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ALSO ADMITTED IN
DISTRICT OF COLUMBIA

April 13, 1998

VIA AIRBORNE EXPRESS

700002488407-7
-04/14/98-0100-010
****122.50 ****122.50

Division of Corporations
Office of the Florida Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, Florida 32399

IN RE : ARTICLES OF INCORPORATION - MITCH, INC.

Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation and Certificate Designating Registered Agent of MITCH, INC.

The one duplicate copy of the Articles of Incorporation has been subscribed and acknowledged by the subscriber(s) in the same manner and form as the original. Please accept the Articles of Incorporation for filing, and return to me one copy as soon as possible in the enclosed preaddressed Airborne Express envelope.

You will find enclosed a check in the amount of \$122.50 to cover the following fees:

Filing fee	\$ 35.00
Registered Agent Designation	35.00
One certified copy of the Articles of Incorporation	<u>52.50</u>

TOTAL

\$ 122.50

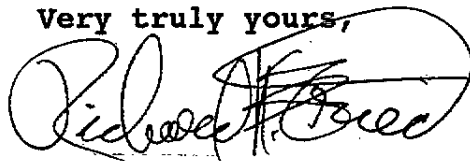
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 14 AM 11:00

FILED

Your earliest attention to the foregoing will be greatly appreciated.

Very truly yours,



RICHARD N. FRIEDMAN

Enclosures

9N 4-16-98

ARTICLES OF INCORPORATION
OF
MITCH, INC.

FILED
98 APR 14 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is MITCH, INC. (hereinafter "Corporation").

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:
For the sale and distribution of tobacco products and gifts, and to do all or anything connected therewith or incidental thereto in connection with the foregoing, and for the purpose of transacting any or all other lawful businesses of any kind or description permitted by law.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares of one tenth of one cent (\$.001) par value common stock, which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of

this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE
AND AGENT; REGISTERED AGENT

The street address of the initial registered office of this Corporation is: 9560 SW 40th Street, Miami, Florida 33165, and the name of the initial registered agent of this Corporation is: MITCHELL LACHOWITZ.

The name and street address of the Resident Agent is:

MITCHELL LACHOWITZ
9560 SW 40th Street
Miami, Florida 33165

ARTICLE VII - PRINCIPAL OFFICE OF CORPORATION

The principal office of the Corporation is located at:

9560 SW 40th Street
Miami, Florida 33165

The principal office of the Corporation may be changed from time to time by the Directors of the Corporation by an amendment to the Corporation's By-Laws.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1). The name and address

of the initial director of the Corporation is:

MITCHELL LACHOWITZ
9560 SW 40th Street
Miami, Florida 33165

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles
is:

MITCHELL LACHOWITZ
9560 SW 40th Street
Miami, Florida 33165

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. In addition, this Corporation shall have the power to make any other or further indemnification, except an indemnification against gross negligence or willful misconduct, under any By-Law, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action taken in a person's official capacity and as to action in another capacity while holding such office.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed

these Articles of Incorporation, on this 13th day of April, 1998.



Subscriber
MITCHELL LACHOWITZ

STATE OF FLORIDA :
COUNTY OF MIAMI-DADE : ss.

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MITCHELL LACHOWITZ, personally known to me and known by me ☐, or has produced identification ☒ (type of identification produced Fl. Drivers license # L232 545 64 1629), to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on this 13th day of April, 19 98.

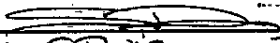
NOTARY PUBLIC



Shannon Ruiz
MY COMMISSION # CC706884 EXPIRES
January 7, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

My commission expires:

Jan 7, 2002

Sign: 
Print: SRUIZ

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
98 APR 14 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Florida Statutes, Section 48.081, the following is submitted, in compliance with said Statute:

First, that MITCH, INC.
desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of Incorpora-
tion, at City of Miami, County of Miami-Dade
State of Florida, has named MITCHELL LACHOWITZ
located at 9560 SW 40th Street,
City of Miami, County of Miami-Dade
State of Florida, as its agent to accept service of process
within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at the place designated in this Certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said Statute, to keep open said office. I am
familiar with, and accept, the obligations provided for in
Florida Statutes, Sections 607.0501 and 607.0505.

By: _____

MITCHELL LACHOWITZ
(Resident Agent)
(Registered Agent)