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15 FEB 23 PM 2:52  
TALLAHASSEE, FLORIDA

Amel

FEB 24 2015

R. WHITE



February 17, 2015

Florida Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314.

RE: Waypoint Foundation, Inc. – Amendment to Articles of Incorporation

Please file the enclosed Amendment to the Articles of Incorporation and return a certified copy of this filing to 36 Bahama Avenue, Key Largo, FL 33037. Enclosed is our check for \$43.75 for the \$35 filing fee and \$8.75 certified copy fee. If there are any questions, my contact phone number is (954) 299-6134.

Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script, reading "Clarice M. Yentsch". The signature is written in dark ink and is positioned above the printed name and title.

Clarice M. Yentsch  
President

Enclosures



**ARTICLES OF AMENDMENT  
To**

**ARTICLES OF INCORPORATION  
Of**

**Waypoint Foundation, Inc.**

(present name)

**N15000001027**

(Document Number of Corporation (If known))

FILED

15 FEB 23 PM 2:51

CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

**Amend: Article III** The purposes for which the corporation is organized are:

- a. Waypoint Foundation, Inc. is organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986. Specifically, the organization will provide educational programs to the public.
- b. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

**Amend: Article IV** Manner of Election – The manner in which the directors are elected and appointed:

The board of directors of the corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.

**Add: Article VIII**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so



disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

**SECOND:** The date of adoption of the amendment(s) was: February 19, 2015

**THIRD:** Adoption of Amendment (CHECK ONE)

☐ The amendments was/were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors.

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Signature of Chairman, Vice Chairman, President or other officer  
Clarice M Yentsch

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	Typed or printed name
President	<u>Clarice M. Yentsch</u>
Title	<u>President</u>
	Date <u>2.19.2015</u>

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