Barbara's Personal Services, Inc.

PARALEGAL & SECRETARIAL

152 8th AVENUE S.W.

SUITE 2A LARGO, FLORIDA 33770-3613

TELEPHONE 727 559-8505 585-9184 FACSIMILE

WILLS & TYPING BANKRUPTCY & DIVORCE INCORPORATIONS

December 22, 1998

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

FROM:

TRANSMITTAL LETTER

SUBJECT:

BUEN GUSTO CIGAR IMPORTERS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: Seventy-eight & 75/100 dollars (\$78.75) for Filing Fee and Certificate. (of Status).

Thank you.

900002723049--0 12/28/98--01059--010 ******78.75 *****78.75

Barbara S. Hicks 152 8th Avenue, S.W., Suite 2A

Largo, Florida 33770-3613

(813) 559-8505

Sincerely,

Barbara S. Hicks

GAVE

ARTICLES OF INCORPORATION



The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Buen Gusto Cigar Importers, Inc.

ARTICLE II PRINCIPAL OFFICE

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

667 Forrest Parkway E. Largo, Florida 33771

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.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Steven P. Baron 667 Forest Parkway E. Largo, Florida 33771 727/535-9877

ARTICLE V
Effective Date

The effective date of the corporation shall be January 1, 1999.

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SECRETARY OF STATE
TALLAHASSEE, FLORIGA

ARTICLE VI

INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporations are:

Theresa M. Johnson-Baron (Director)
Steven P. Baron (President)
667 Forest Parkway East
Largo, FL 33771

The undersigned incorporators have executed these Articles of Incorporation this 23 day of December, 1998.

Theresa M. Johnson-Baron

Director

Steven P. Baron
President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: BUEN GUSTO CIGAR IMPORTERS, INC.
- 2. The name and address of the registered agent and office is:

STEVEN P. BARON 667 Forest Parkway East Largo, Florida 33771 727/ 535-9877

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.

STEVEN P. BARON

This 23 day of December, 1998.

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SECRETARY OF STATE
TALLAHASSEE, FISHE,