

TRANSMITTAL LETTER
P96000003175

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

SUBJECT: QUISQUEYA CIGARS DISTRIBUTORS LTD, INC
(Proposed corporate name - must include suffix)

200001905642
-07/26/96--01060--016
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: PEIRRE HALLAWAY ESO.
Name (printed or typed)

19950 NW 56 AVE
Address

MIAMI, FLORIDA 33055
City, State & Zip

(305) 663-0243
Daytime Telephone number

96 JUL 26 PM 1:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Handwritten signature/initials

ARTICLE OF INCORPORATION
QUISQUEYA CIGARS DISTRIBUTORS LTD, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the FLORIDA Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

96 JUL 26 09 13 AM
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

QUISQUEYA CIGARS DISTRIBUTORS LTD, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

575 NW 210 ST.
UNF 101
MIAMI, FLORIDA. 33169

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

(1,000) ONE THOUSAND

ARTICLE IV

The name and address of the initial registered agent is:

PEIRRE HALLAWAY
19950 NW 56 AVE.
MIAMI, FL. 33055

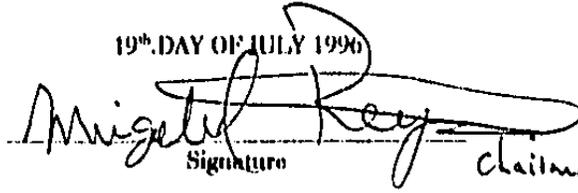
ARTICLE V

The name(s) and street address(es) of the incorporator(s) to the Articles of Incorporation is (are):

MICHAEL REYES
Chairman & Secretary
575 NW 210 ST.
UNIT 101
MIAMI, FLORIDA 33169

The undersigned incorporator(s) has(have) executed these Article of Incorporation this:

19th DAY OF JULY 1996


Signature chairman & secretary

Signature

P96 0000 63175

**DIVISION OF CORPORATIONS
STATE OF FLORIDA
P.O. Box 6327
Tallahassee, FL 32314**

February 4, 1997

Re: Quisqueya Cigars Distributors Ltd., Inc.
575 NW 210 St.
Unit 101
Miami, Florida, 33169

The undersigned, lawful Chairman and Secretary of Quisqueya Cigars Distributors Ltd, Inc., requests that the official business and mailing address of the corporation be changed to:

425 Washington Avenue
Miami Beach, Florida 33139

The undersigned hereby requests that the name of the corporation be amended to delete the term "distributors" such that applicant's name reads: Quisqueya Cigars Ltd., Inc.

The undersigned hereby requests that all powers of agency granted to Peirre Hallaway of 19950 NW 56th Ave., Miami, Florida 33055 be revoked. The undersigned, Mr. Michael Reyes, shall serve as the agent for all correspondence. Please send all correspondence to Mr. Michael Reyes at 425 Washington Avenue, Miami Beach, Florida 33129.


Mr. Michael Reyes
Chairman and Secretary
Quisqueya Cigars Ltd, Inc.

P96 0000 63175

DIVISION OF CORPORATIONS
STATE OF FLORIDA
P.O. Box 6327
Tallahassee, FL 32314

February 4, 1997

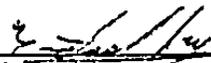
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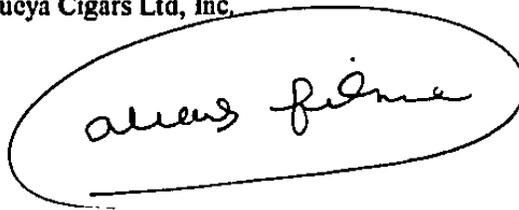
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The undersigned hereby requests that all powers of agency granted to Peirre Hallaway of 19950 NW 56th Ave., Miami, Florida 33055 be revoked. The undersigned, Mr. Michael Reyes, shall serve as the agent for all correspondence. Please send all correspondence to Mr. Michael Reyes at 425 Washington Avenue, Miami Beach, Florida 33129.



Mr. Michael Reyes
Chairman and Secretary
Quisqueya Cigars Ltd, Inc.





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 24, 1997

Mr. Michael Reyes
Quisqueya Cigars Dist. Ltd, Inc.
425 Washington Ave.
Miami Beach, FL 33139

SUBJECT: QUISQUEYA CIGARS DISTRIBUTORS LTD, INC.
Ref. Number: P96000063175

The address change has been made per your letter of February 4.

An amendment to the articles can be filed to change the name of the corporation as well as any other articles of the original articles of incorporation that you desire to change. Any newly designated agent must also sign a statement that he accepts the designation as agent and is familiar with the duties and responsibilities of the position. The fee to file an amendment is \$35. Enclosed is an amendment form for your convenience.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6901.

Susan Payne
Senior Corporate Section Administrator

Letter Number: 497A00009631