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LAW OFFICES

STEPHEN R. PHILLIPS, P.A.

SUITE 1501 NATIONSBANK TOWER
1535 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401

TELEPHONE (561) 478-2018

FAX (561) 478-2144

September 19, 1996

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Friends of the Wellington Center for the Arts, Inc.

Dear Sir/Madam:


Enclosed for filing please find the executed Articles of Incorporation of Friends of the Wellington Center for the Arts, Inc. Also enclosed is my check in the amount of \$122.50 representing the filing fee and the fee for obtaining a certified copy of the Articles of Incorporation for return to me.

If you have any questions regarding the foregoing, please do not hesitate to contact the undersigned.

Sincerely,


Stephen R. Phillips

SRP:cm
Enclosures



GAVE

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DO EXAM

D. BROWN SEP 26 1996

Articles of Incorporation

of

Friends of the Wellington Center for the Arts, Inc.

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DIVISION OF CORPORATIONS
95 SEP 24 PM 5:08

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 817, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation is: Friends of the Wellington Center for the Arts, Inc.

ARTICLE II - NOT FOR PROFIT

The corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

ARTICLE III - DURATION

The duration (term) of the Corporation is perpetual.

ARTICLE IV - PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

A. To encourage and provide assistance in the planning, funding and building of a Wellington center for the performing arts.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V - LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but the Corporation 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 Article 4 (Purposes) hereof.

ARTICLE VI - MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Name	Address
Francesco Pace	14587 Halter Road Wellington, FL
Robert Richardson	12797 W. Forest Hill Blvd. Wellington, FL 33414
Mark B. Miles	14120 Tecoma Drive Wellington, FL 33414
Dr. Randall C. Shults	12788 W. Forest Hill Blvd. Wellington, FL 33414
Valerie McKinley	1530 Grantham Drive Wellington, FL 33414
John F. Froehlich	12773 W. Forest Hill Blvd. Wellington, FL 33414

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of the Corporation is 14120 Tecoma Drive, Wellington, Florida. The name of its initial Registered Agent and the street address of its initial registered office is Stephen R. Phillips, Esquire, Suite 1501 - NationsBank Tower, 1555 Palm Beach Lakes Boulevard, West Palm Beach, FL 33401.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the Initial Board of Directors is 6. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Directors annually. The Bylaws may provide for *ex officio* and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

Name	Address
Francesco Pace	14587 Haltar Road Wellington, FL
Robert Richardson	12797 W. Forest Hill Blvd. Wellington, FL 33414
Mark B. Miles	14120 Tecoma Drive Wellington, FL 33414
Dr. Randall C. Shults	12788 W. Forest Hill Blvd. Wellington, FL 33414
Valerie McKinley	1530 Grantham Drive Wellington, FL 33414
John F. Froehlich	12773 W. Forest Hill Blvd. Wellington, FL 33414

ARTICLE IX - OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name	Address	Title
Mark B. Miles	14120 Tecoma Drive Wellington, FL 33414	President
Dr. Randall C. Shults	12788 W. Forest Hill Blvd. Wellington, FL 33414	Vice President

Valerie McKinley	1530 Grantham Drive Wollington, FL 33414	Secretary
John F. Froehlich	12773 W. Forest Hill Blvd. Suite 1201 Wollington, FL 33414	Treasurer

ARTICLE X - INCORPORATORS

The name and address of each incorporator is as follows:

Name	Address
Mark B. Miles	14120 Tacoma Drive Wollington, FL 33414

ARTICLE XI - BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the laws of the State of Florida.

ARTICLE XIII - NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

ARTICLE XIV - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, or on the date received by the Office of the Secretary.

ARTICLE XV - DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

ARTICLE XVI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 10th day of September, 1996.



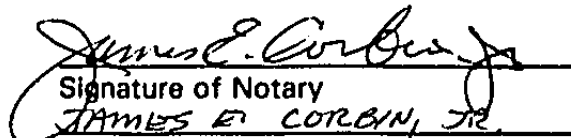
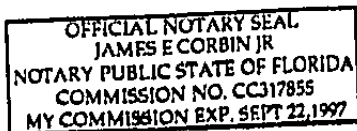
Mark B. Miles

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of September, 1996, by Mark B. Miles, to me personally known or who produced N/A as identification and who did not take an oath.

{Notary Seal}



Signature of Notary

JAMES E. CORBIN, JR.

Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal):


My Commission Expires (if not legible on seal):

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 SEP 24 AM 9:08

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Friends of the Wellington Center for the Arts, Inc. at the place designated in the foregoing Articles of Incorporation, the undersigned heroby accepts the appointment as Registered Agent and agrees to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Dated this 12 day of September, 1996.



Stephen R. Phillips

ALAN S. ZANGEN, P.A.
ATTORNEY AT LAW

WELLINGTON CORPORATE CENTER
1200 CORPORATE CENTER WAY
SUITE 201
WELLINGTON, FLORIDA 33411
TELEPHONE (305) 771-1200
FACSIMILE (305) 771-0900

ONE CLEARLAKE CENTER
250 SOUTH AUSTRALIAN AVENUE
SUITE 150
JACKSONVILLE, FLORIDA 32201
TELEPHONE (407) 833-1100
PLEASE REPLY TO WELLINGTON OFFICE

960000004973

October 13, 1997

Florida Secretary of State
Division of Corporations
P.O. Box 6327
The Capitol Building
Room 2001
Tallahassee, Florida 32314

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*****43.75 *****43.75

re: Friends of the Wellington Center for the Arts, Inc.

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the First Amendment to the Articles of Incorporation for the above referenced corporation.

Additionally, enclosed is my Trust Account check no. 4203, in the amount of \$43.75, representing the cost of incorporating. Please forward a certified copy of the First Amendment, together with the Certificate for the same, to the attention of the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,

Alan S. Zangen

ASZ:cle

Enclosures:

FRIENDS\GM\SECSTATE.LTR

**FIRST AMENDMENT TO ARTICLES OF INCORPORATION
OF
FRIENDS OF THE WELLINGTON CENTER FOR THE ARTS, INC.**

WHEREAS, Friends of the Wellington Center for the Arts, Inc., is a Florida not-for-profit corporation; and

WHEREAS, Article XVI of the Articles of Incorporation of Friends of the Wellington Center for the Arts, Inc. (sometimes referred to as the "Corporation"), provides in part that the Board of Directors have the authority to propose amendments to the Articles of Incorporation in accordance with the laws of the State of Florida; and

WHEREAS, no members of the Corporation are entitled to vote on a proposed amendment to the Articles of Incorporation; and

WHEREAS, on August 28, 1997, the Board of Directors, at a duly called Board meeting, did unanimously vote their approval to change the name of the Corporation from "Friends of the Wellington Center for the Arts, Inc." to "Friends of the Western Communities Center for the Arts, Inc."

NOW, THEREFORE, be it resolved that pursuant to said Article XVI of the Articles of Incorporation of Friends of the Wellington Center for the Arts, Inc., the Articles of Incorporation are hereby amended as follows:

1. The Articles of Incorporation of Friends of the Wellington Center for the Arts, Inc., are hereby amended to change the name of the Corporation from "Friends of the Wellington Center for the Arts, Inc." to "Friends of the Western Communities Center for the Arts, Inc."
2. Article I, Name, of the Articles of Incorporation, is hereby amended to change the name of the Corporation from "Friends of the Wellington Center for the Arts, Inc." to "Friends of the Western Communities Center for the Arts, Inc."
3. The foregoing Amendment was approved and adopted by the unanimous vote of the Board of Directors of this Corporation on August 28, 1997.
4. In all other respects the Articles of Incorporation shall remain the same.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed this First Amendment to Articles of Incorporation this 10 day of October, 1997.

Ben G. Boynton
BENJAMIN G. BOYNTON, President

Attested:

BY: *Elizabeth Christie*
ELIZABETH CHRISTIE, Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared BENJAMIN G. BOYNTON, as President, and ELIZABETH CHRISTIE, as Secretary, of FRIENDS OF THE WELLINGTON CENTER FOR THE ARTS, INC., who

☒ are personally known to me, or
☐ have produced _____ as identification

and who, being duly sworn, executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 10 day of October, 1997.

Christine Lisa Eberly
(Signature)
Christine Lisa Eberly
(Printed Name)

My Commission Expires:
My Commission No. is:

FRIENDS OF THE ARTS, INC.



Christine Lisa Eberly
MY COMMISSION # 00614435 EXPIRES
February 7, 2001
BONDED THREE THOUSAND FIVE HUNDRED DOLLARS