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STATE OF FLORIDA
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03-25759
LIMITED LIABILITY AMENDMENT
HUNTINGTON INSTITUTE, L.L.C.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 29, 2003

HUNTINGTON INSTITUTE, L.L.C.
C/O RAY DOBBS
4254 WEST LAKE DR
AUSTIN, TX 78746

SUBJECT: HUNTINGTON INSTITUTE, L.L.C.
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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective October 24, 2003 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Huntington Institute, L.L.C.
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 15, 2003.

Article III. Address

The Company's street and mailing address is:

Huntington Institute, L.L.C.
C/O Ray Dobbs
4254 West Lake Drive
Austin TX 78746

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410 UNITED STATES

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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TALLAHASSEE FLORIDA

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Article V. Transferability of Membership Interests

Article VI. Management

MARK VAN CURA

D. BRADFORD ANDERSON

RAY DOBBS

Article VII. Company Existence

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

By: _____
by K. Sarria as attorney-in-fact

Title: Member

Corporate Creations International Inc.

Miami Beach FL 33139

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Huntington Institute, L.L.C.

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CORPORATE CREATIONS NETWORK INC.
Karla Sarria, Vice President

Date: October 28, 2003

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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