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CR2E031(7/97)

ARTICLES OF ORGANIZATION OF TRANS ATLANTIC TOBACCO, LLC

The undersigned organizer hereby forms a Limited Liability Corporation under Chapter 608 of the laws of the State of Florida.

ARTICLE I

The name of the Limited Liability Company shall be Trans Atlantic Tobacco, LLC located at: 2401 East Atlantic Blvd., Suite 314, Pompano Beach, Florida 33062.

ARTICLE II

NATURE OF BUSINESS

The Limited Liability Company may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

This Limited Liability Company is authorized to issue 500 COMMON SHARES. The share of stock authorized shall be \$1.00 par value.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

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This Organization's Initial Registered Agent and Registered Office in the State of Florida, according to Florida Statuse

Jeannie Lee Eddy

2401 East Atlantic Blvd., Suite 314

Pompano Beach, Florida 33062

ARTICLE V

MANGERS

The number of Managers may be altered from time to time by the By-Laws adopted by the Stockholders. In accordance with Florida Statue 608.407 this is to be a Manager - Managed company.

ARTICLE VI

INITIAL MANAGERS

The Initial Manager (s) shall hold office until the first annual meeting of the Stockholders of the Limited Liability Company.

ARTICLE VII

ORGANIZER

The name and address of the Organizer executing these Articles of Organization is:

Jeannie Lee Eddy

2401 East Atlantic Blvd., Suite 314

Pompano Beach, Florida 33062

ARTICLE VIII

COMMENCEMENT DATE

In accordance with Florida Statute 608.409, the Limited Liability Company existence will commence of date Articles of Organization are approved.

THE UNDERSIGNED Organizer, for the purpose of forming a Limited Liability Company to do business within the State of Florida, does hereby make and file these Articles of Organization, hereby declaring and certifying that the facts stated herein are true.

Jeannie Lee Eddy

STATE OF FLORIDA

ss:

COUNTY OF BROWARD

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Jeannie Lee Eddy to me known to be the person described as Organizer in the foregoing Articles of Organization.

WITNESS my hand and official seal this day of February, 2001.

JAMES R. EDDY
MY COMMISSION # CC 624613
EXPIRES: April 24, 2001
Bonded Thru Notary Public Underwriters

Notary Public

My Commission Expires:

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates Jeannie Lee Eddy as Registered Agent to accept service of process within this State.

Jeannie Lee Eddy

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.

Jeannie Lee Eddy

FILED

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SECRETARY OF STATE