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2011053999

May 2, 2001

Division of Corporations
FLORIDA DEPARTMENT OF STATE
409 East Gaines Street
Tallahassee, Florida 32399

FILED
MAY 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: **AROMA CIGARS OF MIAMI, INC.**
Articles of Incorporation

100004302151--7
-05/23/01--01048--026
*****86.75 *****17.75

Dear Madame or Sir

Enclosed please find the Articles of Incorporation for the above-referenced corporation and our check for ~~\$78.75 to cover the filing fee and the cost of a certified copy to~~ be returned to us by mail. If at all possible, I would greatly appreciate your faxing to my office a copy your screen printout displaying the corporation information, after you have completed your processing.

Sincerely,


Bonnie Arjona, Legal Assistant
for Minervino Rodriguez, Jr., Esq.

:bna

Encls: As Listed Above

Copy to Aroma Cigars of Miami, Inc.

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D. BROWN JUN - 1 2001 ✓

**ARTICLES OF INCORPORATION
OF
AROMA CIGARS OF MIAMI, INC.**

FILED
01 MAY 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator and subscriber, for the purpose of forming a corporation under the Florida Business Corporate Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be AROMA CIGARS OF MIAMI, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 628 SW 22ND Avenue, Miami, Florida 33135.

ARTICLE III - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is May 01, 2001 provided, however, that said date is within five (5) business days before the date of filing of these Articles. Should the aforesaid date not be within five (5) business days before the date of filing of these Articles, then, in that case, corporate existence shall begin when the Articles are filed.

ARTICLE IV - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE V - CAPITAL STOCK

5.1 The number of shares of stock this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares, which may be fractional. The stock shall be known as common stock and shall have a \$ 0.01 par value per share.

5.2 Subject to compliance with the terms and conditions of capital stock purchase requirements, the initial shareholders and their percentage interest shall be as follows:

<u>NAME OF INITIAL SHAREHOLDERS</u>	<u>PERCENTAGE INTEREST</u>
Juan Sosa, Jr.	50
Maria T. Sosa	50

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The Initial Registered Agent shall be Juan Sosa, Jr. and the address of the Initial Registered Agent is 628 SW 22ND Avenue, Miami, Florida 33135.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the Initial Directors is as follows:

NAME OF INITIAL DIRECTOR

Juan Sosa, Jr.
Maria T. Sosa

ADDRESS OF INITIAL DIRECTOR

628 SW 22ND Avenue, Miami, Florida 33135
628 SW 22ND Avenue, Miami, Florida 33135

ARTICLE VIII - INITIAL OFFICERS

The initial officers of the corporation shall be as follows:

President - Juan Sosa, Jr.

Vice President - Maria T. Sosa

Secretary - Juan Sosa, Jr.

Treasurer - Juan Sosa, Jr.

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Juan Sosa, Jr., 628 SW 22ND Avenue, Miami, Florida 33135

ARTICLE X - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders the subject to this reservation.

ARTICLE XI - PREEMPTIVE RIGHTS

The shareholders of this corporation shall have preemptive rights. The shareholders of this corporation shall have the right to maintain their fixed percentage ownership in the corporation by purchasing their proportionate share of any new stock issued.

IN WITNESS WHEREOF, the undersigned incorporator and subscriber has executed these
Articles of Incorporation this 2nd day of ~~April~~ MAY, 2001.

Juan Sosa Jr.
Juan Sosa, Jr.
INCORPORATOR/SUBSCRIBER

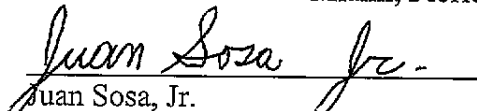
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the Registered Office/Registered Agent, in the State of Florida.

The name of the corporation is AROMA CIGARS OF MIAMI, INC.

The name and address of the Registered Agent and Office is:

Juan Sosa, Jr.
628 SW 22nd Avenue
Miami, Florida 33135



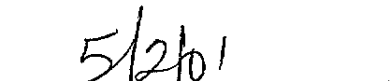
Juan Sosa, Jr.
INCORPORATOR/SUBSCRIBER

FILED
01 MAY 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Juan Sosa, Jr.
REGISTERED AGENT



DATE