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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: TOBACCO TRADERS INC.

AUDIT NUMBER.....H97000007212

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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

May 2, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: TOBACCO TRADERS INC.  
REF: W97000010132

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must designate one Registered Agent in your document. Please title the Registered Agent signature on the last page.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

FAX Aud. #: H97000007212  
Letter Number: 397A00023049

**ARTICLES OF INCORPORATION  
OF  
TOBACCO TRADERS INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

**ARTICLE ONE**  
**NAME**

The name of the corporation is Tobacco Traders Inc.  
The principal place of business shall be: 6555 NW 36th Street, Suite 105 Miami, FL 33166

**ARTICLE TWO**  
**DURATION**

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the articles by the secretary of state.

**ARTICLE THREE**  
**PURPOSE**

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE FOUR**  
**CAPITAL STOCK**

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of capital stock with a par value of \$0.01 per share. **ONE HUNDRED THOUSAND** (100,000) shares of capital stock of the corporation shall be issued for cash at a par value of \$0.01 per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the company are not to be divided into classes.

Prepared by: Hector VanLennep  
10500 NW 7th Street  
Pembroke Pines, FL 33026  
954-430-8974

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**ARTICLE FIVE**  
**DIVIDENDS**

The holders of the outstanding capitol stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capitol stock of the corporation.

**ARTICLE SIX**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata shares (as nearly as may be done without issuance of fraction shares) at the price at which it is offered to others.

**ARTICLE SEVEN**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 6555 NW 36th Street Suite 105 Miami, Fl 33166 and the name and address of the initial registered agent of the corporation is Hector VanLennep, 10500 NW 7th Street, Pembroke Pines, Fl 33026

**ARTICLE EIGHT**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws. The name and address of the initial directors of this corporation are:

Hector VanLennep  
10500 NW 7th Street  
Pembroke Pines, Fl 33026

Eduardo Gil  
3192 Bird Avenue  
Miami, Fl 33133

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**ARTICLE NINE**  
**INCORPORATES**

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

Hector VanLennep  
10500 NW 7th Street  
Pembroke Pines, Fl 33026

Eduardo Gil  
3192 Bird Avenue  
Miami, Fl 33133

**ARTICLE TEN**  
**ACTION BY DIRECTORS WITHOUT A MEETING**

Members of the Board of Directors may Participate in Regular or special meetings of the Board of Directors by means of Conference telephone as provided by law.

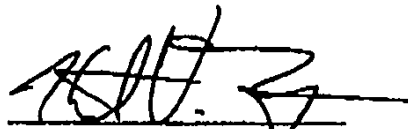
**ARTICLE TWELVE**  
**INDEMNIFICATION**

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

**ARTICLE THIRTEEN**  
**AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to the, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 29 day of APRIL, 1997.

  
\_\_\_\_\_  
Hector VanLennep

  
\_\_\_\_\_  
Eduardo Gil

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, the undersigned authority, personally appeared Eduardo Gil, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

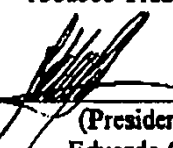
WITNESS my hand and seal this \_\_\_\_\_ day of \_\_\_\_\_, 1997.

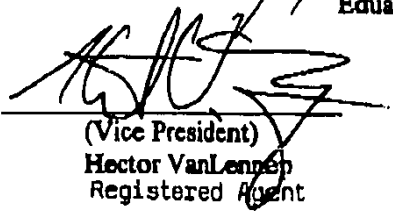
\_\_\_\_\_  
Notary Public

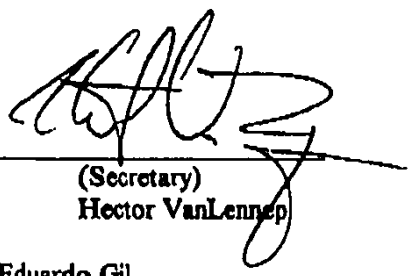
My Commission expires: \_\_\_\_\_

Signed and dated this 29th day of April, 1997.

I hereby am familiar with and accept the duties and responsibility as registered agent for Tobacco Traders Inc.

  
\_\_\_\_\_  
(President)  
Eduardo Gil

  
\_\_\_\_\_  
(Vice President)  
Hector VanLennep  
Registered Agent

  
\_\_\_\_\_  
(Secretary)  
Hector VanLennep

**BEFORE ME**, this day personally appeared: Eduardo Gil  
being duly sworn, deposes and says that the statements contained in the foregoing amendment are true and correct.

**SWORN TO SUBSCRIBED** before this 29 day of APRIL, 1997.

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