

Examiner's Initials

ARTICLES OF INCORPORATION

OF

A & A TABACCO INC.

FILED
97 OCT 22 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: A & A TABACCO INC

The Principal place of business of this corporation shall be: 7350 N.W. 7 ST.
Suite # 108 Miami Fl. 33126

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 States, the State of Florida, or any other state, country, territory or nation

ARTICLE III CAPITAL STOCKS:

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding any one time is: 100 shares \$ 5.00 Per Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

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

Antonio I Monroy 17420 S.W. 29 Ct. Miramar Fl. 33029
Claudia S. Patti 17420 S.W. 29 Ct. Miramar Fl. 33029

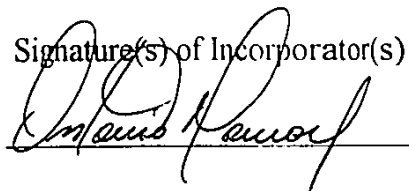
ARTICLE VI INCORPORATORS(S)

The name(s) and street address(es) of the incorporator(s) to this articles os incorporation is(are)

Antonio I Monroy
17420 S.W. 29 Ct.
Miramar Fl. 33029

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 21 day of October 1997

Signature(s) of Incorporator(s)



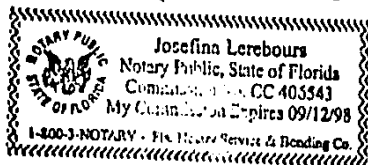
STATE OF FLORIDA

COUNTY OF Dade

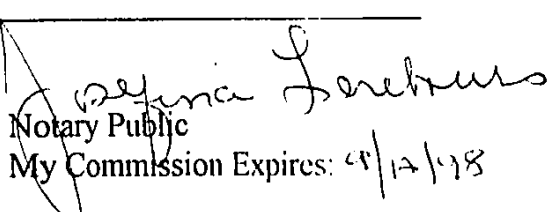
THE FOREGOING instrument was acknowledged and sworn to before me this
days of 199 by Antonio I. Monroy

(Name of Incorporator)

of A & A TABACCO INC
(Name of Corporation)



(SEAL)


Notary Public

My Commission Expires: 09/12/98

articles of incorporation filing fee: \$ 20.00

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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.

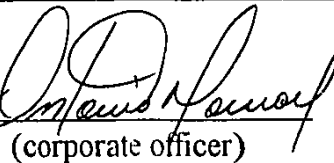
1.- The name of the corporation is: A&A Tabacco Inc.

2.- The Name and address of the registered agent and office is
Jorge Alvarez 175 Fontainebleau Blv Suite 1-A4
(P.O. BOX NOT ACCEPTABLE)

Miami Fl. 33172

(CITY/STATE/ZIP)

Signature


(corporate officer)

Title President

Date October 21, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY, WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: 

DATE: October 21, 1997

REGISTERED AGENT FILING FEE: \$ 20.00

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