

08/18/95

210

FLORIDA DIVISION OF CORPORATIONS

(305) 592-9591

P. 001

P95000064267

** ENTER 'M' FOR MENU. **
8/18/95

FLORIDA DIVISION OF CORPORATIONS

1:41 PM

PUBLIC ACCESS SYSTEM

((H95000009174))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAS-T CORP. AGENTS, INC.

8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166- 3302-0000

CONTACT: LIDIA FERNANDEZ

PHONE: (305) 599-0839

FAX: (305) 592-9591

FAX: (904) 922-4000

((H95000009174))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GOLDEN STAR U.S., INC.

FAX AUDIT NUMBER: H95000009174

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/10/1995

TIME REQUESTED: 13:41:18

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

Notes: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

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8/18/95

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AS 12

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95 AUG 18 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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55 AUG 18 PM 3:51

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RECEIVED
FALLS CHURCH, VIRGINIA
SEP 13 1995

SEP 13 PM 4:54

FILED

ARTICLES OF INCORPORATION OF
GOLDEN STAR U.S., INC.

The undersigned, acting as incorporator of GOLDEN STAR U.S., INC., under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is "GOLDEN STAR U.S., INC.", with principal place of business at 9701 Northwest 7th Avenue, Miami, Florida.

ARTICLE II - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these Articles of Incorporation.

ARTICLE III - DURATION

The duration of the corporation is perpetual.

ARTICLE IV - PURPOSE

The purposes for which this corporation is organized are:

1. To engage in every business aspect; and
2. To transact any or all lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to issue and have outstanding at any time is 500 shares of common stock having a one penny (\$.01) par value. The consideration to be paid for each share may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value equal to the par value of the stock. The authorized shares of the corporation shall be noncumulative, voting common stock. The holders of the common stock of this corporation shall have all the rights and duties provided in the Articles of Incorporation, Bylaws and the corporate laws of Florida.

PREPARED BY:
Gerardo Gomez, Esq.
Gomez, Labora & White
1645 Northwest 8th Street
Miami, FL 33135-1255
FLA BAR NO. 0976490

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ARTICLE VI - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any unissued stock (whether or not presently authorized and including treasury shares) of the same kind, class, or series as that which he already holds, shall have the right (subject to adjustment to avoid the issue of fractional shares) to purchase his pro-rata share of that stock at the price at which it is offered to others. This right shall be deemed waived by any holder who does not exercise it and pay for the stock preempted within thirty days of his receipt of a notice in writing from the corporation inviting him to exercise the right.

ARTICLE VII - RESTRICTION ON THE TRANSFER OF SHARES

There shall be no sale of any share or stock of this corporation unless the holder of said share or stock provides the corporation and Nonselling Stockholders with the first opportunity to purchase said share or stock of the corporation at the same price and terms as being offered to the Selling Stockholder. The corporation shall have thirty (30) days from the date it receives the shareholder's written offer of sale to purchase said stock.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial agent is Gerard Jacques, and the street address of the corporation's initial registered agent is to be found is 441 Northeast 143 Street, North Miami, Florida 33161.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) directors. The number of directors may be increased from time to time, as provided in the Bylaws. The names and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Gerard Jacques	441 Northeast 143 Street North Miami, Florida 33161
Romuld M. Victoire	451 Ives Dairy Road North Miami Beach, Florida 33179

ARTICLE X - INCORPORATOR

The name and street address of the incorporator is: Gerard Jacques with street address as follows: 441 Northeast 143 Street, North Miami, Florida 33161.

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ARTICLE XI - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors.

ARTICLE XII - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

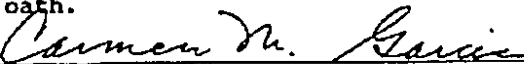
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 18 day of August, 1995.


Gerard Jacques, Incorporator

STATE OF FLORIDA :
: S.S.
COUNTY OF DADE :

BEFORE ME, the undersigned authority personally appeared Gerard Jacques, 441 Northeast 143 Street, North Miami, Florida 33161 to me personally well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation and who freely and voluntarily acknowledged before me that on this 18 day of August, 1995, that he executed and subscribed to the aforesaid Articles of Incorporation for the uses and purposes set forth therein.

18 THE FOREGOING INSTRUMENT was acknowledge before me this day of August, 1995 by GERARD JACQUES, who is personally known to me and who did take an oath.


