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

From:
Account Name : GARY R. SASLAW, P.A.
Account Number : 073227003306
Phone : (305) 682-0200
Fax Number : (305) 682-1800

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Tobacco Educators, Inc.

Certificate of Status	0
Certified Copy	1
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Fax Audit No. H990000243719

ARTICLES OF INCORPORATION
OF
TOBACCO EDUCATORS, INC.

ARTICLE 1

Name

The name of this Corporation shall be TOBACCO EDUCATORS, INC.

ARTICLE 2

Principal Office

The principal place of business and mailing address of the corporation shall be 108 S. Monroe Street, Suite 200, Tallahassee, Florida 32301.

ARTICLE 3

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4

Capital Stock

The authorized capital stock, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
7,500	\$1.00	Voting Common

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ARTICLE 5

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 6

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 20801 Biscayne Blvd., Suite 304, Aventura, Florida 33180 and the name of the initial registered agent of this Corporation at that address is Gary R. Saslaw.

ARTICLE 7

Initial Board of Directors

The names and addresses of the initial directors of this Corporation are:

Gary R. Saslaw	20801 Biscayne Blvd., Suite 304 Aventura, FL 33180-1422
Jeffrey R. Pairan	129 South Kentucky Avenue, Suite 703 Lakeland, FL 33801
Robert Proechel	1850 Lee Road, Suite 334 Winter Park, FL 32789
Tunnie Miller	3141 E. Business 98 Panama City, Florida 32401
Bart Cassidy	P.O. Box 7 Crystal River, FL 34423

The number of directors may be either increased or diminished from time to time as provided for by the By-Laws but shall never be less than one.

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ARTICLE 8

Incorporator/Subscriber

The names and addresses of the persons signing these articles are:

Gary R. Saslaw

20801 Biscayne Blvd., Suite 304
Aventura, Florida 33180

ARTICLE 9

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE 10

Indemnification

The Corporation shall indemnify, or advance expense to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation; and further provided that, in all cases, such person acted in good faith and in a manner in which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation. The foregoing is subject to and shall not limited any rights granted to the Corporation by the Florida General Corporation Act.

ARTICLE 11

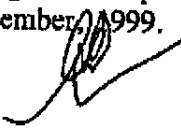
Amendment

This 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.

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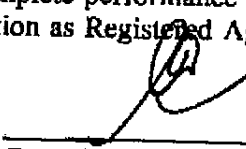
IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 29 day of September, 1999.



GARY R. SASLAW,
Incorporator/Subscriber

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.

Dated: September 29, 1999

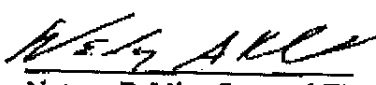


GARY R. SASLAW, Registered Agent

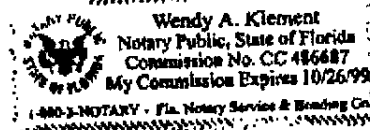
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing Articles of Incorporation were acknowledged before me this 29 day of September, 1999, by Gary R. Saslaw as Incorporator/Subscriber and as Registered Agent. Gary R. Saslaw is personally known to me or has produced a Florida Driver's License as identification.

WITNESS my hand and official seal in the State and County last aforesaid, this 29 day of September, 1999.



Notary Public, State of Florida
My commission expires:
My commission number is: _____



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