

P98000105441

TRANSMITTAL LETTER

FILED

98 DEC 21 AM 9:43

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT:

TOP RANKING LEATHER CRAFT CREATIONS, Inc

~~TOP RANKING, Inc~~

(Proposed corporate name - must include suffix)

500002707785--3

-12/09/98-01095-012

131.25 *87.50

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: CASWALL A. HART, ESQ.

Name (Printed or typed)

P.O. BOX 310051, BRICKELL AVENUE STATION

Address

MIAMI, FLORIDA 33231

City, State & Zip

305-893-4467

Daytime Telephone number

AUTHORIZATION BY PHONE TO
CORRECT

DATE

DO NOT SIGN

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 10, 1998

CASWALL A. HART, ESQ.
P O BOX 310051, BRICKELL AVENUE STATION
MIAMI, FL 33231

SUBJECT: TOP RANKING, INC.
Ref. Number: W98000027723

We have received your document for TOP RANKING, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 898A00058428

LAW OFFICES OF
CASWALL A. HART
P.O. BOX 310051
BRICKELL POSTAL STATION
MIAMI, FLORIDA 33231-0051
TELEPHONE: 305-895-7930 FACSIMILE: 305-895-7930

Wednesday 16th December, 1998

MS. PAMELA HALL
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 33314

Via Certified Mail - Return Receipt
Requested: Article No. Z 171 684 648

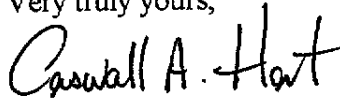
Subject: TOP RANKING LEATHER CRAFT CREATIONS, INC.
Ref. Number: W98000027723

Dear Ms. Hall:

Pursuant to your attached letter, and to resolve the name conflict with the existing corporation, TOP RANK, INC., the name of the subject corporation is hereby changed to TOP RANKING LEATHER CRAFT CREATIONS, INC. TOP RANKING, INC. was the name submitted previously.

I have substituted the new name in all appropriate places of the enclosed Articles of Incorporation and I am resubmitting same for filing, as you have instructed.

Very truly yours,



Caswall A. Hart, Esq.

ARTICLES OF INCORPORATION
OF

FILED

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TOP RANKING LEATHER CRAFT CREATIONS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, subscribers to these Articles of Incorporation, natural persons competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation is:

TOP RANKING LEATHER CRAFT CREATIONS, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation shall have the unlimited power to engage in any activity or business permitted under the Laws of the United States of America and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation shall have the authority to issue is Five Hundred (500) shares of Common Stock, having par value of \$1.00 each.

ARTICLE IV. TERM OF EXISTENCE

The Corporation is formed to exist perpetually.

ARTICLE V. REGISTERED AGENT(S) INITIAL REGISTERED OFFICE

The Registered Agents and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

DENNIS BARTON
900 NORTHWEST 103 STREET
MIAMI, FLORIDA 33150

The principal address is the same.

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR(S)

The names of the initial directors of this Corporation and street address are:

NATHANIEL MAYNARD and ALTHEA MAYNARD
P.O. BOX 3010
OLD PALM ROAD
ST. JOHNS, ANTIGUA W.I.

The persons named as initial directors shall hold office for the first year of existence of the Corporation or until a successor is elected or appointed and qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS

The names and street address of the persons signing these articles of incorporation as the Incorporators are:

NATHANIEL MAYNARD and ALTHEA MAYNARD
P.O. BOX 3010
OLD PALM ROAD
ST. JOHNS, ANTIGUA W.I.

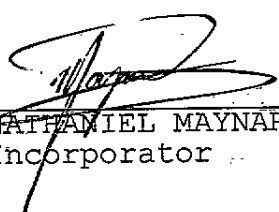
ARTICLE IX. AMENDMENTS


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

OPTIONAL PROVISIONS

1. NATHANIEL MAYNARD and ALTHEA MAYNARD have the right to maintain an ownership percentage in this Corporation by purchasing at least 51% of any new stock issues. This right is set forth and reserved in these Articles of Incorporation, pursuant to S. 607.0630(4) of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 12th day of November, 1998.


NATHANIEL MAYNARD
Incorporator


ALTHEA MAYNARD
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF MAIMI-DADE)

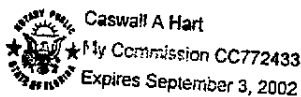
BEFORE ME, the undersigned authority, a Notary Public authorized to take acknowledgements in the State of Florida and the County set forth above, personally appeared

NATHANIEL MAYNARD and ALTHEA MAYNARD

known to me to be the persons described in and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12th day of November 1998.


Signature of Notary Public



Printed, typed or stamped name of
Notary Public:

Serial Number:

My Commission expires:

Notary Public, State of Florida.

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND
REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. § 607.0501, 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 RANKING LEATHER CRAFT CREATIONS, INC.
2. The name and address of the Registered Agent and office to accept service of process in the State of Florida is:


DENNIS BARTON
900 NORTHWEST 103 STREET
MIAMI, FLORIDA 33150

3. The street address of the Registered Office and the street address of the Registered Agent are identical.


NATHANIEL MAYNARD
President & C.E.O

ACKNOWLEDGEMENT:

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.


DENNIS BARTON,
REGISTERED AGENT.
Thursday 12th November, 1998.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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