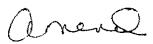
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SEGMENT OF STATE

SEGME



A licensed not-for-profit child placement agency for international adoptions

1535 North Park Drive, Suite 103 Weston, Florida 33326

Phone: (954) 385-5025 Fax: (954) 217-6002 E-mail: info@adoptionranger.org www.adoptionranger.org

December 5, 2002

Ms. Annette Ramsey Secretary of State 409 East Gaines Street Tallahassee, FL 32399

Dear Ms. Ramsey,

Thank you for taking the time to assist me on the phone today with the information I needed regarding filing an amendment to our Articles of Incorporation.

Enclosed please find the Articles of Amendment to Articles of Incorporation for Adoption Ranger, Inc., and a check in the amount of \$61.25 payable to the Department of State. This amount represents the \$35.00 amendment to articles filing fee plus \$26.25 fee for 3 certified copies of the amendment (\$8.75 per certified copied for 3 of them).

Please return the certified copies to us with a "FILED" and date of filing by your office stamped on the document so that we may provide this to the IRS for our application for tax exemption. I've enclosed a pre-paid, pre-addressed FedEx envelope for the return of the documents, as we need this as quickly as possible in order to meet the filing deadline for our IRS application.

Thank you very much for your assistance. If you need to contact me, please call me at (954) 385-5025. If you don't reach me at that number when you call, call me on my cell phone at (954) 614-6546.

Sincerely

Marla Porter Gross, Esq.

President

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ARTICLES OF AMENDMENTS FILED to TALLALIS STATES 32			
to TALLONIA 6 PM 3			
ARTICLES OF INCORPORATION & 32			
CORIDA			
of A solution of the			
ADOPTION RANGER, INC.			
(Document Number of Corporation (If known)			
Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.			
FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)			
Amending Article III (purpose) Please See attached.			
Please See attached.			
SECOND: The date of adoption of the amendment(s) was: September 11, 2002 THIRD: Adoption of Amendment (CHECK ONE)			
The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.			
There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.			
Signature of Chairman, Viole Chairman, President or, other officer			
MARLA PORTER GROSS Typed or printed name			

Adoption Ranger, Inc.

Article III. as amended:

- a. The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code.
- No part of the net earnings of the organization shall inure to the benefit of, or be b. distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductive under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the Internal Revenue Code, or be distributed to the federal government, or to a state or local government, for a public purpose.