

A03000000/569

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

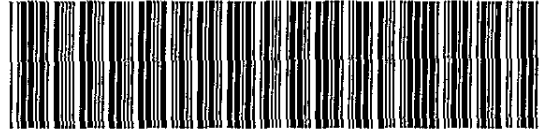
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500024087015

10/29/03--01066--018 **1810.00

J. BRYAN NOV 4 2003



COMITER & SINGER, LLP
ATTORNEYS AT LAW

RICHARD B. COMITER
MICHAEL S. SINGER

ALAN H. BASEMAN
MARK DEDICK
LISA Z. HAUSER
ANDREW T. HUBER
MARK WISNIEWSKI

OF COUNSEL
BARRY A. NELSON

GARDENS CORPORATE CENTER
3801 PGA BOULEVARD
SUITE 604
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE 561.626.2101
TOLL FREE 800.226.1484
FACSIMILE 561.626.4742
info@comitersinger.com

PALM BEACH OFFICE
PLAZA CENTER
249 ROYAL PALM WAY
THIRD FLOOR
PALM BEACH, FL 33480
PLEASE REPLY TO:
PALM BEACH GARDENS

October 23, 2003

Division of Corporations
Attn: Limited Partnerships
P.O. Box 6327
Tallahassee, Florida 32314

Re: VGR Investments, LTD.

Dear Sir or Madam:

Enclosed please find the Certificate of Limited Partnership with attached Affidavit for VGR Investments, Ltd. Also enclosed is a Statement of Qualification. We have enclosed our check in the amount of \$1,810.00 for the filing fees. I have enclosed an extra for you to stamp in and return to our office.

Should you have any questions or need anything further, please do not hesitate to contact me.

Sincerely yours,

Patti K. Babka, CLA
Certified Legal Assistant

/pkb

Enclosure(s) as Stated

**CERTIFICATE OF LIMITED PARTNERSHIP OF
VGR ENTERPRISES, LTD.
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner of VGR ENTERPRISES, LTD., a Florida limited partnership (the "General Partner"), desires to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act of 1986 as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is VGR ENTERPRISES, LTD. (the "Partnership").

2. The address of the office of the Partnership is 1400 Northpoint Parkway, Suite 20, West Palm Beach, Florida 33407.

3. The name and address of the agent for service of process of the Partnership is Michael S. Singer, Esq., 3801 PGA Boulevard, Suite 604, Palm Beach Gardens, Florida 33410.

4. The name and business address of the General Partner is VGR Investment Company, Inc., 1400 Northpoint Parkway, Suite 20, West Palm Beach, Florida 33407. ^{#P03000108216}

5. The mailing address of the Partnership is 1400 Northpoint Parkway, Suite 20, West Palm Beach, Florida 33407.

6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2053, unless the Partners agree to extend the term.

7. The Partnership shall be effective upon the filing of this Certificate of Limited Partnership (the "Certificate") with the State of Florida, Department of State.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act of 1986, as amended.

Under penalties of perjury the undersigned declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 9th day of October, 2003.

GENERAL PARTNER:

VGR INVESTMENT COMPANY, INC.

By: 
ROBERT H. HERNANDEZ, President

**AFFIDAVIT OF CAPITAL CONTRIBUTION
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole general partner of VGR Enterprises, Ltd., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date made by the Limited Partners to the Partnership is \$300,000.00.

The total amount of capital contributed and anticipated to be contributed by the Limited Partners to the Partnership at this time totals \$3,000,000.00.

Signed this 9th day of October, 2003.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

GENERAL PARTNER:

VGR INVESTMENT COMPANY, INC.

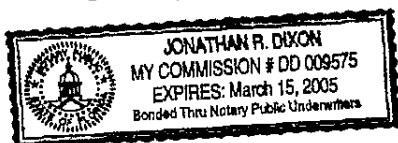
By: [Signature]
ROBERT H. HERNANDEZ, President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Robert H. Hernandez, President of VGR Investment Company, Inc., General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and he acknowledged to me and before me that he executed this Affidavit freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 10th day of October, 2003.

[SEAL]



[Signature]
Notary Public
State of Florida, at Large
JONATHAN R. DIXON
Typed or Printed Name of Notary