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October 10, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-10/15/96--01088--009
****122.50 ****122.50

Re: Articles of Incorporation of ARMANDO MARTINEZ CIGAR CO., INC.

Dear Sir:

Enclosed you will please find the original and one copy of the Articles of Incorporation for the above company, together with a check in the amount of \$122.50. Please provide us with a certified copy of the Articles.

If there are any questions, please do not hesitate to phone my office.

Sincerely yours,


Anthony P. Prieto

APP:md
Enclosure



FILED
96 OCT 14 PM 3:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ARMANDO MARTINEZ CIGAR CO., INC.

FILED
96 OCT 14 PM 3:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME

The name of this Corporation is:

ARMANDO MARTINEZ CIGAR CO., INC.

ARTICLE II

PURPOSE

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

ARTICLE III

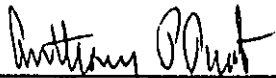
CAPITAL

This Corporation is authorized to issue 1,000 shares of Ten Cent (.10) par value common stock.

ARTICLE IV

The street address of the principal office, mailing address, and the address of the initial registered office of this Corporation is **4144 N. ARMENIA AVENUE, SUITE 350, TAMPA, FLORIDA 33607**. The principal address and the registered office address are the same. The name of the initial registered agent of this Corporation is **ANTHONY P. PRIETO**.

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."



ANTHONY P. PRIETO
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V

INITIAL DIRECTORS

The initial Board of Directors shall consist of one Director whose name and address is as follows:

ANTHONY P. PRIETO
4144 N. ARMENIA AVENUE, SUITE 350
TAMPA, FLORIDA 33607
TEL: 813/877-8600

who shall hold office until his earlier resignation, removal from office or death.

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is
ANTHONY P. PRIETO, 4144 N. ARMENIA AVENUE, SUITE 350, TAMPA, FLORIDA
33607.

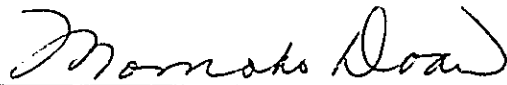
IN WITNESS WHEREOF, the undersigned Subscriber/Incorporator has executed these Articles of Incorporation on this 10TH day of OCTOBER, 1996.



ANTHONY P. PRIETO

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

BEFORE ME, the undersigned authority, personally appeared **ANTHONY P. PRIETO**, who is well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purpose therein mentioned and set forth.



Notary Public - State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL MOMOKO DOAN NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC313456 MY COMMISSION EXP. OCT. 1, 1997
