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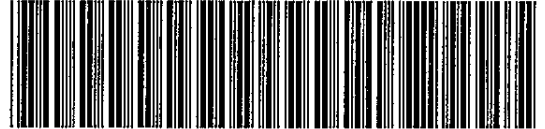
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STATE DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

05 MAR -4 PM 1:37

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Ps Amend 3/9/05

GIBBS LAW FIRM, P.A.

Attorneys and Counselors at Law

5666 SEMINOLE BOULEVARD, SUITE TWO
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300
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February 17, 2005

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

SUBJECT: Lighthouse of Northwest Florida, Inc.

Dear Sirs:

Enclosed are an original and one copy of the articles of amendment and a check for \$43.75 (filing fee and certified copy).

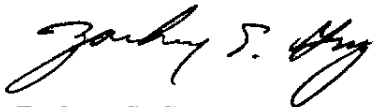
Once filed, please return the certified copy of the articles to:

Gibbs Law Firm, P. A.
5666 Seminole Boulevard
Suite 2
Seminole, FL 33772

If you have any further questions, please contact our office at (727) 399-8300.

Sincerely,

GIBBS LAW FIRM, P. A.



Zachary S. Gray

**Articles of Amendment
of
Lighthouse of Northwest Florida, Inc.**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes sections 617.1006, the undersigned nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Article III is hereby amended as follows:

The corporation is organized as a church exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, the establishing and maintaining of religious worship, the evangelizing of the unsaved by the proclaiming of the gospel of the Lord Jesus Christ, the educating of believers in a manner consistent with the requirements of Holy Scripture, the operating of a residential care facility for girls, the maintaining of missionary activities in the United States and any foreign country, and any other lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of the state of Florida or Section 501(c)(3) of the Internal Revenue Code.

Article IV is hereby amended as follows:

The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors.

Article IX is hereby added as follows:

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.

Article X is hereby added as follows:

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, employees, 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 tax-exempt purposes of the corporation.

Article XI is hereby added as follows:

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization 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 by an organization, contributions to which are deductible under Section 170(c)(2) of

the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article XII is hereby added as follows:

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article XIII is hereby added as follows:

The corporation shall have a racially nondiscriminatory policy and shall not discriminate against directors, employees, applicants, students, and others on the basis of race, color, or national or ethnic origin. The corporation shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students and shall be racially nondiscriminatory in the administration of all of its policies and programs.

Article XIV is hereby added as follows:

The qualifications, rights, privileges, duties, and classifications, of members of the corporation shall be stated in the Bylaws of the corporation.

SECOND: The date of adoption of the Amendments was 2/17/2005.

THIRD: The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

In Witness Whereof, the undersigned, being the officer of the corporation authorized to execute these Articles of Amendment which have been adopted by the members of the corporation, do so this 17 day of February, 2005.

Russell J. Cookston
(Signature)

RUSSELL J. COOKSTON
(Typed or printed name of person signing)

President
(Title of person signing)