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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 696255 8650A
AUTHORIZATION : *Patricia Pizit*
COST LIMIT : \$ 78.75

ORDER DATE : January 14, 2002

ORDER TIME : 3:38 PM

ORDER NO. : 696255-005

CUSTOMER NO: 8650A

CUSTOMER: James C. Mason, Esq
James C. Mason, Esq

Suite 2100
390 North Orange Avenue
Orlando, FL 32801

RECEIVED
02 JAN 24 PM 4:07
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: STAR TOBACCO INC.

500004795555--9

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

J. BRYAN JAN 25 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STAR TOBACCO INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

STAR TOBACCO INC.

The address of the principal office of this corporation shall be 3800 A S. John Young Parkway, Orlando, Florida 32839, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3800 A S. John Young Parkway, Orlando, Florida 32830, and the name of the initial registered agent of the corporation at that address is Joseph Machules.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Joseph Machules	3800 A S. John Young Parkway
Dir./Pres.	Orlando, Florida 32839

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 24, 2002.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
as its Agent, Deborah D. Skipper

njh

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Joseph Machules, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

STAR TOBACCO INC.

Joseph Machules is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Joseph Machules

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TALLAHASSEE, FLORIDA

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