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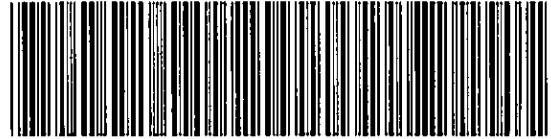
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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Robert C. Eber
Attorney at Law
Certified Circuit Civil Mediator

10761 S. W. 104th Street
Miami, Florida 33176

Phone (305) 595-1728
Facsimile (305) 274-1011
E-mail: reber@roberteberlaw.com

April 8, 2020

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 North Monroe Street
Suite 810
Tallahassee, Florida 32303

Re: Topvest Capital, LLC.

Dear Division:

Enclosed please find an original and one copy of the Articles of Organization on behalf of Topvest Capital, LLC. Also find a check in the amount of \$155.00 covering the following taxes and fee schedule:

Filing fees	\$100.00
Registered Agent	\$ 25.00
Certified Copy of Articles	<u>\$ 30.00</u>
Total Due	\$155.00

I have also enclosed a signed and notarized Oath of Registered Agent.

Very truly yours,



Robert C. Eber

RCE/ms

Enclosures: (Articles, Oath of Registered Agent and Check)

FILED
2020 APR 10 PM 2:57
TALLAHASSEE, FL
CLERK OF STATE

TOPVEST CAPITAL, LLC.
OATH OF REGISTERED AGENT
OF

Robert C. Eber
10761 S. W. 104th Street
Miami, Florida 33176

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

TOPVEST CAPITAL, LLC., desiring to organize under the laws of the State of Florida with its initial principal office at 2101 Brickell Avenue Apartment 2002, Miami, Florida 33129 has named Robert C. Eber, Located at 10761 Southwest 104th Street, Miami, Florida 33176, as its registered agent to accept service of process within this State.

Having been named to accept service of process for the above-styled Company at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

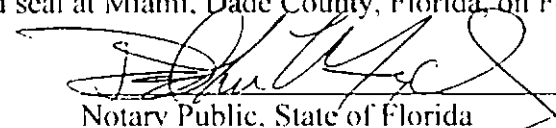


Robert C. Eber

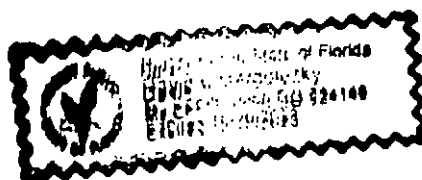
STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

Before me personally came Robert C. Eber, who is personally known to me and after taking an oath or by affirmation he acknowledged the said execution of the Oath of Registered Agent and stated that the facts therein stated are truly set forth.

WITNESS my hand and seal at Miami, Dade County, Florida, on February 19, 2020.



Notary Public, State of Florida



2020 APR 10 PM 2:57
FILED
CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLES OF ORGANIZATION OF TOPVEST CAPITAL, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **TOPVEST CAPITAL, LLC.**, and its principal office shall be located at 2101 Brickell Avenue Apartment 2002, Miami, Florida 33129 but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To acquire and develop real estate; perform general construction and construction related activities; and, engage in real estate sales and leasing.
4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

8. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

9. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV. MANAGEMENT

This limited liability company shall be by its members. The name and address of the persons who shall serve as the managing members until the first annual meeting of members is as follows:

Name of Member: Vincent Battaglia and Caroline Ramos

Address: 601 N. E. 27 Street, Apt. 1702, Miami, Florida 33137

Name of Member: Nehemiah Davis:

Address: 22125 South Dixie Highway, Goulds Florida 33170

Name of Member: Marco Piccionello

Address: 2101 Brickell Avenue, Apartment 2002, Miami, Florida 33129

Name of Member: Joaquin Soler

Address: 1913 S. W. 19th Street, Miami, Florida 33145

ARTICLE V. MEMBERSHIP RESTRICTIONS

The right to be a member of this organizations is restricted as follows:

1. Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

2. A member's interest in the limited liability company may not be sold or otherwise transferred except as provided for and set forth in the Operating Agreement.

3. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI. CAPITAL CONTRIBUTIONS

Initial capital contributions in the amount of \$500.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members and as provided for and set forth in the Operating Agreement.

ARTICLE VII. PROFITS AND LOSSES

Profits and Losses shall be handled in the following manner:

1. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members a date selected by the members.

2. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the income of the business before any profits are distributed, or, if these sources are insufficient to cover such losses, by the members in equal shares.

3. Profit and losses shall be determined as provided for and set forth in the Operating Agreement.

ARTICLE VIII. DURATION

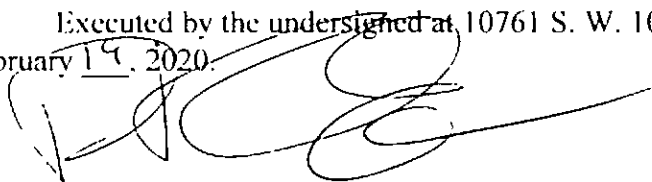
This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 10761 S. W. 104 Street, Miami, Florida and the name of the company's initial registered agent at that address is Robert C. Eber.

The undersigned certifies that **TOPVEST CAPITAL, LLC.**, has at least one member as of the date of filing these Articles with the Department of State and this instrument constitutes the proposed Articles of Organization of **TOPVEST CAPITAL, LLC.**

Executed by the undersigned at 10761 S. W. 104 Street, Miami, Florida 33176 on February 19, 2020.



Robert C. Eber, Authorized Representative
10761 S. W. 104 Street
Miami, Florida 33176

FILED

2020 APR 10 PM 2:57

DEPARTMENT OF STATE
TALLAHASSEE, FL