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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: OCCASION CIGAR COMPANY
AUDIT NUMBER......H98000010596
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION FOR
OCCASION CIGAR COMPANY.

The undersigned incorporator(s), for the purpose of forming a Florida Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be: **Occasion Cigar Company**

ARTICLE II: PRINCIPAL OFFICE

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

Occasion Cigar Company
P.O. Box 557912
Miami, Florida 33155

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ARTICLE III: PURPOSE

The purpose of this corporation shall be: **retail and wholesale**

ARTICLE IV: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,OOO SHARES OF COMMON STOCK WITH A PAR VALUE OF $1.00 EACH

THIS INSTRUMENT PREPARED BY:
JOSE L. BALOYRA, ESQ.
1101 BRICKELL AVENUE
SOUTH TOWER, SUITE 702
MIAMI, FLORIDA 33131
Florida Bar # 84603
(305) 358 4800

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ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Jose L. Baloyra, Esq.
Garcia & Baloyra
1101 Brickell Avenue,
South Tower, Suite 702
Miami, Florida 33131

ARTICLE VI: BOARD OF DIRECTORS

The name and address of the initial board of directors shall be:

Orlando A. Diaz
P.O. Box 557912
Miami, Florida 33155

ARTICLE VII: OFFICERS

The name, title and address of the officers of this corporation shall be:

PRESIDENT	**Orlando A. Diaz** **P.O. Box 557912** **Miami, Florida 33155**
VICE PRESIDENT	**Orlando A. Diaz** **P.O. Box 557912** **Miami, Florida 33155**
SECRETARY	**Orlando A. Diaz** **P.O. Box 557912** **Miami, Florida 33155**
TREASURER	**Orlando A. Diaz** **P.O. Box 557912** **Miami, Florida 33155**

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The undersigned has/have executed these Articles of Incorporation this 28 day of May, 1998.

Orlando Diaz as INCORPORATOR

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

as REGISTERED AGENT

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