

P01000024209



ACCOUNT NO. : 072100000032

REFERENCE : 068896 7262250

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
2001 MAR -8 AM 11:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : March 7, 2001

ORDER TIME : 3:34 PM

ORDER NO. : 068896-005

CUSTOMER NO: 7262250

CUSTOMER: Mr. Tony Antonewitz- Cpa
Mr. Wilfredo Torres

600003818356--6

2707 N. Himes Ave
Suite 104
Tampa, FL 33607

DOMESTIC FILING

NAME: T & S CIGAR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR -8 AM 8:55
NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

10/3/01

FILED

2001 MAR -8 AM 11:25

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

T & S CIGAR, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

T & S CIGAR, INC.

The address of the principal office of this corporation shall be 2707 North Himes Avenue, Suite 104, Tampa, Florida 33607, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

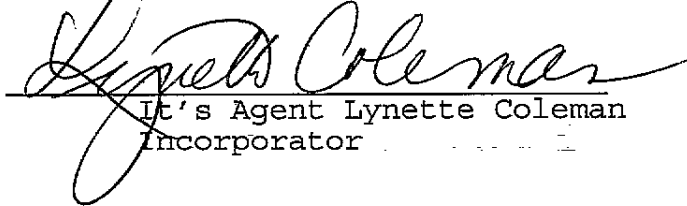
Wilfredo Torres Dir.	2707 North Himes Avenue, Suite 104, Tampa, Florida 33607
Luis Sanchez Dir.	2707 North Himes Avenue, Suite 104, Tampa, Florida 33607

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

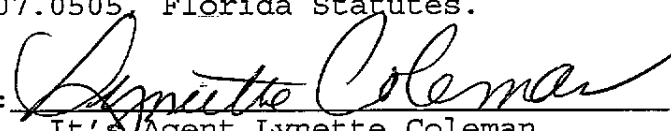
The Company Corporation
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on March 7, 2001.


It's Agent Lynette Coleman
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
It's Agent Lynette Coleman
Authorized Service Representative
Corporation Service Company

jkg

FILED
2001 MAR -8 AM 11:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA