

Fax Server

10/15/2012 12:34:57 PM

PAGE

2/004

Fax Server

# 155834

\*\* JOB STATUS REPORT \*\*

AS OF OCT 12 2012 2:37 PM PAGE.01

HOLLAND & KNIGHT

JOB #959

DATE TIME  
001 10/12 2:35P

TO/FROM MODE MIN/SEC PGS STATUS  
850 617 6381 EC--S 00'58" 003 OK L1

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000248544 3)))



H120002485443ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850)517-6380

From: Account Name : JAM MARK LIMITED  
Account Number : 120000000112  
Phone : (305)789-7758  
Fax Number : (305)789-7799

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

COR AMND/RESTATE/CORRECT OR O/D RESIGN  
FLORIDA SILICA SAND COMPANY

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

127128-1

Electronic Filing Menu

Corporate Filing Menu

Help

*10/15/12*

*2nd Atty*

*Please use original fax date 10/12/12*

*Attn: Anne*

FILED  
2012 OCT 12 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

12 OCT 11 AM 8:04

FILED

2012 OCT 12 PM 2:19

H12000248544 3

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

## FLORIDA SILICA SAND COMPANY

The undersigned, pursuant to Sections 607.1003, 607.1006 and 607.1007, Florida Statutes, hereby adopts the following as the Amended and Restated Articles of Incorporation (the "Amended and Restated Articles") for Florida Silica Sand Company, a Florida corporation.

1. The present name of the Corporation is Florida Silica Sand Company (the "Corporation"). The date of filing of the Corporation's original Articles of Incorporation was August 30, 1948.

2. Effective upon filing of these Amended and Restated Articles of Incorporation (the "Effective Date"), each share of common stock, \$50.00 par value, issued and outstanding immediately before the Effective Date (the "Old Common Stock") shall automatically and without any action on the part of the holder thereof be converted to one and 81818/100000 (1.81818) shares of Class A Voting Common Stock, no par value ("New Class A Voting Common Stock"), such that there shall be one hundred (100) shares of New Class A Voting Common Stock issued and outstanding, and one hundred and eighty (180) shares of Class B Non-Voting Common Stock, no par value ("New Class B Non-Voting Common Stock"). Each holder of a certificate which immediately before the Effective Date represented outstanding shares of Old Common Stock (the "Old Certificates") shall be entitled to receive upon surrender of such Old Certificates to the Corporation's Secretary for cancellation, a certificate representing the number of shares of New Class A Voting Common Stock and a certificate representing the number of shares of New Class B Non-Voting Common Stock into which and for which the shares of the Old Common Stock formerly represented by such Old Certificates so surrendered are re-designated.

3. These Amended and Restated Articles were duly adopted by the shareholders holding a majority of the issued and outstanding shares of common stock of the Corporation at a duly called meeting on October 11, 2012.

4. The Articles of Incorporation of the Corporation are hereby amended by being deleted in their entirety and restated as follows:

ARTICLE I. NAME

The name of the Corporation is Florida Silica Sand Company.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation is 4491 S. State Road 7, Suite 312, Fort Lauderdale, Florida 33314.

H12000248544 3

H12000248544 3

ARTICLE III. AUTHORIZED SHARES

The number of shares the Corporation is authorized to issue is twenty thousand (20,000), all of which have no par value. Two hundred (200) shares of the authorized common stock shall be designated as "Class A Voting Common Stock" and nineteen thousand eight hundred (19,800) shares of the authorized common stock shall be designated as "Class B Non-Voting Common Stock". The preferences, limitations and relative rights with respect to the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be the same, except that the holders of the Class B Non-Voting Common Stock shall not be entitled to vote on any matters required or permitted to be submitted to a vote by the Shareholders of the Corporation, except when otherwise required by law.

ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 200 S. Biscayne Boulevard, Suite 1800, Miami, Florida 33131, and the name of the registered agent of the Corporation at that office is the Barthe Firm.

ARTICLE V. DIRECTORS

The governing board of the Corporation shall be styled as a "Board of Directors" and each member of the Board of Directors shall be a "Director". The number of directors constituting the Board of Directors is four (4). The number of directors may be either increased or decreased from time to time, as provided in the bylaws, but will never be less than one.

These Amended and Restated Articles of Incorporation are executed this 11<sup>th</sup> day of October, 2012.

  
Betty Pegram  
Chief Executive Officer and President

H12000248544 3