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Division of Corporations

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P02000123574

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

COALITION FOR CHILDBIRTH CHOICES, INC.

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Amendment
11/25/03
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

COALITION FOR CHILDBIRTH CHOICES, INC.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation filed on November 19, 2002 under Document Number P02000123574:

FIRST: Article V is restated and Articles VI-X are created to read as follows:

**ARTICLE V
DIRECTORS**

The number of directors constituting the board of directors of the Corporation shall be determined in accordance with the by-laws, but shall not be less than one. The number of directors constituting the current board of directors is one (1). No director may be removed from office during his term except for cause.

**ARTICLE VI
INDEMNIFICATION**

The Corporation shall indemnify each director, officer and shareholder of the Corporation against any and all liability and expense incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the Corporation to the full extent permitted by the laws of the State of Florida.

Prepared by: Robert M. Kramer, Bar No. 181940, 4000 Hollywood Boulevard, Suite 485 South Hollywood, FL 33021, phone: (954)966-2112

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ARTICLE VII
TRANSFER OF SHARES

No Shareholder may transfer or assign his shares in the Corporation except with the written consent of the Corporation and all the Shareholders entitled to vote. All of the Shareholders and the Corporation may enter into an agreement relating to the transfer of shares. The Corporation shall have the option, but not the obligation, to purchase the shares of a Shareholder whose shares have been involuntarily assigned for the "net book value" of such shares for Federal tax purposes on the date of such involuntary assignment. No assignee shall have the right to vote his assigned shares unless such assignment has been approved by all of the Shareholders and the Corporation.

ARTICLE VIII
DISTRIBUTION

No distribution to a Shareholder shall be permitted unless consented to by the Board of Directors and all Shareholders entitled to vote.

ARTICLE IX
REORGANIZATION, LIQUIDATION, SALE OF ASSETS, ETC.

No reorganization, liquidation, dissolution, sale of substantially of all assets, etc. shall be permitted unless approved by the Board of Directors and all Shareholders entitled to vote.

ARTICLE X
AMENDMENT

The Articles of Incorporation and the Bylaws shall not be subject to amendment except with the consent of all the Shareholders entitled to vote and the Board of Directors.

SECOND: The date of each amendment(s) adoption, restatement or addition is as of
October 10 2003.

Prepared by: Robert M. Kramer, Bar No. 181940, 4000 Hollywood Boulevard, Suite 485 South
Hollywood, FL 33021, phone: (954)966-2112

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THIRD: These Amendments were adopted by all of the Shareholders and Directors of the Corporation.

Signed this 10th day of June, 2003



DEBORAH DIGIACOMO,
President/ Director

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Prepared by: Robert M. Kramer, Bar No. 181940, 4000 Hollywood Boulevard, Suite 485 South
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