

LD5 000032494

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

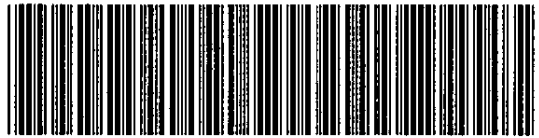
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G. MCLEOD

NOV 10 2009

EXAMINER



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11/09/09--01065--014 **60.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
09 NOV -9 PM 3:35

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Pregnancy.org, LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mollee Bloom Bauer

Name of Person

Pregnancy.org, LLC

Firm/Company

21976 Palm Grass Drive

Address

Boca Raton, FL 33428

City/State and Zip Code

molleeb@pregnancy.org

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

For further information concerning this matter, please call:

Mollee Bloom Bauer

Name of Person

at (561)

883-5243

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Pregnancy.org, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 4/1/05 and assigned
Florida document number L05000032494.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

City

Florida

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

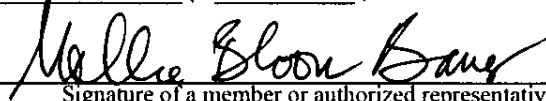
<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	Mollee Bloom Bauer	21976 Palm Grass Drive Boca Raton, FL 33428	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
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D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Amending the Articles of Organization (see attached)

Amending the title of General Manager Mollee Bauer (see above)

Dated November 4, 2009



Signature of a member or authorized representative of a member

Mollee Bloom Bauer

Typed or printed name of signee

AMENDMENT TO ARTICLES OF ORGANIZATION

Reference is made to that certain Articles of Organization of Pregnancy.Org, LLC dated 4/1/05 (the "Articles"). Reference is also made to that certain Membership Interest Purchase Agreement, dated November 4, 2009, by and among PREGNANCY.ORG, LLC, a Florida Limited Liability Company (the "Company"), its principal, MOLLEE BAUER (the "Principal") and BET INFORMATION SYSTEMS, INC. (the "Purchaser") (the "Agreement").

WHEREAS, the Agreement requires the Company to amend the Articles to reflect the addition of the Purchaser as an owner of membership interest of the Company.

NOW, THEREFORE, in consideration of the mutual promises contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. **AMENDMENT.** Article IV of the Articles of Organization shall be amended to add the following:

"No member shall transfer any membership interest in the Company without the member seeking to transfer such interest (the "Offering Member") first offering such membership interest (an "Offered Interest") to all other members on the same terms and conditions as such interests are offered to any other prospective purchaser. Each member shall have a right to purchase the Offered Interest, provided that if more than one member wishes to purchase the Offered Interest each purchasing member's right shall be reduced, up to the amount other members are willing to purchase, in proportion to membership interests. Notwithstanding the foregoing, in the event members holding a majority of the membership interests approve of a sale of the Company in its entirety (a "Company Sale"), whether by sale of membership interests, merger, or sale of assets, or through any other means, all members agree to take all such actions and execute all such documents as are necessary in order to effectuate the Company Sale."

2. **BINDING AGREEMENT.** This Amendment shall be considered an integral part of the Operating Agreement and shall be effective upon the date first above written. Subject only to the modification referred to in this Amendment, the Articles shall remain in full force and effect and where necessary shall be read and construed and be enforceable as if the terms of this Amendment were inserted.
3. **GOVERNING LAW.** The provisions of the Articles shall apply also to this Amendment.

IN WITNESS WHEREOF, the Company has caused this Amendment to be executed by their duly authorized representatives as of the date first written above.

PREGANCY.ORG, LLC.:

By: Mollie Bloom Bauer

Its: General Manager-Owner

Name: Mollie Bloom Bauer
Please print

Date: 11/5/09