

LAW OFFICES OF
BROWN & KIEFER
a partnership of Professional Associations

JOHN L. BROWN
BRYAN J. KIEFER

FILED
1995 FEB 2
12994 E. John Brown
11 Waller Beach, Florida 32918

(904) 661-2100
Fax (904) 661-1932

P950000/0362

January 31, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

Re: Articles of Incorporation for
Top Brokers, Inc.

Dear Sir/Madam:

Enclosed please find an original and two copies of the Articles of Incorporation for Top Brokers, Inc., together with a check for \$70.00 for filing of the above-stated articles.

Please return the copies of the filed Articles of Incorporation to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

B. J. Kiefer

Bryan J. Kiefer

encl.

R. GRESSER FEB 8 1995

ARTICLES OF INCORPORATION

FOR

TOP BROKERS, INC

Article I.

Corporate Name

The name of this corporation is TOP BROKERS, INC.

Article II.

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of One Dollar (\$1.00) per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article V.

Pre-Emptive Rights

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 the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be:

Mr. Top Kervin
725 Highway 98E
Destin, FL 32541

FILED
1995 FEB -2 11:22
SECRET
FBI

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

Article VIII.

Initial Director

The name of the initial director of this Corporation and his street address is:

Mr. Top Kervin
725 Highway 98E
Destin, FL 32541

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

Article IX.

Incorporator

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

Mr. Top Kervin
725 Highway 98E
Destin, FL 32541

Article X.

Cumulative Voting

Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

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 a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 30th day of January, 1995.

TOP KERVIN
TOP KERVIN

FILED
1995 FEB - 2 AM 7:22
SECRET
TALLAHASSEE

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 30th day of January, 1995, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared TOP KERVIN, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his/her free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

☒ To me personally known

Identified by Driver's License Number _____
issued by the State of _____

Notary Public
Typed Name: Bryan J. Kiefer
My Commission Expires: _____
Commission _____



BRYAN J. KIEFER
My Commission CC336018
Expires Dec. 13, 1997
Bonded by HAI
800-422-1555

I, TOP KERVIN, am hereby familiar with and accept the duties and responsibilities as Registered Agent for TOP BROKERS, INC.

TOP KERVIN
TOP KERVIN
Registered Agent

P95000010362

TOP BROKERS, INC.
725 Highway 98 East
POB 1110
Destin, FL 32540

FILED
95 DEC 31 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 16, 1996

300002043528--3
-01/02/97--01045--021
*****35.00 *****35.00

Division of Corporations
POB 6327
Tallahassee, FL 32314

The Directors and Shareholders of TOP BROKERS, INC.
unanimously approve dissolution of the corporation effective
December 31, 1996.

The name TOP BROKERS may be used immediately and forever by
TOP KERVIN.

There are no claims against the corporation.

The corporation has no assets and has disposed of no assets
during the life of the corporation.

The address of the registered agent for the corporation is
indicated in the letterhead hereon. The telephone number of
the registered agent is (904)837-9500.

TOP KERVIN is President, Director and sole stockholder of the
corporation.

Top Kevin

TOP BROKERS, INC
TOP KERVIN, PRESIDENT

VOIDS
KTB
1-9

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: TOP BROKERS INC.

SECOND: The articles of incorporation were filed on: 2 FEB 95

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 24 day of DECEMBER, 1996.

Signature TOP KERVIN
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

TOP KERVIN
(Typed or printed name)

President
(Title)

FILED
96 DEC 31 12 09:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA