

02000021107

TRANSMITTAL LETTER

FILED  
02 FEB 25 PM 4:29  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: J&A TOP STOP CORP.  
(PROPOSED CORPORATE NAME)

800004900138--3  
02/11/02-01058-020  
\*\*\*\*\*78.78 \*\*\*\*\*78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: JEANNE AGOSTINI  
Name (Printed or typed)

117 NW 14 ST

Address

POPLAR BEACH, FL 33060

City, State & Zip

954-781-8489

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

no 2-4446

DB 2/25 ✓



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 14, 2002

JEOVANE AGOSTINI  
117 N W 14TH STREET  
POMPANO BEACH, FL 33060

SUBJECT: J & A TOP STOP  
Ref. Number: W02000004446

We have received your document for J & A TOP STOP and check(s) totaling \$78.78. However, the document has not been filed and is being retained in this office for the following reason(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of 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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 002A00009199

ARTICLES OF INCORPORATION  
OF  
J & A TOP STOP CORP.

FILED  
02 FEB 25 PM 4:29  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned to these articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1 -NAME**

The name of the corporation is J & A TOP STOP CORP.,(hereinafter,"Corporation")

**ARTICLE 2- PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of State of Florida.

**ARTICLE 3-PRICIPAL OFFICE**

The address of the principal office of this Corporation is 117 NW 14<sup>th</sup> ST Pompano Beach-FL 33060 and the mailing address is the same.

**ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

JEOVANE AGOSTINI  
117 NW 14<sup>th</sup> ST  
Pompano Beach-FL 33060

**ARTICLES 5- OFFICERS**

President: JEOVANE AGOSTINI  
whose addresses shall be the same as the principal office of the Corporation.

**ARTICLES 6- DIRECTOR(S)**

The Director of the Corporation shall be :  
JEOVANE AGOSTINI  
whose addresses shall be the same as the principal office of the Corporation

**ARTICLES 7-CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock,each share having the par value of ONE DOLLAR (\$ 1.00).

- 7.2 all holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 all holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director (s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of Director may deem advisable in connection with such issuance.
- 7.5 The board of director of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of class, whether now or hereafter authorized, for such consideration as Board of Director may deem advisable, subject to such restrictions or limitations, if any, as be set forth in the bylaws of the corporation.
- 7.6 The Board of Director of the corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions limitations as to dividends, qualifications, or term or conditions of redemption of the stock

## **ARTICLES 8-SHAREHOLDERS RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders Restrictive Agreement containing numerous restrictions on the rights of Shareholders of the Corporation and transferability of the shares of stock of the corporation copy of the Shareholders Restrictive Agreement, if any, is on file at the principal office of the Corporation.

## **ARTICLE 9- POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restriction imposed by applicable law or these Articles of Incorporation

## **ARTICLE 10-TERM OF EXISTENCE.**

This Corporation shall have perpetual existence.

## **ARTICLE 11- REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

## **ARTICLE 12- BYLAWS**

The Board of Director of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the bylaws of the Corporation, but the affirmative vote of a number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**ARTICLES 13 INICIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of initial registered agent is:

JEOVANE AGOSTINI  
117 NW 14<sup>th</sup> ST  
Pompano Beach-FL 33060

**ARTICLES 14-EFFECTIVE DATE**

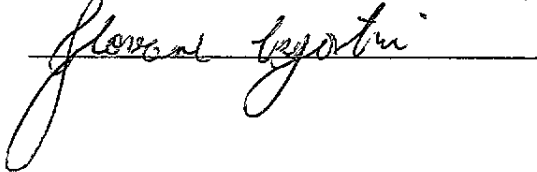
These Articles of incorporation shall be effective immediately upon approval of the Secretary of State ,State of Florida.

**ARTICLE 15-AMENDMENT**

The Corporation reserves the right to amend,alter,change or repeal any provision contained in these Articles of Incorporation,or in any amendment hereto,or to add any provision to these Articles of Incorporation or to any amendment hereto,in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida,and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

06 FEBRUARY 2002

A handwritten signature in cursive script, appearing to read "JEOVANE AGOSTINI", is written over a horizontal line.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
**02 FEB 25 PM 4:30**  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is

Jk A TOP STOP Corp.

2. The name and address of the registered agent and office is:

JEQUANE AGOSTINI  
(NAME)

117 NW 14 ST.

(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

POPLANO BEACH - FL. 33060  
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation 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.

Jequane Agostini  
(SIGNATURE)

\_\_\_\_\_  
(DATE)