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The Law Office of

**William A. Johnson, P.A.**

*Attorney-at-Law  
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Melbourne, Florida 32940  
tel: (407) 253-1667 & 253-1915  
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September 29, 1997

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

Dear Sir or Madam:

Please file the enclosed articles of incorporation. The filing fee of \$122.50 is included. After filing, please return the articles to this office.

Thank you for your cooperation.

Sincerely,



William A. Johnson

enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -1 AM 10: 04

g 10/2/97

**ARTICLES OF INCORPORATION**  
**OF**  
**VCLASS' CIGAR PUB, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -1 AM 10:04

The undersigned subscribers to these articles of incorporation adopt these articles to form a corporation under the Florida Business Corporation Act, F.S. Chapter 607, and other laws of the State of Florida.

**ARTICLE I**  
**Name**

The name of the corporation is **Vlass' Cigar Pub, Inc.**

**ARTICLE II**  
**Principal Office**

The initial principal office and mailing address of this corporation are

739 Pinetree Drive  
Indian Harbor Beach, Florida 32937

**ARTICLE III**  
**Purpose**

The corporation may engage in any activity or business permitted under the laws of the United States and this state.

**ARTICLE IV**  
**Terms of Existence**

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

**ARTICLE V**  
**Capital Stock**

The capital stock of the corporation shall be 1,000 shares of common stock having a par value of \$0.01 per share. Each share of common stock shall have one (1) vote.

**ARTICLE VI**  
**Registered Office and Agent**

The name and address of the initial registered office of this corporation is:

William A. Johnson  
6767 N. Wickham Road, Suite 400F  
Melbourne, Florida 32940

**ARTICLE VII**  
**Board of Directors**

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

Michael D. Vlass	1240 Yacht Club Boulevard Indian Harbor Beach, FL 32937
Stephen G. Vlass	149 Ocean Breeze Circle Indialantic, FL 32903

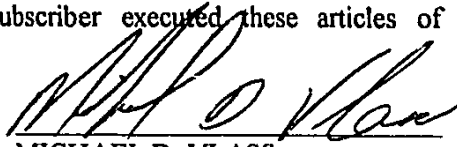
**ARTICLE VIII**  
**Officers**

The name and address of the initial officer of the corporation, who will hold office until her successor is duly elected and qualified is:

Nancy J. Vlass	President	149 Ocean Breeze Circle Indialantic, FL 32903
Lisa D. Vlass	Vice President	1240 Yacht Club Boulevard Indian Harbor Beach, FL 32937
Demetri G. Vlass	Vice President	277 Marion Street Indian Harbor Beach, FL 32937
Stephen G. Vlass	Vice President	149 Ocean Breeze Circle Indialantic, FL 32903
Michael D. Vlass	Secretary/Treasurer	1240 Yacht Club Boulevard Indian Harbor Beach, FL 32937

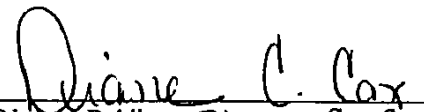


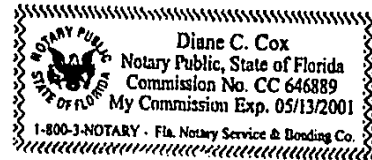
IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on 9-23-97.

  
MICHAEL D. VLASS

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on 9-23-97 by MICHAEL D. VLASS.

  
Notary Public Diane C. Cox  
My Commission Expires: 5/13/2001  
(Seal)



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -1 AM 10:04

**ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT**

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

William A. Johnson  
RESIDENT AGENT

STATE OF FLORIDA            )  
  ) ss  
COUNTY OF BREVARD        )

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared William A. Johnson, known to me personally and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the above acceptance of designation as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 29 day of September, 1997.

Sharon M. Fiengo  
SIGNATURE OF NOTARY PUBLIC

Sharon M. Fiengo  
Typed Name of Notary  
Address: 6767 N. Wickham Rd #400  
Melbourne, FL 32940

My commission expires:



Sharon M. Fiengo  
MY COMMISSION # CC594508 EXPIRES  
January 6, 2001  
BONDED THRU TROY FAH INSURANCE, INC.