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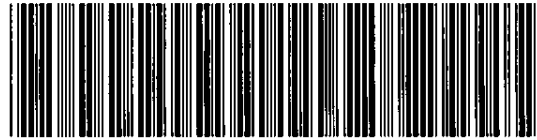
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Change of
Alternate Name
12/04/06
DC



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

President

Margaret (Peggy) Hartshorn, Ph.D.

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, FAIP

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.D.

UNITED KINGDOM

November 27, 2006

Attn: Ms. Darlene Connell
Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to Authorization to Conduct Affairs in Florida for
Heartbeat International and new Articles of Incorporation of
Heartbeat of Miami, Inc.

Dear Ms. Connell:

Per our conversation of Wednesday, November 23, 2006, I am enclosing a resolution signed by our President to amend the name that we are using in order to conduct affairs in Florida. Currently we are listed as "Heartbeat of Miami, Inc." because we couldn't use "Heartbeat International" in Florida. We would like to change "Heartbeat of Miami, Inc." to "Florida Heartbeat, Inc."

Another entity that we have worked closely with has been formed in Florida and we understand that they would like to incorporate under the "Heartbeat of Miami, Inc." name, which is why we are releasing that name, and choosing to file under "Florida Heartbeat, Inc."

To that end, enclosed please find the following:

- A resolution signed by President Margaret Hartshorn, to change the alternate name that we use to do business in Florida from "Heartbeat of Miami, Inc." to "Florida Heartbeat, Inc." **Please file this resolution first.** As we discussed, we have already provided the filing fee of \$35.00.

- Articles of Incorporation of Heartbeat of Miami, Inc. **Please file these articles second.** As we discussed, we have already provided the filing fee of \$70.00.

I would appreciate receiving certified copies of each of the above, and we have previously sent you the \$8.75 fee for certified copies of each of the above filings. Please let me know if you need anything further and thank you so much for all of your assistance in this matter.

Yours truly,

Peggy M. Wolock

Peggy M. Wolock
General Counsel
Heartbeat International

Enclosure



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

President

Margaret (Peggy) Hartshorn, Ph.D.

November 16, 2006

Directors

Janet Trender, Board Chair

Alternate Avenues, ret.

Cathy Clark

Reverend John Ensor

A Woman's Concern

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UNITED KINGDOM

Attn: Ms. Darlene Connell
Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to Authorization to Conduct Affairs in Florida for
Heartbeat International and new Articles of Incorporation of
Heartbeat of Miami, Inc.

Dear Ms. Connell:

I am sending the enclosed to your attention per the advice of Attorney Craig Linder who discussed this matter with you on or around October 11, 2006.

We would like to amend the name that we are using in order to conduct affairs in Florida. Currently we are listed as "Heartbeat of Miami, Inc." because we couldn't use "Heartbeat International" in Florida. We would like to change "Heartbeat of Miami, Inc." to "Heartbeat of Florida, Inc." The standard form to file an "Amendment to Application for Authorization to Transact Business in Florida" does not quite fit our scenario because question four assumes that we have changed our name for purposes of the State of Incorporation (Ohio). This is not the case. We remain incorporated under the name "Heartbeat International, Inc." in Ohio.

Per Attorney Craig Linder's conversation with you, he advised me to obtain a corporate resolution from the Board of Directors authorizing the use of "Heartbeat of Florida, Inc." for our activities in Florida. Because we are an international organization, our Board members are located throughout the United States and signed this resolution in several counterparts.

Another entity that we have worked closely with has been formed in Florida and we understand that they would like to incorporate under the "Heartbeat of Miami, Inc." name, which is why we are releasing that name, and choosing to file under "Heartbeat of Florida, Inc."

To that end, enclosed please find the following:


▪ A resolution signed by the members of our Board of Directors to change the alternate name that we use to do business in Florida from "Heartbeat of Miami, Inc." to "Heartbeat of Florida, Inc." **Please file this resolution first.** It is my understanding that the filing fee for this is \$35.00.

▪ Articles of Incorporation of Heartbeat of Miami, Inc. **Please file these articles second.** It is my understanding that the filing fee for this is \$70.00.

I would appreciate receiving certified copies of each of the above, and it is my understanding that the fee is \$8.75 per certified copies. Accordingly, I have enclosed a check for \$122.50 made payable to the "Florida Department of State" and I have enclosed an additional copy of both the corporate resolution and the Articles of Incorporation of Heartbeat of Miami, Inc.

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

Yours truly,



Peggy M. Wolock
General Counsel
Heartbeat International

MMW/s
Enclosures: 5

**WRITTEN RESOLUTION
OF
PRESIDENT
OF
HEARTBEAT INTERNATIONAL, INC.**

The undersigned, the President of Heartbeat International, a not-for-profit corporation incorporated in the State of Ohio ("Company"), hereby consents to and adopts the following resolutions, effective on and as of the date set forth below.

WHEREAS, the Board of Directors authorized the use of an alternate name in Florida, namely, "Heartbeat of Miami, Inc." when it qualified to do business in Florida since the name of the Company (Heartbeat International, Inc.) was not available in Florida; and

WHEREAS, the President and Board of Directors deem it to be in the best interest of the Company to change the alternate name it uses to do business in Florida from "Heartbeat of Miami, Inc." to "Florida Heartbeat, Inc." and the President has authority to make such a change,

NOW, THEREFORE, BE IT

RESOLVED, that the alternate name of Heartbeat International, Inc., a not-for-profit corporation incorporated in the State of Ohio ("Company"), for purposes of doing business in Florida be changed from "Heartbeat of Miami, Inc." to "Florida Heartbeat, Inc."; and be it

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.

Dated as of November 21, 2006



Margaret Hartshorn, Ph.D.
President

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06 DEC -1 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA