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Sentinel Credit Corporation
601 Gateway Blvd.
Suite 260
South San Francisco, CA 94080
(650) 869-3660

FILED
98 AUG 28 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

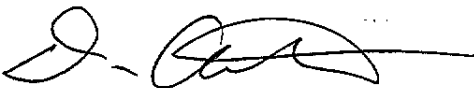
August 6, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed please find the completed Articles of Dissolution for Sentinel Credit Corporation.

I am also enclosing a check in the amount of \$43.75 to cover the \$35.00 fee for dissolution and the \$8.75 fee for a certificate of status.

If you have any questions, please call me.



Dean Antonis
Project Manager

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VS SEP 04 1998

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Sentinel Credit Corporation

SECOND: The filing date of the articles of incorporation was: 11/6/95

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

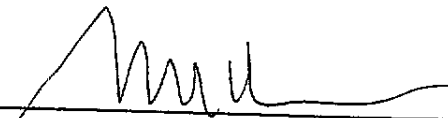
FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 6th day of August, 19 98

Signature


(By the chairman or vice chairman of the board, president, or other officer - if there are directors, by an incorporator.)

Mark Cohn
(Typed or printed name)

Executive Vice President
(Title)

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