

THE AMERICAN TOBACCO GROUP, INC.  
IN C/O ANNETTE ARENA  
10185 COLLINS AVE. SUITE. 1509  
BAL HARBOUR, FL 33154-1607

Secretary of State

Date July 11 2000

Florida Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: New Corporation

900003334139--8  
-07/25/00--01006--007  
\*\*\*\*\*78.50 \*\*\*\*\*70.00

Dear Sir:

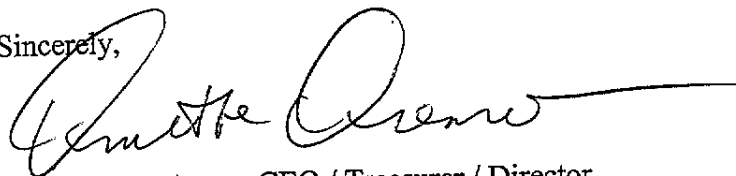
Enclosed please find original and one copy of Articles of Incorporation relative to the above captioned corporation. Also enclosed is our check to your order to cover the charges listed below:

Filing Fee	\$ _____
Certified Copy	\$ _____
Registered Agent Designation	\$ _____
Total	\$ <u>78.50</u>

Please file the enclosed Articles and return the certified copy to the undersigned at the above address. Should you need any additional information, please contact the undersigned.

Thank you for your cooperation herein.

Sincerely,



By: Annette Arena, CEO / Treasurer / Director

Enclosures

FILED  
00 AUG -4 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T BROWN AUG - 7 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 28, 2000

ANNETTE ARENA  
THE AMERICAN TOBACCO GROUP, INC.  
10185 COLLINS AVE., SUITE 1509  
BAL HARBOUR, FL 33154-1607

SUBJECT: THE AMERICAN TOBACCO GROUP, INC.  
Ref. Number: W00000018792

We have received your document for THE AMERICAN TOBACCO GROUP, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 200A00041173

ARTICLES OF INCORPORATION  
OF  
THE AMERICAN TOBACCO GROUP, INC.

**FILED**  
00 AUG -4 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I/We, the undersigned, in order to form a corporation under and pursuant to the provisions of an act of the Legislature of the State of Florida, does/do hereby subscribe to these Articles of Incorporation.

1.

The name and address of the corporation is:

THE AMERICAN TOBACCO GROUP, INC.  
IN C/O ANNETTE ARENA  
10185 COLLINS AVE. SUITE. 1509  
BAL HARBOUR, FL 33154-1607

2.

The duration of the corporation shall be perpetual.

3.

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

4.

The aggregate number of shares which the corporation shall have the authority to issue shall be:

(a) 100 shares of common voting stock.

5.

The Registered Agent and his address is as follows:

MARIO NOVO  
6860 SW 132 AVE.  
MIAMI, FL 33183

6.

The Board of Directors shall consist of one or more individuals, with the number specified in or fixed in accordance with its By-Laws. The number of Directors may be increased, or decreased from time to time by amendment to, or in the manner provided in, the By-Laws.

7.

The name(s) and post office address(es) of the original subscriber(s) to these Articles is/are:

ANNETTE ARENA, CEO / TREASURER / DIRECTOR  
10185 COLLINS AVE. SUITE. 1509  
BAL HARBOUR, FL 33154-1607

MARIO NOVO, PRESIDENT / SECRETARY  
6860 SW 132 AVE.  
MIAMI, FL 33183

7 (a).

The name(s) of the initial officer(s) and director(s) is/are:

ANNETTE ARENA, CEO / TREASURER / DIRECTOR

MARIO NOVO, PRESIDENT / SECRETARY

8.

This corporation shall have the initial officer(s) herein listed and may have other officers so described in its By-Laws, who will be appointed by the existing officers or the Board Directors.

Each officer has the authority and shall perform the duties set forth in the By-Laws or, to the extent consistent with the By-Laws, the duties prescribed by the Board of Directors or by the direction of any officer authorized by the By-Laws or the Board of Directors to prescribe the duties of the officers.

9.

This Corporation may in its By-Laws confer powers upon its Directors, in addition to any other powers, and authorities conferred upon them by Statutes.

10.

Both the Stockholders and the Directors of this Corporation shall have the power to hold their meetings, and to have one or more offices, within or without the State of Florida.

11.

These Articles of Incorporation of this Corporation may be amended, changed, altered, or repealed in the manner now or hereafter prescribed by Florida Statutes and all rights conferred upon the Stockholders herein are granted subject to this reservation.

I, (We), the undersigned being all of the undersigned subscriber(s) to the capital stock, as recited herein, do/does make, subscribe and acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have heretofore set our hand (s) and seal (s), this 21st day of July, 2000.

Annette Arena      Annette Arena (Seal)

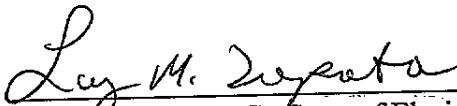
MARIO NOVO      Mario Novo (Seal)

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this 21st day of July 2000 , before me personally appeared Annette Arena and Mario Novo , to me well known to be the subscriber(s) described herein, and who signed the foregoing Certificate of Incorporation and who acknowledge before me that they signed, sealed and delivered same for the uses and purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my official hand and seal  
at Dade County, State of Florida, the day and year first above written.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:



Luz M Zapata  
My Commission CC628013  
Expires March 09, 2001

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

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in  
compliance with said Act:

FIRST ----- that THE AMERICAN TOBACCO GROUP, INC. ,  
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 Bal Harbour ,  
County of Dade , State of Florida , has named Mario Novo ,  
located at 6860 SW 132 AVE. , Miami , County of Dade ,  
State of Florida , as its agent to accept service of the process within this state.

FILED  
00 AUG -4 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: Mario Novo  
Mario Novo (Registered Agent)