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FLORIDA PROFIT/NON PROFIT CORPORATION
gadir II real estate investments, inc.

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ARTICLES OF INCORPORATION

OF

GADIR II REAL ESTATE INVESTMENTS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a professional service corporation.

ARTICLE I

The name of the corporation is GADIR II REAL ESTATE INVESTMENTS, INC.

ARTICLE II

This existence of this corporation shall be perpetual unless dissolved according to Florida law. In the event of dissolution of this corporation, all remaining assets of the corporation shall be transferred and delivered according to Florida law.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

This document prepared by:
Lisa Lanza, Esq., Melissa P. Lanza, P.A.
Fla Bar No. 0658901
104 Crandon Blvd. #420, Key Biscayne, Fl. 33149

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ARTICLE IV

The address of the principal office of the Corporation is 104 Crandon Blvd., Suite 420, Key Biscayne, FL 33149.

ARTICLE V

The initial mailing address of this corporation shall be:
104 Crandon Blvd., Suite 420, Key Biscayne, FL 33149.

ARTICLE VI

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE VII

The corporation shall be managed by a Board of Directors. The number of Directors, method of election and the method of removal of Directors shall be as provided in the By-laws of the corporation. The initial board of directors shall consist of three members. The names and addresses of the persons who will serve on the initial board of directors are:

Miguel Lilue Gosen
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

Hayat Njaim De Lilue
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

Catherine Lilue Njaim
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

ARTICLE VIII

The corporation shall have such Officers with such duties as provided in the By-laws. The name, title and address of the officers of this corporation shall be:

Miguel Lilue Gosen
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

Hayat Njaim De Lilue
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

Catherine Lilue Njaim
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

ARTICLE IX

The By-laws of this corporation may be adopted, altered, amended or repealed by the Directors.

ARTICLE X

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

ARTICLE XII

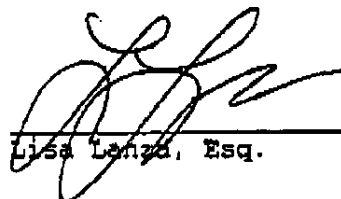
The initial street address of the Corporation's registered office is 104 Crandon Blvd., Suite 420, Key Biscayne, Florida 33149. The initial registered agent for the Corporation at that address is Lisa Lanza, Esq.

ARTICLE XIII

The names and street address of the person signing these articles of incorporation is:

Lisa Lanza, Esquire
Melissa P. Lanza, P.A.
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of January 2011.



Lisa Lanza, Esq.

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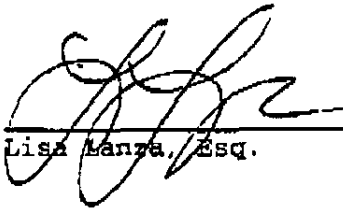
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : GADIR II REAL ESTATE INVESTMENTS, INC.
2. The name and address of the registered agent and office is:

Lisa Lanza, Esquire
MELISSA P. LANZA, P.A.
104 Crandon Blvd., Suite 420
Key Biscayne, FL 33149

Having been named as Registered Agent and to accept service of process for GADIR II REAL ESTATE INVESTMENTS, INC., at the place designated in the Articles of Incorporation and this Certificate, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3). I further agree to comply with the provisions of all Statutes relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Lisa Lanza, Esq.

1/5/2011
Date

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