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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
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

neyssa

FLORIDA PROFIT CORPORATION OR P.A.

BEST TOBACCO CORPORATION

**FILED
00 AUG 23 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
BEST TOBACCO CORPORATION

ARTICLE I

The name of this corporation is BEST TOBACCO CORPORATION.

ARTICLE II

The term for which this corporation shall exist shall be perpetual.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

All business permitted by the Florida Statutes.

ARTICLE IV

The corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shares shall be designated "Common Stock".

THIS DOCUMENT PREPARED BY
Cristina De Oliveira, Esq.
De Oliveira & Assoc. P.A.
2701 Le Jeune Road Suite 345
Coral Gables, Fl. 33134
(305) 444-9012
Florida Bar #307157

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TALLAHASSEE, FLORIDA

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this corporation until those elected at the first election are as follows:

President

Najib Tayara

444 Brickell Avenue #51-462
Miami, Fl. 33131

Secretary
Treasurer

Maria Ferregur Fludgate
5100 Lakeview Drive
Miami Beach, Fl. 33140

ARTICLE IX

The name and address of the person signing these Articles is: Maria Ferregur Fludgate, 5100 Lakeview Drive, Miami Beach, Fl. 33140.

ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

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ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 17 day of August, 2000.

Maria Forregur Fludgate
Maria Forregur Fludgate

STATE OF FLORIDA

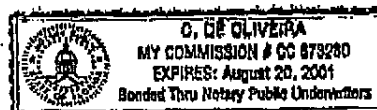
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 17 day of August, 2000 by Maria Forregur Fludgate who is personally known to me or who has produced _____ (type of identification) as identification and who did (did not) take an oath.

[Signature]

Notary Public, State of Florida

My commission expires:



H 0000004 4283

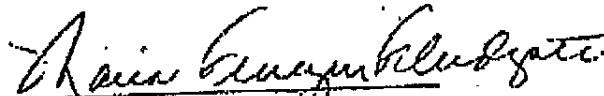
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Fla. Stats., the following is submitted:

BEST TOBACCO CORPORATION with its principal place of business located
 5100 Lakeview Drive, Miami Beach, Fl. 33140 has named Cristina De Oliveira located
 at 2701 Le Jeune Road Suite 345, Coral Gables Florida 33134 as its agent to accept
 service of process within the State of Florida.


Signature:


 Maria Ferragur Fludgate

Dated 8/17/00

Having been named to accept service of process for the above stated corporation, at
 the place designated in this certificate, I hereby agree to act in this capacity, and I
 further agree to comply with the provisions of all statutes relative to the order and
 complete performance of my duties.

Signature:


 Cristina De Oliveira
 Registered Agent

Dated 8/17/00

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