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ARTICLES OF INCORPORATION

OF

STRATEGIC REALTY INVESTMENT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is STRATEGIC REALTY INVESTMENT, INC.

ARTICLE II

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III

NATURE OF BUSINESS

The nature of the business to be conducted by the Corporation is:

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 100, all of which shall be common shares having a par value of One Dollar (\$1.00) per share and to be divided as follows:

GEORGE GONZALEZ: One Hundred (100%) Percent

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasure share.

ARTICLE VI

REGISTERED OFFICE

The street address of the initial registered office of the Corporation is:

801 W. Oakland Park Blvd., Unit B4 Fort Lauderdale, Florida 33311

The name of the registered agent at such address is:

GEORGE GONZALEZ

ARTICLE VII

PRINCIPAL OFFICE

The initial street address of the principal office of the Corporation in the State of Florida is:

801 W. Oakland Park Blvd., Unit B4 Fort Lauderdale, Florida 33311

ARTICLE VIII

DIRECTORS

The board of directors of the Corporation shall consist of one member. The name and address of the first board of directors is:

GEORGE GONZALEZ

President/Treasurer Vice-President/Secretary

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ARTICLE IX

The name and address of the incorporator is:

GEORGE GONZALEZ

801 W. Oakland Park Blvd., Unit B4
Fort Lauderdale, Florida 33311

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extend permitted by law.

ARTICLE XI

RIGHT TO AMEND ARTICLES OF INCORPORATION

The corporation reserves the right to amend or repeal any provision contained in these Articles Of Incorporation or any amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles Of Incorporation this 22 day of October 1998, 1998

GEØRGE GONZALEZ

Incorporator and President/Treas

STATE OF FLORIDA

: SS:

COUNTY OF DADE

BEFORE ME, a Notary Public duly authorized in the State and County above-mentioned, personally appeared GEORGE GONZALEZ, known to me to be the persons who signed the above Articles Of Incorporation, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 22 day of October, 1998.

My Commission Expires:

Notary Public, State of Florida At Large



GUSTAVO A MELGAR My Commission CC411185 Expires Nev. 19, 1998 Bogded by HAI 800-422-1555

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

STRATEGIC REALTY INVESTMENT, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business in Miami, Florida, has named GEORGE GONZALEZ at 801 W. Oakland Park Blvd, Unit B4, Fort Lauderdale, Florida 33311, as its Agent to accept service of process.

GEORGE GONZALEZ/ President and

Incorporator

DATE: __ 10/22/48

HAVING BEEN named to accept service of process for the abovestated Corporation, at the place designated in this Certificate,

I hereby agree to act in this capacity, and I further agree to

comply with the provisions of all statutes relative to the proper

and complete performance of my duties.

GEORGE GONZALEZ/President

Incorporator

DATE: 10/22/98

SWORN TO AND SUBSCRIBED before me this 22 day of OCTO SETE

My Commission Expires:

Notary Public, State of Florida



GUSTAVO A MELGAR My Commission CC411185 Expires Nov. 19, 1998

Booded by HAI Rin-422-1555