

P97000048285

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED

97 JUN -2 PM 12:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Hawana 2 Ybor Cigars,
INC.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Name Reservation _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

K.R. JUN - 2 1997.

Signature _____

Requested by: DL

Name _____

Date 6-2-97

Time 8:50

Walk-In _____

Will Pick Up _____

RECEIVED
97 JUN -2 AM 9:21
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
HAVANA 2 YBOR CIGARS, INC.**

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97 JUN -2 PM 12:20
SECRET
TALLAHASSEE FLORIDA

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

ARTICLE I: NAME

The name of the Corporation is **HAVANA 2 YBOR CIGARS, INC.**

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

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

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be ten thousand (10,000) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be Charles R. Kenner, 11905 Middlebury Drive, Tampa, FL 33626-2521. The initial address of the principal office of the Corporation will be 1511 N. West Shore Boulevard, Suite 670, Tampa, FL 33607-4523. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation will have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Charles R. Kenner 11905 Middlebury Dr. Tampa, FL 33626-2521
David A. Peachee 7211 Daiquiri Lane Tampa, FL 33634

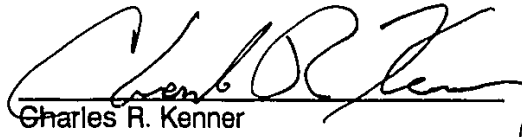
ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Charles R. Kenner, 11905 Middlebury Drive, Tampa, Florida 33626-2521.

ARTICLE VIII: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

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


Charles R. Kenner


STATE OF FLORIDA §

COUNTY OF HILLSBOROUGH §

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Charles R. Kenner known to me and know to be the person who executed the foregoing Articles of Incorporation.



TERI LYNN PRATT
My Commission CC537074
Expires Mar. 04, 2000


Notary Public
My commission expires:

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

HAVANA 2 YBOR CIGARS, INC.

(Corporate Name)

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Charles R. Kenner, located at 11905 Middlebury Drive, Tampa, FL 33626-2521 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificated, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.


Signature of Registered Agent

5-29-97
Date: May 29, 1997

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97 JUN -2 PM 12: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA