

M98000000753



ACCOUNT NO. : 072100000032

REFERENCE : 881937 4305026

AUTHORIZATION :

COST LIMIT : \$ 285.00

FILED
98 JUL 13 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 7, 1998

ORDER TIME : 10:08 AM

ORDER NO. : 881937-010

CUSTOMER NO: 4305026

600002584316--4

CUSTOMER: Lara Suziedelis, Legal Asst
Sullivan & Worcester
One Post Office Square

Boston, MA 02109

W98-15615

FOREIGN FILINGS

NAME: PAQUETTE PAVING ACQUISITION
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

98 JUL -9 AM 11:26
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 9, 1998

BRENDA PHILLIPS
CSC
TALLAHASSEE, FL

SUBJECT: PAQUETTE PAVING ACQUISITION LLC
Ref. Number: W98000015615

We have received your document for PAQUETTE PAVING ACQUISITION LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being retained for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 298A00036726

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:*

1. Paquette Paving Acquisition LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)

2. Delaware

3. _____

(Jurisdiction under the law of which foreign limited liability
company is organized)

(FEI number, if applicable)

4. 6/23/98

5. Perpetual

(Date of Organization)

(Duration: Year limited liability company will
cease to exist or "perpetual")

6. 7/1/98

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1335 Thomas Avenue

Leesburg, FL 34748

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

Middlesex Paving Corp.

MGR

80 Ayer Road

Littleton, MA 01460

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Paquette

Paving Acquisition LLC

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 10.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 916,000.00 . This total includes amounts from 2 and 3 above.

Robert N. Robson TREAS.

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 13 PM 2:50

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 808.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Paquette Paving Acquisition LLC

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hays Street

(P.O. Box not acceptable)

Tallahassee, FL 32301-2607

(City/State/Zip)

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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 obligations of my position as registered agent.

By:

Dylan M White

(Signature)

7-7-98

(Date)

CONSENT TO USE OF NAME

Paquette Paving Company, Inc., a Florida corporation, hereby consents to (i) the formation and qualification of Paquette Paving Acquisition LLC, a Delaware limited liability company, (ii) the use by such limited liability company of the name "Paquette Paving Acquisition LLC," and (iii) the use by such limited liability company, by and through the filing by such limited liability company of a certificate of amendment to its certificate of formation, and to the filing of an amendment to any registration or qualification as a foreign limited liability company, on or after July 1, 1998, of the name "Paquette Paving Company LLC."

IN WITNESS WHEREOF, the said Paquette Paving Company, Inc. has caused this consent to be executed by a duly authorized officer as of this 24 day of June, 1998.

PAQUETTE PAVING COMPANY, INC.

By:

Name:

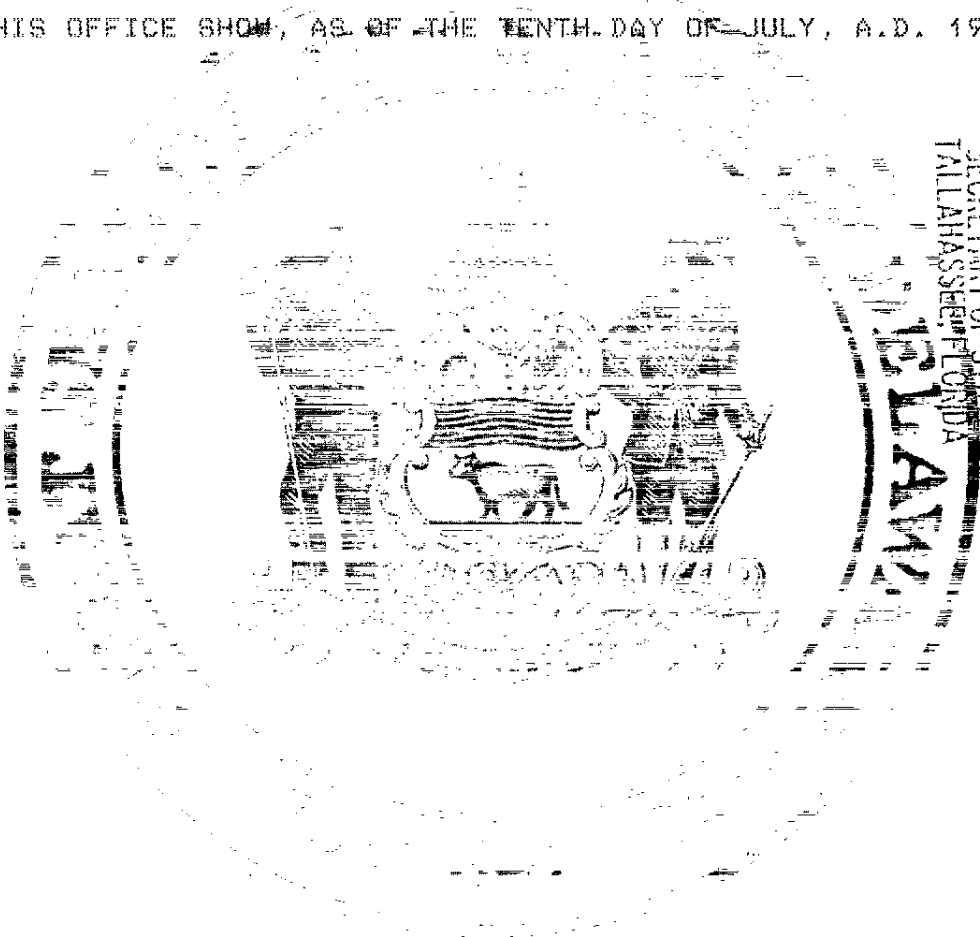
Title:

J. H. T. D.
J. H. T. D.
CEO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PAQUETTE PAVING ACQUISITION LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF JULY, A.D. 1998.



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98 JUL 13 PM 2:50

TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

07-16-98

DATE: