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**PEBBLEBROOK HOLDINGS, INC.**

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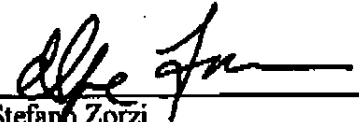
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**RESIGNATION OF OFFICER AND DIRECTOR**

I, Stefano Zorzi, the sole OFFICER AND DIRECTOR of PEBBLEBROOK HOLDINGS, INC., a Florida Corporation, hereby resign, as of the date set forth below, and with no further action being required by the Board of Directors or the Shareholders of the Corporation. This resignation shall be effective immediately and without reservation.

September 12, 2007

  
\_\_\_\_\_  
Stefano Zorzi

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WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF  
PEBBLEBROOK HOLDINGS, INC.

The undersigned Director of PEBBLEBROOK HOLDINGS, INC., a Florida corporation (the "Corporation"), does hereby consent to the adoption of the following Resolutions with the same force and effect as if they were adopted at a duly constituted meeting of the Board of Directors of the Corporation.

WHEREAS, the Corporation has received the resignation of Stefano Zorzi as the Chairman of the Board, Director and President of the Corporation.

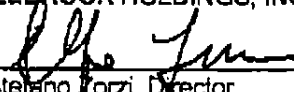
NOW, THEREFORE, BE IT RESOLVED by the Board of Directors that the resignation submitted by Stefano Zorzi as the Chairman of the Board, Director and President of the Corporation be, and the same hereby is, ratified, confirmed and approved.

RESOLVED that, in accordance with the Bylaws of the Corporation, Mr. David Lennox is elected to serve as a Director, President, and as Chairman of the Board of the Corporation to fill the vacancy in the Board of Directors of the Corporation created by the resignation of Stefano Zorzi and for the unexpired portion of his term.

DONE on this 12 day of September, 2007.


PEBBLEBROOK HOLDINGS, INC.

BY:

  
Stefano Zorzi, Director

ACCEPTANCE OF APPOINTMENT

BY:

  
David Lennox