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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

302-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CIGAR BOX ENTERPRISES INC.

FAX AUDIT NUMBER: H96000002325

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56 FEB 19 AM 10:47
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CIGAR BOX ENTERPRISES INC.

The undersigned, for the purpose of forming a corporation under the Florida Corporation Act hereby adopt the following Articles of Incorporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE ONE
NAME

The name of the corporation is Cigar Box Enterprises Inc.
The principal place of business shall be: 3192 Bird Ave. Miami Fl. 33133

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual , commencing on the date of receipt and acknowledgment of the articles by the secretary of state.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of capital stock with a par value of \$.01 per share. ONE HUNDRED THOUSAND (100,000) shares of the capital stock of the corporation shall be issued for cash at a par value of \$.01 per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

Prepared by: Eduardo Gil
3192 Bird Ave.
Miami, Fl 33133
(305) 592-4204

ARTICLE FIVE
DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE SIX
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata shares (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SEVEN
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3192 Bird Ave. Miami Fl. 33133 and the name and address of the initial registered agent of the corporation is Eduardo Gil,
3192 Bird Ave Miami, Fl. 33133.

ARTICLE EIGHT
INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws. The name and address of the initial directors of this corporation are:

Eduardo Gil
3192 Bird Ave
Miami, Fl. 33133

Hector Van Lennep
10500 NW 7th St.
Pembroke Pines, Fl 33026

ARTICLE NINE
INCORPORATES

The names and address of the person signing these Articles are:

Eduardo Gil
3192 Bird Ave
Miami, Fl. 33133

Hector Van Lennep
10500 NW 7th St.
Pembroke Pine, Fl. 33026

ARTICLE TEN
ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of Conference telephone as provided by law.

ARTICLE TWELVE
INDEMNIFICATION


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE THIRTEEN
AMENDMENT

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 16th day of February 1996.


Eduardo Gil


Hector Vanlennep

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, the undersigned authority, personally appeared Eduardo Gil, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed said instrument for the purposes there-in expressed.

WITNESS my hand and seal this _____ day of _____, 1996.

Notary Public

My Commission expires:

Signed and dated this 16th day of February, 1996.
I hereby am familiar with and accept the duties and responsibilities as registered agent for Cigar Box Enterprises Inc..

(President)
Eduardo Gil

Vice President
Hector Van Lennep

Secretary
Hector Van Lennep

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, this day personally appeared: Eduardo Gil
being duly sworn, deposes and says that the statements contained in the foregoing amendment are true and correct.

SWORN TO SUBSCRIBED before this _____ day of _____, 1996.