

The amendment was adopted by the board of directors without member action in accordance with Section 617.1002 of the Florida Not For Profit Corporation Act, member action not being required by the Florida Not For Profit Corporation Act or the bylaws of the Corporation.

Dated this 9th day of August, 2001.

By: _____

Terrence Dolan, Vice President

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