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5/23/97

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: TARTICON CIGAR, CORP.

AUDIT NUMBER.....H97000008550

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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97 MAY 23 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5/23/97

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97 MAY 23 AM 10:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

TARTICON CIGAR, CORP.

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:

TARTICON CIGAR, CORP.

The principal place of business of this corporation shall be:

20 ZAMORA AVE #4

CORAL GABLES, FL. 33134

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 State, 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 par value that this corporation is authorized to have outstanding at any one time is:

100 SHARES X\$10.00 = \$1,000.00

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Ernesto Alonso
20 Zamora Ave. #4
Coral Gables, Fl 33134
(305) 887-4185

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The name(s) and street address(es) of the initial officer(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):

ERNESTO ALONSO

DIRECTOR

20 ZAMORA AVE #4
CORAL GABLES, FL. 33134

JORGE TOURON

DIRECTOR

10813 NW 7 ST Apt. 11

MIAMI, FL. 33172

ARTICLE VI INCORPORATOR (S)

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

ERNESTO ALONSO

PRESIDENT (50 SHARES)

20 ZAMORA AVE #4
CORAL GABLES, FL. 33134

JORGE TOURON

SECRETARY & TREASURER

10813 NW 7 ST. Apt. 11

(50 SHARES)

MIAMI, FL. 33172

The undersigned has(have) executed these Article of Incorporation this 22nd day of MAY, 19 97.

Signature/Title

Signature/Title

Signature/Title

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97 MAY 23 AM 10:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 is: _____

_____ TARTICON CIGAR, CORP. _____

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

is _____ ERNESTO ALONSO _____
(Name)

_____ 20 ZAMORA AVE #4 _____

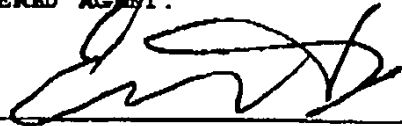
(P. O. BOX NOT ACCEPTABLE)

_____ CORAL GABLES, FL. 33134 _____

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS MY POSITION AS REGISTERED AGENT.

SIGNATURE _____



DATE _____ MAY 22, 1997 _____

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