

Charter Number Only

PAID 47755

VALIDATION ONLY

Requestor's Name
Oliver J. Langh
Address
815 Ponce de Leon Blvd
Coral Gables, FL 33134
City State ZIP Phone

000002886880--0
-05/26/99--01039--009
*****78.75 *****78.75

CORPORATION(S) NAME

TCC TOP CHOICE USA, INC.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail |

Name	
Availability	
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Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

Cert. COPY.

RECEIVED
MAY 26 11:00 AM '99
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

TCC Top Choice USA, INC.

FILED
99 MAY 26 AM 11:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

TCC Top Choice USA, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Articles of Incorporation
TCC Top Choice USA, Inc.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is **ONE THOUSAND (1,000) SHARES** of common stock with no par value.

ARTICLE FIVE

The street address of the initial office of the Corporation is:

Oliver J. Langstadt
815 Ponce de Leon Boulevard
Second Floor
Coral Gables, Florida 33134

The name of the initial Registered Agent is:

OLIVER J. LANGSTADT, ESQUIRE

The address of the Registered Agent is:

815 Ponce De Leon Boulevard
Second Floor
Coral Gables, Florida 33134

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each initial Director/Officer of the Corporation are as follows:

Dieter Babbel
President/Secretary
Baldurstrasse 17
51107 Cologne, Germany

Articles of Incorporation
TCC Top Choice USA, Inc.

Patricia Seifert
Vice President/Treasurer
Baldurstrasse 17
51107 Cologne, Germany

ARTICLE SEVEN

The name and address of the incorporator is as follows:

Oliver J. Langstadt
815 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

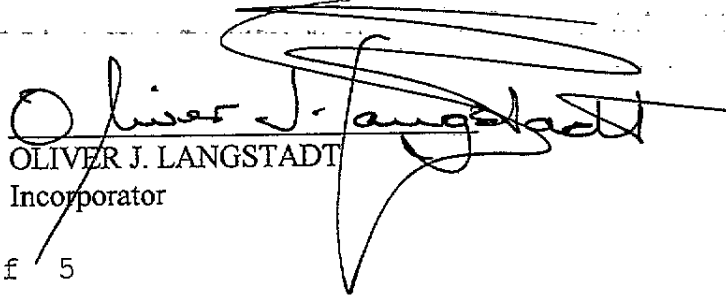
ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation
on this 25 day of MAY, 1999.


OLIVER J. LANGSTADT
Incorporator

Articles of Incorporation
TCC Top Choice USA, Inc.

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 25 day of May, 1999, by OLIVER J. LANGSTADT, who personally appeared before me at the time of notarization.



NELDA CODORNIU
My Commission CC539480
Expires Mar. 12, 2000

NOTARY PUBLIC-STATE OF FLORIDA

Sign [Signature]

My commission expires:

Print Nelda Codorniu

Personally Known ☒ or Produced Identification _____
(Type of Identification Produced _____)

These Articles were prepared by:

OLIVER J. LANGSTADT, ESQUIRE
815 Ponce De Leon Boulevard
Second Floor
Coral Gables, Florida 33134
Tel: 305-461-5667
Fax: 305-461-4885

Articles of Incorporation

TCC Top Choice USA, Inc.

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, 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.

DATED this 25 day of MAY, 1999.


OLIVER J. LANGSTADT, ESQUIRE
Registered Agent

FILED
99 MAY 26 AM 11:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA