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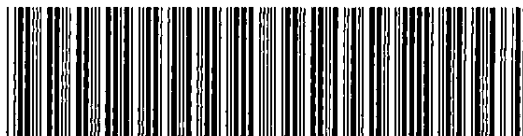
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U.S. DEPARTMENT OF THE TREASURY  
INTERNAL SECURITY

S. HAWKES  
JUL 13 2010  
EXAMINER

**CERTIFICATE OF CONVERSION**

for the conversion of

**ROBERTS SAND COMPANY, INC.,**  
(a Florida Corporation)

into

**ROBERTS SAND COMPANY, LLLP,**  
(a Florida Limited Liability Limited Partnership)

This Certificate of Conversion is submitted for the conversion of **ROBERTS SAND COMPANY, INC.,** a Florida Corporation (the "Corporation") into **ROBERTS SAND COMPANY, LLLP,** a Florida Limited Liability Limited Partnership (the "Partnership") in accordance with Section 607.1113, Florida Statutes.

1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Roberts Sand Company, Inc.
2. The Corporation was first incorporated under the laws of the State of Florida on April 20, 1973.
3. The name of the Partnership is Roberts Sand Company, LLLP, a Limited Liability Limited Partnership organized under the laws of the State of Florida.
4. The Corporation has converted into the Partnership in compliance with Chapter 607, Florida Statutes.
5. The Plan of Conversion was approved by the Corporation in compliance with Chapters 607 and 620, Florida Statutes.
6. The principal office is located at 1712 Silver Lake Road, Tallahassee, Florida 32310.
7. This Certificate of Conversion shall be effective as of the date of filing.
8. Roberts Sand Company, LLLP has agreed to pay to any Shareholder of the Corporation having appraisal rights the amount to which such Shareholders are entitled under Sections 607.1301 – 607.1323, Florida Statutes.

Dated this 19 day of April, 2010

**ROBERTS SAND COMPANY, INC.,**

By: Michael W. Roberts  
Michael W. Roberts, President

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10 JUL 12 PM 12:05  
TALLAHASSEE, FLORIDA

**ROBERTS SAND COMPANY, LLLP,**

By: Michael W. Roberts  
Michael W. Roberts, General Partner

By: Brenda Roberts Francis  
Brenda Roberts Francis, General Partner

By: Kathy Roberts Cocciolone  
Kathy Roberts Cocciolone, General Partner

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FILED  
10 JUL 12 PM 12:05  
U.S. DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

**CERTIFICATE OF LIMITED LIABILITY  
LIMITED PARTNERSHIP  
OF  
ROBERTS SAND COMPANY, LLLP**

The undersigned, who are all of the general partners of ROBERTS SAND COMPANY, LLLP (the "Partnership"), hereby adopt the following Certificate of Limited Liability Limited Partnership under the Florida Revised Uniform Limited Partnership Act.

**ARTICLE I - NAME**

The name of the Partnership is Roberts Sand Company, LLLP.

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Partnership is 1712 Silver Lake Road, Tallahassee, Florida 32310.

**ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent are Michael W. Roberts and 1712 Silver Lake Road, Tallahassee, Florida 32310.

**ARTICLE IV - LIMITED LIABILITY ELECTION**

The Partnership hereby elects to be a limited liability limited partnership.

**ARTICLE V - GENERAL PARTNERS**

The names and mailing addresses of the general partners of the Partnership are as follows:

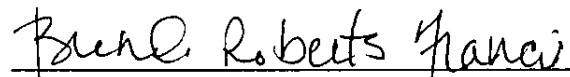
<u>NAME</u>	<u>ADDRESS</u>
Michael W. Roberts	3038 W. Lakeshore Drive Tallahassee, Florida 32312
Kathy Roberts Cocciolone	6101 34 <sup>th</sup> Street W. #31H Bradenton, Florida 34210
Brenda Roberts Francis	215 Meadow Ridge Drive Tallahassee, Florida 32312

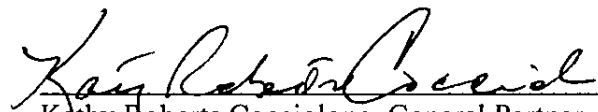
**ARTICLE VI – EFFECTIVE DATE**

This Certificate of Limited Liability Limited Partnership shall be effective as of the date of filing.

IN WITNESS WHEREOF, the undersigned general partners have executed the foregoing Certificate of Limited Liability Limited Partnership on this 19 day of April, 2010.

  
Michael W. Roberts, General Partner

  
Brenda Roberts Francis, General Partner

  
Kathy Roberts Cocciolone, General Partner

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10 JUL 12 PM 12:05  
CLERK OF SUPERIOR COURT  
STATE OF NEW YORK  
COUNTY OF ALBANY

**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 620.1114, FLORIDA STATUTES,  
THE UNDERSIGNED SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A  
REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability limited partnership is ROBERTS SAND COMPANY, LLLP.
2. The name and mailing address of the registered agent are Michael W. Roberts and 1712 Silver Lake Road, Tallahassee, Florida 32310.

Having been named as registered agent and to accept service of process for the above stated limited liability limited partnership at the place designated in this certificate, Michael W. Roberts hereby accepts the appointment as registered agent and agrees to act in this capacity. Michael W. Roberts further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 620, F.S.



Michael W. Roberts

Date: April 19, 2010.

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19 JUL 12 PM 12:05  
TALLAHASSEE, FLORIDA