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Shelby Cnty Judge of Probate, AL
09/07/2012 02:21:24 PM FILED/CERT

This document prepared by:
S. Trent Myers
Sutherland Asbill & Brennan LLP
999 Peachtree Street NE
Atlanta, Georgia 30309

CROSS REF: Inst. No. 20041015000571730

STATE OF GEORGIA

COUNTY OF DEKALB

AFFIDAVIT

Personally appeared before me, the undersigned, Alan Adams, who, in his/her capacity as Assistant Secretary of Capitol Materials, Incorporated, a Georgia Profit Corporation, successor in merger to Vulcan Interior Products, Inc., an Alabama Non-Qualifying Entity (hereinafter referred to as the "Corporation"), being first duly sworn, deposes and says on oath as follows:

1. That the undersigned is the Assistant Secretary of the Corporation, and is duly authorized to make and give this Affidavit for and on behalf of the Corporation, and has personal knowledge of the facts set forth herein.

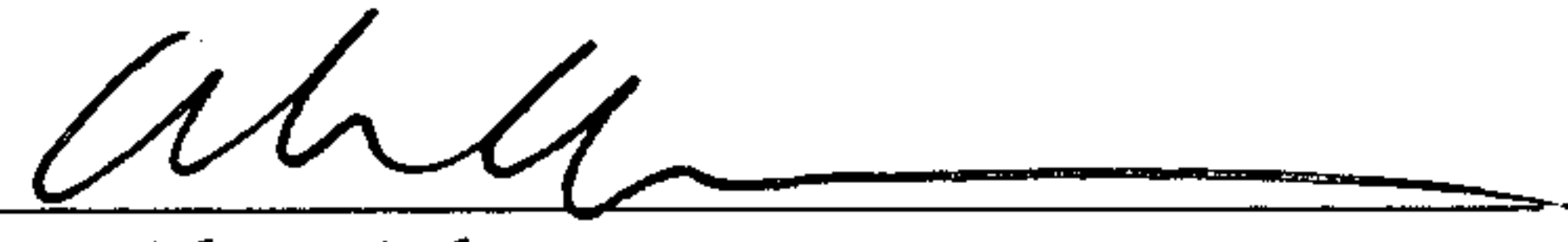
2. That the Corporation is the present owner of fee simple title to that certain tract or parcel of real property located in Shelby County, Alabama, more particularly described on Exhibit A attached hereto and incorporated herein by reference.

3. That, as evidenced by Exhibit B attached hereto and incorporated herein by reference, Vulcan Interior Products, Inc. was merged into Capitol Materials, Incorporated, and that, as a result of that merger, Capitol Materials, Incorporated obtained fee simple title to the real property described in Exhibit A.



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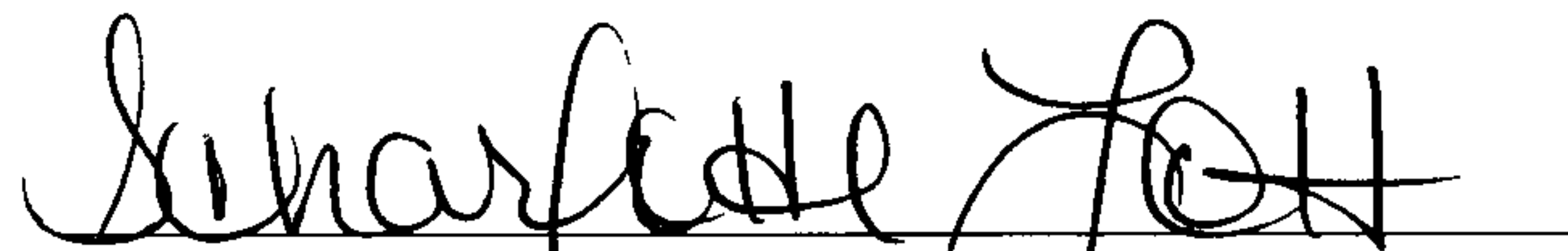
CAPITOL MATERIALS,
INCORPORATED, successor in merger to
Vulcan Interior Products, Inc.

