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April 12, 2002

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

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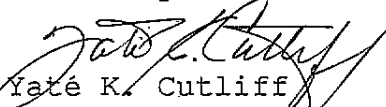
Re: Amendment to Articles of Incorporation of
CATCH ON FIRE OUTREACH MINISTRIES, INC.

Enclosed is the signed original and one signed copy of the Amendment to the Articles of Incorporation of the above corporation. Also, enclosed is a check in the amount of \$43.75, for the filing fee and a certified copy of the amendment.

Please process this at your earliest opportunity and return the certified copy of the Amendment to the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call me at (813) 867-3116.

Sincerely,


Yaté K. Cutliff
Attorney at Law

FILED
02 APR 15 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend & N/C

T BROWN APR 17 2002

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CATCH ON FIRE OUTREACH MINISTRIES, INC.

FILED
02 APR 15 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, being the President and Secretary of CATCH ON FIRE OUTREACH MINISTRIES, INC., a Florida non-profit corporation, hereby certify, pursuant to the provisions of Section 617.1006, Florida Statutes, states that the undersigned Florida Nonprofit corporation adopts the following articles of amendment to its articles of incorporation, at a meeting duly held by the board of directors, there being no members entitled to vote on the amendments, on the 28th day of March, 2002:

FIRST: Amendment adopted: Change the name of the corporation as follows:

REMNANT REHABILITATIVE COUNSELING AND OUTREACH SERVICES, INC.

SECOND: Amendment adopted: ARTICLE III

The Corporation's purpose will be used exclusively for charitable, educational, scientific and literary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Further, this corporation is organized to provide upward mobility services and opportunities to Pinellas County inner city residents. The corporation's services will include but are not limited to employability skills training and job placement, ex-offender support network, drug and gang diversionary programs, substance abuse counseling and educational support groups, family counseling sexual responsibility classes, and community referral service.

THIRD: Amendment Adopted to Add the following Article:

ARTICLE VII

LIMITATIONS

The corporation shall be operated exclusively for charitable,

educational and literary purposes as a nonprofit corporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation..

FOURTH: Amendment Adopted to Add the following Article:

ARTICLE IX

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution or final liquidation 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

Signed this day 8th of April, 2002.

Signature


Name: Juliette Bartley Warnke
Title: President