

P96000103530

December 17, 1996

VIA FEDERAL EXPRESS

Secretary of State
Florida Division of Corporations
Tallahassee, Florida 32314

800002035108--8
-12/20/96-01064-011
***131.25 ***131.25

Re: Espinosa Cigar Corporation

Gentlemen:

Enclosed are two (2) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$131.25 for the following fees:

Filing Fees	\$35.00
Certified Copies	\$52.50
Registered Agent Designation	\$35.00
Certificate of Good Standing	\$ 8.75
TOTAL	\$131.25

Please return a certified copy of the Articles of Incorporation to the undersigned as soon as they are filed.

Very truly yours,

Armando Acevedo

Enclosures

562-
AA/
b/731

FILED
96 DEC 20 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
ESPINOSA CIGAR CORPORATION

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: Espinosa Cigar Corporation.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Armando G. Acevedo, 8266 N.W. 14th Street, Miami, FL 33126.

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 8266 N.W. 14th Street, Miami, FL 33126.

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

FILED
96 DEC 20 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII.

INITIAL DIRECTORS

The name and post office address of the first Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Miguel E. Espinosa	8266 N.W. 14 th Street Miami, FL 33126
Armando G. Acevedo	8266 N.W. 14 th Street Miami, FL 33126

The first Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

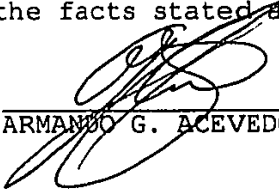
ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
Armando G. Acevedo	8266 N.W. 14 th Street Miami, FL 33126

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


ARMANDO G. ACEVEDO

STATE OF FLORIDA]
]SS.
COUNTY OF DADE]

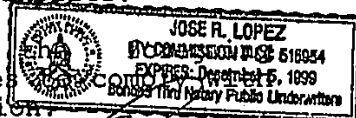
BEFORE ME, the undersigned authority, appeared Armando G. Acevedo who is personally known to me or who has produced _____ as identification, and acknowledged that he executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 19 day of Dec., 1996.

NOTARY PUBLIC, State of
Florida

Print Name: JOSE R. LOPEZ.
My Commission Expires:

The undersigned hereby accepts designation as initial Registered Agent and agrees to the provisions of law applicable to said designation.



ARMANDO G. ACEVEDO, Registered
Agent

CORP4.MTG
562-7
MTG/tp
b/733

96 DEC 20 PM 3:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED