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LAW OFFICES
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February 26, 1997

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

RE: Articles of Incorporation
3X Cigars, Inc.

Dear Sir/Madam:

Enclosed please find articles of incorporation and check in the amount of \$122.50 representing the filing fee and a certified copy fee for the above-captioned corporation.

Thank you for your attention in this matter.

Very truly yours,

LAW OFFICES OF SOVEN & WAX



Bo Porta
For the Firm

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ARTICLES OF INCORPORATION
OF
3X Cigars, Inc.

ARTICLE I - NAME

The name of this corporation is: 3X Cigars, Inc.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be and is as follows: to engage in any activity or business permitted under the Laws of The United States of America and of the State of Florida. The nature of the business includes, but is not limited, to the manufacture, distribution, sale, importation, and exportation of cigars, tobacco and related cigar or tobacco products.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock at \$1.00 par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - OFFICE OF THE CORPORATION

The initial street address of the principal office of the corporation shall be: 3009 Day Avenue, Coconut Grove, Florida 33133.

ARTICLE VII - DIRECTORS

This corporation shall have at its inception three (3) directors. The number of directors may be increased or diminished from time to time in accordance with the directives of the stockholders of the corporation, but it shall at no time be less than three (3) in number.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation, and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Donald H. Gordillo	P.O. Box 144914 Coral Gables, Florida 33114
Richard L. Brockmann, Jr.	5602 56th Way West Palm Beach, Florida 33407
Seth N. Bedell	3701 North Flagler Drive West Palm Beach, Florida 33407

ARTICLE IX - SUBSCRIBER

The name and street address of each person signing these Articles of Incorporation as a subscriber is:

<u>NAME</u>	<u>ADDRESS</u>
Donald H. Gordillo	P.O. Box 144914 Coral Gables, Florida 33114

ARTICLE X - OFFICERS

The Officers of this corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer. All

officers shall be chosen in such manner to hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices.

ARTICLE XI - INITIAL OFFICERS

The name and street address of the initial officers of this corporation are:

NAME

ADDRESS

Donald H. Gordillo
President/Treasurer

P.O. Box 144914
Coral Gables, Florida 33114

Richard L. Brockmann, Jr.
Vice President/Secretary

5602 56th Way
West Palm Beach, Florida 33407

Seth N. Bedell
Vice President

3701 North Flagler Drive
West Palm Beach, Florida 33407

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner hereafter prescribed by Law and all rights conferred on stockholders herein are granted, subject to this reservation.

ARTICLE XIII - REGISTERED AGENT

The name and street address of the initial registered resident agent of this corporation is:

NAME

ADDRESS

Donald H. Gordillo

3009 Day Avenue
Coconut Grove, Florida 33133

ACKNOWLEDGEMENT OF REGISTERED AGENT

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 open said office.



Donald H. Gordillo
REGISTERED AGENT

IN WITNESS WHEREOF, I, the undersigned, being the subscribing incorporator, have hereunto set my hand for the purpose of forming this corporation under the Laws of the State of Florida, and I hereby, make and file these Articles of Incorporation and certify that the facts stated herein are true, this 26th day of February, 1997.



Donald H. Gordillo, Subscriber

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TALLAHASSEE, FLORIDA