F94000002201

Document Number Only

CR2E031 (1-89)

| CT CORPORATION SYSTEM | | | | |
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| City State Zip | 1 House | | *****35.00 |) *****35.00 |
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 12, 1998

CT Corporation System

Tallahassee, FL

SUBJECT: TINDALL CONCRETE PRODUCTS, INC.

Ref. Number: F94000002201

Changed Name to: Concret Swith Contre

We have received your document for TINDALL CONCRETE PRODUCTS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is not available. Therefore the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6901.

Susan Payne Senior Section Administrator

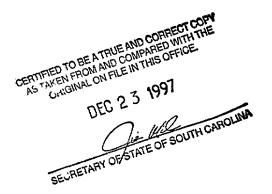
Letter Number: 998A00001591

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

| SECTION I (1-3 must be completed) |
|--|
| B COLET |
| SECTION I (1-3 must be completed) |
| 1 Though the state of the state |
| Name of corporation as it appears within the records of the Department of State. |
| 2. Incorporated under laws of: South Carolina |
| 3. Date authorized to do business in Florida: April 28, 1994 |
| SECTION II (4-7 complete only the applicable changes) |
| 4. If the amendment changes the name of the corporation, when was the change |
| effected under the laws of its jurisdiction of incorporation? |
| January 1, 1998 |
| 5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation: |
| Tindall Corporation |
| 6. If the amendment changes the period of duration, indicate new period of duration. |
| 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction. |
| |
| Millio Sundist |
| See 1 in Addendum December 31, 1997 |
| Signature Date Name and Title |

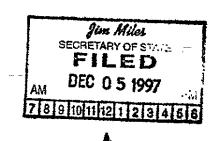
. Addendum

1. William Lowndes IV, President and Chief Operating Officer



STATE OF SOUTH CAROLINA SECRETARY OF STATE

ARTICLES OF AMENDMENT



To the Articles of Incorporation of

Tindall Concrete Products, Inc.

Pursuant to Section 3-10-106 of the 1976 South Carolina Code, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is <u>Tindall Concrete Products</u>, Inc.
- 2. On <u>December 5, 1997</u>, the corporation adopted the following Amendment(s) of its Articles of Incorporation.
 - (a) The purpose of this Amendment is to change the name of the corporation from Tindall Concrete Products, Inc. to:

TINDALL CORPORATION

effective 12:00am January 1, 1998.

- (b) Further, the purpose of this Amendment is to increase the authorized capital stock (effective 12:00am January 1, 1998) from 4,760 Class A Voting Shares to 5,000,000 Class A Voting Shares at \$1.00 par value per share, and 95,240 Class B Non-Voting Shares to 5,000,000 Class B Non-Voting Shares at \$1.00 par value per share.
- (c) The relative rights, preferences, and limitations of the shares of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be, and are hereby designated as follows:
- i. Class A Voting Shares and Class B Non-Voting Shares shall in all respects be identical, including, but not limited to, the right to receive liquidating distributions, share for share, except that the voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the Class A Voting Common Stock and, except as otherwise required by law, the holders of the Class B Non-Voting Common Stock shall not have any voting power or be entitled to receive any notice of meetings of shareholders.
- ii. Dividends on either the Class A Voting Common Stock may, in the discretion of the Board of Directors, be made to the holders of either or both such classes of shares.

SECRETARY OF STATE OF SOUTH CAROLINA

The manner, if not set forth in the amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the Amendment shall be effected, is as follows: (if not applicable, insert "not applicable" or "NA").

NOT APPLICABLE

4. Complete either a or b, whichever is applicable.

a. [X] Amendment(s) adopted by shareholder action.

At the date of adoption of the amendment, the number of outstanding shares of each voting group entitled to vote separately on the Amendment, and the vote of such shares was:

| Voting | Outstanding Shares | Votes Entitled to be cast | Represented at the meeting | Share For | s Voted Against |
|-------------------------|--------------------|---------------------------|----------------------------|--------------|--------------------|
| <u>Group</u> Class A | 4,760 | 4,760 | 4,760 | 4,760 | 0 |
| Class B | 95,240 | 0 | 95,240 | 95,240 | 0 |

*NOTE: Pursuant to Section 33-10-106(6)(i), the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number of cast for the amendment by each voting group was sufficient for approval by that voting group.

- b. [] The Amendment(s) was duly adopted by the incorporators or board of directors without shareholder approval pursuant to Sec. 33-6-102(d), 33-10-102 and 33-10-105 of the 1976 South Carolina Code as amended, and shareholder action was not required.
- 5. Unless a delayed date is specified, the effective date of these Articles of Amendment shall be the date of acceptance for filing by the Secretary of State (See Sec. 33-1-230(b): This amendment is effective at 12:00am January 1, 1998.

| DATE | 12-5-97 | | TINDALL CONCRETE PRODUCTS, INC. | | |
|------|---------|-----|---------------------------------|---|--|
| | | Ву: | Milki Sumlust (Signature) | - | |

William Lowndes, IV, Vice President and Assistant Secretary

TINDALL CORPORATION

CORPORATE RESOLUTION

WHEREAS, the Board of Directors has been notified of an existing corporation named Tindall Corporation, in the states of Texas and Florida, and

WHEREAS, Tindall Corporation will have to qualify in those two states under an assumed name.

NOW, THEREFORE,

BE IT RESOLVED, upon motion duly made, seconded and unanimously carried, Tindall Corporation is hereby authorized to qualify to do business in the states of Texas and Florida under the assumed name of Tindall Concrete Corporation of South Carolina.

This 23.4 day of February, 1998.

Henrietta M. Lowndes
HENRIETTA M. LOWNDES

Secretary

APPROVED:

WILLIAM LOWNDES, IV

Vice President