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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VA

TRANSMITTAL LETTER

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

SUBJECT: SUHA Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Harry Hensler
Name (Printed or typed)

114 Shady Branch Trail
Address

Ormond Beach, Florida, 32174
City, State & Zip

386-676-1117
Daytime Telephone number

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

ARTICLES OF INCORPORATION

For Profit

In compliance with the requirements of Chapter 607, F.S., and for the purposes of forming a for-profit business corporation in Florida, the undersigned desire to form a corporation according to the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA

1. **Corporate Name**

The name of the corporation is SUHA Inc. (the "Corporation").

2. **Purpose**

Manufactures, Wholesales.

3. **Registered Office and Registered Agent**

The street address of the initial registered office is 114 Shady Branch Trail, Ormond Beach, Florida, 32174.
The name of the initial Registered Agent at this Registered Office is Harry Hensler.

4. **Street Address of the Principal Office**

The street address of the principal office is 226 N. Nova Road, Ormond Beach, Florida, 32174.

The mailing address of the principal office is the same as the street address.

5. **Initial Directors**

The initial board of directors will consist of two directors (individually the "Director" and collectively the "Directors"). The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are set out below.

Name	Title	Address	City	State	Zip Code
Harry Hensler	Director	114 Shady Branch Trail	Ormond Beach	Florida	32174
Susann Hensler	Director	114 Shady Branch Trail	Ormond Beach	Florida	32174

6. **Authorized Capital**

The aggregate total number of all shares that the Corporation is authorized to issue is 1500.

Class A Shares

The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 1500 shares and each share will have no par value.

The Class A voting, non-cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:

- a. The holders of Class A shares will be entitled to receive, as and when declared by the Directors out of the monies of the Corporation properly applicable to the payment of dividends, non-cumulative, cash dividends, at the rate to be set by the Directors.
- b. The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation and fix the rights, privileges, restrictions, limitations and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.
- c. The holders of Class A shares will be entitled to one vote for each Class A share held, and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.
- d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of the assets of the Corporation.

7. **Restrictions on Transfer and Other Rules**

7. Restrictions on Transfer and Other Rules

No shares of stock in the Corporation will be transferred without the approval of the Directors of the Corporation either by a resolution of the Directors passed at a Directors meeting or by an instrument or instruments in writing signed by all of the Directors.

Any invitation to the public to subscribe to any class of shares of the Corporation is prohibited.

8. Preemptive Rights

The shareholders of the Corporation have the preemptive right to purchase any new issue of shares in proportion to their current equity percentage. A shareholder may waive any preemptive right. Any waiver by a shareholder does not affect any future preemptive rights of that shareholder.

9. Amend or Repeal Bylaws

After the adoption of the initial bylaws, both the Directors and the shareholders of the Corporation will have the authority to adopt, amend and repeal the bylaws of the Corporation. In adopting, amending or repealing a bylaw the shareholders may expressly provide that the Directors may not adopt, amend or repeal that bylaw. The power of the Directors is subordinate to the power of the shareholders to adopt, amend, or repeal bylaws.

10. Cumulative Voting

In an election of Directors, each shareholder's number of votes will be calculated by multiplying the number of voting shares they are entitled to cast by the number of Directors being elected. The shareholder may cast their total votes for a single Director or may distribute them among two or more Directors, as the shareholder sees fit.

11. Indemnification of Officers, Directors, Employees and Agents

The Directors, officers, employees and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Directors, officers, employees and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or the breach by the individual of any provisions of this Agreement.

12. Limitation of Liability

The Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all acts or omissions involving fraud or intentional wrongdoing.

13. Effective Date of Filing

This document will become effective on the date of filing.

14. Consent of Appointment by Registered Agent

Having been named as Registered Agent to accept service of process for the above named corporation at the place designated in this Articles of Incorporation, I am familiar with and accept the obligations of the appointment as Registered Agent and agree to act in this capacity.

Consenting Agent's Signature:

Printed Name:

Date:


Harry Hensler

06/03/2008

15. Incorporators

The names and addresses of the incorporators of SUHA Inc. are set out below.

Name	Address	City	State	Zip Code
Harry Hensler	114 Shady Branch Trail	Ormond Beach	Florida	32174
Susann Hensler	114 Shady Branch Trail	Ormond Beach	Florida	32174

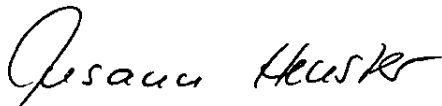
16. Execution

We, the undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do make, file and record this document, and do certify that the facts stated in this document are true, and We have accordingly set our hands to this document this 03day of June, A.D. 2008.

BY:



Harry Hensler (Incorporator)



Susann Hensler (Incorporator)

17. Filer Contact Information

In case of filing difficulties, please contact:

Name of Filer: Harry Hensler

Telephone Number: 386-676-1117

Address: 114 Shady Branch Trail, Ormond Beach, Florida, 32174

E-mail Address: info@superwipper.com

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