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Florida Department of State
Division of Corporations
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Sandra B. Mortham, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE
12-1-98

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

UNIQUE TOBACCO DISTRIBUTION, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 2, 1998

EMPIRE

SUBJECT: UNIQUE TOBACCO DISTRIBUTION, INC.
REF: W98000026858

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE NOTE IN ARTICLE VIII, THE ADDRESS APPEARS TO BE INCORRECT. PLEASE LOOK OVER, AND MAKE THE CORRECTION.

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Michelle Milligan
Document Specialist

FAX Aud. #: H98000022367
Letter Number: 398A00056972

ARTICLES OF INCORPORATION

Unique Tobacco Distribution, Inc.

EFFECTIVE DATE

12-1-98

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon signing of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is
Unique Tobacco Distribution, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. 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-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David S Hernandez
210 University Drive #502
Coral Springs, FL 33071
954-346-7288

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TALLAHASSEE, FLORIDA

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ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 1525 NW 3rd Street, #14 Deerfield Beach, FL 33442 and the name of the initial registered agent of this corporation at that address is Ariful Haque.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 2 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation are:

Ariful Haque/Fatima Nahid
1525 NW 3rd Street #14
Deerfield Beach, FL 33442

ARTICLE IX. Officers. The initial officers of the corporation will be: Ariful Haque, President/Treasurer, Fatima Nahid, Vice President/Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Ariful Haque
1525 NW 3rd Street #14
Deerfield Beach, FL 33442

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 1525 NW 3rd St., #14 Deerfield Beach, FL 33442.

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IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 1st day of
December, 1998.

4980000022367
X Ariful Haque (SEAL)

STATE OF FLORIDA }
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, personally
appeared, Ariful Haque to be and known by me to be the
person who executed the foregoing Articles of Incorporation
and he/she acknowledged before me that he/she executed the
same for the use and purposes therein expressed.

WITNESS my hand and official seal this 1st day of
December, 1998.

NOTARY PUBLIC

My Commission Expires: _____

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

H98000022367

TO: Secretary of State
State of Florida
Division of Corporations
Department of State
Tallahassee, FL 32304

I, Ariful Haque do hereby consent to serve
as registered agent for the corporation, Unique Tobacco
Distribution, Inc. this day of 1st day of December, 1998.


Ariful Haque

Address of registered agent:
1525 NW 3rd Street #14
Deerfield Beach, FL 33442

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TALLAHASSEE, FLORIDA

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