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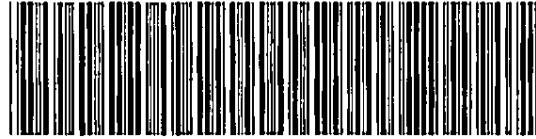
(Business Entity Name)

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**ARTICLES OF INCORPORATION  
OF  
CIGAR SOCIAL HOLDING COMPANY**

I, the undersigned, being a natural person over the age of twenty-one (21) years, do hereby declare and adopt the following ARTICLES OF INCORPORATION for the purpose of creating, forming, establishing and organizing a Corporation for profit under the Florida Business Corporation Act and all amendments and supplements thereto.

ARTICLE I

The name of the Corporation is: Cigar Social Holding Company. The principal office of the Corporation is 3275 Marigold Drive, Clearwater, Pinellas County, Florida 33761.

ARTICLE II

The address of its initial registered office is: 3275 Marigold Drive, Clearwater, Pinellas County, Florida 33761; and the name of its initial registered agent at such address is: Michael K. Peck.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue shall be one thousand (1,000) shares, which shall be common stock with full anti-dilution protection and a par value of One Dollar (\$1.00) per share. The amount of capital with which the Corporation shall commence business is Five Hundred Dollars (\$500.00).

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#### ARTICLE IV

The Corporation shall elect to be taxed as a "small business Corporation" under Subchapter S of the Internal Revenue Code, or such other provisions of law as may hereafter be applicable to such election. Upon the initial stock issuance of the Corporation, all shareholders of all issued and outstanding shares of stock of the Corporation will cause the Corporation to execute the necessary form for exercising such election, and in turn, each such shareholder shall execute the necessary shareholder's consent, and all will authorize the filing of such election and such consents with the appropriate district director of the Internal Revenue Service. Such other action shall be taken as may be deemed necessary or advisable by counsel to the Corporation to exercise such election. No shareholder, without the written consent of the shareholders holding all issued and outstanding shares of stock of the Corporation shall take any action, or make any transfer or other disposition of his shares of stock in the Corporation, which will result in the termination or revocation of such election.

#### ARTICLE V

The name and address of the incorporator is: Vito C. Barbieri, 4530 Maverick Street, Suite 2B-105, Amarillo, Texas 79109.

#### ARTICLE VI

The number of directors constituting the original Board of Directors of the Corporation shall be six (6). The number of directors shall be fixed by or in the manner provided in the Bylaws of the Corporation. If required by law, any change in the number of directors shall be reported to the

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Secretary of State within thirty (30) calendar days of such change, or within such other period, if any, as may then be required by law.

#### ARTICLE VII

The duration of the Corporation is perpetual.

#### ARTICLE VIII

The Corporation is formed for the following reasons:

A. To acquire, own, hold and manage ownership interests in all types and kinds of business entities, including but not limited to Limited Liability Companies, and in all types and kinds of businesses including, but not limited to companies providing retail and wholesale cigar sales and other related services for companies utilizing these services.

B. To manage or administer as agent the business or property of any Corporation, firm or person carrying on any authorized business; to sell or dispose of, receive and make disbursements for, or arrange for the management or administration of the whole or any part of the business or property of any Corporation, firm or person; to act as agent, broker, consignee or factor of others in buying and selling all manner and kind of goods; to make contracts with others in reference to the handling and disposing of the same; to deliver goods on bills of lading in the name of the Corporation; to draw drafts against such bills of lading; to carry insurance in the name of this Corporation on goods consigned for sale; and to develop and extend the business interests of any Corporation, firm or person.

C. To engage in any manufacturing, mercantile or trading business or businesses of any kind, and to do all things incidental thereto; to maintain and operate properties and facilities for the production and sale of any articles of commerce; and to purchase or otherwise acquire, own, mortgage, pledge, grant security interests in, sell, assign and transfer or otherwise dispose of, invest, trade and deal in goods, wares and merchandise, and real and personal property of every class and description.

D. To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other Corporations and to loan money and take securities for the payment of all sums due the Corporation, and to sell, assign and release such securities.

