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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOOR
3/11/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Mz. Tea Christmas Nest Corp.

DOCUMENT NUMBER: N11000009867

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

Please return all correspondence concerning this matter to the following:

Priscilla T. Williams

Name of Contact Person

Mz. Tea Christmas Nest Corp.

Firm/ Company

801 SW 3rd Court

Address

Delray Beach, FL 33444

City/ State and Zip Code

mzteachristmasnest@yahoo.com

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

For further information concerning this matter, please call:

Priscilla T. Williams

Name of Contact Person

at (561) 667-8908

Area Code & Daytime Telephone Number

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

- | | | | |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input 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

Mz. Tea Christmas Nest Corp.

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

N11000009867

(Document Number of Corporation (if known))

FILED
2013 MAR -7 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

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

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

*(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 _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (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

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

The date of each amendment(s) adoption: February 15, 2013

Effective date if applicable: February 15, 2013
(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 03/03/2013

Signature Priscilla T. Willaims
(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)

Priscilla T. Willaims
(Typed or printed name of person signing)

President
(Title of person signing)

Articles Of Incorporation

Article I

Mz. Tea Christmas Nest Corp

1.01 Name

The name of this corporation shall be **Mz. Tea Christmas Nest Corp**. The business of the corporation may be conducted as **Mz. Tea** or **Mz. Tea's Outreach**.

Article Ii

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

Article Iii

PURPOSE

3.01 Purpose

Mz. Tea Christmas Nest Corp is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. **Mz Tea Christmas Nest Corp's** purpose is to provide education by giving free lectures and slideshows titled "The Florida Hunger Exhibition," in schools, libraries, and other public venues as well as utilizing social media channels and the corporation's website to provide facts, statistics, and other related data on causes, current efforts and solutions to eradicating chronic malnutrition and hunger. We shall also feed hungry people within the community.

Our programs include sending out volunteers to raise social

consciousness about the cause on a local and state level, and to hold fundraising events in order to provide immediate relief and assistance to those suffering from chronic malnutrition and hunger regardless of their race, ethnicity, or religion.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations, which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for educational and charitable purposes.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities, which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change within our community.

3.02 Public Benefit

Mz Tea Christmas Nest Corp is designated as a public benefit corporation.

Article Iv

NON-PROFIT NATURE

4.01 Non-profit Nature

Mz. Tea Christmas Nest Corp. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of **Mz. Tea Christmas Nest Corp.** 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 the purpose clause 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 any candidate for public office.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Mz. Tea Christmas Nest Corp. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the directors, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **Mz. Tea Christmas Nest Corp.** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the **Mz. Tea Christmas Nest Corp.**, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the **Mz. Tea Christmas Nest Corp.** hereunder shall be selected by the discretion of a majority of the board members of the **Mz. Tea Christmas Nest Corp.** and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the **Mz. Tea Christmas Nest Corp.** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings, properties of the directors of this

corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article V

BOARD OF DIRECTORS

5.01 Governance

Mz. Tea Christmas Nest Corp. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Priscilla T. Williams-President

Curtiesha Tate- Vice President

Sophia Joseph-Secretary

Sekeina Walker-Assistant Secretary

Fredtiesha Reid-Treasurer

Article Vi

MEMBERSHIP

6.01 Membership

Mz. Tea Christmas Nest Corp. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

Article Vii

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

Article Viii

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is: **801 SW 3rd Court, Delray Beach Florida 33444** The mailing address of the

corporation is: **801 SW 3rd Court, Delray Beach, Florida 33444.**

Article Ix

Appointment of registered agent

9.01 Registered Agent

The registered agent of the corporation shall be:

Priscilla T. Williams

801 SW 3rd Court

Delray Beach, Florida 33444

Article X

INCORPORATOR

The incorporators of the corporation are as follow:

Priscilla T. Williams

801 SW 3rd Court

Delray Beach, Florida 33444

Certificate Of Adoption Of Articles Of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of **Mz. Tea Christmas Nest Corp** were approved by the board of directors on **February 15, 2013** and constitute a complete copy of Articles of Incorporation of the **Mz. Tea Christmas Nest Corp..**

Priscilla T. Williams-President

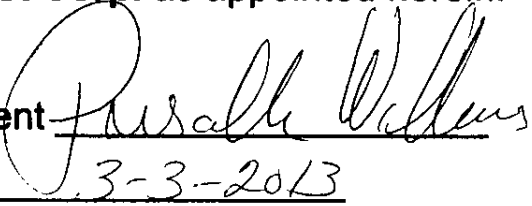
Curtieshan N. Tate- Vice President

Priscilla T. Williams-President
Curtiesha Tate- Vice President
Sophia Joseph-Secretary
Sekeina Walker-Assistant Secretary
Fredtiesha Reid-Treasurer

Acknowledgment of consent to appointment as registered agent

I, (name), agree to be the registered agent for **Mz. Tea Christmas Nest Corp.** as appointed herein.

Registered Agent


Priscilla Williams

Date:

3-3-2013