

SENT BY: RUDEN MCCLOSKY

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TO: DIVISION OF CORPORATIONS

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FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL,  
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NAME: THE TROPICAL ASPHALT COMPANY, LLC

AUDIT NUMBER.....H98000015978

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

August 27, 1998

LISA A LANIUS  
RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSE

SUBJECT: THE TROPICAL ASPHALT COMPANY, LLC  
REF: W98000019605

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity cannot include "COMPANY." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6967.

Michelle Hodges  
Document Specialist

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**ARTICLES OF ORGANIZATION OF  
TROPICAL ASPHALT, LLC**

The undersigned member hereby makes, subscribes, and files these Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act:

1. Name. The name of the limited liability company is Tropical Asphalt, LLC.
2. Duration. The period of duration of the limited liability company is until December 31, 2035, or such earlier date as set forth in the Limited Liability Agreement and Regulations of Tropical Asphalt, LLC, as amended.
3. Principal Office. The mailing address and the street address of the principal office of the limited liability company is 1904 South 31st Avenue, Hallandale, Florida 33009.
4. Registered Agent and Office. The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is Richard Zegelbone, 1904 South 31st Avenue, Hallandale, Florida 33009.
5. Admission of Additional Members. Additional Members will be admitted only upon such terms as are agreed to by the Manager.
6. Continuity: No Right to Distribution on Withdrawal. The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company. No Member shall be entitled to receive a return of capital or other distribution upon withdrawal from this limited liability company or otherwise, except as otherwise provided in the Regulations of this limited liability company.

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7. **Management.** The business of the limited liability company shall be managed by one Manager. The name and address of the initial Manager, who will serve until the first annual meeting of Members, or until his successor is elected and qualified is as follows:

Mr. Richard Zegelbone  
Tropical Asphalt Products Corp.  
1904 South 31st Avenue  
Hallandale, FL 33009

DATED this 25 day of August, 1998.

  
\_\_\_\_\_  
Richard Zegelbone, Member

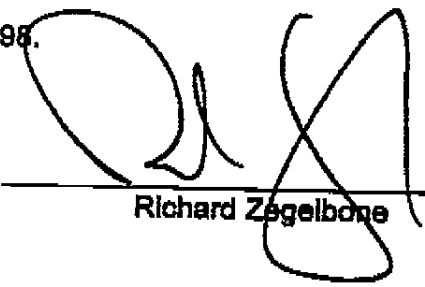
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**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for Tropical Asphalt, LLC, at the place designated herein, and being familiar with the obligations of such position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 25 day of August, 1998.  
Richard ZegelboneFILED  
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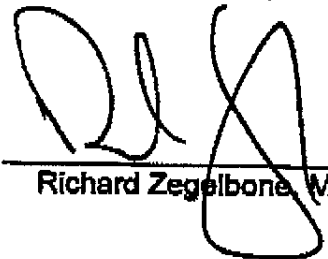
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned Member of Tropical Asphalt, LLC deposes and says:

1. The above named limited liability company has at least one Member.
2. The total amount of cash contributed by the Members is Six Hundred Thousand Dollars (\$600,000.00).
3. No other property other than cash is being contributed by the members.
4. No additional cash or property is anticipated to be contributed by the members.
5. The total amount of contributions by the members is \$600,000.00.

  
Richard Zegelbone, Member

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