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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
PRINCESS CIGARETTES, INC.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PRINCESS CIGARETTES, INC.

The principal place of business of this corporation shall be:

3520 SW 99TH AVENUE

MIAMI, FL 33165

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

100 SHARE AT (\$10.00) PER VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

VIVIAN FRANCISCO

3520 SW 99TH AVE

MIAMI, FL 33165

ARTICLE VI INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to this articles of incorporation is (are):

VIVIAN FRANCISCO
President
3520 SW 99TH AVE
MIAMI, FL 33165

IN WITNESS WHERE OF, the undersigned incorporator (s) has (have) executed these Articles of incorporation this 23rd day of October 23, 2003.

Signature (s) of Incorporator (s)


Mrs. Vivian Francisco, President

THIS DOCUMENT PREPARED BY: S. G. GROUP, INC.
525 NW 27TH AVENUE, SUITE 208, MIAMI, FL 33125 PH(305)631-1525 FAX(305)631-8548

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**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:

PRINCESS CIGARETTES, INC.

2. The name and address of the registered agent and office is:

VIVIAN FRANCISCO 3520 SW 99TH AVENUE, MIAMI, FL 33165
(P.O. BOX NOT ACCEPTABLE)

SIGNATURE: Vivian Francisco

TITLE: President/Agent

DATE: October 23, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, 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.

SIGNATURE: Vivian Francisco

DATE: October 23, 2003