

FILED EFFECTIVE

**STATEMENT OF MERGER
OF
TRIPLE C CONCRETE, INC.,
AN IDAHO CORPORATION**

11 JAN 14 PM 1:10

SECRETARY OF STATE
STATE OF IDAHO

WITH AND INTO

**KILGORE COMPANIES, LLC
A DELAWARE LIMITED LIABILITY COMPANY**

**PURSUANT TO IDAHO ENTITY TRANSACTIONS ACT
CHAPTER 18, PART 2, SECTION 30-18-205, TITLE 30, IDAHO CODE**

Kilgore Companies, LLC, a Delaware limited liability company and Triple C Concrete, Inc., an Idaho corporation hereby certify as follows:

FIRST: The constituent companies in the merger (the "Merger") are Triple C Concrete, Inc., an Idaho corporation ("Triple C"), with its principal place of business at 224 Read Avenue, Rupert Idaho 83350, and Kilgore Companies, LLC, a Delaware limited liability company ("Kilgore"), with its principal place of business at 8201 West 5400 South, Magna, Utah 84044.

SECOND: A Plan of Merger (the "Merger Plan") dated as of January 14, 2011 has been duly authorized and approved by the Board of Directors of Triple C in accordance Section 30-18-205 of the Idaho Entity Transactions Act (the "IETA"), and the participation of Kilgore in the Merger and Merger Plan was duly authorized by the Board of Directors of Kilgore in accordance with Section 30-18-205 of the IETA.

THIRD: Pursuant to the Merger Plan, Triple C is being merged with and into Kilgore, with Kilgore being the surviving company in the Merger (the "Surviving Company").

FOURTH: The address of the Surviving Company where copies of process may be sent by the Idaho Secretary of State is c/o Corporation Service Company, 12550 W. Explorer Drive, Suite 100, Boise, Idaho 83713.

FIFTH: The Merger Plan was submitted to and approved unanimously by the shareholders of Kilgore.

SIXTH: The Merger Plan was submitted to and approved unanimously by the shareholders of Triple C.

IDAHO SECRETARY OF STATE
01/14/2011 05:00
CK: NONE CT: 1157 BH: 1255464
1 @ 30.00 = 30.00 STAT MERGE # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 45802

**Kilgore Companies, LLC, a Delaware
limited liability company**

By: *Anya Fontana*
Anya Fontana, Vice President

Dated: As of January 14, 2011

**Triple C Concrete, Inc., an Idaho
corporation**

By: _____
David Coats, President

Dated: As of January 14, 2011

Kilgore Companies, LLC, a Delaware
limited liability company

By: _____
Anya Fonina, Vice President

Dated: As of January 14, 2011

Triple C Concrete, Inc., an Idaho
corporation

By:  _____
David Coats, President

Dated: As of January 14, 2011