

P02000003741

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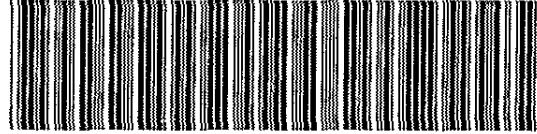
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35.00
+ 8.75
43.75
Amend
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SANDLER, TRAVIS & ROSENBERG, P.A.

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KENNETH WOLF*
NANCY J. WOLLIN

RONALD W. GERDES (1947-2005)

* NOT ADMITTED IN FLORIDA
* BOARD CERTIFIED INTERNATIONAL LAW
* RESIDENT IN ARGENTINA

ATTORNEYS AT LAW
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November 3, 2006

VIA FEDERAL EXPRESS

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SANDLER & TRAVIS
TRADE ADVISORY SERVICES

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CONSULTING SERVICES

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314


RE: CHARLES TOBACCO CORPORATION
DOCUMENT NUMBER: P02000003741

To Whom It May Concern:

Enclosed please find Amendments to the Articles of Incorporation of the above referenced company, together with a Change of Registered Agent Form, which we ask be expeditiously made of record. We have also enclosed checks number 28397 and 28460 to cover all applicable filing fees in connection therewith, in addition to our further request for a status copy and certification of same.

If you have any questions or concerns, please do not hesitate to contact me directly.

Sincerely,
SANDLER, TRAVIS & ROSENBERG, P.A.

BY: 
Lauren V. Perez
Vice President of Regulatory Matters

S:\IPRadmin\Charles Tobacco Corporation\ltr to dept of state re amendment 11-3-2006.doc

**Articles of Amendment
to
Articles of Incorporation
of**

Charles Tobacco Corporation

(Name of corporation as currently filed with the Florida Dept. of State)

P02000003741

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered," "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article 4 is being amended from the first amendment published in

the Annual Report of 2004 to show that Karen Herskowich is the Secretary and sole Director

of the company. Article 4 is amended to delete Helen Kovalsky and Carlos Kovalsky from the

company's list of officers and directors.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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TALLAHASSEE, FLORIDA

The date of each amendment(s) adoption: October 25, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

Karen Herskovich
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Karen Herskovich

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35