

P96000059756

DAVID S. WILLIG, CHARTERED

International Law Office
141 NE 3rd AVE - 10th Floor
Miami, Florida 33132

Tel. (305) 687-7755

July 11, 1996


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

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-07/16/96--01038--007
*****70.00 *****70.00

Re: TOP SOLUTION, INC.

Please find enclosed an original and one copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the above named corporation, along with a check in the amount of \$70.00 to cover the filing fee and registered agent designation fee. After filing, please return a date-stamped copy of the Articles in the enclosed stamped, self-addressed envelope. Thank you for your attention to this matter.

Sincerely yours,


David S. Willig

enclosures

JUL 17 1996

BSB

FILED
96 JUL 15 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of

TOP SOLUTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

The name of this corporation is TOP SOLUTION, INC.

Article II

The mailing address of this corporation shall be, 12939 SW 133 Court, Miami, Florida 33186.

Article III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares with a value of \$1.00 per share.

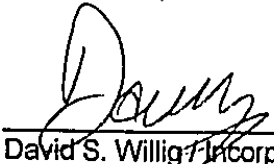
Article IV

The name and address of the initial registered agent is Roberto Enrique Baez, 12939 SW 133 Court, Miami, Florida 33186.

Article V

The name and address of the incorporator to these Articles of Incorporation is David S. Willig, 141NE 3rd AVE, 10th Floor, Miami, Florida 33132.

The undersigned has executed these Articles of Incorporation this 11th day of July, 1996.


David S. Willig, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: TOP SOLUTION, INC.
2. The name and address of the registered agent and office is:

Roberto Enrique Baez
12939 SW 133 Court
Miami, Florida 33186

Signature


(corporate officer)

Title

Incorporator

Date

July 11, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature



Date

July 11, 1996