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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Burke County Sand Company

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4/19/2007

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ARTICLES OF INCORPORATION OF BURKE COUNTY SAND COMPANY

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is Burke County Sand Company

ARTICLE II. PRINCIPAL OFFICE OR MAILING ADDRESS OF CORPORATION

The street address of the Corporation's principal office of this corporation is: 1616 South 14th Street, Leesburg, Florida 34748. The mailing address of this corporation is: 1616 South 14th Street, Leesburg, Florida 34748.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five thousand (5,000) shares of common stock all of one class, having a nominal or par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. INITIAL OFFICERS AND DIRECTOR

The name and address of the initial Director is as follows:

F. Browne Gregg

1616 South 14th Street, Leesburg, Florida 34748

The pames and addresses of the initial officers are as follows:

F. Browne Gregg President and 1616 South 14th Street
Chief Executive Officer Leesburg, Florida 34748

Fred Horton Vice President 1616 South 14th Street
Leesburg, Florida 34748

Gary L. Jones Treasurer, Secretary 1616 South 14th Street
Chief Financial Officer Leesburg, Florida 34748

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Kyle Garrett

Vice President

1616 South 14th Street Leesburg, Florida 34748

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1616 South 14th Street, Leesburg, Florida 34748. The name of the initial registered agent of this corporation at that address is Gary L. Jones.

ARTICLE VI. INCORPORATOR

The name and address of the Incorporator is Gary L. Jones, 1616 South 14th Street, Leesburg, Florida 34748.

ARTICLE VII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation:

ARTICLE VIII. INDEMNIFICATION

The Corporation shall indemnify its officers and directors to the fullest extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of APRIL , 2007.

Gary L. Jones

Incorporator

ACCEPTANCE BY REGISTERED AGENT:

I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Gary L. Jones, Registered Agent

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The foregoing instrument was acknowledged before me this 19 day of April, 2007, by Gary L. Jones, Incorporator, who did not take an oath.

NOTARY PUBLIC-STATE OF FLORIDA
(Signature of Notary)

Sheila K. Henderson

DD 3 lo 58 17

Personally known ____ or Produced Identification ___

Type of Identification
Produced: ______