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From: Account Name : LAW OFFICE OF TIMOTHY C. SCHJLER
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FLORIDA PROFIT/NON PROFIT CORPORATION

Shearer Holdings, Inc.

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ARTICLES OF INCORPORATION

OF

SHEARER HOLDINGS, INC.

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is SHEARER HOLDINGS, INC., and its principal office or mailing address is 8311 - 63RD Way North, Pinellas Park, Florida 33781.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8311 - 63RD Way North, Pinellas Park, Florida 33781, and the name of the initial registered agent is Edwin L. Shearer, Jr.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

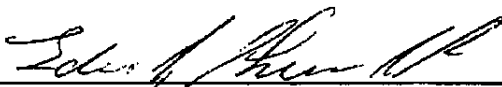
NAME	ADDRESS
Edwin L. Shearer, Jr.	8311 - 63 RD Way North Pinellas Park, Florida 33781

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ARTICLE 12: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned (have/has) executed these Articles of Incorporation this 30 day of December, 2008.

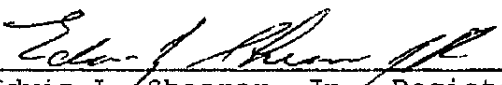

Edwin L. Shearer, Jr.

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 30 day of December, 2008.


Edwin L. Shearer, Jr., Registered Agent

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