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PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CIGAR MUSEUM INC.
FAX AUDIT NUMBER: H96000007618
DATE REQUESTED: 05/30/1996
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ARTICLES OF INCORPORATION
OF
CIGAR MUSEUM INC.

ARTICLE I - NAME

The name of this corporation is CIGAR MUSEUM INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 900
NORTH FEDERAL HIGHWAY #230 BOCA RATON, FLORIDA 33432.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of
these Articles with the Department of State.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which
shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 900 NORTH FEDERAL
HIGHWAY #230 BOCA RATON, FLORIDA 33432 and the name of the initial registered
agent of this corporation at that address is JOHN FIFTHILL.

Prepared by:
KIM MURPHY, CPA, PA
11900 Broward Boulevard - 230
North Miami, FL 33181-6724
(305) 898-8818

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ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME _____ ADDRESS _____

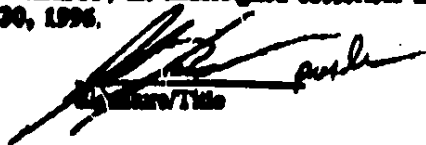
JOHN FISCHER

900 NORTH FEDERAL HIGHWAY #200
BOCA RATON FLORIDA 33432

ARTICLE VIII - AMENDMENT

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 subscriber has executed these Articles of Incorporation this May 30, 1996.

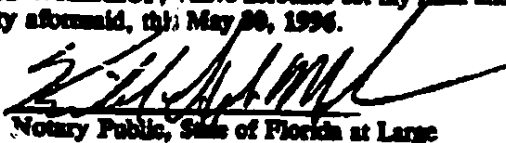

Signature/Title

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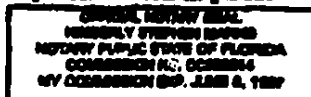
STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JOHN FISCHER, the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they 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 May 30, 1996.


Notary Public, State of Florida at Large

My commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-THAT CIGAR MUSEUM INC.
(Name of Corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF BOCA RATON, STATE OF FLORIDA 33432, HAS NAMED JOHN FISCHER, LOCATED AT 222 NORTH FEDERAL HIGHWAY #220, STATE OF FLORIDA 33432, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]
(Corporate Officer)

TITLE President

DATE 5/30/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE [Signature]
(Designated Agent)

DATE 5/30/96

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TALLAHASSEE, FLORIDA

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