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J. STARRS AUG 23 2011
11-41737

COVER LETTER

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

SUBJECT: GANESHA USA INC.
(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
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Vik Parti, The Law Office of Vik Parti PA
Name (Printed or typed)

7380 Sand Lake Road Suite 500
Address

Orlando, Florida 32819
City, State & Zip

321-297-8756
Daytime Telephone number

vparti@partipa.com
E-mail address: (to be used for future annual report notification)

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

FILED
AUG 22 AM 9:46
TALLAHASSEE FL 32312
DEPARTMENT OF STATE

Articles of Incorporation
of
GANESHA CONSCIOUSNESS INC.

FILED
AUG 22 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Laws of The State of Florida Chapter 617 of the Florida Statutes (F.S.), do hereby certify:

Article I - NAME

The name of the Corporation shall be GANESHA CONSCIOUSNESS INC.

Article II - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 20 Timbercreek Pine Circle, Winter Garden, Florida 34787 and the mailing address is 20 Timbercreek Pine Circle, Winter Garden, Florida 34787.

Article III - PURPOSE

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.

Article IV - LIMITATIONS

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 Article Third hereof. 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.

Article V - DISSOLUTION

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 VI - DIRECTORS

The corporation's Directors shall be elected by a majority vote of the Members of this corporation. The corporation's first Board of Directors shall be comprised of the following natural persons:

Arthur Baker Jr.
Shashi Y. Yoganand M.D.
Ganesh Gajadhar Sukul
Devina Baboolall
Sharmilee Gajadhar Sukul

Article VII - OFFICERS

The corporation's Officers shall be elected by a majority vote of the Directors of this corporation. The corporation's Officers shall be the following:

| | |
|-----------------|--------------------------|
| President: | Ganesh Gajadhar Sukul |
| Vice-President: | Ramanand Gajadhar Sukul |
| Vice-President: | Arthur Baker Jr. |
| Secretary: | Ganesh Gajadhar Sukul |
| Treasurer: | Sharmilee Gajadhar Sukul |

Article VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the Registered agent and the Initial Registered Address of this corporation shall be:

Registered Address: 7380 Sand Lake Road Suite 500, Orlando, FL 32819

Registered Agent: Vikas Parti, Pres
The Law Office of Vik Parti, P.A.
7380 Sand Lake Road Suite 500, Orlando, FL 32819

Article IX - Incorporator

The name and address of the incorporator of this business is:

Vikas Parti
7380 Sand Lake Road
Suite 500
Orlando, Florida 32819

ARTICLE X - DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

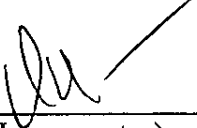
ARTICLE XI - INDEMNIFICATION

This corporation has agreed to a covenant not to file suit and to additionally indemnify and hold harmless its current directors and officers of this corporation in recognition of their need for protection against personal liability in order to induce the Directors and Officers of this corporation to serve or continue to serve the Corporation in an effective manner, and, in the case of directors and officers, to supplement or replace the Corporation's directors' and officers' liability insurance coverage. The corporation will indemnify of the said Directors and Officers to the fullest permissible extent under the laws of the State of Florida. Indemnifiable events will include any event or occurrence, occurring prior to or after the date of the Indemnification Agreement, related to the fact that Indemnitee is or was a director, officer, employee, trustee, agent or fiduciary of the Company, or is or was serving at the request of the Company as a director, officer, employee, trustee, agent or fiduciary of another corporation, partnership, joint venture, limited liability company, employee benefit plan, trust or other enterprise, or by reason of anything done or not done by Indemnitee, including, but not limited to, any breach of duty, neglect, error, misstatement, misleading statement, omission, or other act done or wrongfully attempted by Indemnitee, or any of the foregoing alleged by any claimant, in any such capacity.

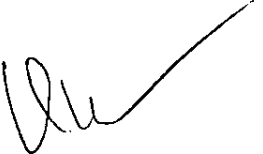
ARTICLE XII - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of the State of Florida.

In witness whereof, I have hereunto subscribed my name and filed the foregoing Articles of Incorporation under the law of the State of Florida.


_____, Date: 08/12/2011
Vikas Parti (Incorporator)

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


_____, Date: 08/12/2011
Signature of **Vikas Parti**
Registered Agent.

FILED
2011 AUG 22 AM 9:46
CLERK OF STATE
TALLAHASSEE, FLORIDA