Florida Department of State

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RESTATED

ARTICLES OF INCORPORATION RY BE STATE
OF
PILOTO CIGARS, INC.

Pursuant to the provisions of Section 607.1007 of the Florida Statutes, Piloto Cigars, Inc. (the "corporation") hereby adopts restates in the entirety its Articles of Incorporation, as set forth below. This Restated Articles of Incorporation has been duly approved by the directors and the shareholders of the corporation. The Articles of Incorporation are hereby restated as follows:

ARTICLE I. NAME

The name of this corporation is: PILOTO CIGARS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building, and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

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To contract debts and borrow money, issue and sell or pledge bonds, dehentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to issue is Sixty Thousand (60,000) shares, of which Ten Thousand (10,000) shares shall be voting common stock having a nominal or par value of One Dollar (\$1.00) per share and of which Fifty Thousand (50,000) shares shall be non voting common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV. AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

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IN WITNESS WHEREOF, the undersigned has executed this Restated Articles of Incorporation this Italy day of February, 2010.

By: Jose O. Padron

Its: Director