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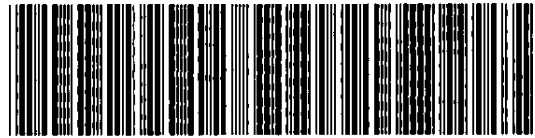
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2009 JUN 15 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Dureh JUN 16 2009

**STATE of FLORIDA
ARTICLES of INCORPORATION
A NOT FOR PROFIT CORPORATION**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I.

The name of this corporation is SONHHA, INC.

ARTICLE II.

The address of the principal office and mailing address of the corporation shall be 1213 Glynn Archer, Jr., Lot B, Key West, FL 33040.

ARTICLE III.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation is specifically organized to provide an organization for the Haitian community to provide help to our people in Haiti.

ARTICLE IV.

The manner in which the directors are elected or appointed shall be specified in the bylaws of the corporation.

ARTICLE V.

The names and addresses of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

Wilson Chery
1213 Glynn Archer, Jr., Lot 104
Key West, FL 33040

Renel Nelson
1213 Glynn Archer, Jr., Lot B
Key West, FL 33040

Patrick Durand
1213 Glynn Archer, Jr., Lot 277
Key West, FL 33040

Nicolas Frantz
1213 Glynn Archer, Jr., Lot 271
Key West, FL 33040

ARTICLE VI.

The initial registered agent and street address of the corporation in Florida shall be USA-RA LLC at 841 Prudential Drive, 12th Floor, Jacksonville, FL 32207.

ARTICLE VII.

The name and address of the incorporator is Marsha Siha at 10943 Mayfield Road, Houston, TX 77043.

ARTICLE VIII.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX.

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent provided by the laws of the State of Florida now or hereafter in force, including the advance of expenses under the procedures provided by such laws.

Date: May 18, 2009

IN WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act.

I HEREBY CONSENT to my designation in this document as registered agent for this corporation.

SIGNATURE OF INCORPORATOR:

SIGNATURE OF REGISTERED AGENT:

By: Marsha Siha
Marsha Siha, Incorporator

By: Kyle Lavender
Kyle Lavender, Registered Agent
Managing Member, USA-RA, LLC

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