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**FLORIDA PROFIT/NON PROFIT CORPORATION****Town & Country Developers Inc.**

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May 18, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations  
BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

SUBJECT: TOWN & COUNTRY DEVELOPERS INC.  
REF: W07000023980

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H07000134921 3

ARTICLES OF INCORPORATION  
OF  
Gerstein Associates, Inc.

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXVI, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

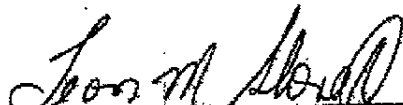
1. The name of the corporation is: *Gerstein Associates, Inc.*
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed is a to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 common shares at no par value and of one class.
5. The principal address and mailing address of the corporation will be: 1000 Island Boulevard, Apt. 2606, Aventura, Florida 33160.
6. The address of the initial registered office will be 1000 Island Boulevard, Apt. 2606, Aventura, Florida 33160, and the name of its registered agent at such address is: *Louise Gerstein*.
7. The number of directors constituting the initial board of directors is one and the name and address of the person who is to serve as director thereof is as follows:

*Louise Gerstein*  
1000 Island Boulevard, Apt. 2606  
Aventura, Florida 33160

8. The name and address of the sole incorporator is:  
*Jean M. Sherett*  
c/o BlumbergExcelsior Corporate Services, Inc.  
62 White Street  
New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this 17th day of May, 2007.

  
Jean M. Sherett  
Incorporator

BlumbergExcelsior Corporate Services  
62 White Street, NYC 10013  
(212)431-5000

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## ACCEPTANCE OF APPOINTMENT

AS

## REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of *Gerstein Associates, Inc.*, in the above named corporation.

Dated: May 16th, 2007.

By:   
Louise Gerstein  
Its Agent

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