

08/04/95 11:07 FAX-T AUDIT REQUESTS (305) 592-9591 001

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CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

8/03/95

FLORIDA DIVISION OF CORPORATIONS

12:51 AM

PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-00000

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MAPEDOR TABACCO CORPORATION

FAX AUDIT NUMBER: H95000008532

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/03/1995

TIME REQUESTED: 12:51:16

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ARTICLES OF INCORPORATION
OF
"MAPEDOR TOBACCO CORPORATION"

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE:

"MAPEDOR TOBACCO CORPORATION"

THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION SHALL BE:

4315 S.W. 147 PLACE,
MIAMI, FLORIDA 33185

ARTICLE II - NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

ARTICLE III - CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

500 SHARES OF \$1.00 PER SHARE

PREPARED BY: JOSE DORTA

ADDRESS: 4315 S.W. 147 Place, Miami, Fla. 33185

PHONE: (305)223-1843

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ARTICLE IV - TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THE CORPORATION SHALL COMMENCE AT THE TIME OF FILING THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA.

ARTICLE V - OFFICERS DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED IS AS FOLLOWS:

FILIBERTO MARIMON,
PRESIDENT / DIRECTOR

200 S.W. 61 AVENUE,
MIAMI, FLORIDA 33176

JUAN J. PEREZ,
VICE-PRES. / DIR. / V-SEC.

333 S.W. 91 AVENUE,
MIAMI, FLORIDA

JOSE DORTA
SECRETARY-TREASURER / DIR.

4315 S.W. 147 PLACE,
MIAMI, FLORIDA 33185

ARTICLE VI - SHAREHOLDERS

THE NAMES AND STREET ADDRESSES OF THE SHAREHOLDERS OF THE CORPORATION, THE AMOUNT THEY ARE INVESTING IN THE BUSINESS AND A STATEMENT OF THE NUMBER OF SHARES THEY AGREE TO TAKE IS AS FOLLOWS:

| | | |
|--------------------------|--|----------------------------|
| <u>FILIBERTO MARIMON</u> | 200 S.W. 61st. AVENUE, MIAMI, FLORIDA 33176 | 166.67 SHARES \$ 166.67 |
|--------------------------|--|----------------------------|

| | | |
|----------------------|--|----------------------------|
| <u>JUAN J. PEREZ</u> | 333 S.W. 91st. AVENUE, MIAMI, FLORIDA | 166.66 SHARES \$ 166.66 |
|----------------------|--|----------------------------|

| | | |
|-------------------|--|----------------------------|
| <u>JOSE DORTA</u> | 4315 S.W. 147 PLACE, MIAMI, FLORIDA 33185 | 166.67 SHARES \$ 166.67 |
|-------------------|--|----------------------------|

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ARTICLE VII - QUORUM

ONE HUNDRED PERCENT (100%) OF THE SHARES OF THE STOCKHOLDERS REPRESENTED IN PERSON OR BY PROXY, SHALL CONSTITUTE A QUORUM AT THE MEETING OF THE SHAREHOLDERS.

ARTICLE VIII - DEADLOCK

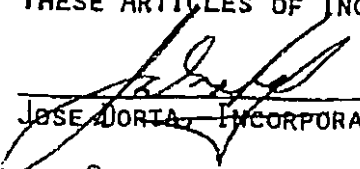
IF A DEADLOCK SHOULD OCCUR IN THE VOTE OF THE DIRECTORS OR OF THE SHAREHOLDERS AND THE DEADLOCK CANNOT BE RESOLVED BY AGREEMENT OF THE PARTIES, THE DEADLOCK SHALL BE RESOLVED BY ARBITRATION. WITHIN TEN DAYS OF THE DEADLOCK, THE DIRECTORS OR SHAREHOLDERS ON ONE SIDE OF THE DISPUTE SHALL SELECT ONE ARBITRATOR AND THE DIRECTORS OR SHAREHOLDERS ON THE OTHER SIDE OF THE DISPUTE SHALL SELECT ONE ARBITRATOR AND THE TWO THUS APPOINTED SHALL SELECT A THIRD ARBITRATOR. THE THREE ARBITRATORS SHALL MAKE A PROMPT DECISION ON THE MATTER IN DISPUTE. ALL COSTS OF ARBITRATION SHALL BE BORNE EQUALLY BY THE PARTIES. THE DECISION OF THE ARBITRATOR SHALL BE BINDING AND CONCLUSIVE FOR ALL PURPOSES.

ARTICLE IX - INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS: JOSE DORTA

4315 S.W. 147 PLACE, MIAMI, FLORIDA 33185

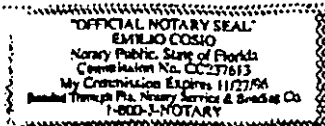
IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 31ST DAY OF JULY 1995


JOSE DORTA, INCORPORATOR.

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged and sworn to before me this
31st day July 1995, by:
JOSE DORTA of:

"MAPEDOR TOBACCO CORPORATION"



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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: "MAPEDOR TOBACCO CORPORATION"

2. The name and address of the registered agent and office is:

JOSE DORTA

4315 S.W. 147 Place
(P. O. BOX NOT ACCEPTABLE)

Miami, Florida 33185
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 

(Registered Agent)

DATE July 31, 1995

REGISTERED AGENT FILING FEE:

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