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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JUN 13 PM 1:47

BR 6/17

PEDRO RUIZ
18600 S.W. 41st Street
Miramar, Florida 33029

May 12, 2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: A & R Cigar Distributor, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of A & R Cigar Distributor, Inc., along with a draft in the sum of \$78.75, made payable to the Secretary of State to cover the cost of filing fees. Please process same and forward a certified copy to us at your earliest convenience.

Very truly yours,

PEDRO RUIZ
Director
A & R Distributor, Inc.

PR/bd

Enclosures

C:\My Documents\A&RCD.let.doc

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY 29 PM 2:21

11-1541



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 30, 2003

PEDRO RUIZ
18600 SW 41ST ST
MIRAMAR, FL 33029

SUBJECT: A & R CIGAR DISTRIBUTOR, INC.
Ref. Number: W03000015410

We have received your document for A & R CIGAR DISTRIBUTOR, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter Number: 603A00034130

ARTICLES OF INCORPORATION
OF

A & R Cigar Distributor, Inc.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUN 13 PM 1:47

ARTICLE I

The name of this corporation is: **A & R Cigar Distributor, Inc.**

ARTICLE II

This corporation shall have a perpetual existence, unless sooner dissolved according to law.

ARTICLE III

This corporation is organized for the following general purpose: to transact any lawful business for which corporations may be organized under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business. To do such other things as are incidental, necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, at One Dollar (\$1.00) par value.

ARTICLE V

The street address of the business office of this corporation is:

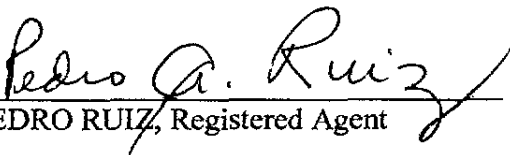
18600 S.W. 41st Street
Miramar, FL 33029

The name of the initial registered agent of this corporation is:

PEDRO RUIZ

and the initial registered office address is:

18600 S.W. 41st Street
Miramar, FL 33029


PEDRO RUIZ, Registered Agent

ARTICLE VI

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one.

The name and address of the initial directors of this corporation shall be:

PEDRO RUIZ
18600 S.W. 41st Street
Miramar, FL 33029

ALAN RUIZ
18600 S.W. 41st Street
Miramar, FL 33029

ARTICLE VII

The names and addresses of the persons signing the Articles of Incorporation are:

PEDRO RUIZ
18600 S.W. 41st Street
Miramar, FL 33029

ALAN RUIZ
18600 S.W. 41st Street
Miramar, FL 33029

ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

This corporation shall have all corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

The corporation shall indemnify and hold any and all Officers and Directors harmless to the full extent permitted by law.

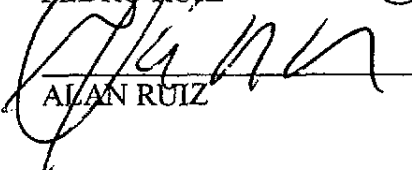
ARTICLE XI

This corporation reserves the right to amend or repeal any or all provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 12th day of May, 2003



PEDRO RUIZ



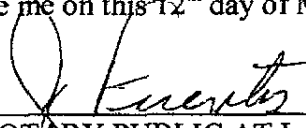
ALAN RUIZ

STATE OF FLORIDA)

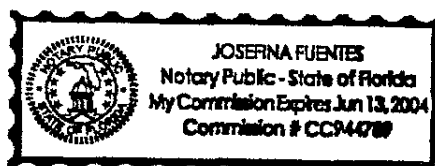
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared PEDRO RUIZ and ALAN RUIZ, to me well known to be the persons who executed the foregoing Certificate of Incorporation of **A & R Cigar Distributor, Inc.**, and they have acknowledged before me that they have executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on this 12th day of May, 2003.



NOTARY PUBLIC AT LARGE
State of Florida
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

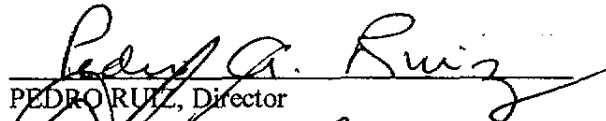
FIRST THAT A & R Cigar Distributor, Inc.
(Name of Business Organization)

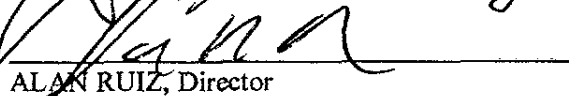
WITH ITS PLACE OF BUSINESS AT: 18600 S.W. 41st Street
Miramar, Florida 33029

HAS NAMED : PEDRO RUIZ

LOCATED AT: 18600 S.W. 41st Street
Miramar, Florida 33029

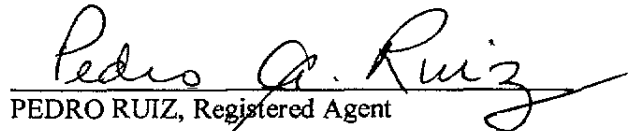
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


PEDRO RUIZ, Director


ALAN RUIZ, Director

Dated: May 12, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALIEN
BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS 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 FLORIDA STATUTES.


PEDRO RUIZ, Registered Agent

Dated: May 12, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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