known and known to be the person described in and who executed the foregoing Joint Plan and Agreement of Merger as President of ELI WITT CIGAR COMPANY, a corporation of the State of Florida, and one of the corporations described in and party to the foregoing Joint Plan and Agreement of Merger, and acknowledged before me that he executed the same as such President of said corporation and that the foregoing Joint Plan and Agreement of Merger is the act, deed and agreement of said corporation.

Witness my hand and official seal in the county and state last aforesaid this /9 day of September, A. D. 1962.

MARGUERITE M. NORES

(NOTARIAL SEAL)

Notary Public My Commission Expires:

MARCH 17, 1963

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Personally appeared before me, MARGUERITE M. NORES , a Notary Public in and for the State and County aforesaid D. H. Woodbery and W. L. Van Dyke the persons who executed the foregoing agreement, with whom I am personally acquainted, who made oath before me in due form of law that D. H. Woodbery is the President and W. L. Van Dyke is the Secretary of ELI WITT CIGAR COMPANY OF TENNESSEE, INC. named in the foregoing agreement and that said agreement was the act, deed and agreement of said ELI WITT CIGAR COMPANY OF TENNESSEE, INC. and each of them acknowledged that they, as President and Secretary of said corporation, executed the foregoing agreement for the purposes therein expressed.

WITNESS my hand and official seal at Tampa, Florida this 19day of September, 1962.

MARGUERITE M. NORES

(NOTARIAL SEAL)

Notary Public

My Commission Expires: MARCH 17, 1963

STATE OF FLORIDA

SS.

COUNTY OF HILLSBOROUGH

MARGUERITE M. NORES, a notary public, do hereby certify that on this //day of September, 1962, personally appeared before me D. H. Woodbery, who being by me first duly sworn, declared that he is the President of ELI WITT CIGAR COMPANY OF TEXAS that he signed the foregoing document as President of the corporation, and that the statements therein contained are true. MARGUERITE M. NORES

(NOTARIAL SEAL)

Notary Public My Commission Expires:

MARCH 17, 1963