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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

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Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1997

RODOLFO MOREJON
6411 SW 2ND ST
MIAMI, FL 33144

Ref. Number: W97000027317

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Beth Register
Corporate Specialist Supervisor

Letter Number: 297A00057721

W97-26170

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ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: SO.BE.CIGAR FACTORY, INC

SECOND

The period of its duration is: PERPETUALLY UNLESS DISOLVED ACCORDING TO LAW

THIRD

The purpose of the corporation is: TO ENGAGE IN ANY LEGAL BUSINESS IN THE U.S.A AND TO OWN , LEASE, BUY, SALE, TRADE AND/OR REPRESENT, GOODS, BRANDS, MERCANDISE, ECT.

FOURTH

The aggregate number of authorized shares is: 100

FIFTH

The corporation will not commence business until at least 100 dollars have been received by it as consideration for the issuance of shares.

SIXTH

Cumulative voting of shares of stock IS authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

VOTED UPON AT DIRECTORS MEETING

EIGHTH

Provisions for regulating the internal affairs of the corporation are: TO BE VOTED FOR IN OFFICERS MEETING

NINTH

The address of the initial registered office of the corporation is: 3114 EAST SUNRISE BLVD FORT LAUDERDALE FL 333044 and the name of its initial registered agent at such address is: EMELINA BENITEZ

TENTH

Address of the principal place of business is: 3114 EAST SUNRISE BLVD FORT LAUDERDALE FL 33304

ELEVENTH

The number of directors constituting the initial board of

directors of the corporation is ONE, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
EMELINA BENITEZ	6411 SW 2 ST MIAMI FL 33144
<i>x Emelina Benitez</i>	

TWELFTH

The name and address of each incorporator is:

Name	Address
EMELINA BENITEZ	6411 SW 2 ST MIAMI FL 33144
<i>x Emelina Benitez</i>	

Date: January 2, 1998

Hereby accepting responsibilities as register agent:

Emelina Benitez
Registered Agent/Incorporator
Date: January 2, 1998

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