

OFFICE USE ONLY (DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-05/23/02--01048--021

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HEMINGWAY CIGARS CORP.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED  
02 MAY 23 AM 10:56

02 MAY 23 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Examiner's Initials

ARTICLES OF INCORPORATION  
OF

HEMINGWAY CIGARS CORP.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF  
INCORPORATION KNOWN TO BE NATURAL PERSONS COMPETENT TO  
CONTRACT, HEREBY ORGANIZE AND INCORPORATE A CORPORATION  
UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS:

HEMINGWAY CIGARS CORP.

ARTICLE II. NATURE OF BUSINESS

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS  
PERMITTED UNDER THE LAWS OF THE UNITED STATE AND OF THIS STATE.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION  
IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 100  
SHARE OF COMMON STOCK HAVING A NOMINAL OR PAR VALUE OF \$  
5.00 PER SHARE.

ARTICLE IV. INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN  
BUSINESS  
IS: \$500.

ARTICLE V. ADDRESS

THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS  
CORPORATION IN THE STATE OF FLORIDA IS.

6555 NW 36 ST #111 VIRGINIA GARDENS, FL 33166

THE BOARD OFFICERS MAY FROM TIME TO TIME MOVE THE PRINCIPAL  
OFFICE TO ANY OTHER ADDRESS.

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**ARTICLE VI. DIRECTORS**

THIS CORPORATION SHALL HAVE 1 OFFICER INITIALLY. THE NUMBER OF OFFICERS MAY BE INCREASED OR DIMINISHED FROM TIME TO OR NOT SO INTERESTED.

**ARTICLE VII. INITIAL OFFICERS AND DIRECTORS**

THE NAME AND POST OFFICE ADDRESSES OF NUMBER OF THE FIRST BOARD OF OFFICERS ARE:

TOMAS VICTORES      6555 NW 36 ST #111    VIRGINIA GARDENS, FL 33166


THE INITIAL OFFICERS OF THIS CORPORATION ARE:

TOMAS VICTORES    PRESIDENT      100 SHARES

**ARTICLE IX. AMENDMENTS**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY IT TO THE STOCKHOLDERS AND APPROVED AT THE STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

IN WITNESS THEREOF, THE UNDERSIGNED HAVE HEREUNTO SET THEIR HANDS AND SEAL AND HAVE ACKNOWLEDGED AND FILED IN THE OFFICE OF THE SECRETARY OF STATE OF FLORIDA AS SUBSCRIBERS OF THE FOREGOING ARTICLES OF INCORPORATION THE 14 DAY

  
TOMAS VICTORES

MAY      2002

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.325, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS-

HEMINGWAY CIGARS CORP.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS

TOMAS VICTORES

6555 NW 36 ST #111

(P.O. BOX NOT ACCEPTABLE)

VIRGINIA GARDENS, FLORIDA 33166

(CITY / STATE / ZIP)

SIGNATURE \_\_\_\_\_

TOMAS VICTORES

TITLE PRESIDENT

DATE MAY 14 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, STATUTES.

SIGNATURE \_\_\_\_\_

TOMAS VICTORES

DATE MAY 14 2002

REGISTERED AGENT FILING FEE: \$20.00

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TALLAHASSEE FLORIDA