

FILED/EFFECTIVE

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CLERK OF STATE  
STATE OF IDAHO

## ARTICLES OF MERGER OF SUBSIDIARY CORPORATION

TO: The Secretary of State of the State of Idaho

The undersigned Corporation, an Idaho corporation, hereinafter designated the Surviving Corporation, pursuant to Section 30-1-1105, Idaho Code, hereby executes the following Articles of Merger of COEUR D'ALENE ASPHALT, INC., an Idaho corporation, a wholly owned subsidiary corporation of the Surviving Corporation.

1. The Plan of Merger of said subsidiary corporation is attached hereto.
2. Shareholder approval of the merger was not required.
3. The mailing of the Plan of Merger was waived by the sole shareholder.

DATED this 23<sup>rd</sup> day of January, 2002.

INTERSTATE CONCRETE AND ASPHALT  
COMPANY

By C. Patrick McFarlane  
C. PATRICK McFARLANE, President

"Surviving Corporation"

IDAHO SECRETARY OF STATE  
02/14/2002 05:00  
CK: 229097 CT: 4260 BH: 446370  
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## PLAN OF MERGER

**PLAN OF MERGER**, dated this 23<sup>rd</sup> day of January, 2002, is between **INTERSTATE CONCRETE AND ASPHALT COMPANY**, an Idaho corporation (designated as the "Surviving Corporation"), and **COEUR D'ALENE ASPHALT, INC.**, a wholly owned subsidiary corporation of said Surviving Corporation.

1. The name of the subsidiary corporation is **COEUR D'ALENE ASPHALT, INC.** The name of the Surviving Corporation is **INTERSTATE CONCRETE AND ASPHALT COMPANY**.

2. Each share of common stock of **COEUR D'ALENE ASPHALT, INC.**, of the par value of One Hundred Dollars (\$100.00) per share, shall be cancelled upon the merger. After the effective date of merger, **INTERSTATE CONCRETE AND ASPHALT COMPANY**, sole holder of certificates of common stock in **COEUR D'ALENE ASPHALT, INC.**, shall surrender said certificates to the Surviving Corporation, or its duly appointed agent, in such manner as the Surviving Corporation shall require.

INTERSTATE CONCRETE AND ASPHALT COMPANY      COEUR D'ALENE ASPHALT, INC.

By C. Patrick McFarlane  
C. PATRICK McFARLANE, President

"Surviving Corporation"

By Bruce [Signature]  
BRUCE [Signature], President

"Subsidiary Corporation"