

F98000003447

The Law Offices of
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May 14, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900002529769--9
-05/20/98--01025--006
*****122.50 *****122.50

Re: DCGR International Holdings, Inc.

900002529769--9
-05/20/98--01025--007
*****52.50 *****52.50

Enclosed herewith please find the Application by Foreign Corporation for Authorization to Transact Business in Florida for DCGR International Holdings, Inc. We have enclosed our check in the amount of \$122.50 for this application. Please provide us with a stamped copy in the enclosed envelope

Re: Dominican Cigar Corporation

1098-11610

We have enclosed an Amendment to Articles of Incorporation of Dominican Cigar Corporation. We have enclosed a check in the amount of \$87.50 for this Amendment. Please provide us with a stamped copy in the enclosed envelope.

Re: Copies of Dominican Cigar Corporation Articles of Incorporation

We have enclosed a check in the amount of \$52.50 for a certified copy of the Articles of Amendment for Dominican Cigar Corporation. Please forward same in the self-addressed stamped envelope we provided.

Should you have any questions, please feel free to contact us at the above number. Thank you.

Sincerely,

Lisa Steil

Lisa Steil,
Legal Assistant

4/17

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 AM 11:32



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 21, 1998

LISA STEIL
BRENDA LEE HAMILTON, P.A.
555 S. FEDERAL HWY, SUITE 400
BOCA RATON, FL 33432

SUBJECT: DCGR INTERNATIONAL HOLDINGS INC.
Ref. Number: W98000011640

We have received your document for DCGR INTERNATIONAL HOLDINGS INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 498A00028567

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE
OF FLORIDA:*

1. DCGR International Holdings, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or county under the law of which it is incorporated)

3. 11-3251013

(FEI number, if applicable)

4. May 24, 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 8, 1998

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 11378C Palmetto Park Road, Boca Raton, Florida 33428

(Current mailing address)

8. Any lawful purpose for which corporations may be organized

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: Brenda Lee Hamilton

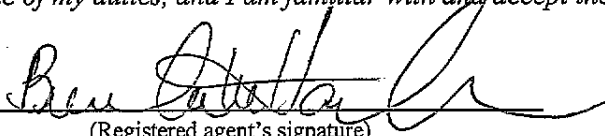
Office Address: 555 South Federal Highway

Boca Raton, Florida 33432

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 AM 11:32

12. Names and address of officers and/or directors: (Street address **ONLY**-P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only-P.O. Box NOT acceptable)

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: Donald Platten
Address: 11387C Palmetto Park Road, Boca Raton, Florida 33428

Director: Isadore Roth
Address: 11387C Palmetto Park Road, Boca Raton, Florida 33428

B. OFFICERS (Street address only-P.O. Box NOT acceptable)

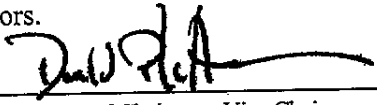
President: Donald Platten
Address: 11387C Palmetto Park Road, Boca Raton, Florida 33428

Vice President: Isadore Roth
Address: 11387C Palmetto Park Road, Boca Raton, Florida 33428

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional offices and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Donald Platten
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DEGR INTERNATIONAL HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF JUNE, A.D. 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 AM 11:32




Edward J. Freel, Secretary of State

2510178 8300

981198005

AUTHENTICATION: 9136711.
DATE: 06-15-98