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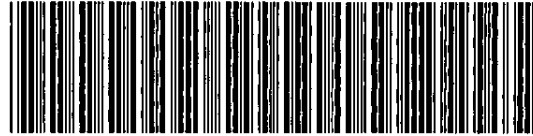
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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J. SHAW MAR 02 2012



**HOLSONBACK
& HARANG, P.A.**

ATTORNEYS AND COUNSELORS AT LAW
400 N. ASHLEY DRIVE, SUITE 1500
TAMPA, FL 33602

WWW.HOLSONBACKLAW.COM

February 27, 2012

TELEPHONE (813) 229-9119
FACSIMILE (813) 221-8396

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Roll 'em Tobacco Shop, Inc.

To Whom It May Concern:

I enclose for filing are the following items pertaining to the corporation referenced above:

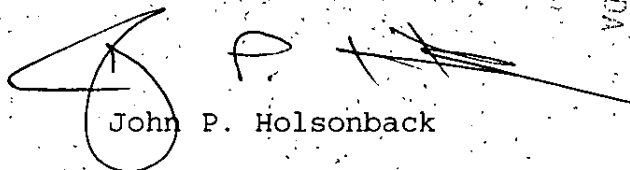
1. The original and one copy of the Articles of Incorporation and Acceptance of Registered Agent; and
2. Our check payable to you for the following charges:

Filing Fee	\$ 35.00
Registered Agent	\$ 35.00
Certified Copy	\$ 8.75
TOTAL:	\$ 78.75

Please approve and file the original Articles of Incorporation, certify the copy of them, and return the certified copy to our office.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



John P. Holsonback

JPH/kk
Enclosures
cc: Austin Pennington

jph/Pennington,A/state.001

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**ARTICLES OF INCORPORATION
OF
ROLL 'EM TOBACCO SHOP, INC.**

The undersigned, acting as the incorporator of Roll 'em Tobacco Shop, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: Roll 'em Tobacco Shop, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is: 280 East Van Fleet Drive, Bartow, Florida 33830.

ARTICLE III. COMMENCEMENT OF EXISTENCE

Corporate existence shall be deemed to commence on the date of subscription and filing of these Articles of Incorporation; however, in the event these Articles are not filed with the Secretary of State within five (5) days of execution and acknowledgment, the effective date shall be the date these Articles are filed with the Secretary of State.

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The corporation shall have at least one but no more than five directors. The name and street address of the initial director is:

Name
Austin Pennington

Address
280 East Van Fleet Drive
Bartow, Florida 33830

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TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

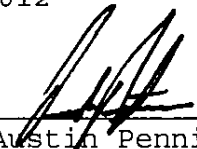
The street address of the initial registered office of the corporation is 280 East Van Fleet Drive, Bartow, Florida 33830, and the name of the corporation's initial registered agent at that address is Austin Pennington.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is: Austin Pennington, 280 East Van Fleet Drive, Bartow, Florida 33830.

The incorporator assigns to this corporation his rights under Section 607.0201 Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as an incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTION DATE: February 24, 2012



Austin Pennington
Incorporator

ROLL 'EM TOBACCO SHOP, INC.

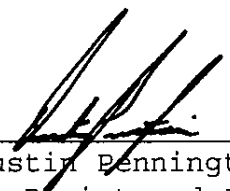
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Roll 'em Tobacco Shop, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 280 East Van Fleet Drive, Bartow, Florida 33830, has named Austin Pennington, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Roll 'em, Tobacco Shop, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: February 24, 2012


Austin Pennington
as Registered Agent

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