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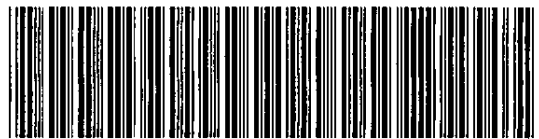
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FILED
2009 JUL -9 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Northeast Polk Literacy Council, Inc.
c/o East Area Adult School
300 Bridgers Avenue
Auburndale, Florida 33823

July 6, 2009

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

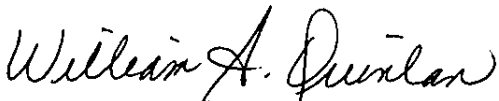
Attn: Amendment Section

Dear Madams/Sirs:

Enclosed are Articles of Amendment and a check for \$35 for the required filing fee.
These Articles amend the Articles of Incorporation for the Auburndale/Winter Haven
Adult Literacy Council, Inc., Document Number N98000003840.

Please contact William A. Quinlan, Jr. if you have any questions or concerns. He can be
reached at wAQ@tampabay.rr.com, (863) 412-7796 and 2498 St. Augustine Blvd., Haines
City, FL 33844.

Sincerely,



William A. Quinlan, Jr.
Vice President
for Robert L. Bauer
President & Registered Agent

Two enclosures

**Articles of Amendment
to
Articles of Incorporation
of**

FILED
2009 JUL -9 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Winter Haven/Auburndale Adult Literacy Council, Inc.
(A Nonprofit Corporation)
Document Number N98000003840

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

- A. The new name of the Corporation is the Northeast Polk Literacy Council, Inc.
- B. Its new principal office address is c/o East Area Adult School, 300 E. Bridgers Ave., Auburndale, FL 33823.
- C. Its new mailing address is c/o East Area Adult School, 300 E. Bridgers Ave., Auburndale, FL 33823.
- D. Changes to its Officers and Directors are:
 - 1. Robert L. Bauer is President in place of Hilda Ringley who remains as a Director
 - 2. Penny Green is Secretary in place of Wanda Morales who remains as a Director
 - 3. These new Directors are added:
 - Bill Karnofsky, 1439 Grand Cayman Cir., Winter Haven, FL 33884
 - Brenda Kearse, 1008 Avenue M, Haines City, FL 33844
 - LeAnn Pierce, P.O. Box 4531, Haines City, FL 33845
- E. Other Amendments:

- 1. Amend Article V(b) to read:

Said corporation 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 the corresponding section of any future federal tax code.

- 2. Amend Article XIV to read:

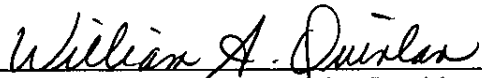
The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors, provided that notice of any proposed changes is included in the notice of the board meeting or is waived by the board as appropriate.

3. Amend XIII to read:

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

All these amendments were adopted July 1, 2009 and they are effective immediately.

All these amendments were adopted by the Directors, and the number of votes cast by them was sufficient for approval.



William A. Quinlan, Jr., Vice President

for Robert L. Bauer, President and Registered Agent

July 6, 2009
Date