

L10000032224

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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03/23/10--01032--012 **160.00

(Business Entity Name)

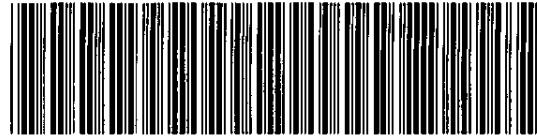
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
BLACKBURN & COMPANY, L.C.
5150 BELFORT ROAD, SOUTH
BUILDING 500
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN
dlb@blackburnco.org

ROBERT L. JONES III
rjones@blackburnco.org

TELEPHONE: 904-296-7713
FACSIMILE: 904-296-7716
FACSIMILE: 904-493-0384

March 22, 2010

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Covenant Media, Inc. and Covenant Media, LLC

Dear Sir or Madam:

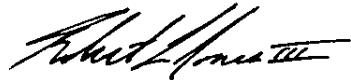
Enclosed for filing are the original and one copy of the Articles of Amendment to the Articles of Incorporation of Covenant Media, Inc. changing the name to NCMI Subsidiary, Inc. effective as of March 30, 2010.

Also, enclosed for filing are the original and one copy of the Articles of Organization of Covenant Media, LLC. Please note the effective date of April 1, 2010.

Also enclosed is our check in the amount of \$160.00 in payment of the filing fees.

Please return a file stamped copy of the Articles of Amendment and Articles of Organization to us at the address indicated above. If you have any questions concerning this filing, please contact me.

Very truly yours,



Robert L. Jones III

RLJ:rd
Enclosures
c: Jonathan McClellan (w/o enclosure)

ARTICLES OF ORGANIZATION
OF
COVENANT MEDIA, LLC

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2010 MAR 23 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned organizer, who is the authorized representative of the members of COVENANT MEDIA, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is COVENANT MEDIA, LLC

ARTICLE II - DURATION

The period of duration of the Company shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of the Company is 2360 St. John's Bluff Rd., #2, Jacksonville, Florida 32246.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is JONATHAN MCCLELLAN, 2360 St. John's Bluff Rd., #2, Jacksonville, Florida 32246.

ARTICLE V - INITIAL MANAGER

The initial manager of the Company shall be:

New Covenant Ministries, Inc.
2360 St. John's Bluff Rd., #2
Jacksonville, Florida 32246.

ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of the Company's Managers. Following the consent of the Managers, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Operating Agreement of the Company.

ARTICLE VII - MANAGEMENT

The management of the Company shall be vested in the Managers. The name and address of the initial Managers is set forth in Article V. above.

ARTICLE VIII - RETURN OF CAPITAL

No member shall have the right to the return of his, her or its contribution to capital except as provided in the Company's Operating Agreement.

ARTICLE IX - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by majority vote of the Managers of the Company as provided in Chapter 608, Florida Statutes.

ARTICLE X- OPERATING AGREEMENT

An operating agreement of this Company may be approved, adopted and amended by the members of the Company.

ARTICLE X – EFFECTIVE DATE

These Articles of Organization shall be effective as of April 1, 2010.

IN WITNESS WHEREOF, the undersigned organizer and initial manager has executed the foregoing Articles of Organization as of the 15 day of December, 2009.

NEW COVENANT MINISTRIES, INC., a
Florida not-for-profit corporation

By: W.H.T.

Wiley H. Tomlinson, its President

2010 MAR 23 PM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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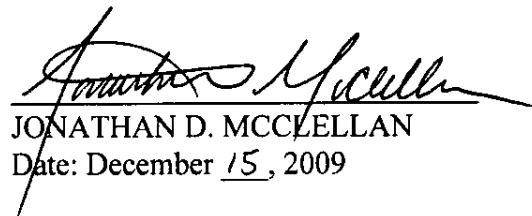
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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for COVENANT MEDIA, LLC at the place designated in the Articles of Organization, JONATHAN D. MCCLELLAN hereby accepts the appointment as registered agent and agrees to act in this capacity. JONATHAN D. MCCLELLAN further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and JONATHAN D. MCCLELLAN is familiar with and accepts the obligations of his position as registered agent.



JONATHAN D. MCCLELLAN
Date: December 15, 2009