

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN
EXAMINER'S INITIALS:

ARTICINE OF INCORPORATION OF NATIONAL CIGAR MARKETING, INC.

ARTICLE I

The name of this corporation shall be: NATIONAL CIGAR MARKETING, INC.

ARTICLE II DURATION

This corporation shall commence its existence on the date of the filing of these Articles of Incorporation.

ARTICLE III PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar (\$:.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI

PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 2875 N.E. 191st Street, Suite 400, Aventura, Florida 33180.

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2875 N.E. 191st Street, Suite 400, Aventura, Florida 33180 and the name of the initial registered agent is Kenneth R. Bernstein, Esq.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) rector initially. The number of Directors may be increased or declared from time to time in accordance with the By-Laws but shall never be less than one. The name and address of the director is:

Jason Robertson C/O 2875 N.E. 191st Street, Suite 400 Aventura, Florida 33180

ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles as Incorporator is Kenneth R. Bernstein, 2875 N.E. 191st Street, Suite 400, Aventura, Florida 33180.

NATICLE X BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of February, 1996.

Kenneth R. Bernstein, Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 25th DAY OF FEBRUARY, 1996.