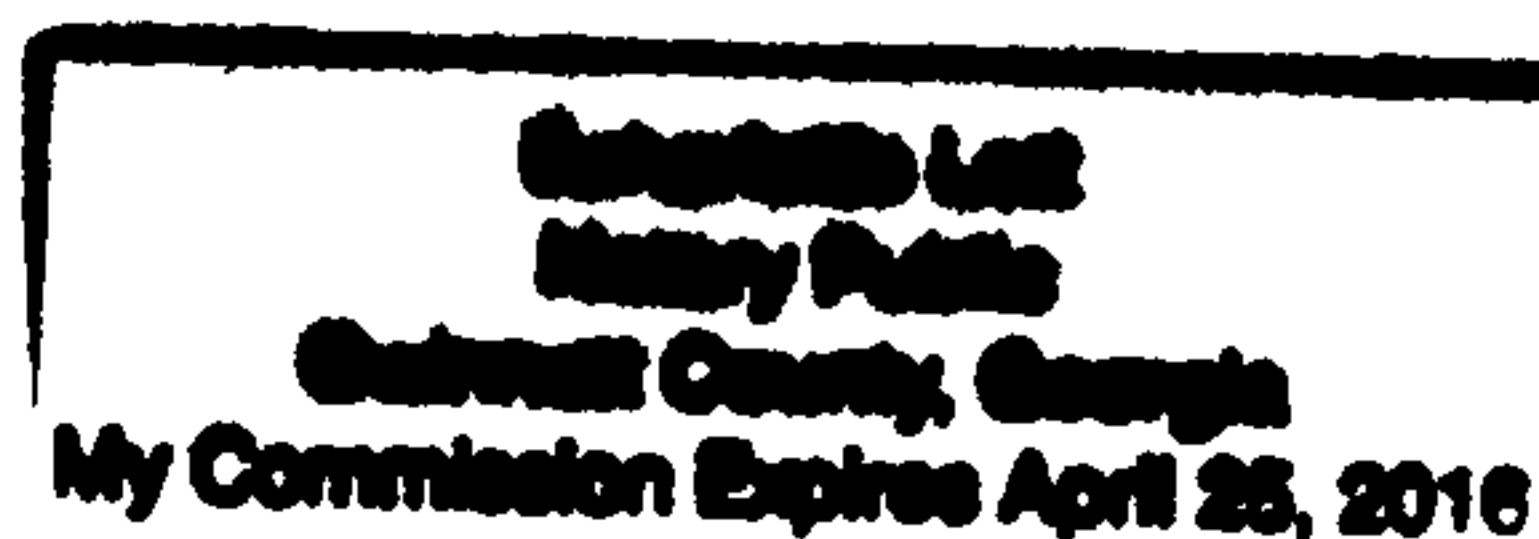
By: 
Name: Alan Adams
Title: Assistant Secretary

State of Georgia
County of Gwinnett

I, Scharlotte Lott a Notary Public in and for said County in said
State, hereby certify that Alan Adams whose named as
~~Asst Secretary~~ of Capitol Materials, Incorporated, a Georgia corporation, is signed to the
foregoing affidavit, and who is known to me, acknowledged before me on this day that, being
informed of the contents of the affidavit, he, as such officer and with full authority, executed the
same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 29 day of August,
2012.


Notary Public





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EXHIBIT A

LEGAL DESCRIPTION OF SHELBY COUNTY, ALABAMA PROPERTY

Lot 11B, according to the Resurvey of Lot 11 of Calera South Industrial Park, as recorded in Map Book 33 page 134 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama. Mineral and mining rights excepted.


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EXHIBIT B

CERTIFICATE OF MERGER

[See attached]

