

162030

CT CORPORATION SYSTEM

CORPORATION(S) NAME

Rinker Materials of Florida, Inc.

formerly: Rinker Materials Corporation

(2) Good Standings reflecting the new name

(2) Cert. Re: Name Change w/ good standing paragraph

700004511677--2

08/01/01-01084-001

\*\*\*113.75 \*\*\*113.75

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input 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 checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
5		2 / 2 see above...
<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		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

8/1/01

Order#: 4664454

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 AUG - 1 PM 1:43

FILED

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

Restated  
Art w/ NIC

**RESTATED ARTICLES OF INCORPORATION  
OF  
RINKER MATERIALS CORPORATION**

FILED  
01 AUG -1 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Rinker Materials Corporation, a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "FBCA"), and whose Restated Certificate of Incorporation of the corporation was filed with the Secretary of State of the State of Florida on April 18, 1972, does hereby restate, integrate and amend its Articles of Incorporation, as previously amended, in their entirety to read as follows:

**ARTICLES OF INCORPORATION  
OF  
RINKER MATERIALS CORPORATION**

ARTICLE I

The name of this corporation is:

RINKER MATERIALS OF FLORIDA, INC.

ARTICLE II

The principal street address of the corporation is:

1501 Belvedere Road  
West Palm Beach, Florida 33406

ARTICLE III

The corporation is a corporation for profit and is organized to engage in any lawful act or activities for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

The capital stock of this Corporation shall be and consist of Nine Million (9,000,000) shares of One Dollar (\$1.00) par value per share stock, which shall be the maximum this Corporation is authorized to have outstanding at any one time.

ARTICLE V

No director of this corporation shall be personally liable to this corporation or its shareholders for monetary damages for any statement, vote, decision, or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act. If the Florida Business Corporation Act is amended after the effective date of this Article V to authorize corporate action further eliminating or limiting the personal liability of directors, then

the liability of directors of this corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended. Any repeal or modification of this Article V by the shareholders of this corporation shall not adversely affect any right or protection of a director of this corporation existing at the time of such repeal or modification.

\* \* \*

DULY EXECUTED and delivered by the undersigned on July 16, 2001.

Rinker Materials Corporation

By: Blair E. Stump  
Blair E. Stump, Vice President

\* \* \* \* \*

CERTIFICATE  
WITH RESPECT TO  
RESTATED ARTICLES OF INCORPORATION  
OF  
RINKER MATERIALS CORPORATION

The undersigned does hereby certify:

1. That he is the duly appointed and acting Vice President of Rinker Materials Corporation, a Florida corporation (the "Corporation"), and authorized to execute and deliver this certificate on behalf of the Corporation;
2. That the restated articles of incorporation attached to and hereby made a part of this certificate were duly adopted by the Board of Directors on July 16, 2001;
3. That the amendments adopted are as follows:
  - (a) To delete Article I of the articles of incorporation as in effect prior to this restatement and to substitute in lieu thereof Article I of the restated articles of incorporation attached to and hereby made a part of this certificate;
  - (b) To delete Article II of the articles of incorporation as in effect prior to this restatement and to substitute in lieu thereof Article III of the restated articles of incorporation attached to and hereby made a part of this certificate;
  - (c) To merely renumber, without any other change, Article III of the articles of incorporation as in effect prior to this restatement as Article IV;
  - (d) To delete Articles IV, V, VII, VIII and IX of the articles of incorporation as in effect prior to this restatement as no longer necessary in accordance with the provisions of Section 607.0202 Florida Statutes;
  - (e) To delete Article VI of the articles of incorporation as in effect prior to this restatement and to substitute in lieu thereof Article II of the restated articles of incorporation attached to and hereby made a part of this certificate;
  - (f) To add Article V of the restated articles of incorporation attached to and hereby made a part of the certificate;

and that the amendments made pursuant to subsections (a) through (f) above were duly adopted by the sole shareholder on July 16, 2001 in accordance with the provisions of Section 607.1003 Florida Statutes.

DULY EXECUTED and delivered by the undersigned on July 16, 2001.

Rinker Materials Corporation

By: Blair E. Stump  
Blair E. Stump, Vice President

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