

**RMC PACIFIC MATERIALS, LLC
SECRETARY'S CERTIFICATE**

The undersigned, Mike F. Egan, hereby certifies as follows:

1. I am the duly elected and acting Secretary of RMC Pacific Materials, LLC, a Delaware limited liability company (the "Company") and in that capacity, I have knowledge of the corporate records of the Company.

2. The Company is the owner of that certain real property described and identified on Exhibit A attached hereto (the "Property") as follows:

a. The Property was acquired by Lone Star California, Inc., a Delaware corporation, by deed from RMC Lonestar f/k/a Lone Star California f/k/a Lone Star Aggregates, a California partnership, dated December 31, 1999 and recorded on April 18, 2000, at Instrument 2000116048 in the Official Records of Alameda County, California.

b. Effective December 31, 2009, Lone Star California, Inc. merged into RMC Pacific Materials, Inc., a Delaware corporation.

c. Effective December 31, 2012, RMC Pacific Materials, Inc., converted into RMC Pacific Materials, LLC, a Delaware limited liability company.

3. Attached hereto as Exhibit B are the true and correct copies of the foregoing certificates of merger and conversion as filed with the Delaware Secretary of State.

4. Attached hereto as Exhibit C is a true and correct copy of the certificate of formation of the Company as filed with the Delaware Secretary of State on August 1, 2008 and as in effect on the date hereof.

5. The business and affairs of the Company are managed by a Board of Managers with authority to appoint officers to exercise such powers and perform such duties as determined by the Board of Managers.

6. Alejandro Ortiz Robles is a duly elected, qualified and acting Vice President of the Company as of the date hereof and as such is authorized to execute and deliver agreements, documents and instruments on behalf of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 2/8, 2019.



Mike F. Egan, Secretary

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 8th day of February, 2019 by Mike F. Egan. He is personally known to me.



JACQUELINE RIVERA
NOTARY PUBLIC
STATE OF FLORIDA
Comm# GG056525
Expires 1/13/2021



Notary Public, State of FL
My Commission Expires: 1/13/21

EXHIBIT A
Property

Parcel # 946-1350-009-19
Alameda County
Stanley Boulevard
Pleasanton, California

EXHIBIT B

Merger and Conversion Documents
(attached)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"LONE STAR CALIFORNIA, INC.", A DELAWARE CORPORATION, WITH AND INTO "RMC PACIFIC MATERIALS, INC." UNDER THE NAME OF "RMC PACIFIC MATERIALS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2009, AT 4:18 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 12:45 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2961643 8100M

091141039

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7726846

DATE: 12-29-09

CERTIFICATE OF MERGER

MERGING

LONE STAR CALIFORNIA, INC.

(a Delaware corporation)

INTO

RMC PACIFIC MATERIALS, INC.

(a Delaware corporation)

The undersigned corporation, duly organized under and by virtue of the General Corporation Law of the State of Delaware (the "*General Corporation Law*"), does hereby certify that:

FIRST: The name and jurisdiction of incorporation of each of the constituent corporations in the merger are as follows:

<u>Name</u>	<u>State</u>
RMC PACIFIC MATERIALS, INC.	Delaware
Lone Star California, Inc.	Delaware

SECOND: An Agreement of Merger, dated as of December 18, 2009 (the "*Agreement of Merger*"), by and between Lone Star California, Inc. and RMC PACIFIC MATERIALS, INC. ("*Acquiring Company*") has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 and by the unanimous written consent of their respective stockholders in accordance with Section 228 of the General Corporation Law.

THIRD: The name of the surviving corporation is RMC PACIFIC MATERIALS, INC. (the "*Surviving Company*").

FOURTH: The certificate of incorporation of Acquiring Company as in effect immediately prior to the effective time of the merger shall be, from and after the effective time of the merger, the certificate of incorporation of the Surviving Company.