STATE OF GEORGIA

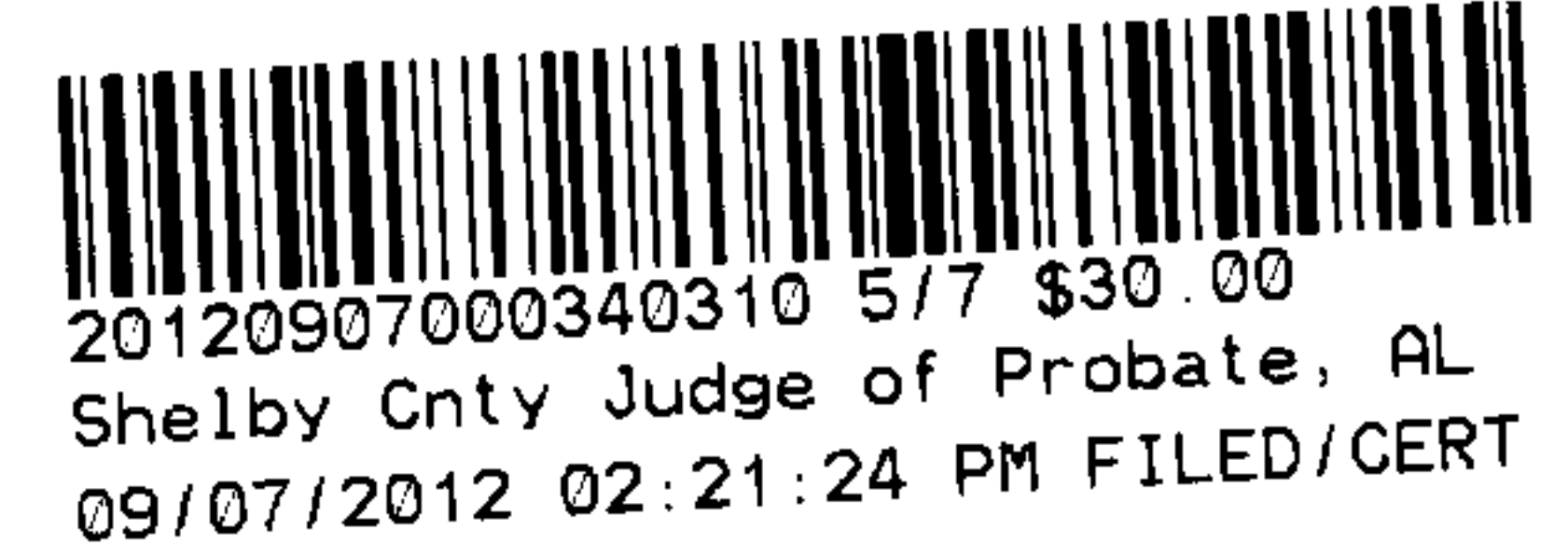
Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Drive

Atlanta, Georgia 30334-1530



CERTIFICATE OF MERGER

I, **Brian P. Kemp**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of 08/27/2012. Attached is a true and correct copy of the said filing.

Surviving Entity:

CAPITOL MATERIALS, INCORPORATED, a Georgia Profit Corporation

Nonsurviving Entity/Entities:

VULCAN INTERIOR PRODUCTS, INC., an Alabama Non-Qualifying Entity

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on August 27, 2012



A large, stylized handwritten signature in black ink, appearing to read "B. P. Kemp".

Brian P. Kemp
Secretary of State

**CERTIFICATE OF MERGER OF
VULCAN INTERIOR PRODUCTS, INC.
WITH AND INTO
CAPITOL MATERIALS, INCORPORATED**


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In compliance with the requirements of Section 14-2-1105 of the Georgia Business Corporation Code (the "Code"), the undersigned business corporations, desiring to effect a merger hereby certify that:

I.

The name and jurisdiction of organization of each Constituent Corporation that is merging are as follows:

<u>Name</u>	<u>Jurisdiction of Organization</u>
Vulcan Interior Products, Inc.	Alabama
Capitol Materials, Incorporated	Georgia

Vulcan Interior Products, Inc. is merging into Capitol Materials, Incorporated pursuant to a Plan and Agreement of Merger ("Plan of Merger"), and Capitol Materials, Incorporated shall be the surviving corporation in the Merger.

II.

A copy of the Plan of Merger is on file at the principal place of business of the Surviving Corporation at 1825 Fellowship Road, Tucker GA 30084-6560 and will be furnished by the Surviving Corporation on request and without cost to any shareholder of the Constituent Corporations.

III.

No amendments to the Articles of Incorporation of the Surviving Corporation will be required or made as a result of the Merger.

IV.

The Plan of Merger has been duly adopted by the owners of 100% of the outstanding shares of each class and series of the Constituent Corporations.

V.

The Merger shall be effective on August 27, 2012.

VI.

Pursuant to O.C.G.A. §14-2-1105.1, the Surviving Corporation does hereby undertake that the request for publication of a notice of filing with the Secretary of State of the State of Georgia this certificate of merger and payment therefor will be made as required by O.C.G.A. §14-2-1105.1(b).



DULY EXECUTED and delivered by the officers of the Constituent Corporations as of August 27, 2012.

CAPITOL MATERIALS, INCORPORATED

By: [Signature]
Name: Michael Calabrese
Title: VICE PRESIDENT

VULCAN INTERIOR PRODUCTS, INC.

By: [Signature]
Name: Michael Calabrese
Title: VICE PRESIDENT

* * * * *


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CORPORATIONS DIVISION