

P9600005116

TRANSMITTAL LETTER

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

500001709785
-02/08/96--01010--011
****131.25 ****131.25

SUBJECT: FEDERAL TRUST MORTGAGE
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: JOHN D. SAGARRIGAY
Name (printed or typed)

515 S.W. 63rd COURT
Address

MIAMI FL 33144
City, State & Zip

(305) 540-6444
Daytime Telephone number

96/FEB-8 AM 10:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 12, 1996

JOHN D. SAGARRIBAY
515 SW 63RD COURT
MIAMI, FL 33144

SUBJECT: FEDERAL TRUST MORTGAGE
Ref. Number: W96000003207

We have received your document for FEDERAL TRUST MORTGAGE and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 296A00006155

ARTICLES OF INCORPORATION
OF

FEDERAL TRUST MORTGAGE CORP.

The undersigned, in order to form a corporation for the purposes hereinafter started by, and under the provision the provision of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME & MAILING ADDRESS

The name of this corporation is:

FEDERAL TRUST MORTGAGE CORP.

The mailing address of this corporation is:

515 S.W. 63rd COURT

MIAMI, FLORIDA 33144

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgement of these Articles on the 05th day of FEBRUARY 19 26.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- (a) To transact any or all business permitted under the laws of the United States of America and the laws of the State of the Florida.
- (b) To Purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choices in action, either as owner, broker, agent, or factor.

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RECEIVED
FEB 5 1926
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount, to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

(d) To engage in any lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of \$0.01 (ONE CENT) PAR common stock which shall be designated "Common shares".

ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is 515 S.W. 63rd COURT, MIAMI, FLORIDA and the name of the initial registered agent of this corporation at the address is JOHN D. SAGARRIBAY.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE director(s) initially. The number of director(s) may be either increased or diminished from time to time by the laws. The name and address of the initial director(s) of this corporation until the first annual meeting of shareholder(s) or until their successors are elected and qualify (ls) are:

NAME

ADDRESS

JOHN D. SAGARRIBAY

515 S.W. 63rd COURT

MIAMI, FLORIDA 33144

ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles (ls) are:

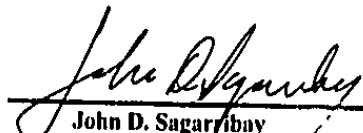
JOHN D. SAGARRIBAY

515 S.W. 63rd COURT

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned have (has) executed these Articles of Incorporation this 05th day of FEBRUARY, 1996.


John D. Sagarribay

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared

JOHN D. SAGARRIBAY

known to me and known by me to be the person (s) who executed the foregoing Articles of Incorporation, and HE acknowledge before me that HE executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 05th day of FEBRUARY, 1996.

FLA DL# S261-464-72-240

PRODUCES ID.

Michael W. Dwyer
NOTARY PUBLIC
State of Florida at Large

SEAL OF PUBLIC NOTARY

My commission expires: OCT 26, 1999.



MICHAEL W DWYER
My Commission CC50-1389
Expires Oct. 26, 1999

Having been named to accept service of process for FEDERAL TRUST MORTGAGE CORP., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and in further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: 2/5/96

Signature: John D. Sagarribay

John D. Sagarribay

P960000/5116

John D. Sagarribay
515 SW 63rd CT
Miami, FL 33144

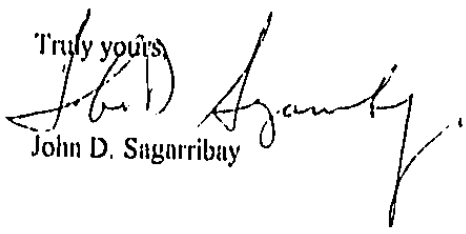
July 18, 1996

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

SC00001901535
-07/23/96--01049--000
*****06.25 *****96.25

Enclosed you will find Articles of Amendment to the Articles of Incorporation of Federal Trust Mortgage Corp. Should you have any questions please call me at: 305-952-0761. My return address is 515 SW 63 Ct, Miami, FL 33144.

Truly yours,


John D. Sagarribay

FILED
96 JUL 22 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change

FTS

7-20-96

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FEDERAL TRUST MORTGAGE CORP.

FILED

96 JUL 22 PM 1:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The Board of Directors adopt and Shareholders approve the following Amendment to the Articles of Incorporation:

ARTICLE I- Name of Corporation (is amended as follows)

The name of this corporation is hereby changed to:

THE CIGAR STAND COMPANY.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 18, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ x The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

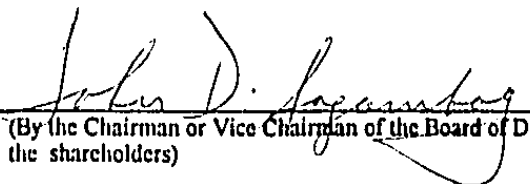
"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____,"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 18 of July, 19 96

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

John D. Sagarribay

Typed or printed name

Director

Title

pg 6000015116

Cigar Stand Company
515 SW 63rd Court
Miami, FL 33144

August 11, 1997

RE: Articles of Dissolution for Cigar Stand Company

Enclosed you will find the articles of dissolution for the Cigar Stand Company, along with a check in the total amount for \$ 96.25. The \$96.25 includes three \$35 filing fee, \$52.50 for certified copies, and \$8.75 for a certificate Status.

Should you have any inquiries regarding this matter, you may contact John D. Sugarribay, Miami, FL 33144.

Sincerely,

John D. Sugarribay

John D. Sugarribay

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*****96.25 *****96.25

FILED
97 SEP -2 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DD 9/2

Vol. Diss.

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FILED
97 SEP -2 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is: CIGAR STAND COMPANY

SECOND: The articles of incorporation were filed on: February 8, 1996

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

CORRECTED 8/26/97 BY DIRECTOR (S) JOHN D. SAGARRIBAY. BOARD ADOPTS DISSOLUTION.

Signed this 11 day of August, 19 97

Signature

John D. Sagarribay
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

John D. Sagarribay

(Typed or printed name)

Incorporator/Director

(Title)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1997

JOHN D. SAGARRIBAY
CIGAR STAND COMPANY
515 S.W. 63RD COURT
MIAMI, FL 33144

SUBJECT: THE CIGAR STAND COMPANY
Ref. Number: P96000015116

We have received your document for THE CIGAR STAND COMPANY and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

This corporation has selected directors, therefore the dissolution should be adopted by the directors instead of the incorporator. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 197A00042126