

JUN-18-2003  
DIVISION OF

CORPORATION SYSTEM

**F03 000003042**

Florida Department of State  
Division of Corporations  
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From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
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**FOREIGN PROFIT QUALIFICATION**

Oldcastle Matt Stone Holdings, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

**F03-3042**  
**OK**

**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.**

1. Oldcastle Matt Stone Holdings, Inc.  
(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. Delaware 3. 41-2099360  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 06/11/2003 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual  
(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. 375 Northridge Road, Suite 350, Atlanta, GA 30350  
(Principal office address)
- same  
(Current mailing address)
8. Manufacture, distribution and sale of concrete block and architectural and landscaping products  
(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: c/o CT Corporation System
- Office Address: 1200 South Pine Island Road
- Plantation, Florida 33324  
(City) (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.*

CT Corporation System  
By: Dale W. Morris **DALE W. MORRIS**  
(Registered agent's signature) **ASSISTANT VICE PRESIDENT**

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.

12. Names and business addresses of officers and/or directors: **SEE ATTACHMENT****A. DIRECTORS**Chairman: Douglas BlackAddress: 375 Northridge Road, Suite 350Atlanta, GA 30350

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS****SEE ATTACHMENT**President: Jeffrey A. MantoxAddress: 9009 Corporate Lake Drive, Suite 165Tampa, FL 33634

Vice President: \_\_\_\_\_

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

Secretary: David MajherAddress: 375 Northridge Road, Suite 350 Atlanta, GA 30350

Treasurer: \_\_\_\_\_

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

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gary P. Hickman, Asst. Secretary

(Typed or printed name and capacity of person signing application)

Attachment to Florida

**Officers & Directors**

1. Full Name: Michael G. O'Driscoll  
Officer/Director: Officer, Director  
Business Address: 375 Northridge Road, Suite 350  
City: Atlanta  
State: GA  
ZIP Code: 30350
2. Full Name: Jeffrey A. Mattox  
Officer/Director: Officer, Director  
Business Address: 9009 Corporate Lake Drive, Suite 165  
City: Tampa  
State: FL  
ZIP Code: 33634
3. Full Name: Jeff Dean  
Officer/Director: Officer  
Business Address: 9009 Corporate Lake Drive, Suite 165  
City: Tampa  
State: FL  
ZIP Code: 33634
4. Full Name: David Majher  
Officer/Director: Officer  
Business Address: 375 Northridge Road, Suite 350  
City: Atlanta  
State: GA  
ZIP Code: 30350
5. Full Name: Gary P. Hickman  
Officer/Director: Officer  
Business Address: 375 Northridge Road, Suite 350  
City: Atlanta  
State: GA  
ZIP Code: 30350
6. Full Name: John Fillingham  
Officer/Director: Officer  
Business Address: 9009 Corporate Lake Drive, Suite 165  
City: Tampa  
State: FL  
ZIP Code: 33634

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# Delaware

PAGE 1

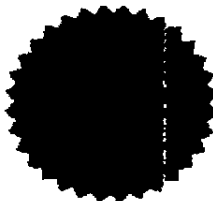
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OLDCASTLE MATT STONE HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JUNE, A.D. 2003.

FILED

JUN 18 2003

DELAWARE



Harriet Smith Windsor  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2476026

030396856

DATE: 06-16-03

TOTAL P.05