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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**UPTOP PROJECT INC**

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**ARTICLES OF INCORPORATION  
OF  
UPTOP PROJECT INC.**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation with the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the Corporation shall be: **UPTOP PROJECT INC.**

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried are:

To conduct business not prohibited by the laws of the United States and the State of Florida.

To conduct business to have one or more officers in the purchase, sale, import, export, hold, mortgage, sale, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfer or corporate property, or instruments to secure the payments of corporate indebtedness as required.

To purchase corporate assets or any other Corporation and engage in the same or another character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation in the State of Florida, or any other state or government and while owning such shares to exercise all rights, Powers and privileges of ownership, including the right to vote such stock.

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares the Corporation is authorized to hold outstanding at any one time is 100 shares at \$1.00 per share. Such shares may be issued by the Corporation from time to time for such consideration as may be fixed by the board of directors thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence operations shall not be less than 100 shares of common stock, and the amount of capital with which this Corporation shall commence operations shall not be less than One Hundred Dollars (\$100.00).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless dissolved earlier in accordance with the laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be, 117 NW 42<sup>nd</sup> Avenue Apt. 1614 Miami, FL 33126. But the Board of Directors may, from time to time, move the principal place of the office to any other address in the State of Florida.

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which the Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The name and office address of the members of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the bylaws of the Corporation and the Statutes of the State of Florida, shall hold office during the first year of existence of the Corporation, or until their successors have been elected and qualified are as follows:

JUAN LOPEZ  
117 NW 42<sup>nd</sup> AVENUE  
APT. 1614  
MIAMI, FL 33126

REYSHER AMENG  
117 NW 42<sup>nd</sup> AVENUE  
APT. 1614  
MIAMI, FL 33126

**ARTICLE IX, SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of shares subscribed are as follows:

JUAN LOPEZ  
117 NW 42<sup>nd</sup> AVENUE APT 1614  
MIAMI, FL 33126  
51 SHARES @ \$1.00 PER  
SHARES = \$ 51.00

REYSHER AMENG  
117 NW 42<sup>nd</sup> AVENUE APT 1614  
MIAMI, FL 33126  
49 SHARES @ \$ 1.00 PER  
SHARES = \$ 49.00

**ARTICLE X, OFFICERS:**

The name and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

JUAN LOPEZ  
President/Treasurer  
117 NW 42<sup>nd</sup> AVENUE APT 1614  
MIAMI, FL 33126

REYSHER AMENG  
Vice-President/Secretary  
117 NW 42<sup>nd</sup> AVENUE APT 1614  
MIAMI, FL 33126

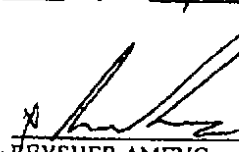
2023/09/21 Fri 8:01

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' Meeting by a majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above named for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and agree respectively agree to take the number of shares of stock herein above set forth, and have accordingly set out hands and seal on this 14<sup>th</sup> day of September 2023.

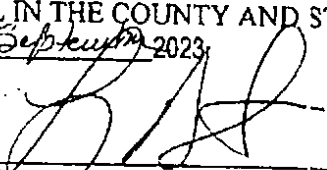
  
**JUAN LOPEZ**  
 President/Treasurer

  
**REYSHER AMENG**  
 Vice-President/Secretary

2023 SEP 21 AM 8:01

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

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and the County of Miami-Dade to take acknowledgement **JUAN LOPEZ AND REYSHER AMENG** personally to be the person(s) described as subscribers in and who execute the foregoing Articles of Incorporation. WITNESS OF MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 14<sup>th</sup> DAY OF September 2023.

  
 NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My commission expires:



Lisette Bates  
 Notary Public  
 State of Florida  
 Comm# HH099413  
 Expires 3/2/2025

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE  
WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48,901, Section 607,164  
Florida Statutes, the following is submitted, in the  
Compliance with said act:

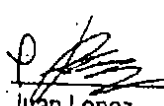
FIRST: UPTOP PROJECT INC..

desiring to organize under Laws of the State of  
Florida, with the principal Office, as indicated in the  
Articles of Incorporation, in the city of Miami  
County of Miami-Dade, State of Florida, has named  
Juan Lopez located at 117 NW 42<sup>nd</sup> Avenue  
Apt. 1614, Miami, FL 33126  
since your Agent accepts service of process  
within this State.

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ACKNOWLEDGEMENT:

Having been named to accept services of process  
for the above stated Corporation 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.

  
\_\_\_\_\_  
Juan Lopez  
Registered Agent