

FILED EFFECTIVE

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STATEMENT OF MERGER

This Statement of Merger ("Statement") is made by and among Basalite Concrete Products, LLC, a Nevada limited liability company ("Surviving Entity"), Builders Marketplace Inc., an Idaho corporation ("Merging Entity One"), San Joaquin Blocklite, Inc., a California corporation ("Merging Entity Two"), and Epic Plastics, Inc., a California corporation ("Merging Entity Three"), which parties declare agree as follows:

SECRETARY OF STATE  
STATE OF IDAHO

RECITALS

- A. WHEREAS, Surviving Entity is the sole shareholder of Merging Entity One.
- B. WHEREAS, Surviving Entity is the sole shareholder of Merging Entity Two.
- C. WHEREAS, Surviving Entity is the sole shareholder of Merging Entity Three.
- D. WHEREAS, the Surviving Entity, Merging Entity One, Merging Entity Two and Merging Entity Three have executed that certain Plan and Plan of Merger of Merger, dated March 24, 2011 ("Plan of Merger").

ARTICLE I

DISAPPEARING ENTITIES

- 1.1 Merging Entity One. Merging Entity One is a corporation duly organized, validly existing, and in good standing under the laws of the State of Idaho.
- 1.2 Merging Entity Two. Merging Entity Two is a corporation duly organized, validly existing, and in good standing under the laws of the State of California.
- 1.3 Merging Entity Three. Merging Entity Three is a corporation duly organized, validly existing, and in good standing under the laws of the State of California.

ARTICLE II

SURVIVING ENTITY

- 2.1 Surviving Entity. Surviving Entity is a limited liability company duly organized, validly existing, and in good standing under the laws of the State of Nevada.

IDAHO SECRETARY OF STATE  
04/20/2011 05:00  
CK: 23195 CT: 213206 BH: 1278100  
1 @ 30.00 = 30.00 STAT MERGE # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

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2.2 Which Constituent Entity is Survivor. Surviving Entity will be the surviving entity (pursuant to NRS Chapter 92A) to the merger described in this Plan of Merger.

### ARTICLE III

#### MERGER

3.1 Date of Merger. Upon filing or as otherwise provided in the Plan of Merger (a copy of which is attached hereto as Exhibit A), Merging Entity One, Merging Entity Two and Merging Entity Three shall be merged into Surviving Entity under the laws of the State of Nevada ("Merger"). A copy of the Plan of Merger was previously filed with the State of Idaho on or before March 31, 2001.

3.2 Name of Surviving Entity. After merger, the name of the Surviving Entity shall remain Basalite Concrete Products, LLC, and its address is 10600 White Rock Road, Suite 100, Rancho Cordova, CA 95670.

### ARTICLE IV

#### APPROVAL

4.1 Authority. This transaction is authorized pursuant to Cal. Corp Code sections 1100 and 17550; NRS 92A.100, NRS 92A.150; NRS 92A.180. and NRS 92A.190; and Idaho Code section 30-1-1102. The merger was approved by Merging Entity Number One in accordance with the laws of Idaho and by Merging Entity Two, Merging Entity Three and Surviving Entity in accordance with the laws of their jurisdiction of organization.

Executed effective as of March 24, 2011, at Sacramento, California.

#### **SURVIVING ENTITY**

BASALITE CONCRETE PRODUCTS, LLC,  
a Nevada limited liability company

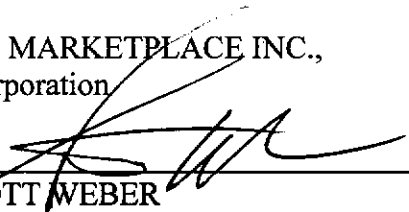
By: \_\_\_\_\_

SCOTT WEBER

Its: President

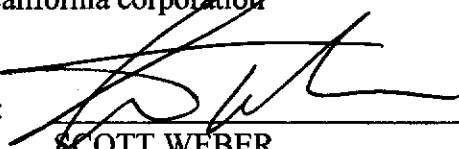
**MERGING ENTITY ONE**

BUILDERS MARKETPLACE INC.,  
an Idaho corporation

By:   
SCOTT WEBER  
Its: President

**MERGING ENTITY TWO**

SAN JOAQUIN BLOCKLITE, INC.,  
a California corporation

By:   
SCOTT WEBER  
Its: President

**MERGING ENTITY THREE**

EPIC PLASTICS, INC.,  
a California corporation

By:   
SCOTT WEBER  
Its: President