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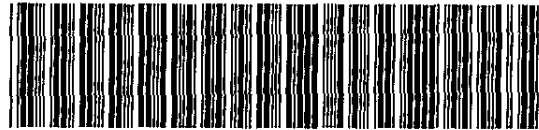
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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U.S. DISTRICT COURT
SOUTH DAKOTA
SIOUX FALLS, S.D.

MRD
515

1006-13444

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Heartbeat International, Inc.
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Peggy Wolock, General Counsel
(Name of Person)

Heartbeat International, Inc.
(Firm/Company)

665 E. Dublin-Granville Road

Suite 440

(Address)

Columbus, OH 43229

(City/State and Zip Code)

For further information concerning this matter, please call:

Peggy Wolock at (614) 885-7577
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy



Interdenominational Christian Association of Life-Affirming Education and Pregnancy Resource Providers

President
Margaret (Peggy) Hartshorn, Ph.D.

March 16, 2006

Directors
Janet Trenda, Board Chair
Alternate Avenues, ret.
Cathy Clark
Reverend John Ensor
A Woman's Concern
Mary Suarez Hamm
Centro Tepeyac
Michael W. Hartshorn, J.D.
T.S.O. Management Company
Patricia A. Hunter
Operation Blessing
Jim Manning
J.P. Manning Inc.
Anne Pierson
Loving & Caring, Inc.
John D. Tabor, FAHP
The Crisis Pregnancy Centers of Tucson
Mary Therese Martin Weyrich

International Council
John J. Brennan, M.D.
Wisconsin
Dr. Frank & Alice Brown
Minnesota
Msgr. Eugene V. Clark
New York
Dr. Joseph L. DeCook, M.D., FACOG
Michigan
Randy Engel
Pennsylvania
Thomas Glessner, J.D.
Virginia
Bishop James A. Griffin, Ret.
Ohio
Drs. Francois & Michele Guy
FRANCE
George E. Maloof, M.D.
California
Dr. Marie M. Mascarenhas
INDIA
Brian Norton, M. Min.
CANADA
Alfredo Perez, M.D.
CHILE
Victor G. Rosenblum, J.D.
Illinois
Sister Paula Vandegaer, L.C.S.W.
California
Dr. Margaret White, J.P., M.P.
UNITED KINGDOM

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

Re: Application by Heartbeat International for Authorization
to Conduct Affairs in Florida

To Whom It May Concern::

Enclosed please find the following:

- Application by Heartbeat International for Authorization to Conduct Affairs in Florida;
- Certified copies of everything that is on file with the Ohio Secretary of State's Office for Heartbeat International;
- A check made payable to the "Florida Department of State" in the amount of \$78.75. Please provide a certified copy and return to my attention.

Please let me know if you need anything further. Thank you for your assistance in this matter.

Yours truly,

Peggy M. Wolock

Peggy M. Wolock
General Counsel
Heartbeat International

MMW/s
Enclosures: 7



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 21, 2006

PEGGY WOLOCK, GENERAL COUNSEL
HEARTBEAT INTERNATIONAL, INC.
665 E DUBLIN-GRANVILLE ROAD, #440
COLUMBUS, OH 43229

SUBJECT: HEARTBEAT INTERNATIONAL, INC.
Ref. Number: W06000013444

We have received your document for HEARTBEAT INTERNATIONAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist

Letter Number: 706A00019123



Interdenominational Christian Association of Life-Affirming Education and Pregnancy Resource Providers

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Brian Norton, M. Min.

CANADA

Alfredo Perez, M.D.

CHILE

Victor G. Rosenblum, J.D.

Illinois

Sister Paula Vandegaer, L.C.S.W.

California

Dr. Margaret White, J.P., M.P.

UNITED KINGDOM

May 8, 2006

Attn: Diane Cushing
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Application by Heartbeat International for Authorization
to Conduct Affairs in Florida

Dear Ms. Cushing:

I am sending the enclosed to your attention per the advice of Attorney Craig Linder who discussed this matter with you on or around March 29, 2006. We attempted to file this form on March 16, 2006. It was returned to us along with the certified copies of our Articles from the Ohio Secretary of State. (The check for \$78.75 was not returned, however.)

Apparently our corporate name, Heartbeat International, is already being used by another entity in the State of Florida, so our *Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida* was returned.

According to Mr. Linder, you acknowledged that this form is somewhat incomplete insofar as it does not provide a line for a foreign not for profit to list an alternative corporate name in case the entity's original corporate name is already taken in the State of Florida.

Based upon your conversation with him, Mr. Linder advised us to re-file and to attach a corporate resolution to our application. This resolution provides that the Board of Directors has authorized the use of an alternative corporate name for the organization, namely "Heartbeat of Miami, Inc." in order for us to file the above-referenced form. Because we are an international organization, our Board members are located throughout the United States and signed this resolution in several counterparts.

