

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: Win 1 Ministries, Inc.

DOCUMENT NUMBER: N0300003144

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Renee Hill

(Name of Contact Person)

Win 1 Ministries, Inc.

(Firm/ Company)

612 South Bay Street

(Address)

Eustis, FL 32726

(City/ State and Zip Code)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

renee hill at (**352**) **551-7826**

(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED

2011 AUG 12 AM 9:51

Win.1 Ministries, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Name of Corporation as currently filed with the Florida Dept. of State)

N03000003144

(Document Number of Corporation (if known))

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

A. If amending name, enter the new name of the corporation:

SAME

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

SAME

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

SAME

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

SAME

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

The date of each amendment(s) adoption: 8/3/2011
(date of adoption is required)

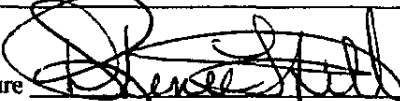
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 8/3/2011

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator -- if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Renee Hill

(Typed or printed name of person signing)

CEO

(Title of person signing)

**Amendments to
ARTICLES OF INCORPORATION
W.I.N. 1 Ministries, Inc.
(Florida Non-Profit Corporation)**

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit under and by virtue of the laws of the state of Florida. THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1. NAME

The name of this corporation shall be W.I.N. 1 Ministries, Inc
The physical address of the corporation 612 South Bay Street, Eustis, FL 32726.
The mailing address of the corporation is 612 South Bay Street, Eustis, FL 32726.

ARTICLE 2. PURPOSE

The specific purpose for which the corporation is initially organized is to ESTABLISH AND OVERSEE PLACES OF WORSHIP, CONDUCT THE WORK OF EVANGELISM WORLDWIDE, CREATE DEPARTMENTS NECESSARY TO SUPPORT MISSIONARY ACTIVITIES AND TO LICENSE AND OVERSEE MINISTERS OF THE GOSPEL and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue law. The purposes for which this corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 3. QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

The corporation will have non-voting members known as covenant fellowship partners which will be detailed in the bylaws.

The members or covenant fellowship partners of the corporation shall consist of any person accepted by the board of directors expressing a desire to help further the purposes for which the corporation was organized, and who displays a willingness to regularly contribute time and service for this regard. A mature person, of noble character, and good reputation within the community, who is willing to contribute time and money for these purposes may, upon request, be admitted to membership by vote of majority of the board of directors.

ARTICLE 4. TERM

The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

ARTICLE 5. NON PROFIT ORGANIZATION

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, 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 2. 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 any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(C) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT

The name of the Initial Registered Agent of the corporation is Benny Hill, and the street address of the Initial Registered Agent of this corporation is 612 South Bay Eustis, FL 32726

ARTICLE 7. INCORPORATOR

The names and residence addresses of the subscribers to these articles are as follows:

NAME

Renee Hill

ADDRESS

2301 Foxtree Road,
Tavares, FL 32778

ARTICLE 8. DIRECTORS

The board of directors of the corporation shall consist of no less than three (3) directors as determined by the bylaws. Directors shall be elected at the annual meeting of the members in the manner set forth in the bylaws. Directors may be removed and the vacancies shall be filled in the manner provided by the bylaws. The directors named in these articles shall serve as directors for the ensuing year, or until the first annual meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the bylaws. The board of directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the corporation in any other capacity and receive compensation there from in any form. The directors whose positions and duties are set forth in the bylaws will manage the affairs of this corporation. The names and addresses of the directors who are to serve until the first election are as follows:

NAME

Dir /Sen. Pastor & CEO.....Renee' Hill.
Pres.....Benny Hill
Vice Pres.....Douglas Alexander
Secretary.....Brenda Menefee
Tres.....Allison Moore

ARTICLE 9. BYLAWS

The first bylaws of the corporation shall be adopted by the board of directors and may be amended, altered or rescinded by the board of directors in the manner provided by such bylaws.

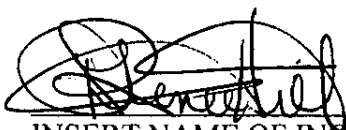
ARTICLE 10. AMENDMENTS TO ARTICLES OF INCORPORATION

These articles of incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the board of directors.

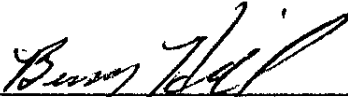
I, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these articles of incorporation.

WITNESS my respective hand and seal on the date and place indicated below.



INSERT NAME OF INCORPORATOR
Senior Pastor Renee Hill.

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.



NAME OF REGISTERED AGENT

Benny Hill