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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

Dyadic Real Estate Holdings, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
DYADIC REAL ESTATE HOLDINGS, INC.**

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE I

The name of the corporation (hereinafter called the corporation) is Dyadic Real Estate Holdings, Inc.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The principal place of business and mailing address of the corporation are 140 Intracoastal Point Drive, Suite 404, Jupiter, Florida 33477-5094.

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE IV

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business, including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000), all of which are of a par value of one cent (\$0.01) each and are of the same class and are to be Common shares.

ARTICLE VI

The address of the initial Registered Office of the corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the initial registered agent of the corporation at such address is CT Corporation System.

ARTICLE VII

The number of directors constituting the Board of Directors of the corporation shall be as provided from time to time in the bylaws of the corporation.

ARTICLE VIII

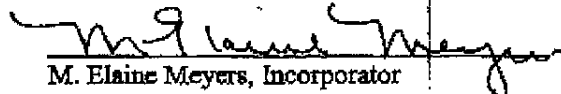
The name and the address of the incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
M. Elaine Meyers	1445 Ross Avenue, Suite 3700 Dallas, Texas 75202-2799

ARTICLE IX

The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on May 9, 2005.


M. Elaine Meyers, Incorporator

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ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501(3)
F.S.: CT CORPORATION SYSTEM IS FAMILIAR WITH AND ACCEPTS THE
OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

DATED May 11th, 2005

CT CORPORATION SYSTEM

By: Connie Bryan
Name: _____
Title: CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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FILED