



UCC FILING & SEARCH SERVICES, INC.  
526 East Park Avenue  
Tallahassee, Florida 32301  
(850) 681-6528

**HOLD**  
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UCC SERVICES  
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**P980000061327**

June 4, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Club Wellington, Inc.

**Filing Evidence**

- ☒ Plain/Confirmation Copy  
☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status  
☐ Certificate of Good Standing  
☐ Articles Only  
☐ All Charter Documents to Include Articles & Amendments  
☐ Fictitious Name Certificate  
☐ Other

**Retrieval Request**

- ☐ Photocopy  
☐ Certified Copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
2002 JUN -4 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
02 JUN -4 AM 9:58  
OFFICE OF THE SECRETARY OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FLORIDA

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06/04/02--01021--005

\*\*\*\*\*35.00 \*\*\*\*\*35.00

C. Couffette JUN 04 2002

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
CLUB WELLINGTON, INC.

FILED  
2002 JUN -4 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is CLUB WELLINGTON, INC.
2. Article 3 of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE 3

"CAPITAL STOCK

"This Corporation shall be authorized to issue one hundred thousand (100,000) shares of \$0.01 par value stock divided into two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock shall be as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	\$0.01 per share	75,000 shares
Class B Non-Voting Common	\$0.01 per share	25,000 shares"

3. There are currently issued and outstanding three thousand (3,000) shares of common stock of the Corporation held by the shareholders of the Corporation. Upon the filing of this Amendment the three thousand (3,000) shares of currently issued common stock shall be exchanged for three thousand (3,000) shares of Class A Voting Common Stock and no shares of Class B Non-Voting Common Stock and appropriate stock certificates shall be issued to the current shareholders to evidence the exchange of shares of stock.

4. A new Article 12 is hereby added to this Corporation's Articles of Incorporation, as follows:

"ARTICLE 12

"PREEMPTIVE RIGHTS

"Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation."

5. This Amendment has been adopted by unanimous Written Action of all of the Shareholders and all of the members of the Board of Directors of the Corporation dated the 15<sup>th</sup> day of May, 2002, which vote is sufficient to approve the adoption of the Amendment.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 15<sup>th</sup> day of May, 2002.

CLUB WELLINGTON, INC.,  
a Florida corporation

By: Lynn Chalache  
Lynn Chalache, President

(CORPORATE SEAL)