

WHEREAS, WITT CIGAR TENNESSEE was incorporated under the laws of Tennessee on April 23, 1946 and has an authorized capital stock of 5,000 shares of common stock of the par value of \$100.00 each of which 2,000 shares are now issued and outstanding; and

WHEREAS, WITT CIGAR TEXAS was incorporated under the laws of Texas on January 24, 1931 and has an authorized capital stock of 2,000 shares of common stock of the par value of \$100.00 each of which 2,000 shares are now issued and outstanding; and

WHEREAS, ELI WITT CANDY was incorporated under the laws of Florida on December 18, 1934 and has an authorized capital stock of 4,000 shares of common stock of the par value of \$100.00 each of which 2,000 shares are now issued and outstanding; and

WHEREAS, ELI WITT TOBACCO was incorporated under the laws of Florida on June 2, 1924 and has an authorized capital stock of 6,000 shares of common stock of the par value of \$100.00 each of which 4,000 shares are now issued and outstanding, and

WHEREAS, ELI WITT was incorporated under the laws of Florida on April 29, 1936 and has an authorized capital stock of 5,000 shares of common stock of the par value of \$100.00 each of which 3,000 shares are now issued and outstanding; and

WHEREAS, GEORGIA was incorporated under the laws of Georgia on June 29, 1945 and has an authorized capital stock of 7,500 shares of common stock of the par value of \$100.00 each of which 6,000 shares are now issued and outstanding; and

WHEREAS, HAVATAMPA was incorporated under the laws of Florida on May 6, 1918 and has an authorized capital stock of 50,000 shares of common stock of the par value of \$100.00 each of which 30,000 shares are now issued and outstanding; and

WHEREAS, HOUSLEY was incorporated under the laws of Tennessee on June 6, 1927 and has an authorized capital stock of 6,000 shares of common stock of the par value of \$100.00 each of which 6,000 shares are now issued and outstanding; and

WHEREAS, HOUSTON was incorporated under the laws of Texas on July 30, 1949 and has an authorized capital stock of 1,000 shares of common stock of the par value of \$100.00 each of which 1,000 shares are now issued and outstanding; and