



MD10000001507

ACCOUNT NO. : 072100000032
REFERENCE : 427344 4301893
AUTHORIZATION : Patricia Pizuto
COST LIMIT : \$ 60.00

ORDER DATE : August 16, 2001

ORDER TIME : 9:40 AM

ORDER NO. : 427344-010

CUSTOMER NO: 4301893

600004539676--3

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

ARTICLES OF MERGER

TARMAC FLORIDA, INC.

INTO

TITAN FLORIDA LLC

effective date
8/31/01

01 AUG 17 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

DS
8-17-01

RECEIVED
01 AUG 17 AM 10:29
DIVISION OF CORPORATION

ARTICLES OF MERGER
Merger Sheet

MERGING:

TARMAC FLORIDA, INC., A FLORIDA ENTITY, 530879

into

TITAN FLORIDA LLC, a Delaware entity M01000001507

File date: August 17, 2001 , effective August 31, 2001

Corporate Specialist: Trevor Brumbley

Account number: 072100000032

Amount charged: 60.00

01 AUG 17 AM 11: 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Articles of Merger of

Tarmac Florida, Inc. 53879

with and into

Titan Florida LLC MD1000001507

Tarmac Florida, Inc., a Florida corporation, and Titan Florida LLC, a Delaware limited liability company, hereby execute these Articles of Merger for the purpose of merging Tarmac Florida, Inc. with and into Titan Florida LLC.

1. The Plan of Merger is attached hereto as Annex A.

2. The plan of merger was approved by Tarmac Florida, Inc. in accordance with the applicable provisions of chapter 607. The plan of merger was approved by the board of directors and sole stockholder of Tarmac Florida, Inc. as of July 13, 2001.

3. The Plan of Merger was approved by Titan Florida LLC as of July 13, 2001, by action of its sole member and in accordance with 18-209 of the Delaware Limited Liability Company Act, and in accordance with the limited liability company operating agreement of Titan Florida LLC.

4. The effective date of the merger shall be August 31, 2001, 5:00 PM EDT.

5. The principal business address of the surviving company of the merger, Titan Florida LLC is: 1151 Azalea Garden Road, Norfolk, Virginia 23502.

6. Appointing the Secretary of State by Titan Florida LLC as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting stockholders of Tarmac Florida, Inc. is not necessary since Tarmac America, Inc. is the sole stockholder of Tarmac Florida, Inc.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed as of July 13, 2001.

TARMAC FLORIDA, INC.
By: [Signature]
Name Russell A. Fink
Title VP, General Counsel & Secretary

TITAN FLORIDA LLC
By: Tarmac America, Inc., Sole Member
By: [Signature]
Name Aris Papadopoulos
Title CEO

01 AUG 17 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Tarmac Florida, Inc.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Titan Florida LLC	Delaware

THIRD: The terms and conditions of the merger are as follows:

Tarmac Florida, Inc. shall be merged with and into Titan Florida LLC. Tarmac America, Inc., a Delaware corporation, presently owns all of the shares of capital stock of Tarmac Florida, Inc. and all of the ownership interest in Titan Florida LLC. Upon the effectiveness of such merger, all the shares of capital stock of Tarmac Florida, Inc. shall be cancelled, and Tarmac America, Inc. shall continue to own all of the ownership interest in Titan Florida LLC.

The effective date of the merger shall be August 31, 2001, 5:00 pm EDT.

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TALLAHASSEE, FLORIDA

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(Attach additional sheet(s) if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

See Article Third above.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not Applicable.

(Attach additional sheet(s) if necessary)

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TALLAHASSEE, FLORIDA

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FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

If General Partner is a Non-Individual,
Florida Document/Registration Number

SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

The surviving company, Titan Florida LLC, is managed, and immediately upon the effectiveness of the merger will be managed, by its sole member, Tarmac America, Inc. The mailing address of Tarmac America, Inc. is 1151 Azalea Garden Road, Norfolk, Virginia 23502.

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

Not Applicable.

EIGHTH: Other provisions, if any, relating to the merger:

Not Applicable.

APPROVAL
AND
FILED
01 AUG 17 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheet(s) if necessary)