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EFFECTIVE DATE
03-31-07

RECEIVED
07 MAR 12 AM 8:00
DIVISION OF CORPORATIONS

FILED
07 MAR 12 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISSOLUTION OR WITHDRAWAL

DEBRIS HAULING OF FLORIDA, INC.

Certificate of Status	0
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**ARTICLES OF DISSOLUTION
OF**

DEBRIS HAULING OF FLORIDA, INC.

1. The name of the Corporation is Debris Hauling of Florida, Inc.
2. The names and respective addresses of its officers are:

President: Kolin R. Manning
16730 Oak Grove Court
Alva, FL 33920

Secretary/Treasurer: Kimberly A. Manning
16730 Oak Grove Court
Alva, FL 33920

3. The names and respective addresses of its Directors are:

Kolin R. Manning
16730 Oak Grove Court
Alva, FL 33920

Kimberly A. Manning
16730 Oak Grove Court
Alva, FL 33920

4. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made for them.

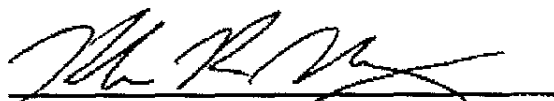
5. All the remaining property and assets of the Corporation have been distributed among its Shareholders in accordance with such Shareholder's respective rights and interests.

6. There are no actions pending against the Corporation in any Court.

7. A copy of the Resolution by the Board of Directors to dissolve is attached hereto.

8. This Resolution was adopted by the Shareholders of the Corporation on

March 1, 2007.


Kolin R. Manning, President

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**SHAREHOLDER AND DIRECTOR ACTION
BY UNANIMOUS CONSENT
WITHOUT A MEETING
OF**

DEBRIS HAULING OF FLORIDA, INC.

The undersigned, presently being all of the Shareholders of all of the issued and outstanding shares and the members of the Board of Directors who would be entitled to vote upon the actions hereinafter set forth at a formal joint special meeting of the shareholders and directors of Debris Hauling of Florida, Inc. ("Corporation"), do hereby consent to the following actions to the same extent, and to have the same force and effect as if adopted at a formal joint special meeting of the shareholders and directors of said Corporation.

RESOLVED, that all actions, transactions and activities of the shareholders and directors of the Corporation from the date of the last meeting to the date hereof are hereby approved, ratified and confirmed.

FURTHER RESOLVED, that the shareholders and directors of the Corporation approved the dissolution of the Corporation effective as of March 31, 2007.

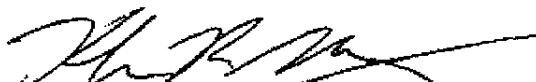
FURTHER RESOLVED, that the President of the Corporation is authorized and directed to proceed promptly to wind-up the Corporation's affairs, to collect and reduce to possession its assets, to pay or provide for its liabilities, and to distribute the remaining assets, subject to all remaining liabilities. All assets of the Corporation shall be distributed to the shareholders on or before March 31, 2007, and the Corporation shall cease to conduct any business thereafter.

FURTHER RESOLVED, that the Corporation shall be dissolved as soon after the liquidation as practical, to allow for the winding up of the affairs of the Corporation (e.g., execution of final tax returns, etc.).

FURTHER RESOLVED, that the President of the Corporation is hereby specifically empowered, authorized and directed to sign any document and take such other steps as are necessary to liquidate and dissolve the Corporation in accordance with and as set forth herein.

The undersigned do hereby consent and affirm that the actions set forth in the foregoing resolutions shall have the same force and effect as if taken at a duly constituted meeting of the shareholders and directors of the Corporation and that this document be filed with the secretary of the Corporation and shall be made a part of the minutes of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed this written consent as of March 1, 2007.


Kolin R. Manning, Shareholder/Director


Kimberly A. Manning, Shareholder/Director

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**CERTIFICATE OF THE SECRETARY OF
DEBRIS HAULING OF FLORIDA, INC.**

The undersigned, Kimberly A. Manning, Secretary of Debris Hauling of Florida, Inc., a Florida profit corporation (the "Corporation"), hereby certifies that the resolutions attached hereto as Exhibit "A" are a true, correct and complete copy of certain resolutions duly adopted by the directors and shareholders of the Corporation by written consent on the 1st day of March, 2007; and that said resolutions have not been modified or rescinded since their adoption and are in full force and effect as of the date hereof.

Executed this 1st day of March, 2007.

[SEAL]

Kimberly A. Manning
Kimberly A. Manning, Secretary

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