Notary Public, State of Florida

CARMEN M. GARCIA
Print Name of Notary

H95000009174

08/18/95 02:07

FAS-T CORPORATE AGENTS

(305) 592-9591

P. 005

H95000009174

**ACKNOWLEDGEMENT AND STATEMENT OF
DESIGNATED REGISTERED AGENT**

Pursuant to Chapter 607, Florida Statutes, the following is submitted:

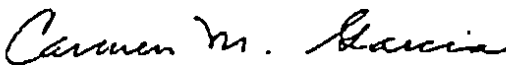
That "GOLDEN STAR U.S., INC.", desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, has named Gerard Jacquon at 441 Northeast 143 Street, North Miami, Florida 33161, as agent to accept service of process within the state for the corporation.

Having been named to accept service of process for GOLDEN STAR U.S., INC. at the place designated in this acknowledgement, I agree to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.


Gerard Jacquon
Registered Agent

STATE OF FLORIDA :
: S.S.
COUNTY OF DADE :

IN WITNESS WHEREOF, the foregoing acknowledgement and statement of the designated registered agent instrument was executed and acknowledged before me this 18 day of August, 1995.


Notary Public, State of Florida at Large
CARMEN M. GARCIA
Print Name of Notary

FILED
05 AUG 18 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000009174

APPLICATION FOR REINSTATEMENT

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

FILED
96 SEP -3 AM 8:54

Read Instructions on Other Side Before Making Entries
Make Check Payable To: Department of State
DOCUMENT # P95000064267

1 Name and Mailing Address of Corporation
GOLDEN STAR US., INC.
9701 N.W. 7th Ave.
Miami, FL 33150

2 If Address in this space is incorrect, enter the correct address, being sure to include the correct zip code, by filing an affidavit with the Department of State.
Address
200001942962
Address
-03/10/96--01034--014
****383.75 ****383.75
City and State
Zip Code

3 Date Incorporated or Qualified To Do Business in Florida
8/18/95

4 F.E.I. Number
65-0603167

5 F.E.I. Number Applied For
F.E.I. Number Not Applicable
\$8.75 Additional Fee required for a Certificate of Status
CERTIFICATE OF STATUS DESIRED ☐

6 Names and Street Addresses of Each Officer and/or Director		7 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	8 City and State
1 Title	2 Name of Officers and/or Directors		
Presi	Charles Akiba	19291 N.E. 19th. Place	Miami, florida 33179

REINSTATEMENT 96
[Signature]

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent
Name
Charles Akiba
Street Address (Do NOT Use P.O. Box Number)
9701 N.W. 7th Ave
Street Address (Do NOT Use P.O. Box Number)
City and State
FL. 33150
Miami

8 I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.
Date 8/29/96

Signature of Registered Agent [Signature]
REGISTERED AGENT MUST SIGN

10. If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box ☐ (See other side for additional information)

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒ (See other side for information on intangible tax)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate and my signature shall have the same legal effect as if made under oath.

Signature of Officer or Director [Signature]
Date 8/29/96
Daytime Phone # (305) 757-2000
Typed or printed name of signing officer or director

P95000064267

Requestor's Name

PERFORMANCE L. VERAGES, INC.
9701 N.W. 7th Avenue
Miami, FL 33150

000002068530--5
-01/27/97--01003--019
*****87.50 *****87.50
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input checked="" type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 DEC 21 PM 12:31
RECEIVED
95 DEC 23 AM 6:36
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 6, 1997

Performanco Beverages, Inc.
9701 N.W. 7th Ave.
Miami, FL 33150

SUBJECT: GOLDEN STAR U.S., INC.
Ref. Number: P95000064267

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 997A00000550

State of Florida

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 **Golden Star US, Inc.,**
FEIN 65-0605953

SECOND: The articles of incorporation were filed on **Aug. 18, 1995**

THIRD: None of the corporations's shares have been issued

FOURTH: No debt of the corporation remains unpaid

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

SIXTH: Adoption of Dissolution: A majority of the directors authorized the dissolution.

Signed this 18 day of DEC, 1996

Signature x Charles Akiba

Charles Akiba, President
(typed)

FILED
97 JUN 21 PM 12:31
TALLAHASSEE, FLORIDA