

FILED EFFECTIVE

STATEMENT OF MERGER 2011 JAN -3 PM 4: 20

merging

* CLEMENTS CONCRETE CO. SECRETARY OF STATE
with and into STATE OF IDAHO

SUNROC CORPORATION

the surviving entity of such merger to be:

SUNROC CORPORATION

January 3, 2011

In accordance with Section 30-18-205 of the Idaho Entity Transactions Act (the "Idaho Act"), Sunroc Corporation, a Utah corporation ("Sunroc"), and Clements Concrete Co., an Idaho corporation ("Clements Concrete," and together with Sunroc, the "Corporations"), hereby execute this Statement of Merger and, in connection therewith, certify as follows:

1. The name and jurisdiction of incorporation of the merging entity that will not be the surviving entity is as follows:

Clements Concrete Co., an Idaho corporation.
2. The name and jurisdiction of incorporation of the surviving entity is as follows:

Sunroc Corporation, a Utah corporation.

Sunroc is a "qualified foreign entity," as such term is defined in the Idaho Act.
3. An Agreement and Plan of Merger, dated as of the date hereof (the "Plan of Merger"), by and between each of the Corporations, providing for the merger of Clements Concrete with and into Sunroc (the "Merger"), has been approved by Clements Concrete in accordance with Section 30-18-203 of the Idaho Act and has been approved by Sunroc in accordance with Section 16-10a-1103 of the Utah Revised Business Corporation Act.
4. This Statement of Merger shall become effective immediately upon filing.

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IDAHO SECRETARY OF STATE
01/03/2011 05:00
CK: 576273 CT: 172099 BH: 1253457
1 @ 30.00 = 30.00 STMT MERGE # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

* C48664

IN WITNESS WHEREOF, each of the Corporations has executed this Statement of Merger as of the date first written above.

SUNROC CORPORATION

By: Kay J. Christofferson
Name: Kay J. Christofferson
Title: President and Chief Executive Officer

CLEMENTS CONCRETE CO.

By: Kay J. Christofferson
Name: Kay J. Christofferson
Title: President