

**Electronic Articles of Incorporation
For**

**P02000067582
FILED
June 18, 2002
Sec. Of State**

UP IN SMOKE CIGARETTE OUTLET. INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

UP IN SMOKE CIGARETTE OUTLET. INC.

Article II

The principal place of business address:

3100 WEST 23RD. STREET
PANAMA, CITY, FL. 32405

The mailing address of the corporation is:

3100 WEST 23RD. STREET
PANAMA, CITY, FL. 32405

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2

Article V

The name and Florida street address of the registered agent is:

UP IN SMOKE INC.
3100 WEST 23TH STREET
PANAMA CITY, FL. 32405

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KIMBERELY D. ATTALLA

Article VI

The name and address of the incorporator is:

KIMBERELY D. ATTALLA
339 S. MACARTHUR AVE
PANAMA CITY
FL. 32401

Incorporator Signature: KIMBERELY D. ATTALLA