

1201 HAYS STREET
MIAMI, FL 33131
954-443-0100
P96000059721



ACCOUNT NO. : 072100000032

REFERENCE : 014245 7112511

AUTHORIZATION : *Patricia Pizzuti*

COST LIMIT : \$ 70.00

ORDER DATE : July 9, 1996

ORDER TIME : 11:36 AM

ORDER NO. : 014245

CUSTOMER NO: 7112511

1.0000189581

CUSTOMER: Mr. Sydney A. Kessler
MR. SYDNEY A. KESSLER
6901 S.W. 71st Street
Miami, FL 33143

DOMESTIC FILING

NAME: TABAQUERA RUBIROSA USA INC.

EFFECTIVE DATE:

- 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: Deborah Schroder

EXAMINER'S INITIALS:

*510-671
W96-4864*

g 7/17/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 16 AM 11:50

95 JUL 16 PM 2:17
DIVISION OF CORPORATIONS

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0171
904-222-0193 FAX

800-342-8086

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 16 AM 11:50

CSC networks

PREPARED BY LEGAL & FINANCIAL SERVICES

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Miami, FL 33143

DOMESTIC FILING

NAME: TABAQUERA RUBIROSA USA INC.

TRANSLATION: RUBIROSE TOBACCO USA INC.

XX ARTICLES OF INCORPORATION
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EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

96 JUL 17 11:02

July 16, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TABAQUERA RUBIROSA USA INC.
Ref. Number: W96000014864

RESUBMIT
Please give original
submission date as file date.

We have received your document for TABAQUERA RUBIROSA USA INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 596A00034486

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DIVISION OF CORPORATIONS
96 JUL 16 AM 11:51

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 16 AM 11:51

ARTICLES OF INCORPORATION
OF
TABAQUERA RUBIROSA USA INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TABAQUERA RUBIROSA USA INC.

The address of the principal office of this corporation shall be 6901 Southwest 71st Street, Miami, Florida 33143, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6901 Southwest 71st Street, Miami, Florida 33143, and the name of the initial registered agent of the corporation at that address is Sydney A. Kessler.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Sydney A. Kessler Dir.	6901 Southwest 71st Street Miami, Florida 33143
Loretta E. Kessler Dir.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on July 16, 1996.

Deborah D. Skipper
Incorporator
It's Agent, Deborah D. Skipper

DBC/das

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

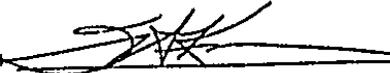
96 JUL 16 AM 11:51

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Sydney A. Kessler, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

TABAQUERA RUBIRDSA USA INC.

Sydney A. Kessler is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Sydney A. Kessler
