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PLEASE REPLY TO:

Winter Haven

May 26, 1998

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

600002539096--8
-05/28/98--01049--017
*****35.00 *****35.00

RE: FIRST CHURCH OF THE NAZARENE OF WINTER HAVEN,
FLORIDA, INC.

Ladies and Gentlemen:

Enclosed for filing please find Articles of Amendment for
First Church of the Nazarene of Winter Haven, Florida, Inc., along
with this firm's check in the amount of \$35.00 covering the filing
fee. Please return confirmation to me that the Articles of
Amendment have been filed. I am enclosing a self-addressed,
stamped envelope for this purpose.

If you have any questions or comments, please do not hesitate
to give me a call.

Sincerely,

Thomas B. Putnam, Jr.
Thomas B. Putnam, Jr.

TBP/jh
Enclosures

FILED
98 MAY 28 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NYC + Amend

Jee 6/5

FILED
98 MAY 28 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

The following provisions of the Articles of Incorporation of FIRST CHURCH OF THE NAZARENE OF WINTERHAVEN, FLORIDA, INC., Florida not-for-profit corporation (the "Corporation"), filed in Tallahassee, Florida, on May 17, 1979, bearing document number 74735, are hereby amended as follows:

1. Article I is amended to correct a typographical error and to read as follows:

ARTICLE I

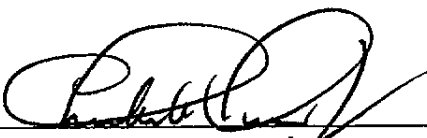
The name of the corporation is FIRST CHURCH OF THE NAZARENE OF WINTER HAVEN, FLORIDA, INC.

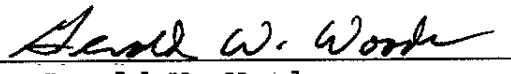
2. The original Charter of the Corporation attached to the Reincorporation Certificate of the Corporation is amended by deleting in their entirety from the Charter Article IX (limiting the amount of indebtedness of the Corporation) and Article X (restricting the maximum value of real estate the Corporation can own).

3. The foregoing amendments were approved by the board of directors of the Corporation on the 20th day of May, 1998. The number of votes cast for the amendment by the directors was sufficient for approval and no member action was required.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 21st day of May, 1998.

FIRST CHURCH OF THE NAZARENE
OF WINTER HAVEN, FLORIDA, INC.,
a Florida not-for-profit
corporation

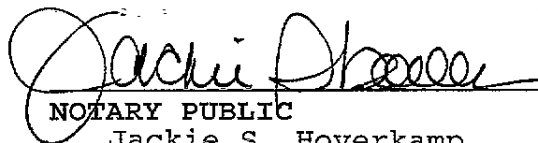
Attest: 
Charles A. Davis, Jr.,
Its Secretary

By: 
Gerald W. Woods,
Its President

(AFFIX CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Amendment were acknowledged before me this 21st day of May, 1998, by GERALD W. WOODS and CHARLES A. DAVIS, as the President and Secretary, respectively, of FIRST CHURCH OF THE NAZARENE OF WINTER HAVEN, FLORIDA, INC., a Florida not-for-profit corporation, on behalf of the corporation, who are personally known to me or produced a Florida driver's license as identification.



NOTARY PUBLIC

Jackie S. Hoverkamp

Print or Type Name of Notary

My Commission Expires:

H:\HOME\JSH\CORP\NAZAMD



Jackie S. Hoverkamp
MY COMMISSION # CC585024 EXPIRES
November 19, 2000
BONDED THRU TROY FAIR INSURANCE, INC.