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To:

Division of Corporations

: (850)617-6381 Fax Number

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305) 634-3694 Phone

: (305) 633-9696 Fax Number

FLORIDA PROFIT/NON PROFIT CORPORATION

havana cuba cigar lounge, inc.

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ARTICLES OF INCORPORATION OF

HAVANA CUBA CIGAR LOUNGE, INC.

ARTICLE I - NAME

The name of this Corporation is

HAVANA CUBA CIGAR LOUNGE, INC.

ARTICLE II- DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of \$1.00 par value, which said shares, shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office

of the Corporation is:

185 NW 127TH AVE

MIAMI, FL 33182

The name of the initial Registered Agent of this

Corporation is:

HECTOR PAZ

ARTICLE VI - INITIAL BOARD OF DIRECTORS

MICHAEL K. FISH, P.A. 7700 N. Kendall Drive Suite 606 Miami, FL 33156 HO900006335

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This Corporation shall have two (2) initial directors. The number of directors may increase from time to time by the By-laws but shall never be less Than one (1). The name and address' of the initial directors of this Corporation are:

HECTOR PAZ 185 NW 127TH AVE MIAML PL 33182

CAROLYN TALLON PAZ 185 NW 127TH AVE MIAMI, FL 33182

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

HECTOR PAZ

185 NW 127TH AVE

MIAMI, FL 33182

ARTICLE VIII

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

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.



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ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. IN WITNESS WHEREOP, the undersigned subscriber has executed These Articles of Incorporation this 19 day of March, 2009.

HECTOR PAZ

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amendments thereto, and to comply with the Provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand on

this 19 day of March, 2009.

HECTOR PAZ Registered Agent

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