

**Examiner's Initials**

ARTICLES OF INCORPORATION

OF

SOBERANO'S CIGARS, INC.

ARTICLE I - NAME

The name of this corporation is SOBERANO'S CIGARS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and it's existence shall commence on the date of execution and acknowledgement.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of one dollar ( \$ 1.00 ) par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, 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, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The principal address and the initial registered office of this corporation is: 6780 NW 187 Terrace Miami, Fl 33015 and the name of the initial registered agent of this corporation at that address is: Jenelys Cuevas.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Jenelys Cuevas- Pres/Treas	6780 NW 187 Terrace Miami, Fl 33015
Sergio A. Cuevas- V.P./Sect.	6780 NW 187 Terrace Miami, Fl 33015

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:  
Jenelys Cuevas- 6780 NW 187 Terrace Miami, Fl 33015.

ARTICLE IX-SHAREHOLDERS' QUORUM AND VOTING

Seventy-five (75%) percent of the shareholders' entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 75% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.


ARTICLE X-SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

ARTICLE XI-AMENDMENT

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


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of April 1996.

  
Jenelys Cuevas  
Registered agent

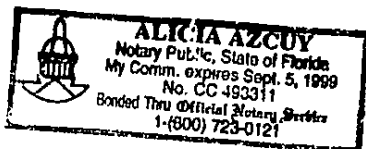
STATE OF FLORIDA  
SS  
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Jenelys Cuevas known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledges before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in State and County aforesaid, this 24th day of April 1996.

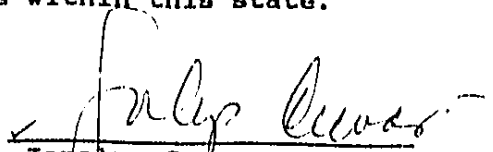
  
Notary public, State of Florida  
at Large

My commission expires:




**REGISTERED AGENT**

In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: SOBERANO'S CIGARS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Hialeah, County of Dade, State of Florida, has named Jenelys Cuevas located at 6780 NW 187 Terrace Miami, Florida 33015 as its agent to accept service of process within this state.

  
Jenelys Cuevas  
Registered Agent

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Jenelys Cuevas  
Registered Agent

FILED  
JAN 11 2006  
CLERK OF COURT  
DADE COUNTY  
MIAMI, FLORIDA