

L04000030369

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From:

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
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Phone : (305) 374-7580
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LIMITED LIABILITY COMPANY

New Century Tobacco Group, LLC

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**ARTICLES OF ORGANIZATION
OF
NEW CENTURY TOBACCO GROUP, LLC
a Florida limited liability company**

1. The name of the limited liability company is New Century Tobacco Group, LLC.
2. The mailing and street address of the principal office of the limited liability company is:

11090 NW 27th Street
Suite 210
Miami, Florida 33172
3. The name and street address of the initial registered agent of the limited liability company are:

Alex De La Cruz
11090 NW 27th Street
Suite 210
Miami, Florida 33172

Dated: as of April 20, 2004


Alex De La Cruz, Authorized
Representative

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of April 20, 2004.


Alex De La Cruz, Registered Agent