Enclosed please find the following:

- Application by Heartbeat International for Authorization to Conduct Affairs in Florida including a resolution signed by the members of our Board of Directors;

- Certified copies of everything that is on file with the Ohio Secretary of State's Office for Heartbeat International.

We have previously provided a check in the amount of \$78.75. Please provide a certified copy of our filing and return it to my attention.

Please let me know if you need anything further. Thank you for your assistance in this matter.

Yours truly,

Peggy M. Wolock

Peggy M. Wolock
General Counsel
Heartbeat International

MMW/s
Enclosures: 3

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:

1. **Heartbeat International, Inc.**

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like
import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained
in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. **Ohio**

(State or country under the law of which it is incorporated)

3. **23-7335592**

(FEI number, if applicable)

4. **April 11, 1973**

(Date of Incorporation)

5. **perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. **n/a**

(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. **665 E. Dublin-Granville Rd., Suite 440, Columbus, OH 43229**

(Principal office address)

665 E. Dublin-Granville Rd., Suite 440, Columbus, OH 43229

(Current mailing address)

8. **To help start pregnancy centers in urban areas**

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: **Mary Kate Guerra**

Office Address: **530 NW 132nd Court**

Miami

(City)

Florida **33182**

(Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. **Registered agent's acceptance:**

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

Mary Kate Guerra R.N.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to
the Department of State, by the Secretary of State or other official having custody of corporate records in the
jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Janet Trenda
Address: 137 Pasto Rico Dr.
Rancho Santa Margarita, CA 92688

Vice Chairman: Cathy Clark
Address: 4915 Via Piedra
Yorba Linda, CA 92886

Director: Mary Weyrich
Address: 2550 Creston Ridge Lane
Pasto Robles, CA 93446

Director: Mary Suarez Hamm
Address: 800 Pershing Dr., Suite 303A
Silver Spring, MD 20910 (see attached for additional trustees)

B. OFFICERS

President: Peggy Hartshorn, Ph.D.
Address: 665 E. Dublin-Granville Rd., Suite 440
Columbus, OH 43229

Vice President: Jor-El Godsey (Vice President of Affiliate Services)
Address: 665 E. Dublin-Granville Rd., Suite 440
Columbus, OH 43229

Secretary: Michael Hartshorn, J.D.
Address: 960 Checkrein Ave., Columbus, OH 43229

Treasurer: John D. Tabor
Address: 2290 E. Speedway Blvd., Tucson, AZ 85719

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Margaret H. Hartshorn ("Peggy" Hartshorn) President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Margaret H. Hartshorn, President
(Typed or printed name and capacity of person signing application)

Additional Trustees

Pat Hunter
1817 Broadell Dr.
Fayetteville, NC 28301

Anne C. Pierson
219A Witmer Road
Lancaster, PA 17602

Jim Manning
124 E. 38th St.
New York, NY 10016

The undersigned constituting all the members of the Board of Directors of the Company hereby consent to and adopt the following resolutions, effective on and as of the date set forth below.

Resolved, that the Board of Directors of Heartbeat International, Inc. (the "Company") authorize the use of an alternative name for the Company namely "**Heartbeat of Miami, Inc.**", when seeking authorization to conduct its affairs in Florida in light of the fact that the name of the Company is not available in Florida.

Further resolved, that the Officers of the Company be and each of them hereby is, authorized, empowered, and directed to do any and all such acts and things and execute and deliver such instruments and other documents as they may deem necessary or desirable in order to carry out the purposes of the foregoing resolution.

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06 MAY 15 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This document may be executed in one or more counterparts, a complete set of which shall constitute one original.

Dated as of April 5, 2006.



Margaret Hartshorn, Ph.D.
President



Michael Hartshorn, J.D.
Secretary

John D. Tabor
Treasurer

Janet Tenda
Chairman of the Board

Cathy Clark
Vice-Chair

Mary Suarez Hamm
Trustee

Pat Hunter
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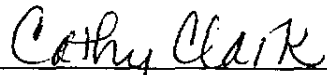
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MSH.

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Dated as of April 5, 2006.

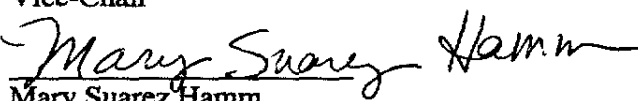
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Trustee



Mary Weyrich
Trustee

**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show HEARTBEAT INTERNATIONAL, INC., an Ohio not for profit Corporation, Charter No. 438059, having its principal location in Columbus, County of Franklin, was incorporated on April 11, 1973, and is currently in GOOD STANDING upon the records of this office.

FILED
06 MAY 15 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 23rd day of February, A.D. 2006.

J. Kenneth Blackwell
Ohio Secretary of State