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DEPARTMENT OF STATE 401 OCEAN DR  
STATE OF FLORIDA SUITE 312  
409 EAST GAINES STREET MIAMI BEACH FL 33139-0000  
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ  
FAX: (904) 922-4000 PHONE: (305) 672-0686  
FAX: (305) 672-9110  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: SOUTHEAST CIGAR, INC.  
FAX AUDIT NUMBER: 1196000003242 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 03/06/1996 TIME REQUESTED: 16:23:50  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1  
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TALLAHASSEE, FLORIDA

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MAR -7 1996  
GAINES

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Articles of Incorporation  
of  
Southeast Cigar, Inc.

Article I. Name

The name of this Florida corporation is:  
Southeast Cigar, Inc.

Article II. Address

The mailing address of the Corporation is:

Southeast Cigar, Inc.  
303 Freedom Court  
Pompano Beach FL 33073

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Richard A. Frettoloso  
303 Freedom Court  
Pompano Beach FL 33073

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Richard A. Frettoloso

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 7, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on March 7, 1996

Corporate Creations International Inc.

By: 

Luis A. Uriarte Vice President

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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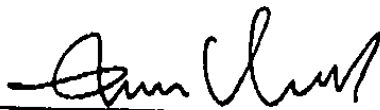
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
Southeast Cigar, Inc.

**REGISTERED AGENT:**  
Richard A. Frettoloso  
303 Freedom Court  
Pompano Beach FL 33073

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Richard A. Frettoloso  
by Luis A. Uriarte as attorney-in-fact

Date: March 7, 1996

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Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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Corporate Research Services

4244 W. Tennessee St., Suite 388  
Tallahassee, FL 32304  
(904) 639-1128  
(800) 817-4731

200001870132  
-06/20/96--01090--021  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

REX REKSTIS

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Southwest Cigar, Inc. #P96-21088  
(Corporation Name) (Document #)
2. Amendment  
(Corporation Name) (Document #)
3.   
(Corporation Name) (Document #)
4.   
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

AMENDMENTS	
<input checked="" type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A., Officer/Director	
<input checked="" type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SOUTHEAST CIGAR, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

Charter # P96000021088

Article V. Board of Directors  
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See attached

Article IV. Registered Agent  
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see Attached Exhibit A

**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: June 5, 1996

**FOURTH:** Adoption of Amendment(s) (check one)

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

☐ 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 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)

(continued)

#### Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name of each initial member of the Corporation's Board of Directors is:

MICHAEL ZAMBOUROS

#### Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

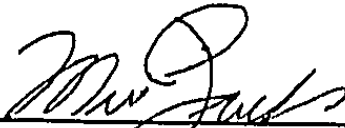
David S. Hernandez

210 University Drive #502

Coral Springs, FL 33071

Signed this 5th day of June, 19 96.

Signature X



(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)

MICHAEL ZAMBOUROS

Typed or printed name

PRESIDENT

Title



Florida Department of State, Sandra B. Mortham, Secretary of State

Exhibit A  
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT  
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of \_\_\_\_\_ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SOUTHEAST CIGAR, INC.

1b. The mailing address of the corporation is : 210 UNIVERSITY DRIVE #502  
CORAL SPRINGS, FL 33071

1c. Date of incorporation: 03/07/1996 Document number: P96000021088

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

RICHARD A. FREITOLOSO

303 FREEDOM COURT

POMPANO BEACH, FL 33073

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

DAVID S. HERNANDEZ

210 UNIVERSITY DRIVE #502

CORAL SPRINGS, FL 33071

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

  
(Signature of an officer, chairman or  
vice chairman of the board)

JUNE 5, 1996  
(Date)

MICHAEL ZAMBOUROS

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
(Signature of Registered Agent)

JUNE 5, 1996  
(Date)

If signing on behalf of an entity:

DAVID HERNANDEZ  
(Typed or Printed Name)

REGISTERED AGENT  
(Capacity)

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