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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01-62-5
2010

COVER LETTER

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

SUBJECT: HEAD WIND POWER, 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: KENNETH W. LOWE
Name (Printed or typed)

2586 COY HINSON RD.
Address

BONIFAY FL 32425
City, State & Zip

850-548-5204
Daytime Telephone number

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

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

**ARTICLES OF INCORPORATION
OF
HEAD WIND POWER, INC.**

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2010 APR 28 P 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is HEAD WIND POWER, INC.

ARTICLE II - ADDRESS

The principal place of business and mailing address of the Corporation is:

HEAD WIND POWER, INC.
2586 Coy Hinson Road
Bonifay, FL 32425

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose for which the corporation is organized is to engage in and operate a business for the purpose of researching, developing, manufacturing and selling products that are energy systems and other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be a single class of common stock of a par value of \$3,500.00.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principle office and the initial registered office of this corporation is 2586 Coy Hinson Road, Bonifay, Florida 32425, and the name of the initial registered agent of this corporation at that address is Jamie Lowe.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

(1) KEN LOWE
2586 Coy Hinson Road
Bonifay, FL 32425

(2) JAMIE LOWE
2586 Coy Hinson Road
Bonifay, FL 32425

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

JAMIE LOWE
2586 Coy Hinson Road
Bonifay, FL 32425

ARTICLE X - EXAMINATION OF CORPORATE RECORDS

The Board of Directors from time to time shall determine whether and to what extent, and at which times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to the inspection of the shareholders, and no shareholder shall have the right to inspect any document of the corporation, except as conferred by the statute of authorization by the Board of Directors, or by resolution by the shareholders.

ARTICLE XI - OFFICERS NOT REQUIRED TO BE SHAREHOLDERS

No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the corporation is or are interested in, or is a director or officer, or are directors or officers, of such other corporation, and any Director or Directors, individually or jointly, may be a party or parties to, or may be interested in, any such contract or transaction of the corporation, or in which the corporation is interested, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from his contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in anywise be interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

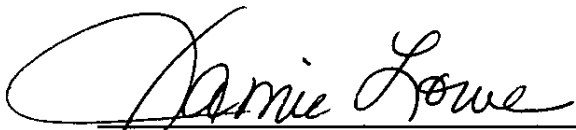
ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by the law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th of April, 2010.


JAMIE LOWE

STATE OF FLORIDA)
COUNTY OF HOLMES)ss

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JAMIE LOWE, who by me being duly sworn, who is personally known to me and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid,

(SEAL)



Stephanie Foskey

NOTARY PUBLIC

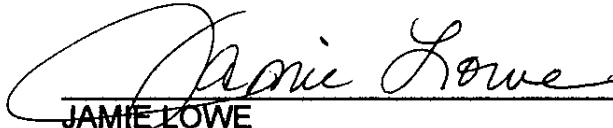
CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0502, Florida Statutes; the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the Corporation is HEAD WIND POWER, INC.
2. The name and address of the Registered Agent and office is:

JAMIE LOWE
2586 Coy Hinson Road
Bonifay, Florida 32425

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

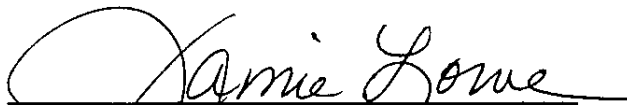


JAMIE LOWE

Title: Incorporator/Director

Date: April 27, 2010

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.



JAMIE LOWE

Registered Agent

Date: April 27, 2010