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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

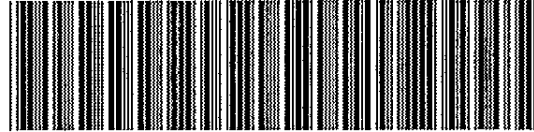
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 AUG 21 PM 4:17

D. Brown AUG 22 2006

## COVER LETTER

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

SUBJECT: Top Cat Direct, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Luz Meadows  
Name (Printed or typed)

12157 W. Linebaugh Ave #127  
Address

Tampa, FL 33626  
City, State & Zip

727-793-0360  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

**OF**

**TOP CAT DIRECT, INC.**

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**ARTICLE I**

NAME

The name of this corporation is TOP CAT DIRECT, INC.

**ARTICLE II**

DURATION

This corporation shall exist perpetually, commencing as of the filing of these Articles.

**ARTICLE III**

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE IV**

CAPITAL STOCK

This corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V**

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows:

Luz Meadows  
12157 W Linebaugh Ave Ste 127  
Tampa, FL 33626

The mailing address of the corporation is:

12157 W Linebaugh Ave Ste 127  
Tampa, FL 33626

The street address of the principal office of the corporation in this State will be:

12157 W Linebaugh Ave Ste 127  
Tampa, FL 33626

The Board of Directors may from time to time move the principal office to any other address in Florida, and the corporation may have other offices, agencies and branches at such places as may be determined by the Board of Directors.

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have three (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Luz Meadows  
12157 W Linebaugh Ave Ste 127  
Tampa, FL 33626

## **ARTICLE VII**

### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Luz Meadows  
12157 W Linebaugh Ave Ste 127  
Tampa, FL 33626

## **ARTICLE VIII**

### **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

## **ARTICLE IX**

### **BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

## **ARTICLE X**

### **STOCK TRANSFER AGREEMENTS**

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves, or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation any and all of the stocks of the corporation held by them and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person pledgee, trustee, or other fiduciary may be voted, in person or by proxy, and without proof of authority.

## **ARTICLE XI**

### **INFORMAL SHAREHOLDER ACTION**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without meeting, as provided in the Florida Statutes and the Bylaws

## **ARTICLE XII**

### **CUMULATIVE VOTING**

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares or by distributing such votes on the same principle among any number of such candidates.

## ARTICLE XIII

### PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time be issued (whether or not presently authorized), included shares from the treasure of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting them to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by he shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

The undersigned excutes these Articles of Incorporation this 3rd of August 2006.

Luz Meadows  
Luz Meadows  
Incorporator

08-03-06  
Date

### ACCEPTANCE AND ACKNOWLEDGEMENT

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

Luz Meadows  
Luz Meadows  
Registered Agent

08-03-06  
Date

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