

P97000012236
TRANSMITTAL LETTER

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

500002078085--9
-02/05/97--01038--003
****131.25 ****131.25

SUBJECT: TOPP DESIGN SYSTEMS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ODALYS KUCK - TOPP DESIGN SYSTEMS, INC.
Name (Printed or typed)

8280 NW 27 STREET, SUITE 506
Address

MIAMI, FL 33122
City, State & Zip

(305) 477-1414
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -5 PM 2:58

NOTE: Please provide the original and one copy of the articles.

g/f 2/10/97

ARTICLES OF INCORPORATION
OF
TOPP DESIGN SYSTEMS, INC.

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ARTICLE I

THE NAME OF THE CORPORATION IS TOPP DESIGN SYSTEMS, INC.,
(HEREINAFTER CALLED THE "CORPORATION")

ARTICLE II

THE ADDRESS OF THE PRINCIPAL OFFICE AND THE MAILING ADDRESS OF THE
CORPORATION IS 8280 NW 27 STREET, SUITE 506, MIAMI, FL 33122.

ARTICLE III

THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE TEN THOUSAND
(10,000) SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$0.01 PER SHARE.

ARTICLE IV

THE CORPORATION SHALL HOLD A SPECIAL MEETING OF SHAREHOLDERS
ONLY:

(1) ON CALL OF THE BOARD OF DIRECTORS OR PERSONS AUTHORIZED TO
DO SO BY THE CORPORATION'S BYLAWS; OR

(2) IF THE HOLDERS OF NOT LESS THAN 50 PERCENT OF THE PERSONS
ENTITLED TO VOTE ON ANY ISSUE PROPOSED TO BE CONSIDERED AT THE
PROPOSED MEETING SIGN, DATE, AND DELIVER TO THE CORPORATION'S
SECRETARY ONE OR MORE WRITTEN DEMANDS FOR THE MEETING DESCRIBING
THE PURPOSE OR PURPOSES FOR WHICH IT IS TO BE HELD.

ARTICLE V

THE STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE
IS 8280 NW 27 STREET, SUITE 506, CITY OF MIAMI, COUNTY OF DADE, STATE OF
FLORIDA 33122, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH
OFFICE IS DORA TOPP.

ARTICLE VI

THE BOARD OF DIRECTORS OF THE CORPORATION SHALL CONSIST OF AT
LEAST ONE DIRECTOR, WITH THE EXACT NUMBER TO BE FIXED FROM TIME TO
TIME IN THE MANNER PROVIDED IN THE CORPORATION'S BYLAWS. THE
NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS

ONE, AND THE NAME AND ADDRESS OF THE MEMBER OF THE INITIAL BOARD OF DIRECTORS, WHO WILL SERVE AS THE CORPORATION'S DIRECTOR UNTIL SUCCESSORS ARE DULY ELECTED AND QUALIFIED IS:

DAVID TOPP
8280 NW 27 STREET
SUITE 506
MIAMI, FL 33122

ARTICLE VII

THE NAME OF THE INCORPORATOR IS ODALYS P. KUCK AND THE ADDRESS OF THE INCORPORATOR IS 8280 NW 27 STREET, SUITE 506, MIAMI, FL 33122

ARTICLE VIII

THIS CORPORATION SHALL INDEMNIFY AND SHALL ADVANCE EXPENSES ON BEHALF OF ITS OFFICERS AND DIRECTORS TO THE FULLEST EXTENT NOT PROHIBITED BY LAW IN EXISTENCE EITHER NOW OR HEREAFTER.

IN WITNESS WHEREOF, THE UNDERSIGNED, BEING THE INCORPORATOR NAMED ABOVE, FOR THE PURPOSE OF FORMING A CORPORATION PURSUANT TO THE FLORIDA BUSINESS CORPORATION ACT OF THE STATE OF FLORIDA HAS SIGNED THESE ARTICLES OF INCORPORATION THIS 31ST DAY OF JANUARY, 1997.


ODALYS P. KUCK - INCORPORATOR

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED THE REGISTERED AGENT OF TOPP DESIGN SYSTEMS, INC., HEREBY ACCEPTS SUCH DESIGNATION AND IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF SUCH POSITION, AS PROVIDED IN FLORIDA STATUTES 607.0505.


DORA TOPP - REGISTERED AGENT

DATED: JANUARY 31ST, 1997

**CERTIFICATE OF DESIGNATION OF
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 TOPP DESIGN SYSTEMS, INC.

2. The name and address of the registered agent and office is:

DORA TOPP

(NAME)

8280 NW 27 STREET, SUITE 506

(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

MIAMI, FL 33122

(CITY/STATE/ZIP)

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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.

Dora Topp

(SIGNATURE)

1/31/97

(DATE)