

F98000003531

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Rooney Operating Company
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Patricia L. Walker
(Name of Person)
Rooney Operating Company
(Firm/Company)
12201 East Arapahoe Road, C10
(Address)
Englewood, Colorado 80112
(City/State/Zip)

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DIVISION OF CORPORATIONS

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Should you need to call someone concerning this matter, please call:

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-06/15/98-01107-010
****122.50 ****122.50

Patricia L. Walker at (303) 792-2535
(Name of Person) (Area Code & Daytime Telephone Number) W98-13773

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 16, 1998

PATRICIA L. WALKER
ROONEY OPERATING COMPANY
12201 EAST ARAPAHOE ROAD, C10
ENGLEWOOD, CO 80112

SUBJECT: ROONEY OPERATING COMPANY
Ref. Number: W98000013773

We have received your document for ROONEY OPERATING COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 298A00033353

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**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. Rooney Operating 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. Colorado
(State or country under the law of which it is incorporated)
3. 84-1082252
(FEI number, if applicable)
4. March 18, 1988
(Date of incorporation)
5. Perpetual
(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. 12201 East Arapahoe Road, C10
Englewood, Colorado 80112
(Current mailing address)
8. Asphalt Blending
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T CORPORATION SYSTEM
c/o C T CORPORATION SYSTEM
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

By Marcia J. Sunahara
(Registered agent's signature)
Marcia J. Sunahara, Asst. Vice Pres.

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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Norman L. Rooney, 12201 East Arapahoe Road C10, Englewood, CO 80112

Address: _____

Vice Chairman: _____

Address: _____

Director: Richard C. Bird

Address: 12201 East Arapahoe Road, C10, Englewood, Colorado 80112

Director: Steven N Rooney

Address: 12201 East Arapahoe Road, C10, Englewood, Colorado 80112

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Norman L. Rooney

Address: 12201 East Arapahoe Road, C10, Englewood, Colorado 80112

Vice President: Richard C. Bird

Address: 12201 East Arapahoe Road, C10, Englewood, Colorado 80112

Secretary and Vice President: Lynn T. Wood

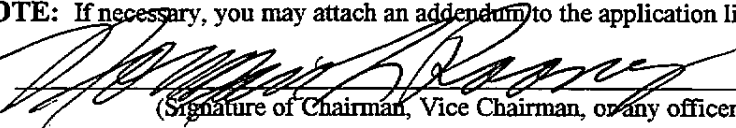
Address: 555 Seventeenth Street, Suite 2400

Denver, Colorado 80202

Treasurer: Michael F. Hurley

Address: 12201 East Arapahoe Road, C10, Englewood, Colorado 80112

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. Norman L. Rooney President

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

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ROONEY OPERATING COMPANY

**12201 East Arapahoe Road, C10
Englewood, Colorado 80112**

OFFICERS AND DIRECTORS

Norman L. Rooney
Chairman of the Board/President
and Director
2501 Tournament Court
Castle Rock, Colorado 80104
SS #278-26-8824

Richard C. Bird
Vice President/Director
7088 East Chestnut Hill Street
Highlands Ranch, Colorado 80126
SS #529-80-8655

Steven N. Rooney
Vice President—Operations/Director
13591 North Dryfork Canyon
Vernal, Utah 84078
SS #464-27-4628

Lynn T. Wood
Vice President/Secretary
717 Vine Street
Denver, Colorado 80206
SS #521-76-0510

Michael P. Hurley
Treasurer
7850 East Cornell Avenue
Denver, Colorado 80231
SS #524-82-6274

Patricia L. Walker
Assistant Secretary
6602 East Sage Lane
Parker, Colorado 80134
SS #514-48-6491

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STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

ROONEY OPERATING COMPANY
(COLORADO CORPORATION)

FILE # 19881018419 WAS FILED IN THIS OFFICE ON March 18,
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

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Dated: May 22, 1998

Victoria Buckley

SECRETARY OF STATE