

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: ABC Professional Tree Services Inc.
2. The principal office address: 4831 Old Galveston Road Houston, Texas 77017
3. The mailing address (if different):
4. Date of incorporation/qualification: 01/24/2002 Document number: F020000000673

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301-2525

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

CT Corporation System
c/o CT Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

FILED STATE SECRETARY OF FLORIDA TALLAHASSEE, FLORIDA 10 AM 20 AM 9:31

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Signature of an officer or director

Jayna Mickell ASST. SEC.
Printed or typed name and title

I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

By: Howard L. Volz
Signature of Registered Agent

5-20-2010
Date

If signing on behalf of an entity:

Howard L. Volz
Asst. Secretary

CT Corporation System
Typed or Printed Name

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2ED45 (8/05)

POWER OF ATTORNEY

NOTICE IS HEREBY GIBVEN THAT *ABC Professional Tree Services, Inc.* (the "Corporation"), a corporation incorporated under the laws of the State of Delaware, does hereby appoint Stephanie Allison and Jayna Nickell, employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the Corporation to act for the Corporation and in the Corporation's name for the limited purposes authorized herein.

The Corporation having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's registered agent and registered office, or the agent and office of similar import, in any state to CT Corporation, as directed and authorized by the Corporation. The attorney-in-fact will not make such changes without the prior approval of the Corporation.

In the execution of any documents necessary for the sole, limited purpose set forth herein, Stephanie Allison shall exercise the power of Vice President and Jayna Nickell shall exercise the power of Assistant Secretary.

This Power of Attorney expires when revoked by the undersigned.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this day of May, 2010.

ABC Professional Tree Services, Inc.
A Delaware Corporation

By:
Print name: Rocio Jasso
Title: President

State of Texas
County of Harris

On May 12, 2010, before me, the undersigned, a Notary Public in and for said State, personally appeared Rocio Jasso, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledge to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed this instrument.

Witness my hand and official seal.



