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ARTICLES OF MERGER
Merger Sheet

MERGING:

SMI HOLINGS, INC., A DELAWARE CORPORATION
SUNSHINE MATERIALS, INC., A DELAWARE CORPROATION
SUNSHINE AGGREGATES, INC., A DELAWARE CORPORATION
IA ACQUISITION L.L.C., A FLORIDA LIMITED LIABILITY COMPANY
INDEPENDENT BARGE SERVICES, INC., A FLORIDA CORPORATION

100003090131--8

INTO

SOUTHDOWN SMI HOLDING LLC, a Delaware entity, M99000002062

File date: December 23, 1999, effective January 1, 2000

Corporate Specialist: Gretchen Harvey

Account number: 072100000032

Account charged: 220.00