

CT CORPORATION SYSTEM

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01 MAR 15 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

FMSC Group, Inc.

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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W.P. Verifier _____

3/15/01

Order#: 3822443

Ref#: _____

Amount: \$ _____

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660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. FMSC Group Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 23-3002131

(FEI number, if applicable)

4. 23 April 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

(Current mailing address)

8. Supplier of services to the cement and general industries.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

Margaret E. Routzahn
(Registered agent's signature)

MARGARET E. ROUTZAHN
Special Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Christian Jepsen

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

Vice Chairman: N/A

Address: _____

Director: John A. Alogna

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

Director: Samuel Douglas Gant

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Samuel Douglas Gant

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

Vice President: John A. Alogna

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

Secretary: John A. Alogna

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

Treasurer: Kevin J. Chabin

Address: 2040 Avenue C

Bethlehem, Pennsylvania 18017-2188

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Samuel Douglas Gant*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. President & CEO
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FMSC Group Inc.

DIRECTORS:

Alogna, John A.
Gregersen, Kristian
Jepsen, Christian
Gant, Samuel D.

OFFICERS:

Jepsen, Christian

Gant, Samuel D.
Alogna, John A.

Davis, Jim
Gregersen, Kristian
Dockery, Kenneth L.
Chabin, Kevin J.
Bennicoff, Mary Beth
Johnson, Jeffrey V.

Chairman of the Board, Sr. Vice President &
Chief Financial Officer
President & CEO
Sr. Vice President, General Counsel
& Secretary
Vice President
Vice President
Vice President, Human Resources
Treasurer
Assistant Secretary
General Manager-Field Operations

ADDRESS: 2040 Avenue C, Bethlehem, PA 18017-2188

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware

PAGE 1

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FMSC GROUP INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1019801

3033686 8300

010124185

DATE: 03-13-01