

ARTICLES OF ORGANIZATION
OF
LORICA, L.L.C.

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama, (1975), as amended (the “Alabama Limited Liability Company Act”), hereby file the following Articles of Organization with the probate judge of the county in which the initial registered office of the limited liability company will be located and affirm that the facts stated in these Articles of Organization are true and correct:

ARTICLE I
Name

The name of the limited liability company (“Company”) is LORICA, L.L.C.

ARTICLE II
Duration

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

ARTICLE III
Purposes

The Company has been organized for the primary purpose of the research, development, mining, extraction and commercialization of naturally occurring materials such as basalt, rutile, metals and other naturally occurring minerals and/or materials and for any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.


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Shelby Cnty Judge of Probate, AL
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ARTICLE IV
Registered Agent and Office

The address of the Company's initial registered office in Alabama is 112 Oakbrooke Lane, Alabaster, Alabama 35007. The name of the Company's initial registered agent at that address is Robert A. Goodner, Jr.

ARTICLE V
Initial Members

The names and addresses of the Company's initial members are:

Michelle Goodner
Alabaster, Alabama

Robert A. Goodner, Jr.
Alabaster, Alabama

William G. Mitchell
Columbus, Georgia

John Reddis
Tucson, Arizona

ARTICLE VI
Management

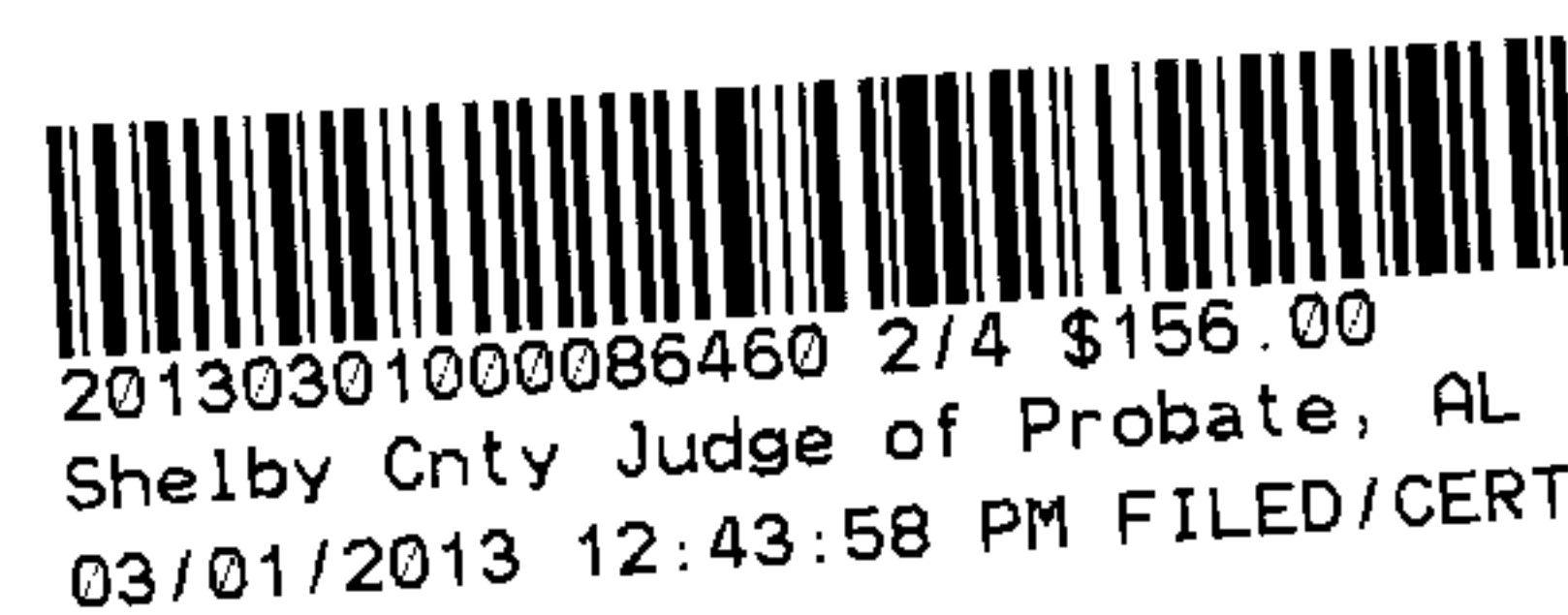
The management of the Company shall be vested in its members. The members shall have the right and authority to manage the business or affairs of the Company and to make all decisions with respect thereto, subject to the terms and conditions of the Company's Operating Agreement.

ARTICLE VII
Admission of New Members

Members of the Company have the right to admit new members on the unanimous written consent of the existing members. The existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VIII
Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution, or dissociation of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall



