

Filing Fee: \$50.00

ID Number: \_\_\_\_\_



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

**BUSINESS CORPORATION**

**CERTIFICATE OF CORRECTION**

**FILED**

**APR 21 2008**

By AMF

11:57

11-56192

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV  
APR 21 2008 11:57

Pursuant to the provisions of Section 7-1.2-105 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation hereby submits the following Certificate of Correction:

1. The name of the corporation is: The Quikrete Companies, Inc
2. The document to be corrected is Certificate of Authorization
3. The document being corrected was originally filed on 8/31/07
4. Specify the inaccurate record of the corporate action or the defective or erroneous execution, seal or acknowledgement:  
Correct # of Shares  
Item 9  
Original filing did not show  
100 Class A Shares @ 0.0100 ea
5. The corrected portion of the document states as follows:  
see above
6. The document attached to this certificate is the corrected document.
7. This Certificate of Correction shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Certificate of Correction, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 4/15/08

Signature of Authorized Officer of the Corporation

William R. Magill

Type or Print Name of Authorized Officer

Correction  
To Correct Number  
of Shares  
(Item 9)

Filing and License Fee: \$310.00 minimum

ID Number: 249100



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is The Quikrete Companies, Inc.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 01/01/2000 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

1209 Orange Street, Wilmington, DE 19801

6. The address of its proposed registered office in Rhode Island is 10 Weybosset St  
(Street Address, not P.O. Box)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)

that address is CT Corporation System  
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Sales of cementitious products

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	Name	Address
Director	James E. Winchester	3490 Piedmont Rd, Ste 1300, Atlanta GA 30305
Director	Dennis C. Winchester	3490 Piedmont Rd, Ste 1300, Atlanta GA 30305
Director	John O. Winchester	3490 Piedmont Rd, Ste 1300, Atlanta GA 30305
Director	William R. Magill	3490 Piedmont Rd, Ste 1300, Atlanta, GA 30305

- (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>James E. Winchester, Jr</u>	<u>3490 Piedmont Rd., Ste 1300, Atlanta, GA 30305</u>
Vice President		
Treasurer, VP	<u>John O. Winchester</u>	<u>3490 Piedmont Rd., Ste 1300 Atlanta, GA 30305</u>
Secretary, VP	<u>Dennis C. Winchester</u>	<u>3490 Piedmont Rd., Ste 1300, Atlanta, GA 30305</u>
CFO	<u>William R. Magill</u>	<u>3490 Piedmont Rd., Ste 1300, Atlanta, GA 30305</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>20,000</u>	<u>B</u>	<u>Common</u>	<u>0.0100</u>
<u>100</u>	<u>A</u>	<u>Common</u>	<u>0.0100</u>

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is  
\$ 270,000,000.00.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is  
\$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is  
\$ 500,000,000.00.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 4,000,000.00.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.8 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 3/20/08

Signature of Authorized Officer of the Corporation

William R. Magill, CFO  
Type or Print Name of Authorized Officer



# State of Rhode Island and Providence Plantations

**A. Ralph Mollis**

*Secretary of State*

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly  
executed in accordance with the provisions of Title 7 of the General Laws  
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

*Secretary of State*

