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ROBERT F. VASON, JR., P.A.

ATTORNEY AT LAW  
501 EAST FIFTH AVENUE  
POST OFFICE BOX 1430  
MOUNT DORA, FLORIDA 32756

TELEPHONE (352) 383-4151  
FACSIMILE (352) 383-2311

ROBERT F. VASON, JR.  
S.I. VALBH, ASSOCIATE

July 8, 1998

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

Re: Smoke Shop, L.L.C.

Dear Sir or Madam:

Enclosed please find original Articles of Organization for Smoke Shop, L.L.C., together with appropriate Acceptance and Affidavit, for filing with your office. I also enclose a check in the amount of \$285.00 which represents the appropriate filing fee. I would sincerely appreciate your mailing to our office verification that the Articles of Organization have been filed.

Should you have any questions, please do not hesitate to contact me.

Yours very truly,

*Sandy Valbh*  
S.I. VALBH

SIV/kkm  
Enclosures

Name	cc: Mr. Rahiem R. Ali (w/enclosure)
Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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98 JUL 17 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ROBERT F. VASON, JR., P.A.**  
**ATTORNEY AT LAW**  
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**POST OFFICE BOX 1430**  
**MOUNT DORA, FLORIDA 32756**

TELEPHONE (352) 383-4151  
FACSIMILE (352) 383-2311

ROBERT F. VASON, JR.  
S.I. VALBH, ASSOCIATE

July 15, 1998

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

Re: SMOKE SHOP ETC., L.L.C.

Dear Ms. Diane Cushing:

Please find enclosed the Articles of Organization for Smoke Shop ETC, L.L.C., together with a certificate of designation of registered agent and registered office. As we discussed today, I have made the changes as you recommended in your July 10, 1998, correspondence. In addition, as we discussed, I have added the word "ETC." to Smoke Shop, L.L.C., in order to make the name distinguishable from the one presently on file. I would sincerely appreciate your mailing to our office verification that the Articles of Organization have been filed.

Should you have any questions, please do not hesitate to contact me.

Yours very truly,

  
S.I. VALBH

SIV

Enclosures

cc: Mr. Rahiem R. Ali (w/enc)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 10, 1998

S.I. VALBH  
C/O ROBERT F. VASON, JR., P.A.  
P.O. BOX 1430  
MT DORA, FL 32756

SUBJECT: SMOKE SHOP, L.L.C.  
Ref. Number: W98000015703

We have received your document for SMOKE SHOP, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 898A00036970

ARTICLES OF ORGANIZATION  
OF  
SMOKE SHOP ETC., L.L.C.

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TALLAHASSEE, FLORIDA

The undersigned Organizer of a limited liability company organized under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization for such limited liability company.

ARTICLE I  
NAME OF THE LIMITED LIABILITY COMPANY

The name of the limited liability company shall be SMOKE SHOP ETC., L.L.C.

ARTICLE II  
PRINCIPAL OFFICE

The mailing and street address of the principal office of the limited liability company is 15236 Old Highway 441, Suite D, Tavares, Florida 32778-5061.

ARTICLE III  
REGISTERED OFFICE AND REGISTERED AGENT

The address of the principal office of the limited liability company is 15236 Old Highway 441, Suite D, Tavares, Florida 32778-5061. The initial registered agent at such address is Rahiem R. Ali.

ARTICLE IV  
PERIOD OF DURATION

The limited liability company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State of Florida for filing and shall continue in perpetuity unless sooner dissolved pursuant to the terms of its regulations, or as otherwise provided by law.

**ARTICLE V  
MEMBER MANAGED**

The business and affairs of the limited liability company shall be governed by its members. The following is a list of the managing member(s):

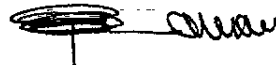
RAHIEM R. ALI  
15236 Old Highway 441, Suite D  
Tavares, Florida 32778

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI  
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member of SMOKE SHOP ETC., L.L.C. certifies:

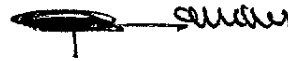
1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member is \$40,000.00;
3. if any, the agreed value of property other than cash contributed by member is \$ NONE; and
4. the total amount of cash and property contributed and anticipated to be contributed by member is \$40,000.00.



Signature of member, RAHIEM R. ALI

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

IN WITNESS WHEREOF, the aforesaid organizer has caused the execution of the foregoing Articles of Organization on this 15<sup>th</sup> day of JULY, 1998.




RAHIEM R. ALI, Organizer of SMOKE SHOP  
ETC., L.L.C.

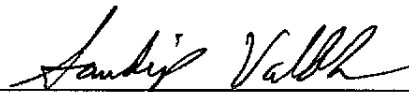
STATE OF FLORIDA  
COUNTY OF LAKE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of July, 1998, by RAHIEM R. ALI,

- ( ) who is personally known to me and did not take an oath.  
(X) who has produced Florida Drivers License as identification and did take an oath stating he was indeed the person set forth herein.

 Sandip Valbh  
My Commission CC751718  
Expires June 18, 2002

  
NOTARY PUBLIC - State of Florida  
My Commission Expires: June 16, 2002

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SMOKE SHOP ETC., L.L.C.
2. The name and the Florida street address of the registered agent is:

RAHIEM R. ALI  
15236 Old Highway 441, Suite D  
Tavares, Florida 32778

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
RAHIEM R. ALI

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TALLAHASSEE, FLORIDA