

DEC. 31. 2012. 8:49AM
DIVISION OF CORPORATIONS

HOLBROOK AKEL COLD STIEFEL RAY

NO. 0889 P. 1 of 1

548128

Florida Department of State
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MERGER OR SHARE EXCHANGE
COLUMBIA READY MIX CONCRETE INC

Certificate of Status	0
Certified Copy	0
Page Count	06
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DEC. 31. 2012 8:49AM

HOLBROOK AKEL COLD STIEFEL & RAY

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Handwritten: *date 1-1-13*
Stamp: *10080*

ARTICLES OF MERGER

ARTICLES OF MERGER dated the 31 day of DECEMBER, 2012, among COLUMBIA READY MIX CONCRETE, INC., a Florida corporation, hereinafter called "Ready Mix," and COLUMBIA BLOCK, INC., a Florida corporation, hereinafter called "Block."

Ready Mix is a corporation organized and existing under the laws of the State of Florida, with 1,000 shares of authorized common stock of \$1.00 par value. Block is a corporation organized under the laws of the State of Florida with 1,000 shares authorized common stock of \$1.00 par value.

The Board of Directors of Ready Mix and Block, respectively, deem it desirable and in the best interest of the corporations and their stockholders that Block be merged into Ready Mix, and the corporations desire that they so merge under and pursuant to the laws of the State of Florida.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES AND THE MUTUAL COVENANTS AND AGREEMENTS HEREIN SET FORTH, AND FOR THE PURPOSES OF PRESCRIBING THE TERMS AND CONDITIONS OF THE MERGER, THE PARTIES AGREE AS FOLLOWS:

1. As soon as the stockholders of Ready Mix and Block have approved this merger, Block shall be deemed to have merged with and into Ready Mix, which shall survive the merger and which shall have the same name as heretofore. The effective date of the merger shall be January 1, 2013.

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2. The name of the surviving corporation shall be Columbia Ready Mix Concrete, Inc. The purposes for which the surviving corporation is formed and the nature of the business to be transacted by it shall be as set forth in the original Articles of Incorporation of Ready Mix.

3. On the effective date of the merger, the By-laws of Ready Mix shall be the By-laws of the surviving corporation until the same shall be altered, amended or repealed, or until new By-laws shall be adopted, in accordance with the provisions thereof.

4. The Board of Directors of the surviving corporation shall consist of the present directors of Ready Mix who shall hold office until the next annual meeting of the stockholders of the surviving corporation, and until their successors have been elected and qualified. The present officers of Ready Mix shall also hold office until their successors have been duly elected and qualified.

5. On the effective date of the merger, the total amount of capital stock of the surviving corporation to be authorized shall be 1,000 shares of \$1.00 par value stock. There are presently outstanding and issued 95 shares of common stock of Ready Mix and 500 shares of common stock of Block. Each share of common stock of Block outstanding on the effective date of merger

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shall be exchanged and surrendered for one-tenth (1/10) of a share of common stock of Ready Mix.

6. On the effective date of the merger, all of the property, rights, privileges and franchises, of whatsoever nature and description of Block, including any choses in action belonging to it, shall be transferred to, vested in and shall devolve upon the surviving corporation, without further act or deed; and all property rights, privileges and franchises, and every other interest, shall be as effectually the property of the surviving corporation as they were of the respective corporation, and the title to all real estate vested in either of the corporations shall not be deemed to revert or to be in any way impaired by reason of the merger, but shall be vested in the surviving corporation. All debts, liabilities and duties of the respective corporations shall, thereafter, be assumed by and attached to the surviving corporation, and may be enforced against it to the same extent as if such debts, liabilities and duties have been incurred or contracted by the surviving corporation.

7. The surviving corporation shall pay all expenses of the merger agreement and reserves the right to subsequently amend its Certificate of Incorporation at any time hereafter, in accordance with the provisions of the laws of the State of Florida.

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IN WITNESS WHEREOF, the parties to this Agreement have caused these presents to be executed in their corporate names, by their presidents, with the corporate seals affixed, all as of the 31 day of DECEMBER, 2012.

Attest:

COLUMBIA READY MIX CONCRETE, INC.

Ry B. Akel
Secretary

By Ry B. Akel
President

(Corporate Seal)

Attest:

COLUMBIA BLOCK, INC.

Ry B. Akel
Secretary

By Ry B. Akel
President

(Corporate Seal)

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STATE OF FLORIDA

COUNTY OF Columbia

I hereby certify that on this 31st day of December, 2012, before me, an officer duly authorized to take acknowledgements, personally appeared RENNY B. EADIE, III, as President of COLUMBIA READY MIX CONCRETE, INC., (✓) personally known to me, or () who produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

Sharon Y. Blackmon
Notary Public, State of Florida
Print Name:
My Commission Expires:
Commission Number:

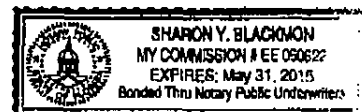


STATE OF FLORIDA

COUNTY OF Columbia

I hereby certify that on this 31st day of December, 2012, before me, an officer duly authorized to take acknowledgements, personally appeared RENNY B. EADIE, III, as President of COLUMBIA BLOCK, INC., (✓) personally known to me, or () who produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

Sharon Y. Blackmon
Notary Public, State of Florida
Print Name:
My Commission Expires:
Commission Number:



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CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that (s)he is the Secretary of Columbia Ready Mix Concrete, Inc. and that the foregoing Articles of Merger of Columbia Block, Inc. into Columbia Ready Mix Concrete, Inc. was unanimously approved by the owners of 100% of the issued and outstanding stock of Columbia Ready Mix Concrete, Inc. at a Special Meeting of the Stockholders held at Lake City, Florida on the 31 day of DECEMBER, 2012, and that the approval of said merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 31 day of DECEMBER, 2012, as Secretary of Columbia Ready Mix Concrete, Inc. at Lake City, Florida.

Renny B. Eadie
~~THEBA M. EADIE~~, Secretary
Renny B. Eadie

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that (s)he is the Secretary of Columbia Block, Inc. and that the foregoing Articles of Merger of Columbia Block, Inc. into Columbia Ready Mix Concrete, Inc. was unanimously approved by the owners of 100% of the issued and outstanding stock of Columbia Block, Inc. at a Special Meeting of the Stockholders held at Lake City, Florida on the 31 day of DECEMBER, 2012, and that the approval of said merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 31 day of DECEMBER, 2012, as Secretary of Columbia Block, Inc. at Lake City, Florida.

Renny B. Eadie
_____, Secretary