

**Electronic Articles of Incorporation
For**

**P08000082457
FILED
September 08, 2008
Sec. Of State
bmcknight**

SHEARING US HOLDINGS, 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:

SHEARING US HOLDINGS, INC.

Article II

The principal place of business address:

4651 SHERIDAN STREET
SUITE 335
HOLLYWOOD, FL. US 33021

The mailing address of the corporation is:

4651 SHERIDAN STREET
SUITE 335
HOLLYWOOD, FL. US 33021

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:

1000

Article V

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

ROBERT S LECHTER
4651 SHERIDAN STREET
SUITE 335
HOLLYWOOD, FL. 33021

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

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Registered Agent Signature: ROBERT S. LECHTER

Article VI

The name and address of the incorporator is:

CARMEN J. LEIVA
C/O GREENBERG TRAUIG
1221 BRICKELL AVENUE
MIAMI, FLORIDA 33131

Incorporator Signature: CARMEN J. LEIVA