Daryl J. Brown †
William G. Christopher *
Donald D. Clark
*Daniel J. DeMay **
Jennifer G. Maglio
Michael L. Morgan
Jennifer L. Sonnenfeld
Robin S. Trupp

John A. Yanchek

A PROFESSIONAL ASSOCIATION
ATTORNEYS & COUNSELORS AT LAW
Sarasota City Center, Suite 500
1819 Main Street
Sarasota, FL 34236
Phone: (941) 957-3800
Fax: (941) 957-3888

Additional Jurisdictions: William G. Christopher-D.C., TX, VA Jennifer G. Maglio-D.C. John A. Yanchek-D.C.

- † Cartified Circuit Court Mediator
 * NBTA Cartified Civil Trial Specialist
 Board Cartified Business Litigation Attorney
- ** Board Certified Workers' Compensation Attorney

E-Mail: brownclark@mindspring.com Website: www.brownclark.com

May 25, 2000

900003269429--2 -05/26/00--01122--007 ****155.00 ****155.00

VLA OVERNIGHT DELIVERY

Department of State Registration Section 409 E. Gaines Street Tallahassee FL 32399

RE: Articles of Organization

Wayger Concrete Structures, LLC

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Organization for the above referenced Limited Liability Company, along with a check to cover the filing fee in the amount of \$155.00.

Please return certify the copy and return to us in the envelope we have enclosed for your convenience.

If you should have any questions, please do not hesitate to call me.

Very truly yours,

Brown Clark

A PROFESSIONAL ASSOCIATION

nnifer L. Sonnenfeld, Eso orida Bar No.: 0117382

JLS:jic Enclosures

G:\DDC\1072-031\DEPTSTAT.WPD

ARTICLES OF ORGANIZATION OF WAYGER CONCRETE STRUCTURES, LLC.

The undersigned organizer hereby executes and acknowledges these Articles of Organization for the purpose of forming a Limited Liability Company in accordance with the laws of the State of Florida.

ARTICLE I NAME OF LIMITED LIABILITY COMPANY

The name of the Limited Liability Company is:

WAYGER CONCRETE STRUCTURES, LLC.

ARTICLE II DURATION: EFFECTIVE DATE

This Limited Liability Company shall commence existence as of the date on which these Articles of Organization are filed with the Florida Department of State and shall be perpetual in nature.

ARTICLE III PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

7621 15th Street East Sarasota, Florida 34243-3252

ARTICLE IV REGISTERED AGENT

The name and the Florida street address of the registered agent is:

Donald D. Clark, Esquire BROWN CLARK P.A. 1819 Main Street Ste. 500 Sarasota, Florida 34236 DIMIDION OF CHAPTER MICHES

OF MAY 26 PH 4: 18

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I

am familiar with and accept the obligation of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Donald D. Clark, Registered Agent

<u>ARTICLE V</u> MANAGEMENT

Management of the Limited Liability Company is reserved to its members and management shall be vested in its members in proportion to the then-vested percentage of ownership interest of members. The members of Wayger Concrete Structures, LLC are as follows:

Roger Aheam Pat Cook Wayne Forehand Darla Cook

Ownership interest will be allocated among the members as follows:

Pat Cook:

Twenty Six (26) percent

Darla Cook:

Twenty Six (26) percent

Roger Aheam:

Twenty Six (26) percent

Wavne Forehand:

Twenty Two (22) percent

The ownership interests of Pat Cook and Darla Cook are immediately fully vested at the time of creation of the Limited Liability Company. A Twenty Four (24) month vesting period is to be enforced against Roger Aheam and Wayne Forehand. After 24 months, Roger Aheam and Wayne Forehand will be fully vested. Until such time, Roger Aheam and Wayne Forehand are zero per cent vested.

<u>ARTICLE VI</u> AMENDMENTS

These articles of incorporation may be amended by a vote of the members representing a majority ownership interest in the Limited Liability Company.

ARTICLE VII RESTRICTIONS ON MEMBERSHIP

The individual members of the Limited Liability company shall not have the right to admit new members. A member's interest in the Limited Liability Company may not be sold or

otherwise transferred unless the sale or transfer is approved, in writing, by members representing a majority of the ownership interests in the Limited Liability Company.

ARTICLE VIII CONTINUATION

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon the majority consent of the remaining members.

ARTICLE IX OPERATING AGREEMENT

The members of the Limited Liability Company shall enter into an operating agreement to regulate the affairs of the company and the conduct of its business, establish duties in addition to those set forth in Chapter 608, Florida Statutes and govern relations among the members. The members shall have the power to adopt, alter, amend, or repeal the operating agreement of the Limited Liability Company consistent with applicable law and these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles for the uses and purposes therein stated on this 25 day of May, 2000.

Pat Cook/