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NAOMI/TITUS2 COVENANT ALLIANCE MINISTRIES, INC.

October 10, 2012

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

Re: NAOMI/TITUS2 COVENANT ALLIANCE MINISTRIES, INC.

Please find enclosed the original Amendment to the Articles of Incorporation for the above referenced corporation, along with one (1) copy.

Please file the Amendment to the Articles of Incorporation upon receipt. Once filed please return the duly endorsed copy to the undersigned.

Enclosed is a check in the amount of \$35.00 to cover the applicable fees.

Please contact the undersigned us should there be any problems or questions regarding these documents.

Sincerely,

NAOMI/TITUS2 COVENANT ALLIANCE
MINISTRIES, INC.

By: _____/s/_____
Teralyn R. Hodge, President

Please forward all correspondences to:
The Law Offices of K. V. Rubin, PA
4399 35th Street North, 3Z
St. Petersburg, Florida 33714
727-512-8261

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NAOMI/TITUS2 COVENANT ALLIANCE MINISTRIES, INC.
A Florida Corporation Not for Profit

FILED
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CLERK OF DISTRICT COURT
ALLIANCE MINISTRIES, INC.

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:

FIRST: **Amendments adopted:**
 Articles being amended: Article 1, 2, 3, 4, 5, 6, 7, 8, 9, 10 and 11.
 Articles being deleted: None.

SECOND: The date of adoption was October 7, 2012.

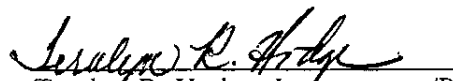
THIRD: Adoption of Amendments

ADOPTION OF AMENDMENTS

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

October 7, 2012

Name and Signature of Incorporator



Terilyn R. Hodge, Incorporator/President

On behalf of NAOMI/TITUS2 COVENANT ALLIANCE MINISTRIES, INC.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NAOMI/TITUS2 COVENANT ALLIANCE MINISTRIES, INC.

A Florida Corporation Not for Profit

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:

The undersigned, a majority of whom are citizens of the United States, desiring to form a *nonprofit corporation under the Florida Nonprofit Corporation Law or as the case may of the State of Florida*, do hereby certify:

Article One: Name

The name of this corporation shall be NAOMI/TITUS2 COVENANT ALLIANCE MINISTRIES, INC.

Article Two: Principal Office

The place in this state where the principal office of the corporation is to be located is
200 2nd Avenue South #357, St. Petersburg, Florida 33701-4313, Pinellas County.

Article Three: Purpose

This corporation is organized exclusively a community service organization serving women, children and families and for charitable purposes or for religious, literary, educational, including, for such purposes to provide an environment for the teaching and preaching of the beliefs of Jesus Christ through speaking engagements and developmental programs and the like, including, for such purpose or purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

Article Four: Board of Directors

There shall be a board of directors consisting of at least three individuals. The initial directors are to be appointed by the President (or President's designee in the event of the President's absence). After, each director shall appointed by the President in the manner and at the times set forth in the bylaws. After sufficient due diligence has been conducted, any director may be removed at the discretion of the President and notification to the board of directors.

Article Five: Directors and Officers

The names and addresses of the persons who are to serve as the initial directors and officers of the corporation are as follows:

TERALYN R. HODGE – President
2500 ANASTASIA WAY SOUTH
ST. PETERSBURG, FL 33712 US

JOANNE RAINEY – SECRETARY
3901 39th STREET SOUTH
ST. PETERSBURG, FL 33711 US

GENNIFER BUCKINS – TREASURER
956 ½ NORTH BEACH DRIVE
ST. PETERSBURG FL 33701 US

JACQUELINE BUCKINS – DIRECTOR
5355 16th STREET SOUTH
ST. PETERSBURG, FL 33705 US

CYNTHIA CHANCE – DIRECTOR
405 KINGSTON STREET SOUTH
ST. PETERSBURG, FL 33711 US

Article Six: Name of Incorporator

The name and address of the Incorporator is:

TERALYN R HODGE
2500 ANASTASIA WAY SOUTH
ST. PETERSBURG FL 33712 US

Signature of Incorporator:



A handwritten signature in cursive script, reading "Teralyn R. Hodge", is written over a horizontal line.

Article Seven: Corporate Net Earnings; Activities; Tax Exemption Requirements

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors or 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 purpose or purposes set forth in Article Three 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 of incorporation, 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 section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code or, if reference to federal law in the articles or certificate of incorporation imposes a limitation that is invalid under the law of the state of incorporation, state: shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose or purposes of this corporation.

Article Eight: Dedication of Assets: Distribution on Dissolution

A. The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any private person.

B. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to equally and severable to Word of Life Fellowship Church, Inc and Word of Life Academic Youth Summer Camp, Inc., both of St. Petersburg, Florida, which are both organized and operated exclusively for religious purposes, and exempt from taxation under section 501(c)(3) of the Internal Revenue Code; however, if the named recipient is not in existence, or is not a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of this organization shall be distributed to a fund, foundation or organization organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code.

Article Nine: Membership

There are no Members. The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

Article Ten: Bylaws

The bylaws of the corporation are to be made and adopted by the board of directors, and may altered, amended or rescinded by the board of directors.

Article Eleven: Registered Agent

Pursuant to the provision of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered office/Registered Agent in the State of Florida.

The name of the corporation: Naomi/Titus2 Covenant Alliance Ministries, Inc.

The name and address of the registered agent and office are:

The Law Offices of K. V. Rubin, PA
4399 35th Street North, 3Z
St. Petersburg, Florida 33714

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Agency Accepted:

By 
Karmika Rubin, Esq. on behalf of
The Law Offices of K. V. Rubin, PA

Date: October 7, 2012

In witness whereof, we have signed these articles of incorporation on October 7, 2012.


Teralyn R. Hodge, Incorporator