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Division of Corporations

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Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone

: (305) 634-3694

Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

first class tobacco, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

FIRST CLASS TOBACCO, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE ONE

NAME

The name of the corporation is:

FIRST CLASS TOBACCO, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

<u>PURPOSE</u>

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is ONE HUNDRED (100), all of which shall be common shares without par value.

This instrument prepared by Sukkar, Arevalo & Associates Attorney at Law, Florida Bar #0717691.

Address: 2432 Hollywood Blvd., Hollywood, Florida 33020

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ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE SIX

PRINCIPLE/REGISTERED OFFICE

The street and mailing address of the initial principle and registered office of the corporation is:

14705 BALGOWAN ROAD, #203 MIAMI LAKES, FLORIDA 33016

The registered agent at such address is:

HALA HATOUM

ARTICLE SEVEN

DIRECTOR

The Board of Directors of the corporation shall consist of ONE member.

The names and addresses of the first board of directors are:

NAME

ADDRESS

HALA HATOUM

14705 BALGOWAN ROAD, #203 MIAMI LAKES, FLORIDA 33016

- MOUSSA SAYED

14705 BALGOWAN ROAD, #203 MIAMI LAKES, FLORIDA 33016 HD2000236057

ARTICLE EIGHT

INCORPORATORS

The names and addresses of the incorporators are:

NAME

ADDRESS

HALA HATOUM

14705 BALGOWAN ROAD, #203

MIAMI LAKES, FLORIDA 33016

MOUSSA SAYED

14705 BALGOWAN ROAD, #203 MIAMI LAKES, FLORIDA 33016

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence its existence as of the date of filing these Articles of Incorporation.

IN WITNESS THEREOF, We have subscribed our names this 10th day of ecember 2002.

HALA HATOUM

MOUSSA SAVED

ACKNOWLEDGMENT:

Having been named initial registered agent for the above stated corporation, at the initial registered office, designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open—said office.

HALA HATOUM

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