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**FLORIDA PROFIT/NON PROFIT CORPORATION**

Citrus County Mining Association

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**ARTICLES OF INCORPORATION  
OF  
CITRUS COUNTY MINING ASSOCIATION, INC.  
a Non-Profit Corporation**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a body corporate under the laws of the State of Florida, providing for the formation, management, liabilities and immunities of non-profit corporations, the provisions of which law are hereby accepted, and we hereby adopt the following Articles of Incorporation, which this certificate is made.

**ARTICLE I - NAME**

The name of this corporation is **Citrus County Mining Association, Inc.** and its principal office is located at 213 Courthouse Square, Inverness, Florida 34450-4840.

**ARTICLE II - OBJECT**

The object of the corporation is to promote public knowledge of the mining industry in Citrus County, to establish and maintain the highest ethical standard of business practices among members, to disseminate to the public and others information relative to the industry and to perform any other services determined appropriate by the members consistent with local, state and federal law.

The purposes of this corporation do not include pecuniary gain or profit to the members thereof. None of the net earnings, if any, shall ever accrue to the benefit of any member or other individual, firm or corporation; provided, however, that this provision shall not prevent the payment to any persons of reasonable compensation for services actually rendered to the corporation.

**ARTICLE III - MEMBERSHIP AND ADMISSIONS**

Any person, firm or corporation regularly engaged in mining or affiliated industries within Citrus County shall be qualified for active membership in this association. The manner of admission of members shall be application in writing to the Board of Directors on a form approved by said Board and by approval of said Board. The applicant shall agree to accept and be governed by the By-Laws of the corporation and to pay dues and expenses as are properly assessed by the Board of Directors. Failure to comply with said By-Laws or to pay said dues or expenses shall be grounds for expulsion in a manner as provided in said By-Laws. All decisions by the Board of Directors as to membership eligibility shall be final.

**ARTICLE IV - TERM OF EXISTENCE**

#### ARTICLE IV - TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual unless dissolved according to the Laws of Florida.

#### ARTICLE V - SUBSCRIBERS

The names and addresses of the subscribers to this charter are:

1. Cliff Kirkmyer: 1501 Belvedere Rd., West Palm Beach, FL 33406
2. Dixie Hollins: Post Office Box 277, Crystal River, Florida 34423
3. Frank Colitz: Post Office Box 216, Crystal River, Florida 34429

#### ARTICLE VI - OFFICERS

The officers who shall manage the affairs of the corporation shall be:

1. A Board of Directors, with such powers as are prescribed in the By-Laws, initially consisting of three directors, who shall be representatives of member companies and shall be elected by a majority vote of the members present at the annual meeting, each member company having one vote as follows:
  - A. First Board - two directors for one year and one for two years. Then,
  - B. Directors with expiring terms to be elected on alternating years respectively, for two year terms, in order to maintain the membership at three.
2. A Board Chairman, and such other officers as the Board of Directors shall deem necessary, elected annually by the Board at the first Board Meeting following the annual meeting of members.

#### ARTICLE VII - TEMPORARY OFFICERS

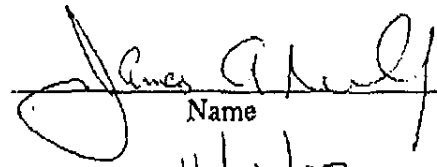
The names of the officers who are to manage the affairs of the corporation until the first election under these Articles are:

1. Board of Directors:

Tracy Bryant, President / Chairman of the Board (1 yr)

Dixie Hollins (1 yr)  
Frank Colitz (2 yrs)

2. Interim Secretary - Treasurer: Matt Mouncey
3. Initial Registered Agent: James A. Neal, Jr. who states that he / she is familiar with and accepts the obligations of that position.

  
Name  
11/12/07  
Date

#### ARTICLE VIII - BY-LAWS

The By-Laws are to be made, altered or rescinded by a majority of the members present at any annual meeting or special meeting called for this purpose, provided that not less than thirty days prior to such meeting each member shall have been notified in writing of such meeting and such proposed By-Laws, alteration or rescission, which notice shall include a copy of said proposal. Said By-Laws, alterations or rescissions may be made without a meeting provided written assent is obtained from a majority of all the active members of the association and provided further that each member of the association shall have been provided with a copy of said proposed By-Laws, alteration or rescission prior to said written assent.

WITNESS the hands and seals of the incorporators, this 9 day of Nov., 2007.

Cliff Kirkmyer (SEAL)

Cliff Kirkmyer  
Rinker Materials of Florida, Inc.

STATE OF FLORIDA

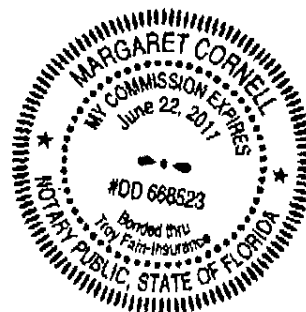
COUNTY OF Palm Beach

Cliff Kirkmyer Personally appeared before me, an officer duly authorized to administer oaths, to me well known to be one of the incorporators described in the foregoing Charter, who being by me first duly sworn, upon oath that he executed the foregoing certificate of incorporation, that the same is intended in good faith to carry out the purposes and objectives set forth therein.

WITNESS my hand and official seal this 9 day of Nov. 2007.

Margaret Cornell  
Notary Public


My Commission Expires:



FROM: H K LLP

FAX NO.: 4074258500

01-25-08 02:04P P.06

 (SEAL)

Dixie Hollins  
Citrus Mining and Timber, Inc.

11/9/07  
Date

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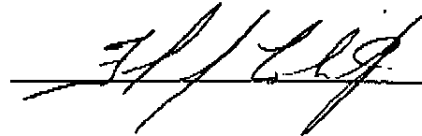
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TALLAHASSEE, FLORIDA

FROM: H K LLP

FAX NO.: 4074258500

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 (SEAL)

Frank Colitz  
Crystal River Quarries, Inc.

11/9/07  
Date