FIFTH: The merger shall be effective at 12:45 p.m. EST on December 31, 2009.

SIXTH: The executed Agreement of Merger is on file at the principal place of business of the Surviving Company. The address of the principal place of business of the Surviving Company is 920 Memorial City Way, Suite 100, Houston, Texas 77024.

SEVENTH: A copy of the Agreement of Merger will be furnished by the Surviving Company on request and without cost, to any stockholder of any constituent corporation:

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be
duly executed in its name this 18 day of December, 2009.

RMC PACIFIC MATERIALS, INC., a
Delaware corporation

By: Leslie S. White
Name: Leslie S. White
Title: General Counsel and Assistant
Secretary

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "RMC PACIFIC MATERIALS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "RMC PACIFIC MATERIALS, INC." TO "RMC PACIFIC MATERIALS, LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF DECEMBER, A.D. 2012, AT 3:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 11:59 O'CLOCK P.M.



2961643 8100V

121365247

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0092976

DATE: 12-21-12

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY

OF

RMC PACIFIC MATERIALS, INC.

(a Delaware corporation)

TO

RMC PACIFIC MATERIALS, LLC

(a Delaware limited liability company)

(Under Section 18 of the Delaware Limited Liability Company Act)

This Certificate of Conversion to Limited Liability Company, dated as of December 14, 2012 (the "Certificate"), is being duly executed and filed by MIKE F EGAN, as an authorized person of RMC Pacific Materials, LLC, a Delaware limited liability company (the "LLC"), to convert RMC Pacific Materials, Inc., a Delaware corporation (the "Corporation"), to the LLC, under the General Corporation Laws of the State of Delaware and the Delaware Limited Liability Company Act, 6 *Del. C. sections 18-101, et seq.* (the "Act").

1. The Corporation was originally incorporated as a Delaware corporation under the name "RMC Pacific Materials, Inc." by filing of its Certificate of Incorporation on December 17, 1998 with the Secretary of State of the State of Delaware, and continued to be incorporated under the laws of the State of Delaware immediately prior to the filing of this Certificate.

2. The Corporation's name immediately prior to filing this Certificate was "RMC Pacific Materials, Inc."

3. The name of the Delaware limited liability company into which the Corporation shall be converted as set forth in the certificate of formation as filed in accordance with Section 18-214(b) of the Act is "RMC Pacific Materials, LLC".

4. The conversion of the Corporation to the LLC shall be effective at 11:59 p.m. EST on December 31, 2012.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of December
14, 2012.



Name: Mike F. Egan
Authorized Person

EXHIBIT C

Certificate of Formation
(attached)

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "RMC PACIFIC MATERIALS, LLC" FILED IN THIS OFFICE ON THE NINETEENTH DAY OF DECEMBER, A.D. 2012, AT 3:20 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 11:59 O'CLOCK P.M.



2961643 8100V

121365247

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0092976

DATE: 12-21-12

CERTIFICATE OF FORMATION
OF
RMC PACIFIC MATERIALS, LLC

This Certificate of Formation of RMC Pacific Materials, LLC (the "*Company*"), dated as of December 14, 2012, is being duly executed and filed by Mike F. Egan, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act, 6 *Del. C.* §§ 18-101-*et seq.*

1. **Name.** The name of the limited liability company formed hereby is RMC Pacific Materials, LLC.

2. **Registered Office.** The address of the registered office of the Company in the State of Delaware is Corporate Creations Network Inc., 3411 Silverside Road, Rodney Building No. 104, Wilmington, New Castle County, Delaware 19810.

3. **Registered Agent.** The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporate Creations Network Inc., 3411 Silverside Road, Rodney Building No. 104, Wilmington, New Castle County, Delaware 19810.

4. **Effective Date.** The Certificate of formation of the Company shall be effective at 11:59 p.m. EST on December 31, 2012.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.

Mike F. Egan
Name: Mike F Egan
Title: Authorized Person