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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/17/99--01002--001
*****43.75 *****43.75

SUBJECT:

Tobacco Center, Inc.

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$35
 \$70.00
Filing Fee

Amended
 \$875
 \$78.75
Filing Fee
& Certificate of
Status

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Gitano Bryant

Name (Printed or typed)

6795 NW 87th AVE.

Address

MIAMI, FL. 33178

City, State & Zip

800 406-9848 / 305 640-9848

Daytime Telephone number

FILED
99 MAR 11 AM 9:06
DIVISION OF CORPORATIONS

*Name Change
MAY 3-16-99*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR 11 PM 3:00

FILED

NOTE: Please provide the original and one copy of the articles.

FILED

99 MAR 11 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF
HAVANA '59 CIGAR COMPANY**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendments to its Articles of Incorporation.

FIRST:

The following Articles have been amended: Article I, Article II and Article IV. The amendment to Article I is a change of corporate name. The name of the corporation was Havana '59 Cigar Company and the name has changed to Tobacco Center, Inc. Article II is amended to have the principal place of business and mailing address of the corporation as: 6795 NW 87th Avenue, Miami, Florida 33178. Article IV is amended as follows: Registered Agent is Gitano P. Bryant, 6795 NW 87th Avenue, Miami, Florida 33178.

SECOND:

No amendments or changes.

THIRD:

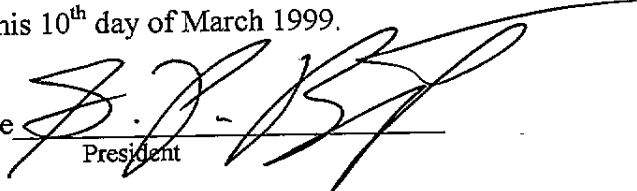
The date of each amendment's adoption shall be March 10, 1999.

FOURTH: ADOPTION OF AMENDMENTS

The Amendments were approved by the shareholders. The number of votes cast for the Amendments were sufficient for approval.

Signed this 10th day of March 1999.

Signature



President

Gitano P. Bryant

Name

President