

**Electronic Articles of Incorporation
For**

P04000017127
FILED
January 23, 2004
Sec. Of State

SHEARS MEMBERSHIP CLUB INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SHEARS MEMBERSHIP CLUB INC.

Article II

The principal place of business address:

908 KINGSCOTE COURT
SAFETY HARBOR, FL. 34695

The mailing address of the corporation is:

908 KINGSCOTE COURT
SAFETY HARBOR, FL. 34695

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

SONDRA CAVANAUGH
908 KINGSCOTE COURT
SAFETY HARBOR, FL. 34695

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SONDRA CAVANAUGH

Article VI

The name and address of the incorporator is:

SONDRA CAVANAUGH
908 KINGSCOTE COURT
SAFETY HARBOR, FLORIDA 34695

Incorporator Signature: SONDRA CAVANAUGH

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CAVANAUGH SONDRA
908 KINGSCOTE COURT
SAFETY HARBOR, FL. 34695

Title: VP
CAVANAUGH SEAN
908 KINGSCOTE COURT
SAFETY HARBOR, FL. 34695

Article VIII

The effective date for this corporation shall be:

01/22/2004