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Michael L. Browning Thomas J. Sirect, Jr. Charlene Guller Browning*

Richard M. Klitenick James M. Thompson +

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+ Also Admitted in California

October 21, 1996

600001980028---9 -10/29/96--01043--010 *****70.00 *****70.00

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

RE: The Original Key West Cigar Factory, Inc.

Dear Sir/Madame:

I'm enclosing herewith two duly executed copies of the Articles of Incorporation of The Original Key West, Cigar Factory, Inc., and a check in the amount of \$70.00 to cover the cost of filing and a copy of the articles to be returned to my office.

Thank you for your attention to this matter.

Sincerely,

THOMAS J. SIRECI, JR.

TJS\djw

Enclosures

djw/wals1021.116

SECRETARY OF STATE TALLAHASSEE, FLORID

10/29/96

ARTICLES OF INCORPORATION

FILED

OF

96 OCT 28 PN 1:56

THE ORIGINAL KEY WEST CIGAR FACTORY, INCEURE HARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: THE ORIGINAL KEY WEST CIGAR FACTORY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3 Pirates Alley, Front Street, Key West, Florida 33040.

ARTICLES III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of no par value.

ARTICLES IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Thomas J. Sireci, Jr. 402 Appelrouth Lane Key West, Florida 33040

ARTICLES V INCORPORATOR

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

Thomas J. Sireci, Jr. 402 Appelrouth Lane Key West, Florida 33040

The undersigned has executed these Articles of Incorporation this ______ day of October, 1996.

THOMAS J. SIRECI, JR.

Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is THE ORIGINAL KEY WEST CIGAR FACTORY, INC.
- 2. The name and address of the registered agent and office is:

Thomas J. Sireci, Jr. 402 Appelrouth Lane Key West, FL 33040	SEUNCH OF STA	:1 K4 82 L30 95	
THOMAS F. SIRECI, JR.		56	A PRINCE

TITLE: Incorporator

DATE: October 21, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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 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.

THOMAS J. SIRECI, J.

DATE: October 21, 1996