

P.96000089365

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

800001990318--8

-10/30/96--01048--011

\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SOSA S VILLAR DISTRIBUTORS INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

TALLAHASSEE, FLORIDA  
 RECEIVED  
 OCT 30 1996  
 10:01 AM

# ARTICLES OF INCORPORATION

of

SOSA & VILAR DISTRIBUTORS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

SOSA & VILAR DISTRIBUTORS, INC.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares ( 100 ) of ONE Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares".

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	ROSSANA R. VILAR		
ADDRESS	618 S.W. 22nd Avenue		
CITY	Miami	FLORIDA	ZIP 33135

The principal office, if known, or the mailing address of the corporation is:

NAME	SOSA & VILAR DISTRIBUTORS, INC.		
ADDRESS	618 S.W. 22nd Avenue		
CITY	Miami	FLORIDA	ZIP 33135

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have THREE ( 3 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	ARTURO SOSA		
ADDRESS	2135 S.W. 19th Terraco		
CITY	Miami	STATE	Florida ZIP 33135
NAME	HENRY VILAR		
ADDRESS	5835 S.W. 45th Terraco		
CITY	Miami	STATE	Florida ZIP 33155
NAME	ROSSANA R. VILAR		
ADDRESS	5835 S.W. 45th Terraco		
CITY	Miami	STATE	Florida ZIP 33155

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ARTURO SOSA		
ADDRESS	2135 S.W. 19th Terrace		
CITY	Miami	STATE	Florida ZIP 33135
NAME	HENRY VILAR		
ADDRESS	5835 S.W. 45th Terrace		
CITY	Miami	STATE	Florida ZIP 33155
NAME	ROSSANA R. VILAR		
ADDRESS	5835 S.W. 45th Terrace		
CITY	Miami	STATE	Florida ZIP 33155

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this \_\_\_\_\_ day of October, 1996.

Arturo Sosa (Seal)  
ARTURO SOSA  
Henry Vilar (Seal)  
HENRY VILAR  
Rossana R. Vilar (Seal)  
ROSSANA R. VILAR

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

SOSA & VILAR DISTRIBUTORS, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 618 S.W. 22nd Avenue

Miami, Florida 33135

has named ROSSANA R. VILAR

located at the aforesaid address, as its Registered Agent to accept service of process within  
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the obliga-  
tions of that position, I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida Law in keeping open said office.

Rossana R. Vilar

(registered agent)

ROSSANA R. VILAR

P 96000089365

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE, SUITE: 16

Address

MIAMI, FLORIDA 33174 (305) 552-5973

City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

1100002200941--1

00/20/97--01047--026

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 29, 1997

LAZARUS CORPORATE INDUSTRIES, INC.

MIAMI, FL

SUBJECT: SOSA & VILAR DISTRIBUTORS, INC.  
Ref. Number: P96000089365

We have received your document for SOSA & VILAR DISTRIBUTORS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE DOCUMENT IS INCOMPLETE. PAGE 2, PARTS THIRD AND FOURTH, MUST BE COMPLETED.

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 (850) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 997A00043621

997A-00043621  
SEP 1 1997  
TALLAHASSEE, FL

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

SOSA & VILAR DISTRIBUTORS, INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

Article III - Purpose

The corporation is organized for the purpose of engaging in any activities or business and also engages in production of cigars, permitted under the laws of the United States and the State of Florida.

97 SEP -3 PM 12:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 8 - 28 - 97.

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of August, 1997.

Signature

Arturo Sosa  
(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Arturo B. Sosa

Typed or printed name

President

Title