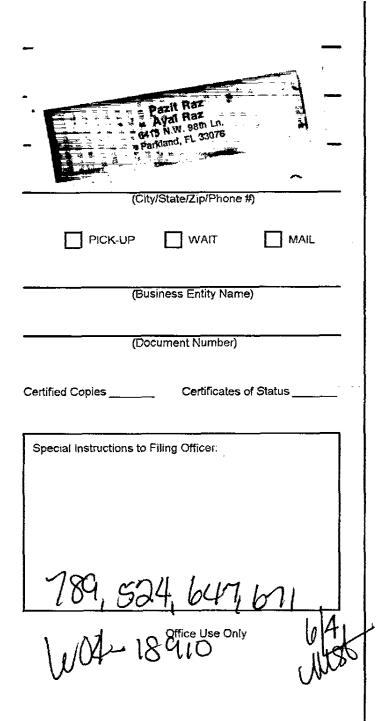
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05/10/04--01108--020 **125.00 **

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 17, 2004

PAZIT & AYAL RAZ 6415 N.W. 98TH LN PARKLAND, FL 33076

SUBJECT: TOP USA LLC Ref. Number: W04000018910

We have received your document for TOP USA LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete block #9 on the application.,

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas Document Specialist

Letter Number: 304A00034164

District of Companion - D.O. DOV 2007 Mallaham S. Televida 9001

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

	COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN ITTED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
1.	TOP USA LLC
	(Name of foreign limited liability company)
2	NEVADA Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)
4.	2/19/04 5 Perpetual
	(Date of Organization) (Duration: Year limited fiability company will cease to exist or "perpetual")
6.	8/1/04
7.	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 6415 NW 98 TH W
1.	
	Park (and FC 33076 Fr. 9 (Street address of principal office)
	(Street address of principal office)
8.	If limited liability company is a manager-managed company, check here
9.	The name and usual business addresses of the managing members or managers are as follows:
	LAVAL RAZ
	64/TNW 98 Cone
	Parkland FL, 33076
(10	A
	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a
	translation of the certificate under oath of the translator must be submitted.) [ALE AND
11	Nature of business or purposes to be conducted or promoted in Florida: Expent of
11.	Nature of business of purposes to be conducted of profitoted in Florida:
	Agricultural Products
	Signature of a member or an authorized representative of a member.
	(In accordance with section 608.408(3), F.S. the execution of this document constitutes an affirmation under the penalties of perfury that the facts stated herein are true.)
	X
	Transf on whiteful all all all and an annual all all all all all all all all all

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:
TOP USA LLC
2. The name and the Florida street address of the registered agent and office are:
AYAL RAZ (Name)
(Name)
6415 N.W. 98 TH CANE
Florida street address (P.O. Box NOT ACCEPTABLE)
PANKLAND FL 33076 EF E
(City/State/Zip)
SS 1
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.
X
\$ 100.00 Filing Fee for Application '
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)

Certificate of Status (optional)

5.00



LIMITED-LIABILITY COMPANY CHARTER

I, DEAN HELLER, the Nevada Secretary of State, do hereby certify that TOP USA, L.L.C. did on February 19, 2004 file in this office the Articles of Organization for a Limited-Liability Company, that said Articles are now on file and of record in the office of the Nevada Secretary of State, and further, that said Articles contain the provisions required by the laws governing Limited-Liability Companies in the State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, on February 19, 2004.

DEAN HELLER Secretary of State

Ву

Certification Clerk

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