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8/21/96 FLORIDA DIVISION OF CORPORATIONS 11:33 AM
PUBLIC ACCESS SYSTEM
(((H9600001669))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

(((H9600001669))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AMBASSADOR CIGAR COMPANY
FAX AUDIT NUMBER: H9600001669 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

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8/21

FLORIDA DIVISION OF CORPORATIONS

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RECEIVED

ARTICLES OF INCORPORATION

OF

AMBASSADOR CIGAR COMPANY.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I. NAME OF THE CORPORATION

THE NAME OF THE CORPORATION SHALL BE:

AMBASSADOR CIGAR COMPANY.

ARTICLE II. NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

8770 S.W. 72ND ST.

#246

Miami, Fl 33173

Prepared by: Jose A. Rodriguez
8770 S.W. 72nd St. #246
Miami, Fl 33173
(305) 444-8800

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF COMMON STOCK, PAR VALUE \$1.00 PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

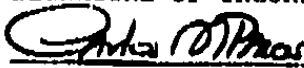
PRESIDENT:	Jose A. Rodriguez SSN 593-20-4613 8770 SW 72ND ST. #246 Miami, Fl 33173
SECRETARY:	Benjamin J. Valle-Riestra SSN 265-81-4119 8770 SW 72ND ST. #246 Miami, Fl 33173
VICE-PRESIDENT:	Jorge B. Valle-Riestra SSN 267-85-4152 8770 SW 72ND ST. #246 Miami, Fl 33173

ARTICLE VI. INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

Carlos M. Pazon
SSN 593-20-3923
520 Biltmore Way
Coral Gables, FL 33134

SIGNATURE OF INCORPORATOR


CARLOS M. PAZOS

ARTICLE VII. PREEMPTIVE RIGHTS

EACH SHAREHOLDER OF THE CORPORATION SHALL HAVE THE FIRST RIGHT TO PURCHASE SHARES (AND SECURITIES CONVERTIBLE INTO SHARES) OF ANY CLASS, KIND, OR SERIES OF STOCK IN THE

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(30) DAYS OF RECEIPT OF THE NOTICE FROM THE CORPORATION.

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: Ambassador Cigar Company.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

Jose A. Rodriguez
SSN 593-20-4613
8770 SW 72ND ST.
#246
Miami, FL 33173

SIGNATURE:

Jose A. Rodriguez, PRESIDENT

DATE: August 13, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Jose A. Rodriguez, REGISTERED AGENT
DATE: August 13, 1996

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