

POS000150336

Kasimu Henry

(Requestor's Name)

5408 Touraine Dr.

(Address)

(Address)

Tallahassee, FL 32308 850 878-2198

(City/State/Zip/Phone #)

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Henry International Group, Inc.

(Business Entity Name)

(Document Number)

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ARTICLES OF INCORPORATION

OF

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The undersigned Incorporators hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.

Name and Principal Office

The name of the corporation shall be Henry International Group Inc.  
The principal place of business of this Corporation shall be  
1307 Miccosukee Road Suite B 32308 , Tallahassee, Florida.

ARTICLE II.

Nature of Business

The corporation may engage in any activity or business permitted under the laws of the United States of the State of Florida.

ARTICLE III.

Stock

The authorized capital stock of this corporation shall consist of one hundred thousand (100,000) shares of Common Stock with a par value of One Dollar ( \$1.00 ) per share. The stock of the corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value.

ARTICLE IV.

Powers

This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V.

Incorporator ..

The name and street address of the Incorporators of this Corporation are as follows:

Maria Henry: 5408 Touraine Drive 32308  
Khary Henry: 5408 Touraine Drive 32308  
Kasimu Henry: 5408 Touraine Drive 32308  
Kebreab Henry: 5408 Touraine Drive 32308

ARTICLE VI.

Term of Corporate Existence

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.

Address of Registered Office and Registered Agent

The street address of the initial registered office of this corporation in the State of Florida shall be 1307 Miccosukee Road Tallahassee, Florida. The name of the initial registered agent of the corporation at the above address shall be Maria Henry. The Board of Directors may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

ARTICLE VIII.

Number of and Election of Directors

This corporation shall have at least three- (3) directors. The number of directors may be increased or decreased from time to time in accordance with the by-law adopted by the shareholder. The initial Board of Directors shall be comprised of the following:

Name	Address
Maria Henry	5408 Touraine Drive, Tallahassee, Fl
Lionel Henry	5408 Touraine Drive, Tallahassee, Fl
Khary Henry	5408 Touraine Drive, Tallahassee, Fl
Kasimu Henry	5408 Touraine Drive, Tallahassee, Fl
Kebreab Henry	5408 Touraine Drive, Tallahassee, Fl

**ARTICLE IX.**  
**Officers**

The corporation shall have a Chairman of Board, CEO, and a President, and may have additional and assistant officers including, without limitation thereto, one or more President, Vice-presidents, Assistant Secretaries, and Assistant Treasurers as established in accordance with the by-law adopted by the shareholder. A person may hold more than one office. The names and addresses of the initial officers are as follows:

**Chairman**

- 1) Name: Maria Henry  
Address: 5408 Touraine Drive

**CEO(s)**

- 1) Name: Khary Henry  
Address: 5408 Touraine Drive
- 2) Name: Kasimu Henry  
Address: 5408 Touraine Drive

**President**

- 2) Name: Kebreab Henry  
Address: 5408 Touraine Drive

**ARTICLE X.**

**Transactions in which Directors or Officers are Interested:**

A. No contract or other transactions between the Corporation and one or more of its directors or officers, or between the corporation and any other corporation, firm, or entity in which one or more of the of the corporation's directors or officers are directors and officers or have a financial interest, shall be void or voidable solely because of such relationship or interest, or solely because such director or directors is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:

1. The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested director or directors; or

2. The fact of such relationship or interest is disclose or known to the shareholders entitled to vote thereon, and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

3. The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board of Directors, a committee thereof, or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

#### **ARTICLE XI.**

##### **Indemnification of Directors and Officers**

The corporation hereby indemnifies any director, officer, employee, or agent of the corporation to the fullest extent permitted under Section 607.0850, Florida Statutes, as from time to time amended; or such further extent as provided for in the by-laws of the corporation.

**ARTICLE XII.**

**Financial Information**

The corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its shareholders, nor shall the corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each year hereafter unless a resolution to the contrary has been adopted by the shareholders.

**ARTICLE XIII.**

**Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporators to the foregoing Articles of Incorporation of Henry International Group Inc., has executed these Articles or Incorporation this 3rd day of November, 2005.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
By: Maria Henry, Khary Henry, and Kasimu Henry  
Its: Chairman, and Chief Executive Officers

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing Articles of Incorporation of  
Henry International Group , Inc. were acknowledged before me  
this 4th day of November, 2005, by  
Maria Henry, Chairman, and  
Khary Henry and Kasimu Henry, Chief Executive Officers  
of Henry International Group Inc.

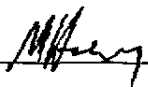
\_\_\_\_\_  
Notary Public

State of Florida at Large

My commission expires:

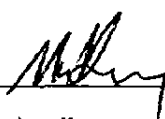
CERTIFICATE DESIGNATE REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted: Henry International Group Inc. desiring to organize as a corporation under the laws of the State of Florida, has designated 1307 Miccosukee Rd Suite B, Tallahassee, Florida as its initial registered office and has named Maria Henry, located at said address, as its initial registered agent.

  
\_\_\_\_\_  
Maria Henry  
Chairman

Date: 11/10

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

  
\_\_\_\_\_  
Maria Henry  
Chairman

Date: 11/10

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