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DISSOLUTION OR WITHDRAWAL

STERLING ENERGY RESOURCES, INC.

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**ARTICLES OF DISSOLUTION
OF
STERLING ENERGY RESOURCES, INC.**

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned corporation adopts these Articles of Dissolution.

Article I

The name of the corporation is **STERLING ENERGY RESOURCES, INC.**

Article II

The dissolution was authorized on December 15, 2005.

Article III

The dissolution was approved by the Shareholders. The number of votes cast in favor of the dissolution was 200, which was sufficient for approval pursuant to law.

Article IV

These Articles of Dissolution will take effect on the 31ST day of December, 2005, at 5 00 P.M.

DATED this 15th day of December, 2005.

Attest:


MARILYN A. BORER
Secretary

STERLING ENERGY RESOURCES, INC.

By: 
PETER F. BORER
President