

97000088206
Manuel Yranga
 Requestor's Name

14235 S.W. 57th Ave, #5
 Address

Miami, Fl. 33183
 City/State/Zip Phone #

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Office Use Only

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

1. *Top Express International Corporation*
 (Corporation Name) (Document #)

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

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 (Corporation Name) (Document #)

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 SECRETARY OF CORPORATIONS
 DIVISION OF CORPORATIONS
 97 OCT 13 PM 2:20

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

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

Examiner's Initials _____

D. BROWN OCT. 13 1997

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W97-22468



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 1, 1997

MANUEL YARANGA
14235 S.W. 57TH LANE, #5
MIAMI, FL 33183

SUBJECT: TOP EXPRESS INTERNATIONAL CORP.
Ref. Number: W97000022468

We have received your document for TOP EXPRESS INTERNATIONAL CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 797A00048387

TOP EXPRESS WORL WIDE CORP

6595 N.W. 36 STREET # 115

MIAMI, FL 33166

(305) 871-5598

FLORIDA DEPARTMENT OF STATE

Division of Corporation

Attn.: Mrs. Doris Brown

Tallahassee, Fl

No. REF.: W97000022468

LETTER # 797A00048387

Dear Mrs. Brown,

Enclosed please find the new Articles of Incorporation of **TOP EXPRESS WORLD WIDE CORP.** We got a telephonic confirmation that this new name is not being use for another company.

If you have any question please feel free to contact us. Our office number is (305) 871-5598.

We appreciate your help in this matter.
Very truly yours,



Manuel Yaranga



Maria L. Beltroy

**ARTICLES OF INCORPORATION FOR
TOP EXPRESS WORLD WIDE CORP.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

NAME AND PRINCIPAL PLACE OF BUSINESS OF CORPORATION

The name of the corporation shall be TOP EXPRESS WORLD WIDE CORP, 6595 N.W. 36 St. Suite 115, Miami, Fl. 33166.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledge of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 300 shares of stock, all of one class, at \$1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is 6595 N.W. 36 St. Suite 115, Miami, Fl. 33166 and the name of the registered agent at said address is Manuel Yaranga.

VI

INCORPORATOR

The name and address of the incorporator is as follows :

Manuel Yaranga
6595 N.W. 36 St. Suite # 115
Miami, Florida 33166

VII

BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one. The names and addresses of the initial Directors of this corporation are :

Manuel Yaranga 6595 N.W. 36 St. Suite 115 , Miami, Fl. 33166.
Maria L. Beltroy 6595 N.W. 36 St. Suite 115, Miami, Fl. 33166.

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

INDEMNIFICATION

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

XI

PREEMPTIVE RIGHTS

Each Shareholder of the Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in the Corporation that may from time to time be issued (whether or not presently authorized) including shares from the treasury, in the ratio that the number of shares it holds at time of issue bears to the total number of shares outstanding, exclusively of treasury shares. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares or other securities preempted within thirty (30) days of receipt of a notice in writing from the Corporation stating the price, terms and conditions of the issue of the shares and inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the Shareholders to the Corporation within thirty (30) days of receipt of the notice from the Corporation.

XII

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

XIII

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article of Incorporation in the State of Florida this 07 day of October, 1997



Manuel Yaranga
Incorporator



Maria L. Beltroy
Incorporator

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF
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 EXPRESS WORLD WIDE CORPORATION
2. The name and address of the registered agent and office is :

MANUEL YARANGA
6595 N.W. 36 STREET # 115
MIAMI, FL 33166
(305)871-5598

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 provision 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.



MANUEL YARANGA

October 07, 1997