E. To buy, lease, contract for, invest in or otherwise acquire, any real or personal property, or any interest therein, or all or any part of the good will, rights, franchises, property and business of any person, entity, partnership, association or Corporation; to pay for the same in cash or in stock of any class, bonds, or other obligations of the Corporation or otherwise; to hold, utilize and in any manner dispose of the whole or any part of the rights and property so acquired; to assume in connection therewith any liabilities of any such person, entity, partnership, association or Corporation, and conduct in any lawful manner the whole or any part of the business thus acquired.

F. To sell, lease, exchange, convey, mortgage, pledge, transfer, assign and deliver and otherwise dispose of all or any part of the property, assets and effects of the Corporation, and receive in payment therefor cash or stock, bonds, notes, debentures or other securities or evidences of indebtedness or obligations of any individual, firm, Corporation, company, association, trust or organization, on such terms and conditions as the Board of Directors of the Corporation shall determine, subject to limitations, restrictions or requirements imposed by law.

G. To act as principal, agent, broker, dealer, factor, jobber, commission merchant or in any representative capacity in transacting any business authorized herein.

H. To buy, sell, exchange, mortgage, encumber, improve, develop, manage, control, assign, transfer, convey, lease, pledge or otherwise acquire, hold, own, alienate or dispose of property of any kind whatsoever, real, personal or mixed, wheresoever situated, or any interest therein.

I. To establish a defined benefit plan for the employees of the Corporation; to establish and enter into any lawful arrangements for profit sharing on behalf of the Corporation's employees; to enter into any lawful arrangements for profit sharing, reciprocal concession or cooperation, with any Corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business which the Corporation is authorized to carry on or any business or transactions deemed necessary, convenient or incidental to carrying out any of the purposes of the Corporation.

J. To acquire, hold, sell, use, assign, lease, grant licenses in respect of mortgage, or otherwise dispose of letters patent of the United States or of any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of the Corporation.

K. To purchase, insofar as the same may be done without impairing the stated capital of the Corporation, and to hold, pledge and reissue shares of its own capital stock, but such shares so acquired and held shall not be entitled to vote, either directly or indirectly, nor to receive dividends.

L. To purchase, or in any manner acquire, to own and hold, receive and dispose of the income from, to guarantee, sell, assign, transfer, mortgage, pledge or otherwise dispose of, and to exercise all of the rights of individual natural persons with respect to any bonds, securities and evidences of indebtedness of, or shares of stock in any Corporation or joint stock company of any state, territory or country and, while the owner of said stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

M. To purchase, incorporate and/or cause to be merged, consolidated, reorganized or liquidated, and to promote, take charge of and aid, in any way permitted by law, the incorporation, merger, consolidation or liquidation of any Corporation, association or entity.

N. To borrow or raise moneys for any of the purposes of the Corporation and from time to time, without limits as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, convertible or nonconvertible, and other negotiable or nonconvertible instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgage on, or pledge, conveyance or assignment in trust of the whole or any part of the assets of the Corporation, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such securities or other obligations of the Corporation for its corporate purposes.

O. To enter into, make, perform and carry out contracts of every sort and kind, for any lawful purpose, with any person, firm, association or Corporation, whether public, private or municipal body politic, and with the Government of the United States or any state, territory or colony thereof, or any foreign government.

P. To conduct business in all other states, the District of Columbia, the territories, possessions and dependencies of the United States, and in any or all foreign countries; to have one or more offices out of the State of Florida, and to hold, purchase, lease, let, mortgage and convey real and personal property out of said state as well as therein.

Q. To do any and everything necessary or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinabove enumerated, either for itself or as agent for any person, firm or Corporation, either alone or in association with other Corporations, or with any firm or individual; to engage in any other lawful business or operation deemed advantageous or desirable, and to do any and everything incidental to, growing out of, or germane to any of the foregoing

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purposes or objects, and to have and exercise all of the powers and rights conferred by the laws of the State of Florida upon Corporations formed under the Act hereinabove referred to, and all acts amendatory thereof and supplemental thereto, is being expressly provided that the foregoing clauses shall be construed both as objects and powers and shall be in furtherance and not in limitation of the powers conferred by the laws of the State of Florida, and that the foregoing enumeration of specific powers shall not be held to alter or restrict in any manner the general powers of this Corporation.

