

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

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FORM NUMBER : 111

TEDI M. HEDSTROM  
P.O. BOX 3651  
PONTE VEDRA BEACH, FL 32004

**CERTIFICATE OF AMENDMENT**

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**ADOPTION BLESSINGS WORLDWIDE INC.**  
**A DOMESTIC NONPROFIT CORPORATION**

has filed articles of amendment in the Office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. 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 above.



  
Cathy Cox  
Secretary of State

**ARTICLES OF AMENDMENT FOR TELBEAR ADOPTIONS, INC**

**ARTICLE I**

The name of the corporation is Adoption Blessings Worldwide, Inc.

**ARTICLE II**

The organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3), of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE III**

No part of the net earnings of the organization shall inure to the benefit of, or be 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 deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE IV**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE V**

The amendments were adopted on April 2, 2005.

**ARTICLE VI**

The amendments were adopted by vote of the board of directors. The entity has no members; therefore no member vote is required.

**ARTICLE VII**

The incorporator, Tedi M. Hedstrom, has changed her address to: Tedi M. Hedstrom, P.O. Box 3651, Ponte Vedra Beach, Florida 32004.

**ARTICLE VIII**

The street address and mailing address of the current registered agent is 117 Manor Row, Macon, Georgia, 31210. The registered agent at such address is Becky Harmon.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation.

This 6<sup>th</sup> day of April, 2005.

*Tedi M. Hedstrom*

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Tedi M. Hedstrom, President of Corporation

SECRETARY OF STATE  
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CORPORATIONS DIVISION