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FILED
95 MAR 27 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 6, 1995

To Whom it May Concern:

Enclosed are the Articles of Incorporation of "THE SMOKELESS BAR, INC."

Please forward the accepted and filed copies of these articles to my C.P.A. at the following address:

Antonio Ralph Perez, C.P.A.
7850 N.W. 146th Street
Suite 516
Miami Lakes, Fl. 33016

800001441348
-03/28/95--01063--001
*****70.00 *****70.00

Your co-operation would be greatly appreciated.

Sincerely,



Paul F. Gendron Jr.

\$70.00 Filing fee

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Articles of Incorporation
Of

"THE SMOKELESS BAR, INC."

ARTICLE I

The name of the Corporation is "THE SMOKELESS BAR, INC.".

ARTICLE II

Duration: The term of the existence of the corporation is perpetual.

ARTICLE III

Purpose: The purpose for which the corporation is organized is to engage in the business dispensing alcoholic beverages and food.

ARTICLE IV

Principal Office: The address of the principal office of the corporation is in this state and is:

10720 S.W. 49th Terrace.
Miami, Fl. 33165

ARTICLE V

Capital Stock: The aggregate number of shares for which the corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE VI

Capital: The minimum amount of capital with which the corporation shall begin business is \$100.

ARTICLE VII

Management: the business of the corporation shall be managed by the shareholders of the corporation rather than by a board of directors.

ARTICLE VIII

Incorporator: The name and post office address of the incorporator is:

Paul F. Gendron Jr.
10720 S.W. 49th Terrace
Miami, Fl. 33165

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ARTICLE IX

Registered Agent: The street address of the initial registered office of this corporation is:

10720 S.W. 49th Terrace
Miami, Fl. 33165

and the name of the initial registered agent of this corporation at that address is **Paul F. Gendron Jr.**

ARTICLE X

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this other corporation may be officers or directors of the said other corporations, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

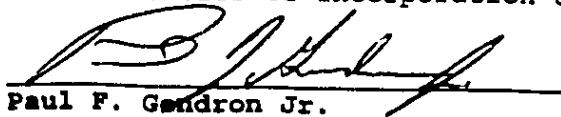
ARTICLE XI

The corporation's principal office is at:

10720 S.W. 49th Terrace
Miami, Fl. 33165

Articles of Incorporation of, Articles of Incorporation of, "THE SMOKELESS BAR, INC."

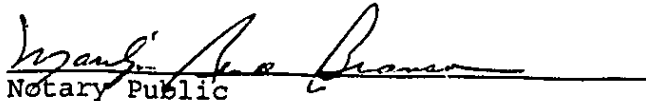
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of March, 1995.


Paul F. Gendron Jr.

STATE OF FLORIDA

COUNTY OF DADE

BE IT SO REMEMBERED, that on this 23 day of March, 1995 before me a notary public duly authorized in the state and county named above to take acknowledgements personally appeared **PAUL F. GENDRON JR.** to me known to be the person described as the incorporator in the foregoing articles of incorporation and he acknowledged before me that he executed said articles of incorporation.


Notary Public

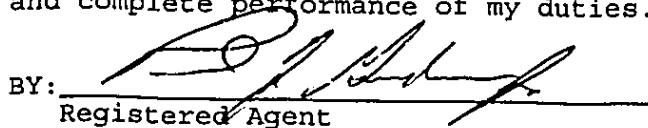
Print Name: Marilyn Renee Branson
commission No: CC184702
Expiration Date: MY COMMISSION EXP. APR. 27, 1996

OFFICIAL NOTARY PUBLIC MARILYN RENEE BRANSON NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC184702 MY COMMISSION EXP. APR. 27, 1996
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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles, 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.

BY: 
Registered Agent

DATE: 3-23-95