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Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : BLOCH, MINERLEY & FEIN, PL.

Account Number: 119980000064 Phone: (561)362-6699 Fax Number: (561)447-9884

FLORIDA PROFIT/NON PROFIT CORPORATION

WINTERSET PROPERTIES, INC.

| Certificate of Status | 1 |
|-----------------------|---------|
| Certified Copy | 0 |
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:

WINTERSET PROPERTIES, INC.

Article II. Address

The mailing address of the Corporation is:

2165 Sutters Lane Boca Raton, Florida 33428

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Andrew K. Fein Bloch, Minerley & Fein, P.L. 980 N. Federal Highway, Suite 412 Boca Raton, FL 33432

Article IV. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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The name of each member of the Corporation's initial Board of Directors is:

ROBERT A. POIRIER ARLYNE POIRIER

Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Andrew K. Fein Bloch, Minerley & Fein, P.L. 980 N. Federal Highway, Suite 412 Boca Raton, FL 33432

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on ______, 2006.

ANDREW K. FEIN

Incorporator

Andrew K. Fein, Esq., Florida Bar No. 956430 Bloch, Minerley & Fein, P.L. 980 N. Federal Highway, Suite 412 Boca Raton, FL 33432 (561) 362-6699

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MAY-19-06 FRI 03:59 PM BLOCH MINERLEY & FEIN

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CERTIFICATION OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION

WINTERSET PROPERTIES, INC.

REGISTERED AGENT/OFFICE

Andrew K. Fein Bloch, Minerley & Fein, P.L. 980 N. Federal Highway, Suite 412 Boca Raton, FL 33432

I agree to act as registered agent to accept service of process for the corporation 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.

ANDREW K. FEIN

Date: _______, 200

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Andrew K. Fein, Esq. Florida Bar No. 956430 Bloch, Minerley & Fein, P.L. 980 N. Federal Highway, Suite 412 Boca Raton, FL 33432 (561) 362-6699