



THE UNITED STATES CORPORATION COMPANY

L00000015839

ACCOUNT NO. : 072100000032
REFERENCE : 943625 4301893

AUTHORIZATION : Patricia Pujot
COST LIMIT : \$ 90.00

ORDER DATE : December 22, 2000
ORDER TIME : 4:11 PM
ORDER NO. : 943625-020
CUSTOMER NO: 4301893

CUSTOMER: Barbara Sheridan, Legal Asst
Thelen Reid & Priest LLP
40 West 57th Street
30th Floor
New York, NY 10019

900003515179--5

ARTICLES OF MERGER

STANDARD CONCRETE CORP.
FL

INTO

STANDARD CONCRETE LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

Handwritten numbers: 0225/02700/02710/00071

Handwritten initials: JB 12-29-00

APPROVED AND FILED
CO OFC 27 AM 9:12
SECRETARY OF STATE TALLAHASSEE, FLORIDA
RECEIVED
00 DEC 27 PM 4:36
DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

STANDARD CONCRETE CORP., A FLORIDA ENTITY, 586566

INTO

STANDARD CONCRETE LLC, a Florida entity, L00000015839

File date: December 27, 2000, effective December 31, 2000

Corporate Specialist: Trevor Brumbley

Account number: 072100000032

Amount charged: 90.00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 2000

CSC
TAMARA ODOM

SUBJECT: STANDARD CONCRETE LLC
Ref. Number: L00000015839

We have received your document for STANDARD CONCRETE LLC and the authorization to debit your account in the amount of \$90.00. However, the document has not been filed and is being returned for the following:

The plan of merger must contain the terms and conditions of the merger.

The plan of merger must either provide the name(s) and address(es) of the manager(s) of the limited liability company or state the limited liability company is not managed by one or more managers.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 200A00064632

00 DEC 27 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**Articles of Merger of
Standard Concrete Corp.
with and into
Standard Concrete LLC**

Pursuant to the provisions of Sections 607.0120 and 607.1109 of the Florida Business Corporation Act, the undersigned corporation and limited liability company hereby execute these Articles of Merger for the purpose of merging a Florida corporation with and into a Florida limited liability company.

1. The plan of merger is as follows:

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a. Standard Concrete Corp., a Florida corporation, will merge with and into Standard Concrete LLC, a Florida limited liability company, with Standard Concrete LLC to be the surviving company. The Certificate of Formation and Limited Liability Company Operating Agreement of Standard Concrete LLC shall continue in full force and effect after the merger.

b. Standard Concrete Corp. has issued and outstanding Eight Thousand Three Hundred Fifty-Four (8,354) shares of Common Stock, \$1.00 par value per share, all of which are owned by Tarmac Florida, Inc., a Florida corporation. Standard Concrete LLC has a sole member, Tarmac Florida, Inc., which owns 100% of Standard Concrete LLC. Upon the merger, all of the Common Stock of Standard Concrete Corp. shall be surrendered and extinguished, and Tarmac Florida, Inc. shall continue to be the sole member of Standard Concrete LLC.

2. The plan of merger was approved by Standard Concrete Corp. in accordance with the applicable provisions of chapter 607. The plan of merger was approved by the board of directors and sole stockholder of Standard Concrete Corp. as of December 26, 2000.

3. The plan of merger was approved by Standard Concrete LLC in accordance with the applicable provisions of chapter 608. The plan of merger was approved by the sole member of Standard Concrete LLC as of December 27, 2000.

4. The effective date of the merger shall be December 31, 2000 at 2PM Eastern Standard Time.

00 DEC 27 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed as of December 27, 2000.

STANDARD CONCRETE CORP.

By R.A. Fink

Name R.A. Fink

Title Vice President

STANDARD CONCRETE LLC

By: Tarmac Florida, Inc., Sole Member

By R.A. Fink

Name R.A. Fink

Title Vice President

APPROVED
AND
FILED
00 DEC 27 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attachment to merger
of Standard Concrete Corp.
into Standard Concrete LLC

STANDARD CONCRETE LLC

Standard Concrete LLC is managed by its sole member, Tarmac Florida, Inc., whose address is: 455 Fairway Drive, Deerfield Beach, FL 33443.

APPROVED
AND
FILED
00 DEC 27 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA