## L1200014210

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SECRETARY OF STATE



May 9, 2013

Via Overnight Mail
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re:

Middlesex Paving LLC

Articles of Amendment to Articles of Organization

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Organization of Middlesex Paving LLC. The amendment adds Managers and removes the Managing Member. In addition, an action by the Directors of The Middlesex Corporation that is now the sole member of Middlesex Paving LLC. Please contact me with any questions that you might have.

Very truly yours,

Robert N. Jacobson, SVP/CFO The Middlesex Corporation

w/encl.

FILED 2813 MAY 14 PM 12: 34

## ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Middlesex Paving LLC				
( <u>Name of the Limited Liab</u> (A l'Iori	ility Company as It now appears on ( Ida Limited Liability Company)	nir records.)		
The Articles of Organization for this Limited Liability Florida document number <u>L12000074210</u>	ty Company were filed on June 1,	2012 and assigned		
This amendment is submitted to amend the following	g:			
A. If amending name, enter the new name of the	limited liability company here:			
The new name must be distinguishable and end with the "L.L.C."	words "Limited Liability Company," t	he designation "LLC" or the abbreviation		
Enter new principal offices address, if applicable:				
(Principal office address MUST BE A STREET AL				
Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BOX	<del></del>			
B. If amending the registered agent and/or re registered agent and/or the new registered office a		ecords, enter the name of the new		
Name of New Registered Agent:				
New Registered Office Address:	Enter Fl	orida sireet address		
<del></del>	City	, Florida Zip Code		

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	Type of Action
MGRM	Middlesex Florida Holdings LLC	10801 Cosmonaut Blvd	- Add
		Orlando, FL 32824	Remove
MGR	Robert W. Pereira	102 N.E. 2nd St.	
		Boca Raton, FL 33432	Remove
MGR	Robert W. Pereira, II	203 Dedham St.	Add
		Dover, MA 02030	Remove
MGR	Robert N. Jacobson	99 Cranberry Circle	Add
		Sudbury, MA 01776	Remove
			Add
			Remove
			Add
			Remove

MAY 9  Robert W. Pereya  Signature of a member or authorized representative of a member	
Walt + AN Dag 5	
V) or very IV, I likely in	
Signature of a member or authorized representative of a member	nber
ROBERT W. PEREILA  Typed or printed name of signee	<u> </u>
Typed or printed name of signee  Page 3 of 3	

Filing Fee: \$25.00

## THE MIDDLESEX CORPORATION

Action	n by		
Directors	Without	a	Meeting

December 31 ,2012

Pursuant to Sections 8.21 and 7.04 of Chapter 156D of the General Laws of the Commonwealth of Massachusetts, the undersigned, being all of the Directors of The Middlesex Corporation a Massachusetts corporation (the "Corporation"), do hereby consent that the following actions be taken without a meeting, without a vote and without prior notice.

The adoption of the following votes:

VOTED:

That the officers of the Corporation be, and each of them hereby is, acting singly, given authority to execute the Operating Agreement of Middlesex Paving LLC (the "LLC") as the sole Member of said LLC.

VOTED:

That the officers of the Corporation be, and each of them hereby is, acting singly, given authority to transfer the Corporation's interest in any and all paving equipment to the LLC.

VOTED:

That the officers of the Corporation be, and each of them hereby is, acting singly, authorized to do or cause to be done any and all such other acts and things and to execute and deliver any and all such further documents as such officer or officers so acting deem necessary or appropriate to carry into effect the full intent and purpose of the foregoing votes, the taking of any such actions or the execution or delivery of any such documents by such officer or officers to be conclusive evidence that the same were authorized by this vote.

IN WITNESS WHEREOF, the undersigned, being all the Directors of the Corporation, have duly executed this Consent as of the date first written above.

**DIRECTORS:** 

Robert W. Pereira

Robert W. Pereira, I

Robert N. Jacobson

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