

P. 96000056946

1201 HAYS STREET

TAMPA, FL 33607

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80-142-8086



PRESTICE HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 011060 8795A

AUTHORIZATION :

Patricia P.

COST LIMIT : \$ PREPAID

ORDER DATE : July 5, 1996

ORDER TIME : 12:17 PM

ORDER NO. : 011060

CUSTOMER NO: 8795A

600001885816

CUSTOMER: Norma Deguenther, Legal Asst  
BARNETT BOLT KIRKWOOD & LONG

Suite 700  
601 Bayshore Boulevard  
Tampa, FL 33606-2763

DOMESTIC FILING

NAME: CARLOS VITALE CIGAR COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

7/8/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL -5 AM 9:42

RECEIVED  
95 JUL -5 PM 3:32  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
CARLOS VITALE CIGAR COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL -5 AM 9:42

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:

Carlos Vitale Cigar Company

ARTICLE 2

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is:

3908 Eden Roc  
Tampa, Florida 33614

Leslie J. Barnett, Esq.  
Barnett, Bolt, Kirkwood & Long  
601 Bayshore Boulevard, Suite 700  
Tampa, Florida 33606  
(813) 253-2020  
Fl. Bar #133310

ARTICLE 4

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE 5

Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE 6

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 3908 Eden Roc, Tampa, Florida 33614, and the name of the initial registered agent of this corporation at that address is: Josephine A. Vitale.

ARTICLE 7

Incorporator

The name and address of the sole incorporator is:

NAME

Josephine A. Vitale

ADDRESS

3908 Eden Roc  
Tampa, Florida 33614

ARTICLE 8

Initial Board of Directors

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

<u>NAME</u>	<u>ADDRESS</u>
Josephine A. Vitale	3908 Eden Roc Tampa, Florida 33614

ARTICLE 9

Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 10

Amendment

This corporation reserves the right to amend or repeal any provisions 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 incorporator has executed these Articles of Incorporation this 13 day of June, 1995, and acknowledges that she is familiar with, and accepts, the obligations of registered agent of this corporation.

Josephine A. Vitale  
JOSEPHINE A. VITALE, Incorporator  
and Registered Agent

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DIVISION OF CORPORATIONS  
96 JUL -5 AM 9:42

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