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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: NICARAGUA LEAF TOBACCO CORP.
AUDIT NUMBER.....H97000005155
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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TALLAHASSEE, FLORIDA

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3/28/97

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ARTICLES OF INCORPORATION
OF
NICARAGUA LEAF TOBACCO CORP.

FILED
97 MAR 27 PM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: NICARAGUA LEAF TOBACCO CORP.

The principal place of business of this corporation shall be:

1311 Red Road Coral Gables, Fl 33144

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

PRESIDENT: Reynaldo Gonzalez De Leon 1311 Red Road
Coral Gables, Fl 33144

TREASURER: Juan F. Bermejo Jr. 1311 Red Road
Coral Gables, Fl 33144

Prepared by: Reynaldo Gonzalez De Leon
1311 Red Road
Coral Gables, Fl 33144
(305) 265-2025

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

Reynaldo Gonzalez De Leon 1311 Red Road
Coral Gables, Fl 33144

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 27th day of March, 1997.

Signature(s) of Incorporator(s)

Reynaldo Gonzalez De Leon

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

NICARAGUA LEAF TOBACCO CORP.

2. The name and address of the registered agent and office is:

Reynaldo Gonzalez De Leon 1311 Red Road

(P.O. BOX NOT ACCEPTABLE)

Coral Gables, Fl 33144

(CITY/STATE/ZIP)

SIGNATURE

R. Gonzalez

TITLE PRESIDENT

DATE 03/27/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

R. Gonzalez

DATE 03/27/97

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