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Division of Corporations

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NAOMI CORPORATION

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December 24, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

THE FARR LAW FIRM

SUBJECT: NAOMI CORPORATION
REF: W07000061756

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P96000041844.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Carolyn Lewis
Regulatory Specialist II
New Filing Section

FAX Aud. #: H07000304642
Letter Number: 607A00071376

**ARTICLES OF INCORPORATION
OF
NAOMI REAL ESTATE INVESTMENTS CORPORATION**

ARTICLE I - NAME AND ADDRESS

The name of this corporation is **NAOMI REAL ESTATE INVESTMENTS CORPORATION**. The street address of its initial principal place of business and its mailing address is 1133 Bal Harbor Boulevard, Suite 1135, Punta Gorda, Florida 33950.

ARTICLE II - DURATION

This corporation shall have perpetual existence or shall exist until dissolved by operation of law.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes: To carry on any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000) shares of common stock having a par value of ONE DOLLAR (\$1.00) each, all of which shall be fully paid and non-assessable.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 1133 Bal Harbor Boulevard, Suite 1135, Punta Gorda, Florida 33950-6500, and the name of the initial registered agent of this corporation at that address is GEOFFREY L. LORAH.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time as set out in the bylaws of this corporation. The names and addresses of the initial directors are as follows:

DIRECTORS

ADDRESS

JAMES A. WEBER

2301 Mangrove Road
Punta Gorda, FL 33982

THOMAS A. GRUBER

825 W. Retta Esplanade
Punta Gorda, FL 33950

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ARTICLE VII - INCORPORATOR

The name and addresses of the incorporators are as follows:

INCORPORATORADDRESS

JOSEF METZKER

534 Alland
Mayerling 2
AUSTRIA

VITUS ECKERT

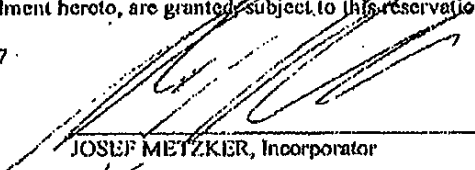
2500 Baden
Erzherzog Rainer-Ring 23
AUSTRIA

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ARTICLE VIII - AMENDMENTS

This corporation reserves the right from time to time to amend, alter, repeal, or to add any provision to its Articles of Incorporation in any manner now or hereafter prescribed by the provisions of Chapter 607 of Florida Statutes or any amendment thereto or by the provisions of any other applicable statute of the State of Florida; and all rights conferred upon shareholders by these Articles of Incorporation, or any amendment hereto, are granted subject to this reservation.

Dated this 21st day of December 2007


JOSEF METZKER, Incorporator
VITUS ECKERT, IncorporatorACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, F.S.


GEOFFREY L. LORAH, Registered Agent