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LAW OFFICES
HONIGMAN MILLER SCHWARTZ AND COHN

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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CATHERINE M. SCOTT
Legal Assistant
DIRECT DIAL NUMBER
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TAMPA, FLORIDA
DETROIT, MICHIGAN
LANSING, MICHIGAN

April 29, 1997

Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

Re: Ronaldo Somma Cigar Co.

200002160732--8
-04/30/97--01090--009
****122.50 ****122.50

Gentlemen:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	35.00
TOTAL	<u>\$122.50</u>

EFFECTIVE DATE
4-29-97

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,

Catherine M. Scott

Catherine M. Scott
Legal Assistant to
Steven R. Parson, P.A.

FILED
97 APR 30 PM 12:21
TALLAHASSEE, FLORIDA

CMS/ymf

Enclosures: Check

Articles (in duplicate)

cc: Mr. Ronald T. Larizza (w/encl.)
Steven R. Parson, P.A.

MAY 1 1997

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ARTICLES OF INCORPORATION
OF
RONALDO SOMMA CIGAR CO.

FILED

97 APR 30 PM 12:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE

4-29-97

The name of this corporation is Ronaldo Somma Cigar Co. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

241 U.S. Highway One
Tequesta, Florida 33469

ARTICLE III - PURPOSE

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

ARTICLE IV - DURATION

The Corporation shall have perpetual existence commencing on April 29, 1997.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar(s) (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

HOMISCO INCORPORATION, INC.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE IX - INCORPORATOR

The name and address of the entity signing these Articles are:

HOMISCO INCORPORATION, INC.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but shall

never be less than one (1). The names and addresses of the initial directors of the Corporation are:

NAME:

ADDRESS:

Ronald T. Larizza

241 U.S. Highway One
Tequesta, FL 33469

Jerry A. Somma

241 U.S. Highway One
Tequesta, FL 33469

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of April, 1997.

HOMISCO INCORPORATION, INC.

By: 
E. LEE WORSHAM, TREASURER

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY

AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
DISCHARGE OF ITS DUTIES.

Dated this 29th day of April, 1997.

HOMISCO INCORPORATION, INC.

By: *E. Lee Worsham*
E. LEE WORSHAM, TREASURER

WPB/100515.1

FILED
97 APR 30 PM 12:21
SEC. OF STATE
TALLAHASSEE, FLORIDA