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FILED  
00 JUN 30 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 29, 2000

**DELIVERED VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

100003310161--8  
-06/30/00--01064--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

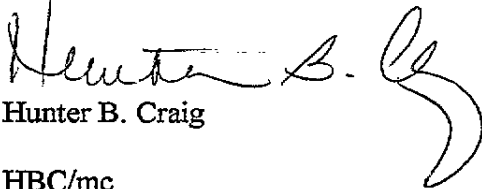
Re: Incorporation of **REYES CIGAR DISTRIBUTORS, INC.**

Dear Filing Officer:

Enclosed please find the original executed Articles of Incorporation for the above-referenced corporation and the Resident Agent Designation and Acceptance, together with my check in the amount of \$78.75 representing the filing fee of \$35.00 for the Articles of Incorporation, filing fee of \$35.00 for the Designation and Acceptance of the Resident Agent and \$8.75 for a certified copy.

Please file the enclosed and return the certified copy at your earliest convenience. Thank you for your assistance with this matter. If you should require anything further, or have any questions, please do not hesitate to contact me at your convenience.

Sincerely,



Hunter B. Craig

HBC/mc  
Enclosures (3)

cc: Mr. Robert S. Devos  
Mr. Rolando Reyes, Jr.

T. Burch JUL 5 - 2000

**ARTICLES OF INCORPORATION  
OF  
REYES CIGAR DISTRIBUTORS, INC.**

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The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation shall be: REYES CIGAR DISTRIBUTORS, INC..

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: 7040 West Palmetto Park Road, Suite 4364, Boca Raton, Florida 33433.

**ARTICLE III**

**NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida or any other state, country, territory or nation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1000 shares common stock having \$1.00 par value.

ARTICLE V

PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VI

REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Mr. Robert S. Devos  
22912 Greenview Terrace  
Boca Raton, Florida 33433

ARTICLE VII

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VIII

BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any

limitation set forth in these Articles of Incorporation. This Corporation shall have two (2) directors initially, namely:

Mr. Robert S. Devos  
22912 Greenview Terrace  
Boca Raton, Florida 33433

Mr. Rolando Reyes, Jr.  
22912 Greenview Terrace  
Boca Raton, Florida 33433

#### ARTICLE IX

##### INCORPORATORS

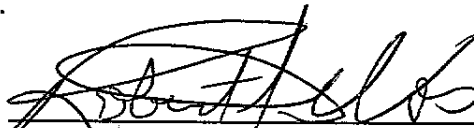
The name of the persons signing these Articles of Incorporation as the Incorporators are:

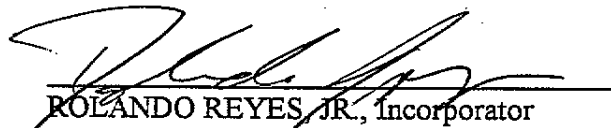
Mr. Robert S. Devos  
Mr. Rolando Reyes, Jr.  
22912 Greenview Terrace  
Boca Raton, Florida 33433

#### ARTICLE X

##### INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

  
ROBERT S. DEVOS, Incorporator

  
ROLANDO REYES, JR., Incorporator


**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

REYES CIGAR DISTRIBUTORS, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at: 7040 West Palmetto Park Road, Suite 4364, Boca Raton, Florida 33433 has named ROBERT S. DEVOS whose address is: 22912 Greenview Terrace, Boca Raton, Florida 33433, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the obligations, duties and responsibilities as Registered Agent for said Corporation.

Dated: 6.29.00

  
Robert S. Devos

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