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2006 FEB -9 PM 3:10
STATE OF CALIFORNIA
DEPT OF REVENUE

A handwritten signature in black ink, appearing to be a stylized 'R' or similar character.

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ready Mix USA Marine, L.L.C.
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed withdrawal and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jessica M. Garrison
(Name of Person)

Phelps, Jenkins, Gibson & Fowler, L.L.P.
(Firm/Company)

P. O. Box 020848
(Address)

Tuscaloosa, Alabama 35402-0848
(City/State and Zip Code)

For further information concerning this matter, please call:

Jessica M. Garrison at (205) 345-5100
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

2006 FEB -9 PM 3:10
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
WITHDRAWAL OF AUTHORITY TO TRANACT BUSINESS IN
FLORIDA**

Ready Mix USA Marine, L.L.C.

(Name of limited liability company)

Alabama

(Jurisdiction of its organization)

This limited liability company is no longer transacting business in Florida and surrenders its authority to transact business in this state.

This limited liability company revokes the authority of its registered agent to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business in Florida.

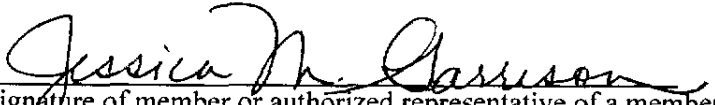
P. O. Box 020848

(Mailing address)

Tuscaloosa, Alabama 35402-0848

(City/State/Zip)

The limited liability company agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of member or authorized representative of a member)

Jessica M. Garrison

(Typed or printed name of signee)

2006 FEB -27
DIVISION OF CORPORATIONS
PH 3:10

Filing Fee: \$25.00

THIS INSTRUMENT PREPARED BY:
JESSICA M. GARRISON
PHELPS, JENKINS, GIBSON & FOWLER, LLP
P.O. BOX 020848
TUSCALOOSA, ALABAMA 35402-0848
(205) 345-5100

2006 612
Filed in the Above
INCORPORATION Book & Page
02-03-2006 10:59:59 AM
W. Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama

STATE OF ALABAMA)
 :
TUSCALOOSA COUNTY)

2006 FEB - 9 PM 3:10
DIVISION OF REVENUE

ARTICLES OF DISSOLUTION

OF

READY MIX USA MARINE, L.L.C.

Pursuant to the provisions of Section 10-12-37 of the Alabama Code, the undersigned directors of the Company's sole Member and Manager, Ready Mix USA, Inc., hereby dissolves this Limited Liability Company and hereby adopts the following Articles of Dissolution:

FIRST: The name of the Limited Liability Company is READY MIX USA MARINE, L.L.C.

SECOND: The original Articles of Organization for READY MIX USA MARINE, L.L.C. were filed with the Probate Judge of Tuscaloosa, Alabama on May 15, 2002.

THIRD: The Company decided to file the Articles of Dissolution after it sold the plant related to this company.

FOURTH: The dissolution was authorized by written consent of the sole Member and effective on January 1, 2006.

IN WITNESS WHEREOF, the undersigned Organizer has executed this, the Articles of
Dissolution this 26th day of January, 2006.

READY MIX USA MARINE, L.L.C.

By: Reynolds Ready Mix, L.L.C.

Its: Sole Member and Manager

By: Ready Mix USA, Inc.

Its: Manager



By: Scott M. Phelps

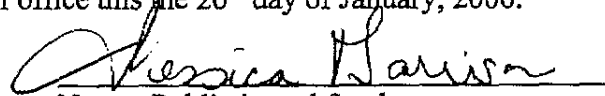
Its: Vice President

STATE OF ALABAMA
DIVISION OF CORPORATIONS
2006 FEB - 9 PM 3: 10

STATE OF ALABAMA)
:
TUSCALOOSA COUNTY)

I, the undersigned authority, a Notary Public in and for the said State of Alabama at Large, do hereby certify that Scott M. Phelps, whose name as Vice President of Ready Mix USA, Inc. as Manager of Reynolds Ready Mix, LLC as the Sole Member and Manager of Ready Mix USA Marine, L.L.C. is signed to the foregoing instrument, and who is known to me, acknowledged before me on this date that, being informed of the contents of this document, he with full authority executed the same voluntarily on the day the same bears date.

Given under my hand and official seal of office this the 26th day of January, 2006.



Notary Public in and for the
State of Alabama at Large

My Commission Expires P-1709

2006 613
Filed in the Above
INCORPORATION Book & Page
02-03-2006 10:59:59 AM

UNANIMOUS WRITTEN CONSENT
OF SOLE MEMBER AND MANAGER OF
READY MIX USA MARINE, L.L.C.

The undersigned, being the sole Member and Manager of Ready Mix USA, L.L.C., an Alabama limited liability company, do hereby unanimously consent (i) to the adoption of the following resolutions effective the date of this agreement, (ii) the taking of any and all action contemplated therein or thereby, (iii) waive all requirements of notice, and (iv) direct that this written consent be filed with the minutes of the Company:

WHEREAS, the sole Member and Manger of READY MIX USA MARINE, L.L.C., met and discussed the sale of assets located at the Port of Pensacola site; and

WHEREAS, the only plant affiliated with READY MIX USA MARINE, L.L.C. has been sold; and

WHEREAS, READY MIX USA MARINE, L.L.C. has no remaining assets or liabilities

RESOLVED, that the Member and Manager consents to dissolve the company READY MIX USA MARINE, L.L.C. pursuant to the Alabama Limited Liability Act effective January 1, 2006.

IN WITNESS WHEREOF, the undersigned has executed this Consent on the 26th day of January, 2006.

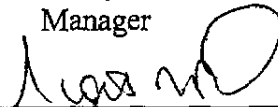
READY MIX USA MARINE, L.L.C.

By: Reynolds Ready Mix, L.L.C.

Its: Sole Member and Manager

By: Ready Mix USA, Inc.

Its: Manager


By: Scott M. Phelps

Its: Vice President

2006 FEB -9 PM 3:10

FILED IN THE OFFICE OF THE PROBATE JUDGE
TUSCALOOSA COUNTY, ALABAMA

2006 614
Filed in the Above
INCORPORATION Book & Page
02-03-2006 10:59:59 AM
W. Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama
Book/Pg: 2006/612
Term/Cashier: SCAN1 / mwhite
Tran: 6395.437260.521749
Recorded: 02-03-2006 11:00:38
INC Incorporations
PJF Probate Judge Fee
Total Fees: \$ 7.00

5.00
2.00