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FLORIDA DIVISION OF CORPORATIONS

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FROM: BUSINESS WORLD TRANSACTIONS, INC.
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ACCT#:

CONTACT: GEORGE G PICARDIE

PHONE: (305)867-8448

FAX #:

(305)867-8200

NAME: COHIBA CAFE, INC.

AUDIT NUMBER.....H97000018854

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1997

BUSINESS WORLD TRANSACTIONS, INC.

SUBJECT: COHIBA CAFE, INC.

REF: W97000025650

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FAX Aud. #: H97000018854
Letter Number: 197A00054527

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: COHIBA CAFE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

999N.E. 107 ST.
NORTH MIAMI, FL. 33161

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "COMMON SHARES."

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RODOLFO RODRIGUEZ
999N.E. 107 ST.
NORTH MIAMI, FL. 33161

Prepared By: RODOLFO RODRIGUEZ
999N.E. 107 ST.
NORTH MIAMI, FL. 33161
305 891 7920

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ARTICLE V
INCORPORATOR(S)

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

RODOLFO RODRIGUEZ
999 N.E. 107 ST.
NORTH MIAMI, FL. 33161

DIRECTOR & PRESIDENT
& SECRETARY

JUAN A. RODRIGUEZ
999 N.E. 107 ST.
NORTH MIAMI, FL. 33161

DIRECTOR & PRESIDENT
& SECRETARY

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

12 day of 11, 19 97



Signature



Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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: COHIBA CAFE, INC.

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

RODOLFO RODRIGUEZ
999N.E. 107 ST.
NORTH MIAMI, FL. 33161

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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 registered agent.

Rodolfo Rodriguez
(SIGNATURE)

11/12/97
(DATE)

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