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ACCOUNT NO. : 0721000000032

REFERENCE : 918449 4301938

AUTHORIZATION *Patricia*

COST LIMIT : \$ 70.00

ORDER DATE : April 15, 1996

ORDER TIME : 10:06 AM

ORDER NO. : 918449

CUSTOMER NO: 4301938

CUSTOMER: Carol Gordon, Legal Asst  
Rogers & Wells  
200 Park Avenue

New York, NY 10166

*w96-8176*  
700001782597

FOREIGN FILINGS

NAME: STUART PIERCE CONCRETE  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

*HK 4117*  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 16 PM 3:09



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
96 APR 17 PM 1:13  
DIVISION OF CORPORATIONS

April 16, 1996

CSC NETWORKS

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: STUART PIERCE CONCRETE INC.  
Ref. Number: W96000008176

We have received your document(s) in this office, however, the document is being returned for the following:

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please submit a photocopy of your corrected application if you would like one returned to you.

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 (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 496A00017606

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

1. Stuart Pierco Concrete 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. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4-1-96 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o Continental Cement Company of Florida, Inc.  
P.O. Box 13128  
Port Everglade Station, Ft. Lauderdale, FL 33316  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Name: Corporation Service Company  
Office Address: 1201 Hays Street,  
Tallahassee, Florida, 32310  
(Zip Code)

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DIVISION OF CORPORATIONS  
96 APR 16 8 10

**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.*

By: Vicki Schreiber Asst. V.P.  
(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.

9  
12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director: ~~XXXXXXXX~~ Gosta Swahn  
Address: Slip Three, Eisenhower Boulevard  
Ft. Lauderdale, FL 33316

Director: ~~Vice Chairman~~ Larry Sutton  
Address: Slip Three, Eisenhower Boulevard  
Ft. Lauderdale, FL 33316

Director: Robert Rabb  
Address: Slip Three, Eisenhower Boulevard  
Ft. Lauderdale, FL 33316

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

B. OFFICERS

President: Gosta Swahn  
Address: (as above)

Vice President/Asst. Secy: Larry Sutton  
Address: (as above)

Vice President: ~~Secretary~~ Robert Rabb  
Address: (as above)

Secretary: ~~XXXXXXXX~~ Paul M. Hopkins, Esq.  
Address: 200 Park Avenue  
New York, NY 10166

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

13. Paul M. Hopkins  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Paul M. Hopkins, Secretary  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
**Office of the Secretary of State**

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STUART PIERCE CONCRETE 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 FIFTEENTH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 16 PM 3:10



*Edward J. Freel*

Edward J. Freel, Secretary of State

2609044 8300

960107524

AUTHENTICATION: 7907003

DATE: 04-15-96

F96000001918

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

STUART PIERCE CONCRETE INC., A DELAWARE CORPORATION, F96000001918

INTO

CONTINENTAL CONCRETE INC., a Florida corporation, 486221.

File date: October 8, 1996

Corporate Specialist: Nancy Hendricks

Account number: 072100000032

Account charged: 70.00

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314