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SECRETARY OF STATE
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COVER LETTER

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

SUBJECT: TOPGRADE PRODUCTS, INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
Enclosed are an ori	(PROPOSED CORPORA) ginal and one (1) copy of the artic			
S70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM: DAVID F. GARBER ESQ. Name (Printed or typed)				
700 ELEVENTH ST S, STE 202				
	NAPLES, FL 341	02 State & Zip		

229.774.1400

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

Daytime Telephone number

ARTICLES OF INCORPORATION

OF

TOPGRADE PRODUCTS, INC.

ARTICLE I (Name)

The name of the corporation shall be TOPGRADE PRODUCTS, INC.

ARTICLE II (Principal Office)

The principal place of business and mailing address of TOPGRADE PRODUCTS, INC. shall be 28100 Winthrop Circle, Bonita Springs, Florida 34134.

ARTICLE III (Purpose)

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV (Shares)

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock at \$1.00 par value.

ARTICLE VI (Officers and Directors)

The names and street addresses of the initial officers and initial board of directors, who shall hold office for the first year of the corporation, or until a successor is elected or appointed are:

Melanese L. Reeves 28100 Winthrop Circle Bonita Springs, Florida 34134 President/ Director

SECRETARY OF STATE SECRETARY OF STATE

The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in the by-laws of the Corporation.

ARTICLE VII (Registered Agent)

Initial registered office of the corporation shall be 700 Eleventh Street South, Suite 202, Naples, Florida 34102, and the initial registered agent shall be David F. Garber.

ARTICLE VIII (Existence)

This corporation is to exist perpetually.

ARTICLE IX (Preemptive Rights)

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE X (Election of Subchapter S)

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE XI (Incorporator)

The name and street address of the incorporator to these Articles of Incorporation is David F. Garber, 700 Eleventh Street South, Suite 202, Naples, Florida 34102.

Dated this 15 day of Softman, 2005.

DAVID F. GARBER

Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in the articles of incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated this 16 day of 5, 2005.

DAVID F. GARBER

Registered Agent