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MARTINEZ CID

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Division of Corporations

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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : RICARDO MARTINEZ-CID, P.A.
Account Number : 076640001666
Phone : (305) 859-7494
Fax Number : (305) 858-2513

FLORIDA PROFIT CORPORATION OR P.A.

ASTERISK COMMODITIES, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

F. CHESN

OCT 29 1999

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H99000027361 7

EFFECTIVE DATE
10-21-99

ARTICLES OF INCORPORATION
ASTERISK COMMODITIES, INC.

Article I - Name

The name of this corporation is ASTERISK COMMODITIES, INC.

Article II - Purpose

This corporation is organized to import quality cigars and other commodities, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Three Million (3,000,000) shares of one cent (1¢) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is c/o Benjamin Gomez, Jr. of 1824 NW 21 Terrace, Miami, Florida 33142. The name of the initial Registered Agent of this corporation is Benjamin Gomez, Jr. of 1824 NW 21 Terrace, Miami, Florida 33142.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is Benjamin Gomez, Jr., of 1824 NW 21 Terrace, Miami, Florida 33142, who shall also serve as the initial president, treasurer and secretary of the corporation

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
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TALLAHASSEE, FLORIDA

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Article VII - Incorporator

The name and address of the person signing these Articles is Benjamin Gomez, Jr. of 1824 NW 21 Terrace, Miami, Florida 33142.

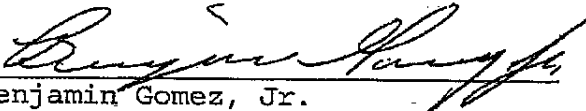
Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

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

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this October 28, 1999.


Benjamin Gomez, Jr.

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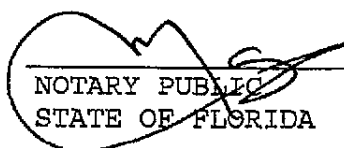
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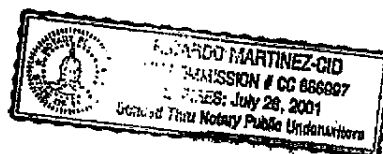
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STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned Notary Public, personally appeared Benjamin Gomez, Jr., who provided his Florida Driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this October 28, 1999.


NOTARY PUBLIC
STATE OF FLORIDA



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CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

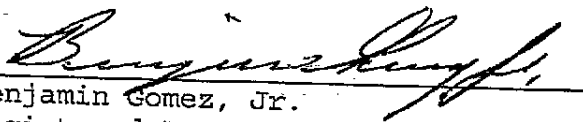
WITNESSETH:

That ASTERISK COMMODITIES, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Benjamin Gomez, Jr., located at 1824 NW 21 Terrace, Miami, Florida 33142, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of
ASTERISK COMMODITIES, INC.

to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this October 28, 1999.


Benjamin Gomez, Jr.
Registered Agent

Prepared by: Ricardo Martinez-Cid
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