R. The objects and purposes specified in the foregoing clauses of this Article shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation, and shall be construed as powers as well as objects and purposes.

#### ARTICLE IX

The Shareholders of the Corporation shall be vested with the power to make, alter, amend or repeal the Bylaws of the Corporation, to fix the times for the declaration and payment of dividends and to fix and vary the amount to be reserved as working capital.

#### ARTICLE X

Any person, upon becoming the owner or holder of any shares of stock or other securities issued by this Corporation, does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged or repealed by legislative enactments of the State of Florida or of the United States hereinafter adopted which have references to or affect Corporations, such securities, or such persons in any way; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other act or things as authorized, permitted or allowed by such legislative enactments.

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#### ARTICLE XI

The private property of the shareholders of the Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balances of subscriptions for shares.

#### ARTICLE XII

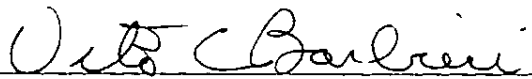
To the extent allowed under the law, each shareholder, director or officer, or former shareholder, director or officer, of this Corporation, his legal counsel and other associated legal representatives, and legal counsel and other associated legal representatives of the Corporation, their respective heirs, legal representatives, successors and assigns, hereafter sometimes referred to as "Indemnitee", shall be held harmless and indemnified by the Corporation from and against any and all losses, claims, damages, fines, liabilities, judgments, expenses, attorney fees and all other costs reasonably incurred by Indemnitee in connection with, or arising out of, any demand, claim, action, suit or proceeding, civil, criminal, administrative, investigative or otherwise, in which Indemnitee is or may be involved, or threatened to be involved, as a party or otherwise, by reason of Indemnitee being, or having been, a shareholder, director, officer, legal counsel or other associated legal representative of the Corporation if (i) the Indemnitee acted in good faith and in a manner Indemnitee in good faith believed to be in, or not opposed to, the best interest of the Corporation and with respect to any criminal proceeding, had no reasonable cause to believe his conduct unlawful, and, (ii) the Indemnitee's conduct did not constitute gross negligence or willful or wanton misconduct. Notwithstanding the above, the provisions of hold harmless and indemnification herein set forth shall be subject to a finding by a committee of three (3) independent persons appointed by the shareholders at a duly called special meeting or at a regular meeting that the Indemnitee acted in

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good faith and Indemnitee's conduct did not constitute gross negligence or willful or wanton misconduct, as set forth above in this Article. In determining whether or not an Indemnitee acted in good faith and Indemnitee's conduct did not constitute gross negligence or willful or wanton misconduct, as set forth above in this Article, the committee appointed by the shareholders may rely conclusively upon the opinion of independent legal counsel selected by such committee. The right to indemnification herein provided shall not be exclusive of any other rights to which an Indemnitee may be lawfully entitled.

IN WITNESS HEREOF, I have hereunto set my hand this 14<sup>th</sup> day of June, 2022.

  
Vito C. Barbieri  
Incorporator

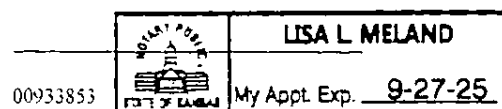
STATE OF KANSAS            )  
  ) ss  
COUNTY OF JOHNSON    )

On this 14<sup>th</sup> day of June, 2022, before me, a Notary Public, personally appeared Vito C. Barbieri, to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.

IN TESTIMONY HEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above mentioned.

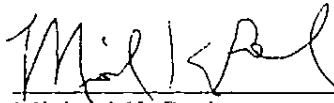
  
Notary Public

My Commission Expires:



**CIGAR SOCIAL HOLDING COMPANY  
REGISTERED AGENT'S ACCEPTANCE OF DESIGNATION**

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.



\_\_\_\_\_  
Michael K. Peck  
Registered Agent

Dated: July 7, 2022

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