

SHAREHOLDERS AGREEMENT FOR

Consumer USA

A Delaware CLOSE CORPORATION

The following agreement controls the business affairs of the close corporation and the relations among the shareholders. In the event an issue arises that has not been addressed by this agreement, the Consumer USA Corporation Code will apply.

Executed this 21st of May 2011 by the following persons, all of whom are subscribers to the corporation's shares or agree to become a holder of its shares.

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Charles Stuart

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Harry Miller

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John Black