**FILE NOW: FILING FEE AFTER MAY 1ST IS $550.00**

PROFIT CORPORATION ANNUAL REPORT

**1998**

FLORIDA DEPARTMENT OF STATE
**Sandra B. Mortham**
Secretary of State
DIVISION OF CORPORATIONS

FILED
Jun 15 1998 8:00am
Secretary of State

DOCUMENT # P97000006231

1. Corporation Name

R & A TOBACCO COMPANY, INC.

Principal Place of Business
HC2 BOX 18
Satsuma, FL 32189
240 BUTLER DR.
SATSUMA, FL 32189

Mailing Address
1706 Ellis Street
Brunswick, GA 31520

2. Principal Place of Business — 21 — Suite, Apt. #, etc. — 22 — City & State — 23 — Zip — 24 — Country — 25

2a. Mailing Address — 26 — Suite, Apt. #, etc. — 27 — City & State — 28 — Zip — 29 — Country — 30

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 1/22/97

4. FEI Number: [X] Applied For [ ] Not Applicable

5. Certificate of Status Desired [XX] **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30 [ ] Yes [XX] No

9. Name and Address of Current Registered Agent

John W. Long
HC2 BOX 18
Satsuma, FL 32189

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City — FL — 85 Zip Code

11. Pursuant to the provisions of Section 607.0501 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the duties and responsibilities of Section 607.0505, Florida Statutes.

SIGNATURE: John W. Long — Date — Registered Agent's name (typed or printed) — DATE 6/4/98

12. OFFICERS AND DIRECTORS

| | | |
|---|---|---|
| TITLE / NAME / STREET ADDRESS / CITY, ST, ZIP | [ ] DELETE | |
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13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| | | |
|---|---|---|
| 11 TITLE | C/P | [XX] Change [ ] Addition |
| 12 NAME | Victor Long | |
| 13 STREET ADDRESS | 100 Brunswick Avenue | |
| 14 CITY, ST, ZIP | Brunswick, GA 31520 | |
| 21 TITLE | V | [X] Change [ ] Addition |
| 22 NAME | John Long | |
| 23 STREET ADDRESS | HC2 BOX 18 | |
| 24 CITY, ST, ZIP | SATSUMA, FL 32189 | |
| 31 TITLE | S | [ ] Change [X] Addition |
| 32 NAME | J. Alan Welch | |
| 33 STREET ADDRESS | 1706 Ellis Street | |
| 34 CITY, ST, ZIP | Brunswick, GA 31520 | |
| 41 TITLE | | [ ] Change [ ] Addition |
| 42 NAME | | |
| 43 STREET ADDRESS | | |
| 44 CITY, ST, ZIP | | |
| 51 TITLE | | [ ] Change [ ] Addition |
| 52 NAME | | |
| 53 STREET ADDRESS | | |
| 54 CITY, ST, ZIP | | |
| 61 TITLE | | [ ] Change [ ] Addition |
| 62 NAME | | |
| 63 STREET ADDRESS | | |
| 64 CITY, ST, ZIP | | |

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***558.75

6/15

14. I hereby certify that the corporation named in this report is primarily engaged in the exception stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 above with an asterisk (*) in front of the title.

**SIGNATURE:** 6 — SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — 6/4/98 — Date — Daytime Phone

CR2E034 (10/97)