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MERGER OR SHARE EXCHANGE
HEAVY EARTH RESOURCES, INC.

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Share Exchange

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ARTICLES OF SHARE EXCHANGE**BETWEEN**

DEEP CORE INC.
(a Cayman Islands exempt company)

AND

HEAVY EARTH RESOURCES, INC.
(a Florida corporation)

Deep Core Inc., a corporation duly organized and existing under the laws of the Cayman Islands ("Deep Core"), and Heavy Earth Resources, Inc., a corporation duly organized and existing under the laws of the State of Florida ("Heavy Earth"), do hereby certify that:

ARTICLE ONE: Share Exchange. Heavy Earth agrees to acquire all of the issued and outstanding shares in Deep Core, and Deep Core agrees to have such shares acquired by Heavy Earth (the "Share Exchange"), pursuant to the terms and conditions of the plan of share exchange described in Article Five below. As of May 3, 2012 (the "Effective Date"), Deep Core shall become a wholly-owned subsidiary of Heavy Earth.

ARTICLE TWO: Incorporation. Deep Core was incorporated under the laws of the Cayman Islands on March 29, 2011. Heavy Earth (formerly Swinging Pig Productions, Inc.) was incorporated under the laws of the State of Florida on June 25, 2004.

ARTICLE THREE: Manner of Adoption and Vote of Deep Core. The terms and conditions of the Share Exchange were authorized and approved by Deep Core in the manner and by the vote required by its charter documents and the laws of the Cayman Islands. The manner of approval was as follows: The Board of Directors of Deep Core authorized and approved the Share Exchange by unanimous written consent dated May 1, 2012, signed by all members of the Board of Directors.

ARTICLE FOUR: Manner of Adoption and Vote of Heavy Earth. The terms and conditions of the Share Exchange were authorized and approved by Heavy Earth in the manner and by the vote required by its Articles of Incorporation and the laws of the State of Florida. The manner of such approval was as follows: The Board of Directors of Heavy Earth authorized and approved the Share Exchange by unanimous written consent dated May 1, 2012, signed by all members of the Board of Directors entitled to vote thereon.

ARTICLE FIVE: Plan of Share Exchange. The plan of share exchange is as follows:

- (a) The name of the corporation the shares of which are being acquired is Deep Core. The name of the corporation which is acquiring Deep Core's shares is Heavy Earth.
- (b) Deep Core shall exchange all of its shares then issued and outstanding in accordance with the applicable provisions of the Cayman Islands Companies Law and the terms and conditions set forth in that certain Share Exchange Agreement, dated May 3, 2012 (the "Share Exchange Agreement"), by and among Heavy Earth, Deep Core, and the sole stockholder of Deep Core.

- (c) The manner and basis of exchanging the shares of Deep Core to be acquired by Heavy Earth is as follows: on the Effective Date, each share of Common Stock, par value \$.001 per share, of Deep Core (the "Deep Core Common Shares") which is then issued and outstanding shall, upon delivery of a stock certificate evidencing the Deep Core Shares, duly endorsed for transfer by the holder thereof, be exchanged for 250,000 shares of common stock of Heavy Earth, as set forth in the Share Exchange Agreement.

IN WITNESS WHEREOF, each of the undersigned, being the Chief Financial Officer of Deep Core and the Chief Executive Officer of Heavy Earth, hereby executes these Articles of Share Exchange and verifies, subject to penalties of perjury, that the statements contained herein are true, this 3rd day of May, 2012.

DEEP CORE INC.,
a Cayman Islands exempt company

By: 

Anthony Ives
Its: Chief Financial Officer

HEAVY EARTH RESOURCES, INC.,
a Florida corporation

By: 

Grant W. Draper
Its: Chief Executive Officer