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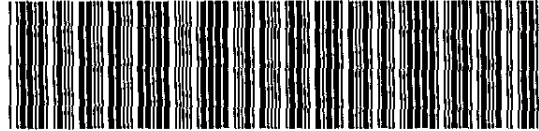
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STATE
CORPORATIONS
ALL COUNTY FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 731465 94956A

AUTHORIZATION :

Patricia Regente

COST LIMIT : \$ 78.75

ORDER DATE : June 9, 2004

ORDER TIME : 11:36 AM

ORDER NO. : 731465-005

CUSTOMER NO: 94956A

CUSTOMER: Richard Johnston, Jr., Esq
Kiesel, Hughes & Johnston

2121 McGregor Boulevard

Fort Myers, FL 33901

DOMESTIC FILING

NAME: A&D ENTERPRISES OF FORT MYERS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

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SECRET
DIVISION 1

**ARTICLES OF INCORPORATION OF
A&D ENTERPRISES OF FORT MYERS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is: A&D Enterprises of Fort Myers, Inc.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

To engage in all lawful business permitted in the State of Florida including but not limited to the retail sale of tobacco and related products.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

**ARTICLE FIVE
CAPITAL STRUCTURE**

The corporation is authorized to issue only one (1) class of stock, and all issued stock shall be held of record by not more than ten (10) persons. Stock will issued and transferred to: (1) Natural persons, (2) (Estates), or (3) A trust as described in title 26 United States Code Section 1371 defining as a qualified "Small Business Corporation". No stock shall be issued or transferred to a non resident alien. All such shares shall be labeled common stock.

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 14882 Soaring Eagle Court, Fort Myers, Florida 33912 and the name of its initial registered agent at such address, is Richard Teuscher.

ARTICLE SEVEN
DIRECTOR

The number of directors constituting the initial board of directors of the corporation is one (1). The name, title and address of each person who is to serve as a member of the initial board of directors is:

Name/Title	Address
Richard Teuscher, Director	14882 Soaring Eagle Court Fort Myers, FL 33912

ARTICLE EIGHT
INCORPORATOR

The name and address of each incorporator is:

Name	Address
Richard Teuscher	14882 Soaring Eagle Court Fort Myers, FL 33912

ARTICLE NINE
OFFICER

The officers of the corporation shall be a president and a secretary/treasurer of the corporation. The initial president and secretary/treasurer of the corporation shall be:

Name	Office
Richard Teuscher	President/Secretary/Treasurer

The stockholders of the corporation upon majority vote shall have the power to adopt, amend or repeal the bylaws of the corporation. The changes made to said incorporation shall be the exclusive province of the shareholders.

ARTICLE TEN
PRINCIPAL OFFICE

The address of the initial principal office of A&D Enterprises, Inc. in this State is 14882 Soaring Eagle Court, Fort Myers, Lee County, Florida. The principal office and registered office are at the same address.

Executed by Richard Teuscher, incorporator at Fort Myers, Lee County, Florida on the 4th day of June 2004.

Richard Teuscher 6/4/04
Richard Teuscher
President/Incorporator

ACCEPTANCE BY REGISTERED AGENT

Before me appeared this day, Richard Teuscher at his address and hereby acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation and certifies that the address listed above is a true and correct address for this registered agent.

Richard Teuscher 6-4-04
Richard Teuscher

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 4 day of June, 2004, by Richard Teuscher, and

_____ he/she is personally known to me, OR

10 has produced DLT260-755-38-210-0 as identification.

(NOTARY STAMP)  Natalie J. Yaniz
Commission # DD 073425
Expires Nov. 19, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

Natalie J. Yaniz
Notary Name: _____
Serial (Commission) Number
(if any) _____

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SEP 1 2004
EXPIRATION DATE