



FOI 000000 5435

ACCOUNT NO. : 072100000032

REFERENCE : 904022

4321551

AUTHORIZATION :

Patricia Piggett

COST LIMIT : \$ 87.50

01 OCT 12 AM 11:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 11, 2001

ORDER TIME : 12:33 PM

ORDER NO. : 904022-015

CUSTOMER NO: 4321551

CUSTOMER: Jennifer F. Reaves, Esq
Moore & Van Allen, PLLC
100 North Tryon Street
47th Floor
Charlotte, NC 28202-4003

(7)

RECEIVED
01 OCT 12 PM 3:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: WRB COMPANY

500004635155--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 12, 2001

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: WRB COMPANY
Ref. Number: W01000023763

FILED
01 OCT 12 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESUBMIT
Please give original
submission date as file date.

We have received your document for WRB COMPANY and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 701A00056937

RECEIVED
01 OCT 18 AM 10:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONSENT OF SOLE DIRECTOR
OF
WRB COMPANY
TO
ACTION WITHOUT MEETING

FILED
01 OCT 12 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole director of WRB Company, a North Carolina corporation (the "Company"), does hereby adopt the following resolutions by signing written consent hereto:

ADOPTION OF FICTITIOUS NAME


WHEREAS, the Corporation intends to qualify to do business in the state of Florida; and

WHEREAS, the Corporation's legal name is not available for use in the state of Florida so it must adopt a fictitious name as required by Florida law.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation hereby adopts the name WRB Company of North Carolina for use in the state of Florida;

RESOLVED FURTHER, that the officers of the Corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the Corporation to do business within the state of Florida under the name WRB Company of North Carolina.

This action is effective as of the 16th day of October 2001.



William R. Bonsal, III, Sole Director

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED
SEP 12 2001
TALLAHASSEE, FLORIDA

1. WRB Company
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. North Carolina
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. October 9, 2001
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8201 Arrowridge Boulevard, Charlotte, NC 28273
(Principal office address)
8201 Arrowridge Boulevard, Charlotte, NC 28273
(Current mailing address)
Producing value-added, specialty aggregates as well as packaged dry-mix, wall system, specialty tile setting and related products
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

Sonya S. Cordell

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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01 OCT 12 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Emeline Gibbs*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Emeline Gibbs, Secretary
(Typed or printed name and capacity of person signing application)

**Rider
WRB Company
FLORIDA APPLICATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

01 OCT 12 AM 11:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Office/Title</u>	<u>Address</u>
W.R. Bonsal, III	Chairman Director	8201 Arrowridge Blvd. Charlotte NC 28273
Jacob J. Ferro	President & CEO	8201 Arrowridge Blvd. Charlotte NC 28273
Ronald Barnhill	Vice President, Mining	8201 Arrowridge Blvd. Charlotte NC 28273
Johnsie S. Beck	Vice President, Marketing & Sales & CMO	8201 Arrowridge Blvd. Charlotte NC 28273
Emeline Gibbs	Vice President, Finance , CFO & Secretary	8201 Arrowridge Blvd. Charlotte NC 28273
Donald P. Johnson	Vice President, Human Resources	8201 Arrowridge Blvd. Charlotte NC 28273
J. David Maske	Vice President, Operations	8201 Arrowridge Blvd. Charlotte NC 28273



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

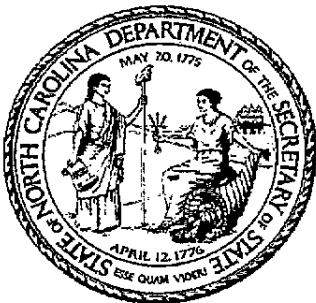
FILED
OCT 12 AM 11:40
SECRETARY OF STATE
ALAN S. SEIFERT

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

WRB COMPANY

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 9th day of October, 2001, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 11th day of October, 2001.

Elaine F. Marshall
Secretary of State