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10 DEC 15 PM 5:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AMEND  
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## THE WELL – ORLANDO, INC.

December 14, 2010

Ms. Karen Gibson  
Office of the Secretary of State  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Ms. Gibson:

It was a pleasure speaking with you today regarding modifying the Articles of Incorporation for our non-profit corporation, The Well – Orlando, Inc. Thank you for your kind assistance in expediting the issuance of a Certified Copy of the Certificate of Status acknowledging these amendments. As we discussed, we must provide this to the Internal Revenue Service no later than December 27, 2010.

If you have any questions, please feel free to contact me at 407-782-3565.

With gratitude,

Michael O'Grody  
Director

enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** The Well - Orlando, Inc.

**DOCUMENT NUMBER:** N10000008087

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael O'Grody  
(Name of Contact Person)

The Well - Orlando, Inc.  
(Firm/ Company)

741 Dixie Parkway  
(Address)

Winter Park, FL 32789  
(City/ State and Zip Code)

gedevitt@aol.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael O'Grody at ( 407 ) 782-3565  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |   |  |   |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|---|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

The Well - Orlando, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N10000008087

(Document Number of Corporation (if known))

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

N/A

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**  
*(Principal office address MUST BE A STREET ADDRESS)*

N/A

N/A

N/A

**C. Enter new mailing address, if applicable:**  
*(Mailing address MAY BE A POST OFFICE BOX)*

N/A

N/A

N/A

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

*Name of New Registered Agent:*

N/A

N/A

*New Registered Office Address:*

*(Florida street address)*

N/A

*(City)*

Florida N/A

*(Zip Code)*

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
N/A	_____	_____ _____ _____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
N/A	_____	_____ _____ _____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
N/A	_____	_____ _____ _____	<input type="checkbox"/> Add <input type="checkbox"/> Remove

**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

Amendment (1): The Well - Orlando, Inc., is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Amendment (2): Upon the dissolution of The Well-Orlando, Inc., assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The date of each amendment(s) adoption: December 15, 2010

*(date of adoption is required)*

Effective date if applicable: December 15, 2010

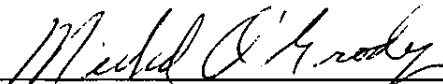
*(no more than 90 days after amendment file date)*

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated December 15, 2010

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Michael O'Grady

(Typed or printed name of person signing)

Director and Incorporator

(Title of person signing)