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 make oath before me in due form of law that D. H. Woodbery is the President and W. L. Van Dyke is the Secretary of KELLY CIGAR COMPANY, INC. named in the foregoing agreement and that said agreement was the act, deed and agreement of said KELLY CIGAR COMPANY, 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 day of September, 1962.

(NOTARIAL SEAL)

MAPCHERITE M. NORES

Notary Public

My Commission Expires:

MARCH 17, 1963

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

SS.

I hereby certify that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared D. H. Woodbery to me known and known to be the person described in and who executed the foregoing Joint Plan and Agreement of Merger as President of McCLURE CIGAR & CANDY CO., 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 19 day of September, A. D. 1962.

(NOTARIAL SEAL)

MARGUERITE M. NORES

Notary Public
My Commission Expires:

MARCH 17, 1963

STATE OF FLORIDA

SS.

COUNTY OF HILLSBOROUGH

I, MARGUERITE M. NORES, a Notary Public in and for said State and County do hereby certify that D. H. Woodbery and W. L. Van Dyke whose names as President and Secretary of MERCHANTS CIGAR & CANDY COMPANY, INC. a corporation are signed to the foregoing instrument and who are known to me, have acknowledged before me this day that being informed of the contents of said instrument, they as such officers and with full authority executed the same voluntarily, for and as the act of said corporation.

Given under my hand and notarial seal this /9 day of September, 1962.

MARGUERITE M. NORES

(NOTARIAL SEAL)

Notary Public
My Commission Expires:
(CONTINUED ON NEXT PAGE)

MARCH 17, 1963