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**Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
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Phone : (305) 541-3694
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

INTERSTATE TABACCO CORPORATION

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
INTERSTATE TABACCO CORPORATION

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: INTERSTATE TABACCO CORPORATION

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall perpetual existence.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the State Of Florida. The specific nature of this business is wholesale cigarette sales.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 300 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The principal place of business of the Corporation shall be: 3556 S.W. 173 WAY MIRAMAR, FLORIDA 33029

SHARON L THIBAUT
5740 HLWD BLVD #202
HOLLYWOOD, FL 33021

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ARTICLE VI
PRE - EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE VII

The initial Board of Directors shall consist of a total of three persons and the names and addresses of these persons who are to serve as initial directors is:

SANJAY SOOD	MO. MASUDUL AZAM	MOHAMMED H CHOWDHURY
3556 S.W. 173 WAY	1720 S.W. 137 WAY	2075 N.E. 164 STREET #305
MIRAMAR, FL 33029	MIRAMAR, FL 33027	N. MIAMI BEACH, FL 333162

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

SANJAY SOOD
3556 S.W. 173 WAY
MIRAMAR, FLORIDA 33029

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 14th day of February, 2000.



Incorporator

STATE OF FLORIDA:

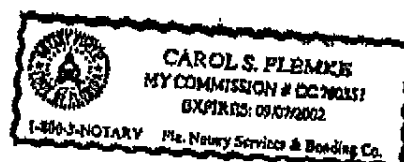
COUNTY OF BROWARD:

On this 14th day of February 2000, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Sanjay Sood, known to me the person whose name is subscribed, to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal,


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

IN pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First-That INTERSTATE TABACCO CORPORATION desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the articles of incorporation at the city of
MIRAMAR County of BROWARD State of FLORIDA, has named SANJAY SOOD
located at 3556 S.W. 173 WAY, MIRAMAR FLORIDA 33029 its agent to
accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above-stated corporation, at the place designated in this
certificate. I hereby accept to act in this capacity, and
agree to comply with the provisions of said act relative to
keeping open said office.

By


Sanjay Sood

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