

**Secretary of State**  
**Business Services and Regulation**  
Suite 315, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530

TRANSACTION NUMBER: 90305467 (468)  
CONTROL NUMBER : 8514916  
DATE INCORPORATED : 09/20/85  
DATE AMENDED : 11/01/90  
EXAMINER : DONNA HYDE  
TELEPHONE : 404-656-0624

**REQUESTED BY:**

PRENTICE HALL CORPORATE SERVICES  
ELLEN MELNICK  
66 LUCKIE STREET  
ATLANTA, GEORGIA 30303

**CERTIFICATE OF AMENDMENT**

I, MAX CLELAND, Secretary of State and Corporations  
Commissioner of the State of Georgia do hereby certify, under the  
seal of my office, that the articles of incorporation of

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**"HOMES FOR CHILDREN INTERNATIONAL, INC."**

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have been duly amended under the laws of the State of Georgia,  
changing its name to

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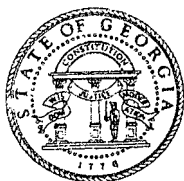
**"ADOPTION CARE, INC."**

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by the filing of articles of amendment in the office of the Secre-  
tary of State and the fees therefor paid, as provided by law, and  
that attached hereto is a true and correct copy of said articles  
of amendment.

WITNESS, my hand and official seal, in the City of Atlanta  
and the State of Georgia on the date set forth below.

DATE: NOVEMBER 1, 1990  
FORM A3 (JULY 1989)



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

ARTICLES OF AMENDMENT

OF

HOMES FOR CHILDREN INTERNATIONAL, INC.

To the Secretary of State  
State of Georgia

Pursuant to the provisions of the Georgia Nonprofit Corporation Code, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Amendment.

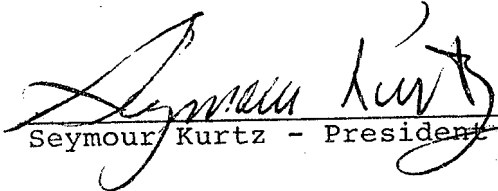
1. The name of the corporation is HOMES FOR CHILDREN INTERNATIONAL, INC.
2. Article First of the Articles of Incorporation is hereby amended so as henceforth to read as follows:

"First: The name of the corporation is ADOPTION CARE, INC."

3. The amendment herein provided for was unanimously adopted by the Board of Directors of the corporation consisting of a quorum of the Board of Directors on July 18, 1990. The corporation has nineteen directors, ten of whom were present at the meeting.
4. The members of the corporation were not entitled to vote.

Executed on October 31, 1990.

HOMES FOR CHILDREN INTERNATIONAL, INC.

  
Seymour Kurtz - President

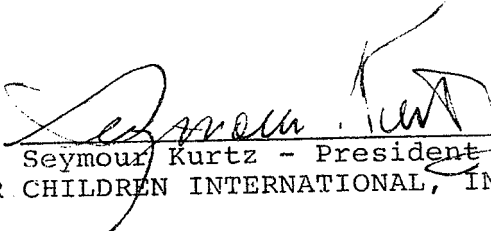
NOV 1 12 51 PM '90

SECRETARY OF STATE

CERTIFICATE VERIFYING REQUEST AND  
PAYMENT FOR PUBLICATION OF REQUISITE NOTICE

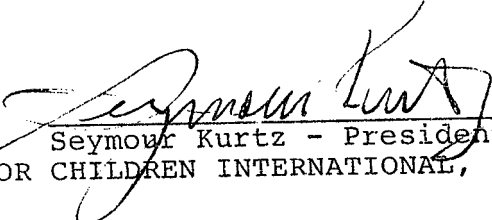
It is hereby certified and verified by the undersigned that the request for publication of a notice of intent to file the annexed articles of amendment to change the name of the corporation and the payment therefor have been made as required by the Georgia Nonprofit Corporation Code.

Executed on October 31, 1990.


  
Seymour Kurtz - President of  
HOMES FOR CHILDREN INTERNATIONAL, INC.

STATE OF GEORGIA  
                  §§.:  
COUNTY OF FULTON

Seymour Kurtz, being duly sworn, deposes and says that he is the person who executed the foregoing certificate; that he signed the same in the capacity stated opposite or beneath his signature thereon; that he has read the foregoing certificate and knows the contents thereof; and that the statements contained therein are true to his own knowledge.

  
Seymour Kurtz - President of  
HOMES FOR CHILDREN INTERNATIONAL, INC.

Subscribed and sworn to  
before me on October 31, 1990.

  
Notary Public

Notary Public, Cobb County, Georgia  
My Commission Expires Oct. 29, 1991