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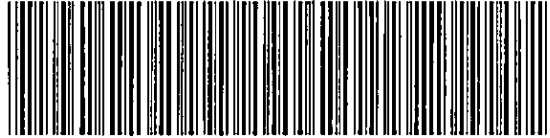
(Business Entity Name)

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**DATE: 12/17/19**

**NAME: THE QUIKRETE COMPANIES, LLC**

**TYPE OF FILING: MERGER**

**COST: 70.00**

**RETURN: PLAIN COPY PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

*Abbie Hodge*

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** The QUIKRETE Companies, LLC  
Name of Surviving Party

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SECRETARY OF STATE

Please return all correspondence concerning this matter to:

Lorna J. Virts

Contact Person

Smith, Gambrell & Russell, LLP

Firm/Company

1230 Peachtree Street NE, Suite 3100

Address

Atlanta, GA 30309

City, State and Zip Code

LVirts@sgrlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lorna J. Virts at ( 404 ) 815-3500

Name of Contact Person

Area Code and Daytime Telephone Number

☐ Certified Copy (optional) \$8.75

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

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DIVISION OF CORPORATIONS

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**Articles of Merger  
For  
Florida Profit or Non-Profit Corporation  
Into  
Other Business Entity**

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

| <u>Name</u>          | <u>Jurisdiction</u> | <u>Form/Entity Type</u> |
|----------------------|---------------------|-------------------------|
| Redrock Pavers, Inc. | Florida             | Corporation             |
|                      |                     |                         |
|                      |                     |                         |
|                      |                     |                         |
|                      |                     |                         |

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

| <u>Name</u>                 | <u>Jurisdiction</u> | <u>Form/Entity Type</u> |
|-----------------------------|---------------------|-------------------------|
| The QUIKRETE Companies, LLC | Delaware            | LLC                     |

**THIRD:** The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

**FOURTH:** The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

**FIFTH:** If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

December 31, 2019 at 11:59 p.m.

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**SIXTH:** If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

3411 Silverside Road Tatnall Bldg Ste 104

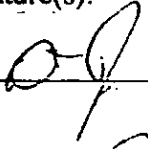
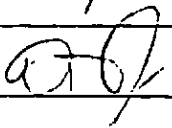
Wilmington, DE 19810

**SEVENTH:** If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

**EIGHTH:** Signature(s) for Each Party:

| Name of Entity/Organization: | Signature(s):   | Typed or Printed<br>Name of Individual: |
|------------------------------|---|---|
| Redrock Pavers, Inc.         |  | David T. Jones                          |
| The QUIKRETE Companies, LLC  |  | David T. Jones                          |
|                              |   |   |

|                                   |  |
|-----------------------------------|--|
| Corporations:                     | Chairman, Vice Chairman, President or Officer<br><i>(If no directors selected, signature of incorporator.)</i> |
| General Partnerships:             | Signature of a general partner or authorized person  |
| Florida Limited Partnerships:     | Signatures of all general partners   |
| Non-Florida Limited Partnerships: | Signature of a general partner   |
| Limited Liability Companies:      | Signature of a member or authorized representative   |

**Fees:** \$35.00 Per Party

**Certified Copy (optional):** \$8.75

## PLAN OF MERGER

**FIRST:** The exact name, form/entity type, and jurisdiction for each **merging** party are as follows:

| <u>Name</u>          | <u>Jurisdiction</u> | <u>Form/Entity Type</u> |
|----------------------|---------------------|-------------------------|
| Redrock Pavers, Inc. | Florida             | Corporation             |
|                      |                     |                         |
|                      |                     |                         |
|                      |                     |                         |

**SECOND:** The exact name, form/entity type, and jurisdiction of the **surviving** party are as follows:

| <u>Name</u>                 | <u>Jurisdiction</u> | <u>Form/Entity Type</u> |
|-----------------------------|---------------------|-------------------------|
| The QUIKRETE Companies, LLC | Delaware            | LLC                     |

**THIRD:** The terms and conditions of the merger are as follows:

At 11:59 p.m. on December 31, 2019 (the "Effective Time"), Redrock

Pavers, Inc. Inc., a Florida corporation, shall merge with and into The

QUIKRETE Companies, LLC, a Delaware limited liability company.

At such time, the corporate existence of Redrock Pavers, Inc. shall cease

and the surviving entity shall be The QUIKRETE Companies, LLC,

a Delaware limited liability company.

*(Attach additional sheet if necessary)*

**FOURTH:**

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

At the Effective Time, and by virtue of the merger, all capital stock of  
Redrock Pavers, Inc. shall be cancelled. The Merger will have no effect  
on the limited liability company interests of The QUIKRETE Companies,  
LLC issued and outstanding at the Effective Time. The surviving entity  
shall succeed to, without other transfer, and (i) possess all of the assets,  
rights, powers, and property of the merged entity as constituted prior to  
the Effective Time, and (ii) be subject to all the debts, liabilities and  
obligations of the merged entity as constituted prior to the Effective Time.

*(Attach additional sheet if necessary)*

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

N/A

*(Attach additional sheet if necessary)*



**FIFTH:** If a partnership is the survivor, the name and business address of each general partner is as follows:

N/A

*(Attach additional sheet if necessary)*

**SIXTH:** If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

QUIKRETE Holdings, Inc., sole member

5 Concourse Parkway, Suite 1900

Atlanta, GA 30328

*(Attach additional sheet if necessary)*

**SEVENTH:** Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

The Certificate of Formation and the Operating Declaration of The  
QUIKRETE Companies, LLC as in effect immediately prior to the  
Effective Time shall be the Certificate of Formation and Operating  
Operating Declaration of the surviving entity after the Effective Time,  
and shall be in full force and effect until duly amended or repealed in  
accordance with the provisions thereof or as provided by applicable law.

*(Attach additional sheet if necessary)*

**EIGHTH:** Other provision, if any, relating to the merger are as follows:

None.

*(Attach additional sheet if necessary)*