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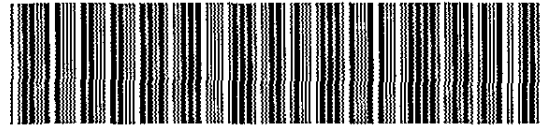
(Business Entity Name)

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3-3-03

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03 MAR 10 PM 4:12  
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TALLAHASSEE FLORIDA

Law Offices  
**Pollack & Rosen**  
Professional Association

800 Douglas Road  
North Tower, Suite 450  
Coral Gables, Florida 33134

(305) 448-0006  
Fax (305) 569-0101

March 7, 2003

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: Articles of Incorporation**

Gentlemen:

Enclosed please find the Articles of Incorporation for:

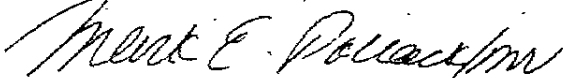
**Presidential Enterprises, Inc.  
President Tobacco, Co.**

Please incorporate same and forward to our office in the enclosed Federal Express package. Enclosed please find two checks for \$78.75 for the filing fees.

Thanking you in advance for your prompt attention.

Very truly yours,

POLLACK & ROSEN, P. A.



Mark E. Pollack, Esq.

**ARTICLES OF INCORPORATION  
FOR  
PRESIDENT TOBACCO CO.**

**FILED**  
03 MAR 10 PM 4:12  
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TALLAHASSEE FLORIDA

**ARTICLE I.**

The name of the corporation is "PRESIDENT TOBACCO CO.".

**ARTICLE II.**

The duration of the corporation shall be perpetual. The date and time of the commencement of the corporate existence of the corporation shall be upon the execution of these Articles of Incorporation.

**EFFECTIVE DATE**  
3-3-03

**ARTICLE III.**

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the state of Florida.

**ARTICLE IV.**

The corporation shall have the authority to issue not more than 15 MILLION shares of a common class with a par value of \$1.00 per share.

**ARTICLE V.**

The shareholders are hereby granted preemptive rights. Each shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others, which price may be in excess of par.

**ARTICLE VI.**

The principal address and mailing address of the corporation is 11900 Biscayne Boulevard, Suite 612, Miami, Florida 33181

**ARTICLE VII.**

The street address of the initial registered office of the corporation is 11900 Biscayne Boulevard, Suite 612, Miami, Florida 33181. The name of the corporation's initial registered agent at said address is Phyllis Saunders.

**ARTICLE VIII.**

The name and street address of the incorporator is:

Phyllis Saunders  
11900 Biscayne Boulevard  
Suite 612  
Miami, Florida 33181

The name and street address of the initial President and Secretary of the corporation is:

Phyllis Saunders  
11900 Biscayne Boulevard  
Suite 612  
Miami, Florida 33181

#### **ARTICLE IX.**

No contract or other transaction between a corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested shall be either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of board of directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction, or because his or their votes are counted for such purpose, if:

- (a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors;
- (b) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

- (c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee, or the shareholders.

**ARTICLE X.**

These Articles of Incorporation may be amended in the manner provided by Florida law.

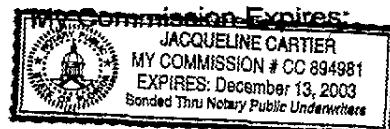
Executed at Miami, Florida this 3 day of March, 2003.

Phyllis Saunders - pres.  
Incorporator

STATE OF FLORIDA            )  
                                      ) SS:  
COUNTY OF DADE            )

These Articles of Incorporation were acknowledged before me this 7 day of MARCH, 2003, by Phyllis Saunders, Incorporator, who is personally known to me or who produced a valid drivers license as identification.

Jacqueline Cartier  
Notary Public, State of Florida



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in Article VII of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 3 day of March, 2003.

\_\_\_\_ PHYLLIS SAUNDERS

*Phyllis Saunders - pres*

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