CORPORATION INFORMATION SERVICES, INC. 1201 HAYS STREET TALLAHASSEE, FL 32301 904-222-9171 904-222-0393 FAX

# 95000010178

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MAIL TO: P.O. BOX 5828 TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE: 537743 10808A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE: February 7, 1995

ORDER TIME : 10:28 AM

ORDER NO. : 537743

CUSTOMER NO: 10808A

CUSTOMER: Elsa Alvarez, Esq

RUSSO & BAKER, PA

Suite 301

4675 Ponce De Leon Boulevard

Coral Gables, FL 33146

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> 95 FEB -7 PH 1: 50 SECRETARIAN TALLAMASSEE, FLORIDA

# DOMESTIC FILING

1-950000/0178
NAME: LEKRAFT TOPS, INC.

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

( Pysama)

DIVISION OF CORPORATION

2-7-95 C2/A

# ARTICLES OF INCORPORATION

<u>OF</u>

### LEKRAFT TOPS, INC.



The undersigned, acting as incorporator of a corporation under the laws of Florida, adopts the following Articles of Incorporation for such corporation.

#### ARTICLE I

The name of this Corporation is LEKRAFT TOPS, INC..

# ARTICLE II

This corporation is organized for the following purposes:

To carry on any and all lawful business.

# ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at \$1 par value.

# ARTICLE IV

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

#### ARTICLE V

The amount of capital with which the corporation will begin business will be no less than \$500.

# ARTICLE VI

The corporation is to have perpetual existence.

#### ARTICLE VII

The principal office of the corporation will be 170 S. W. 9th Avenue, Homestead, FL 33030.

# ARTICLE VIII

The initial street address of the initial registered office of the corporation will be 170 S. W. 9th Avenue, Homestead, FL 33030, and the name of the initial registered agent of this corporation at that address is TERRY GILMOUR.

# ARTICLE IX

The number of directors of the corporation will not be less than one.

#### ARTICLE X

The name and street address of the member of the first Board of Directors are:

CHARLES E. ROGERS

27490 S. W. 167th Avenue Homestead, FL 33030

#### ARTICLE XI

The name and street address of the person signing these Articles of Incorporation are as follows:

CHARLES E. ROGERS

27490 S. W. 167th Avenue Homestead, FL 33030

#### ARTICLE XII

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with Florida General Corporation Account or these Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall nevertheless, authorize and ratify the contract or transaction,

the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

I, the undersigned, being the original subscriber to these Articles of Incorporation, do hereby make, subscribe, acknowledge and file these Articles and certify that the facts stated herein are true and have hereunto set my hard and seal, this 2 day of tebuary, 1995.

LES E POCEPS (SEAL

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, on this day, personally appeared CHARLES E. ROGERS, the party to the foregoing Articles of Incorporation, who is either (a) PERSONALLY KNOWN TO ME, or (b) produced to me as his identification Florida Driver's License No: \$\frac{\chi\_02-(4\sigma\_5-\chi\_0409-0)}{\chi\_02\ch

WITNESS my hand and official seal at Coral Gables, said County and State last aforesaid, this 2 day of Filming, 1995.

Notary Public, State of Florida

BARBARA G. CHIN
MY COMMISSION I CC 244627 EXPIRES
December 6, 1996
ECOLOR DESIGNATION OF NOTARY
Stamped Commission of Notary

# ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **LEKRAFT TOPS, INC.**, at 170 S. W. 9th Avenue, Homestead, FL 33030, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.

TERRY GILMOUR, Registered Agent