

PD5000010873

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Division of Corporations
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(((H05000041507 3)))

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BASIC AMENDMENT
FLORES CIGARS CORP.

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Amend @ 2/18/05

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FAX: PAGE 1
2/18/2005 9:54 PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 18, 2005

FLORES CIGARS CORP.
424 WEST 14TH STREET
HIALEAH, FL 33010

SUBJECT: FLORES CIGARS CORP.
REF: P05000010873

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DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H05000041507

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
05 FEB 18 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Flores Cigars Corp.
(PRESENT NAME)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Directors shall now read as follows:

add: Emiliano Flores Morel
President.

Remains the same: Juan Carlos Aguilar
Vp - President.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows.

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H 05 000 04 1507

TERO: The date of each amendment's adoption: 2/14/05

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately for each voting group entitled to vote separately on each amendment(s) :

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 14 day of February, 20 05.

Signature E. Flores
(By the Chairman or Vice Chairman of the directors, President or other officer if adopted by the shareholders)

OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)

Emiliano Flores Moral
Typed or printed name

President
Title

H 05 000 04 1507