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Articles of Amendment

February 21, 1986

5 pgs.

144218

ULMER, MURCHISON, ASHBY, TAYLOR & CORRIGAN

1600 ATLANTIC BANK BUILDING
POST OFFICE BOX 479
JACKSONVILLE, FLORIDA 32201

(904) 354-8652

HERMAN ULMER (1896-1960)
JOHN W. BALL (1910-1978)

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B. THOMAS WHITEFIELD
CLARENCE H. HOUSTON, JR.
EDWARD W. LANE, III
LORI E. TERENS
ROBERT M. MORGAN

February 10, 1986

715 6370 2/11/86 500.00
715 6370 2/11/86 15.00
715 6370 2/11/86 15.00
715 6370 2/11/86 530.00

Honorable George Firestone,
Secretary of State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Florida Rock Industries, Inc.
Document No. 144218

FILED
FEB 21 1986
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir:

You will find enclosed herewith two executed copies of Articles of Amendment of Florida Rock Industries, Inc. Please file one copy and return to us the second copy, duly certified.

We are also enclosing herewith the Company's check in the amount of \$530.00 representing the following:

Amendment Filing Fee \$ 15.00

Certified Copy Fee 15.00

Name	
Availability	2/10/86
Document Examiner	ADH
Updater	ADH
Updater Verifier	ADH
Acknowledgement	ADH
W. P. Verifier	ADH

Increase of capital stock (common stock, par value \$.10 per share) from \$1,000,000 to \$2,000,000 par value, tax computed at the rate of \$.50 upon each \$1,000 of par value increase

500.00

Total \$ 530.00

TAX	500
FILING	15
COPY	15
R. A. FEE	
S. COPY	
SEARCH	
TOTAL	530
BALANCE DUE	

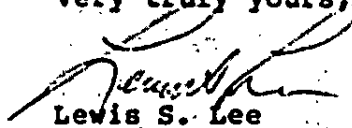
(The amendment also limits preferred stock to 1,000,000 shares. The previous language had no limit. However, the Board of Directors has not adopted and filed with the Department of State any resolution authorizing any such preferred shares and, accordingly, no capital stock tax is payable for preferred stock with this amendment at this time.)

A 3,24

Honorable George Firestone
February 10, 1986
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Thank you for your service.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Lewis S. Lee", is written over the typed name.

Lewis S. Lee

LSL/jd
Enclosures

FILED

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ARTICLES OF
AMENDMENT TO RESTATED ARTICLES OF INCORPORATION
OF
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA ROCK INDUSTRIES, INC.

(a) The name of the corporation is FLORIDA ROCK INDUSTRIES, INC.

(b) The amendment so adopted is:

Resolved, that paragraph A of ARTICLE III of the Restated Articles of Incorporation of Florida Rock Industries, Inc. be amended to read as follows:

"ARTICLE III

"A. The maximum number of shares of capital stock which the corporation shall be authorized to have outstanding at any time is twenty million (20,000,000) shares of voting common stock with a par value of \$.10 per share and such number of shares of preferred stock not to exceed one million (1,000,000) shares as the board of directors may, in accordance with the provisions of Section 607.047, Florida Statutes, and without further stockholder action, by resolution or resolutions, from time to time authorize to be issued in one or more classes and on terms in compliance with Florida law, upon the filing of a certificate as to such resolution or resolutions, with the Department of State of the State of Florida."

(c) Approved by the shareholders on February 5, 1986.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed this Amendment to its Restated Articles of Incorporation this 10th day of February, 1986.

FLORIDA ROCK INDUSTRIES, INC.

By: Edward L. Baker
President

Attest: George L. Rosborough, Jr.
Secretary

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared EDWARD L. BAKER and GEORGE L. ROSBOROUGH, JR., known to me to be the President and Secretary, respectively of FLORIDA ROCK INDUSTRIES, INC., known to me and known by me to be the persons who executed the foregoing Amendment to paragraph A of ARTICLE III of the Restated Articles of Incorporation, and they acknowledged before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 10th day of February, 1986.

Lris D. Sheffield
Notary Public, State of Florida
at Large
My Commission Expires: 5/23/86

FRK/GE/Charter/LSL