

TRANSMITTAL LETTER

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

700002683017--7
-11/09/98--01043--018
*****75.00 *****75.00

SUBJECT: _____

(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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: _____

JOSE A. PEREZ
6317 S.W. 11 ST.
MIAMI, FL 33144

City, State & Zip

Daytime Telephone number

98 NOV -9 PM 12:52
FILED
DEPT. OF STATE
TALLAHASSEE, FLORIDA

NOV. 13 1998
[Signature]

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

CERTIFICATE OF INCORPORATION
OF

TOPS MEAT, SEAFOOD AND DRINKS, INC.

FILED
98 NOV -9 PM 12:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation; and to that end we do, by this Certificate, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the Corporation) is :

TOPS MEAT, SEAFOOD AND DRINKS, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to make and perform contracts of any kind and description, and

attaining any of the objects of the Corporation, to do and perform any other act or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

ARTICLE III

The stock of this Corporation shall be divided into ONE THOUSAND SHARES (1,000) shares of stock of the par value of FIVE DOLLARS (\$ 5.00) per share, all of one class, namely , Common Stock. and having an aggregate par value of FIVE THOUSAND DOLLARS (\$ 5,000.00). All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock; at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be no less than (\$ 500.00)-----

(FIVE HUNDRED DOLLARS) -----

ARTICLE V

The principal place of business of the Corporation shall be at
10265 S.W. 70th. Street
Miami, Florida 33173

And the Mailing Address should be at :

6317 S.W. 11th. Street
Miami, Florida 33144

with the privileges of having branches offices within and without the State of Florida.

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The names and post office address of the First Board of Directors and Officers of the Corporation, who shall hold office for the first year or until their successors are chosen shall be:

Antonio Martinez-Malo
10265 S.W. 70 Street
Miami, Florida 33173 P.S.T.D.

ARTICLE VIII

The number of directors of the Corporation shall be at least ONE, but no more than FIVE

ARTICLE IX

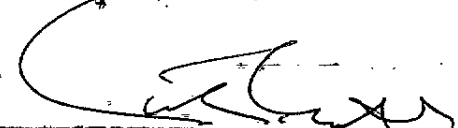
The name and post office address of the subscribers and the number of shares of stock that takes are:

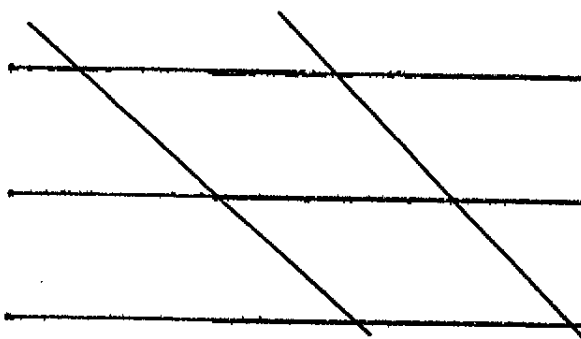
Antonio Martinez-Malo
10265 S.W. 70 Street
Miami, Florida 33173

100 SHARES

all of the proceeds of which will amount to at least:
FIVE HUNDRED DOLLARS (\$ 500.00)

IN WITNESS WHERE , I Have Hereunto set my hands and
seals, and acknowledge to be filled in the office of
the Secretary of State the foregoing Certificate of
Incorporation, this 5th day of Nov., 1998

X  SEAL
ANTONIO MARTINEZ-MALO

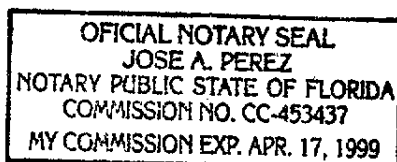
 SEAL
SEAL
SEAL

COUNTY OF DADE
S S
STATE OF FLORIDA

BEFORE ME, The undersigned authority, duly
authorized to administer oaths and take acknowledgments,
personally appeared ANTONIO MARTINEZ-MALO -----

and HE acknowledged before me that HE signed the fore-
going Certificate of Incorporation for the purpose therein
estimated.

WITNESS by my hand and official seal at the city of
Miami, County of Dade, State of Florida this 5th. day
of November 1998




NOTARY PUBLIC

TOPS MEAT, SEAFOOD AND DRINKS, INC.

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That TOPS MEAT, SEAFOOD AND DRINKS, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation at City of MIAMI County
of DADE (City) State of FLORIDA
(County) (State)
has named JOSE A. PEREZ
(Name of Resident Agent)
located at 6317 S.W. 11th. Street 33144
(Street address and number of building,
Post Office Box address not acceptable)
City of MIAMI County of DADE
(City) (County)
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said
office.

By Jose A. Perez
Signature
(resident agent)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOV -9 PM 12:52

FILED