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**MERGER OR SHARE EXCHANGE  
ROADS, INC. OF NWF**

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**ARTICLES OF MERGER OF  
ALABAMA HOTMIX, INC., an Alabama corporation  
into  
ROADS, INC. OF NWF, a Florida corporation**

Pursuant to Section 10A-2-11.07, Code of Alabama and Section 607.1107, Florida Statutes, the undersigned corporations, Alabama HotMix, Inc., an Alabama corporation and Roads, Inc. of NWF, a Florida corporation, adopt the following Articles of Merger for the purpose of merging Alabama HotMix, Inc. into Roads, Inc. of NWF:

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**Plan of Merger**

The Plan of Merger setting forth the terms and conditions of the merger of Alabama HotMix, Inc. into Roads, Inc. of NWF is attached to these Articles as an exhibit and incorporated herein by reference.

**Adoption of Plan**

The Plan of Merger was approved by the shareholders of Alabama HotMix, Inc. by a resolution approved by all shareholders. The Plan of Merger was approved by the Shareholders of Roads, Inc. of NWF by a resolution approved by all shareholders.


**Effective Date**


The Plan of Merger shall be effective on the filing of these Articles with the Alabama Department of State, Division of Corporations and the Florida Department of State, Division of Corporations.

In witness whereof, each of the undersigned entities have caused these Articles to be signed as of Sept. 29, 2011.

**Alabama HotMix, Inc., an Alabama Corporation**

**Roads, Inc. of NWF, a Florida Corporation**

  
By: Cody Rawson, its president

  
By: Cody Rawson, its president

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**PLAN OF MERGER OF  
ALABAMA HOTMIX, INC., an Alabama corporation  
into  
ROADS, INC. OF NWF, a Florida corporation**

This Plan of Merger is hereby adopted on Sept. 29, 2011, by Alabama HotMix, Inc., an Alabama corporation ("Alabama HotMix"), and Roads, Inc. of NWF, a Florida corporation ("Roads, Inc."), said entities being sometimes hereinafter collectively referred to as the "Constituent Entities."

WHEREAS, the shareholders of Alabama HotMix and the shareholders of Roads, Inc. deem it advisable that Alabama HotMix (the "Disappearing Corporation") be merged into Roads, Inc. (the "Surviving Corporation") under the laws of the State of Alabama and the State of Florida in the manner provided therefor pursuant to Section 10A-2-11.07, Code of Alabama and Section 607.1107, Florida Statutes.

NOW, THEREFORE, in consideration of the promises and of the mutual agreements herein contained, the Constituent Entities have agreed, and do hereby plan to merge upon the terms and conditions below stated.

1. Agreement to Merge. The Constituent Entities hereby agree that the Disappearing Corporation shall be merged into the Surviving Corporation.

2. Name of Merged Entity. The name of the Surviving Corporation shall be Roads, Inc. of NWF, a Florida corporation.

3. Place of Office of Surviving Corporation. The principal office of the Surviving Corporation is to be located at 106 Stone Blvd., Cantonment, Escambia County, Florida 32533.

4. Purpose of the Surviving Corporation. The purpose of the Surviving Corporation is to engage in any lawful act or activity for which corporations may be formed under Section 607, Florida Statutes.

5. Interests in Surviving Corporations. The present number of shares that the Disappearing Corporation is authorized to issue is ten thousand (10,000), of which one hundred (100) shares are now issued and outstanding.

The present number of shares that the Surviving Corporation is authorized to issue is one thousand (1,000). The total amount of shares that will be issued by the Surviving Corporation from and after the effective date of the merger is six hundred fifty (650).

6. Name and Resident Agent. Stephen R. Moorhead, 25 West Government Street, Pensacola, FL 32502, a natural person and resident of said county, being the county in which the principal office of the Surviving Corporation is to be located, shall be, and is hereby, appointed as the person on whom process, tax notices and demands against said corporation, or either of the said Constituent Entities, may be served.

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7. Mode of Effecting Merger. The mode of carrying said merger into effect, and the manner and basis for converting the shares of the Disappearing Corporation into shares in interest in the Surviving Corporation, shall be as follows:

Each shareholder of the Disappearing Corporation shall surrender his shares of interest to the Surviving Corporation within fifteen (15) days following the Resolution Approving the Plan and Agreement of Merger. Upon surrender to the Surviving Corporation of the respective outstanding shares of interest of the Disappearing Corporation, there shall be issued to the respective holders thereof, in substitution therefor, certificates for fully paid and non-assessable shares of interest in the Surviving Corporation, in the ratio of one (1) share of interest in the Surviving Corporation received for each share of interest in the Disappearing Corporation, being a total issue of one hundred (100) shares of interest in the Surviving Corporation for the entire one hundred (100) shares of interest now issued and outstanding of the Disappearing Corporation.

8. Reporting of Assets at Book Value in Accounts of Surviving Corporation: Pooling of Interests. The assets of the Disappearing Corporation shall be reported in the accounts of the Surviving Corporation at their book value as of the effective date of the merger. The aggregate stated capital, capital surplus and earned surplus of the Constituent Entities shall be, respectively, the stated capital, capital surplus and earned surplus of the Surviving Corporation.

9. Debts and Obligations of Disappearing Corporation. When this Plan of Merger becomes effective, the separate existence of Alabama HotMix shall cease and Roads, Inc. shall succeed, without transfer, to all the rights and property of Alabama HotMix and shall be subject to all of the debts and liabilities of Alabama HotMix in the same manner as if Roads, Inc. had itself incurred them.

10. Articles of Incorporation. The Articles of Incorporation of Roads Inc. shall be the Articles of Incorporation of the Surviving Corporation.

11. Bylaws. The Bylaws of Roads, Inc. shall be the Bylaws of the Surviving Corporation.

12. Effective Date of Plan. This plan shall become effective on the later of: the date of the filing of the Articles of Merger with the office of the Secretary of State of the State of Alabama or the filing of the Articles of Merger with Division of Corporations of the State of Florida. The term "effective date," wherever used in this Agreement, shall mean such date. A copy of the Articles of Merger is attached hereto as Exhibit A and is made a part hereof.

13. Right to Abandon Merger. The shareholder of Alabama HotMix and the Shareholder of Roads, Inc. shall each have the power, in their discretion, to abandon the merger provided for herein prior to the filing of the Articles of Merger with the office of the Secretary of State of the State of Alabama and the Division of Corporations of the State of Florida.

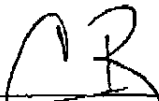
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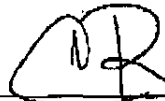
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IN WITNESS WHEREOF, the Constituent Companies have caused their respective names to be signed hereto by their authorized representatives.

**Alabama HotMix, Inc., an Alabama Corporation**

**Roads, Inc. of NWF, a Florida Corporation**

  
\_\_\_\_\_  
By: Cody Rawson, its president

  
\_\_\_\_\_  
By: Cody Rawson, its president

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