

P 00000021418
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
 HOUGHTON, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$43.75

*** File 2nd after Amendment for "Sentinel Capital Funding, LLC" we are fax submitting as well.**

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JAN 03 2011

COULLETTE
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EXAMINER

Amend v N.C.

12/30/2010 3:00 PM

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HOUGHTON, INC.**

Document No. P00000021418

In accordance with Section 607.1007, Florida Statutes, the Articles of Incorporation of HOUGHTON, INC., a Florida corporation (the "Company"), are hereby amended and restated (such Amended and Restated Articles of Incorporation to be referred to herein as the "Articles of Incorporation") to read in their entirety as follows:

**ARTICLE I
NAME**

The name of the Company shall be:

SENTINEL CAPITAL FUNDING, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Company shall be:

**11 N. Summerlin Avenue, Suite 210
Orlando, FL 32801**

**ARTICLE III
PURPOSES AND DURATION**

The general purpose for which the Company is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto. In connection therewith, the Company shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. The Company shall have perpetual existence.

**ARTICLE IV
CAPITAL STOCK**

The number of shares this Company is authorized to issue and have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

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ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Company shall be located at 11 N. Summerlin Avenue, Suite 210, Orlando, FL 32801, and the initial registered agent of the Company at such office shall be RICHARD A. BURT. The Company shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VI
BOARD OF DIRECTORS

The Business affairs of the Company shall be managed by a Board of Directors consisting of at least one member but not more than three members, as established by the By-Laws.

ARTICLE VII
EFFECTIVE DATE

The existence of the Company commenced on March 1, 2000. The Company's Document Number is P00000021418.

ARTICLE IV
BYLAWS

The power to adopt the bylaws of the Company, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of the Company.

ARTICLE X
AMENDMENT OF ARTICLES OF INCORPORATION

The Board of Directors of the Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation only by unanimous consent of all the Directors, and all rights conferred upon the shareholders herein are subject to this reservation.

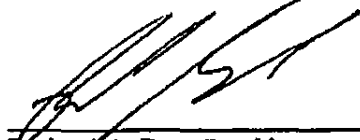
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ARTICLE XI
ACKNOWLEDGMENT

The foregoing Amended and Restated Articles of Incorporation were unanimously approved by the Board of Directors on December 29, 2010.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 30th day of December, 2010.

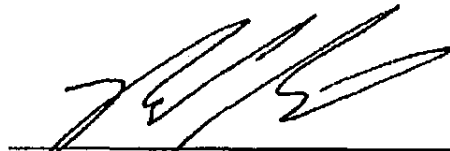


Richard A. Burt, President

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Richard A. Burt, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

Dated effective as of this 30th day of December, 2010.



Richard A. Burt, Registered Agent