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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 NOV -1 PM 2:52

October 30, 1996

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

Re: Incorporation of EL GUSTO CUBANO CIGAR CORP.

Dear Sir/Madam:

Enclosed please find original and one copy of the Articles of Incorporation of EL GUSTO CUBANO CIGAR CORP., together with a check in the amount of \$122.50 which represents the filing fee.

Please return a stamped copy of the Articles after filing.

Thank you for your assistance in this matter.

Very truly yours,

Barbara B. Gimenez

BBG/lde  
Enclosures as noted.  
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ARTICLES OF INCORPORATION  
OF  
EL GUSTO CUBANO CIGAR CORP.

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The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation shall be  
EL GUSTO CUBANO CIGAR CORP.

ARTICLE II  
DURATION

This corporation is to have perpetual existence.

ARTICLE III  
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity 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 thousand (1,000) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V**  
**CORPORATE ADDRESS**

The initial street address in the State of Florida of the principal office of this corporation is as follows:

1155 South Biscayne Point Road  
Miami Beach, Florida 33141

**ARTICLE VI**  
**INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows:

JUDITH POZO

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have Two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

**NAME(S)**

**ADDRESS(ES)**

JUDITH POZO

1155 South Biscayne Point Road  
Miami Beach, Florida 33141

JAIME POZO

1155 South Biscayne Point Road  
Miami Beach, Florida 33141

**ARTICLE VIII**  
**INCORPORATORS**

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

NAME(S)

JUDITH POZO

ADDRESS(ES)

1155 South Biscayne Point Road  
Miami Beach, Florida 33141

ARTICLE IX  
AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X  
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI  
INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII  
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.


  
JUDITH POZO

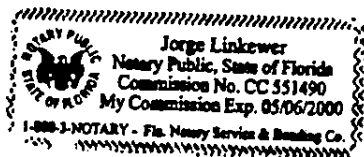
STATE OF FLORIDA     )  
                                  )     SS  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared JUDITH POZO to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/they subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 24<sup>TH</sup> day of September, 1996.

My Commission Expires:

  
NOTARY PUBLIC  
State of Florida at Large



FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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**REGISTERED AGENT CERTIFICATE**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That EL GUSTO CUBANO CIGAR CORP., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named JUDITH POZO located at 1155 South Biscayne Point Road, Miami Beach, Florida 33141, as its registered agent to accept service of process.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.


  
\_\_\_\_\_  
JUDITH POZO

STATE OF FLORIDA     )  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared JUDITH POZO to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/they subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 24<sup>TH</sup> day of September, 1996.

My Commission Expires:

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

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