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MERGER OR SHARE EXCHANGE

HANSON PIPE & PRODUCTS PRECAST SOUTHEAST, INC.

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ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

| Name | Jurisdiction | Document Number |
|--|--------------|-----------------|
| Hanson Pipe & Products Precast Southeast, Inc. | Florida | 190977 |

Second: The name and jurisdiction of each merging corporation:

| Name | Jurisdiction | Document Number |
|---------------------------------------|--------------|-----------------|
| Hanson Pipe & Products Carolina, Inc. | Florida | L27361 |

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective at 8:00 p.m., Eastern Time, on December 31, 2008.

Fifth: Adoption of Merger by surviving corporation - The Plan of Merger was adopted by the board of directors of the surviving corporation on December 15, 2008, and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) - The Plan of Merger was adopted by the board of directors of the merging corporation on December 15, 2008, and shareholder approval was not required.

Seventh: Signatures for each corporation:

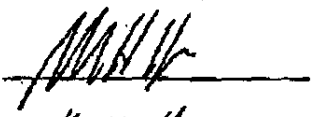

| Name of Corporation | Signature of an Officer or Director | Typed or Printed Name of Individual & Title |
|--|--|---|
| Hanson Pipe & Products Precast Southeast, Inc. |  | Michael H. Hyer, Vice President |
| Hanson Pipe & Products Carolina, Inc. |  | Michael H. Hyer, Vice President |

EXHIBIT A
PLAN OF MERGER

[See Attachment]

PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws or any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

| <u>Name</u> | <u>Jurisdiction</u> |
|--|---------------------|
| Hanson Pipe & Products Precast Southeast, Inc. | Florida |

The name and jurisdiction of each subsidiary corporation:

| <u>Name</u> | <u>Jurisdiction</u> |
|---------------------------------------|---------------------|
| Hanson Pipe & Products Carolina, Inc. | Florida |

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each outstanding share of capital stock of the merging subsidiary corporation shall be cancelled, retired and cease to exist.


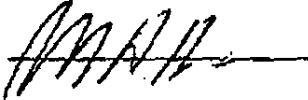
If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

The merger shall become effective at 8:00 p.m., Eastern Time, on December 31, 2008 (the "*Effective Time*").

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DATED: December 15, 2008, to be effective as of the Effective Time.

| Name of Corporation | Signature of an Officer or Director | Typed or Printed Name of Individual & Title |
|---|--|---|
| Hanson Pipe & Products Precast Southeast, Inc. |  | Michael H. Hyer, Vice President |
| Hanson Pipe & Products Carolina, Inc. |  | Michael H. Hyer, Vice President |