

OTCQB Certification

I, Jeffrey S. Cosman, Chief Executive Officer and Chairman of the Board of Meridian Waste Solutions, Inc., ("the Company"), certify that:

a. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (check one):

- ☒ Company is registered under Section 12(g) of the Exchange Act
- ☐ Company is relying on Exchange Act Rule 12g3-2(b)
- ☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
- ☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
- ☐ Company is reporting under Section 15(d) of the Exchange Act.
- ☐ Other (describe) _____

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on www.otcmarkets.com is current and complete as of April 14, 2016 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Corporate - Legal Counsel

Richard J. Dreger, Attorney at Law, P.C.
11660 Alpharetta Highway
Building 700, Suite 730
Roswell, Georgia 30076

SEC Counsel

Scott Linsky
Lucosky Brookman, LLP
101 Wood Avenue South
5th Floor
Woodbridge, New Jersey 08830

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

PCG Advisory Group

535 5th Ave, New York, NY 10017
646 863 6341

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Jeffrey S. Cosman, Chairman, Chief Executive Officer	Milton, GA	48.98% **Includes 3,322,809 shares of the common stock of the Company issued to Here to Serve Holding Corp. Mr. Cosman is the Chief Executive Officer and Director of Here to Serve Holding Corp. and, accordingly, has sole voting power and sole dispositive power over such 3,322,809 shares. This amount does not include 4,253,074 shares of restricted stock issued to Mr. Cosman, which has not yet vested.
Walter H. Hall, President	Milton, GA	8.04%
Edward H. Kniep IV Trust	Chesterfield, MO	5.8%** Assumes conversion of Series B shares at \$3.50 per agreement with Series B shareholders; includes 672,775 shares of common stock
Patricia S. Reich Trust	Saint Louis MO	5.8%**Assumes conversion of Series B shares at \$3.50 per agreement with Series B shareholders; includes 672,775 shares of common stock
Charles E. Barcom	Saint Louis MO	5.8%**Assumes conversion of Series B shares at \$3.50 per agreement with Series B shareholders; includes 672,775 shares of common stock
Praesidian Funds ** These shares are owned by the following persons: Praesidian Capital Opportunity Fund III, LP; Praesidian Capital Opportunity Fund III-A, LP; Praesidian Capital Opportunity Management III, LLC; Praesidian Capital Opportunity Management III-A, LLC; and Jason Drattell	New York NY	6.9%
The Goldman Sachs Group, Inc.	New York NY	7.0% **Assumes full exercise of Purchase Warrant for Common Shares dated December 22, 2015

Date: April 28, 2016

Name of Certifying CEO or CFO: Jeffrey S. Cosman

Title: CEO and Chairman of The Board