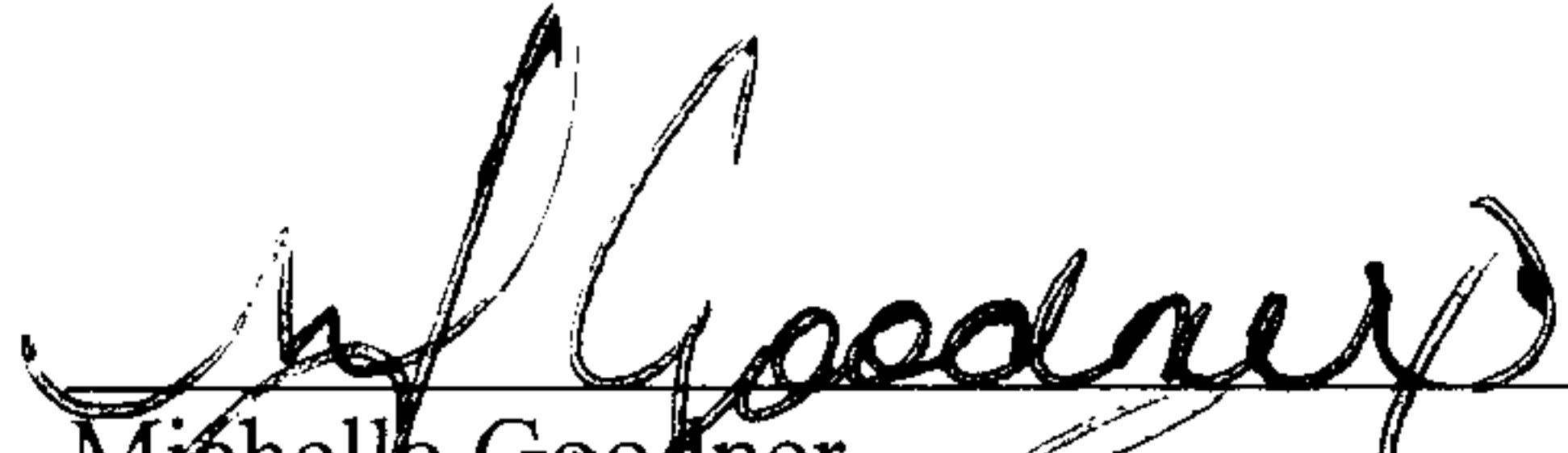
not be continued and the Company shall be dissolved unless there is obtained the written consent of all the remaining members of the Company within 90 days after the occurrence of the terminating event.

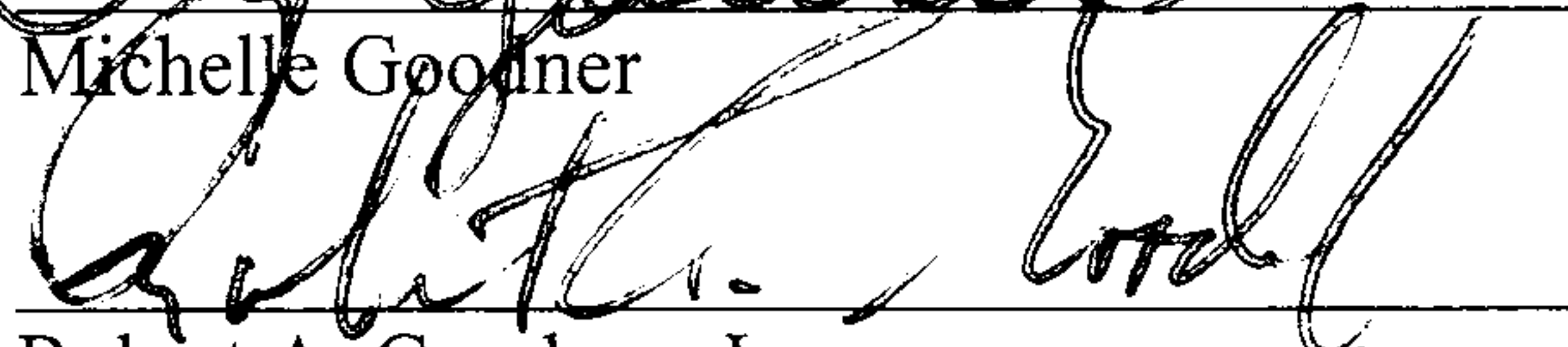
ARTICLE IX
No Liability

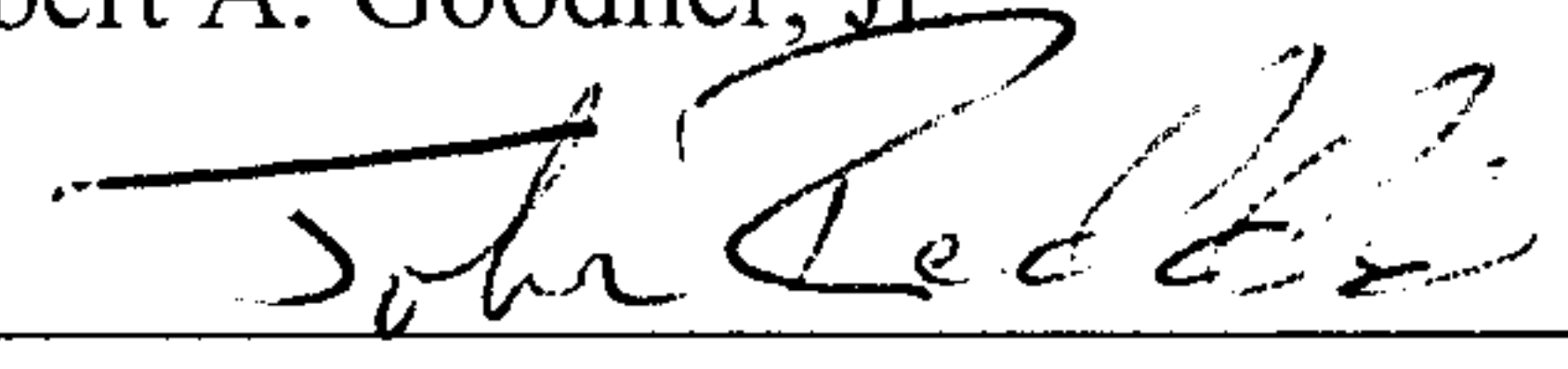
The members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

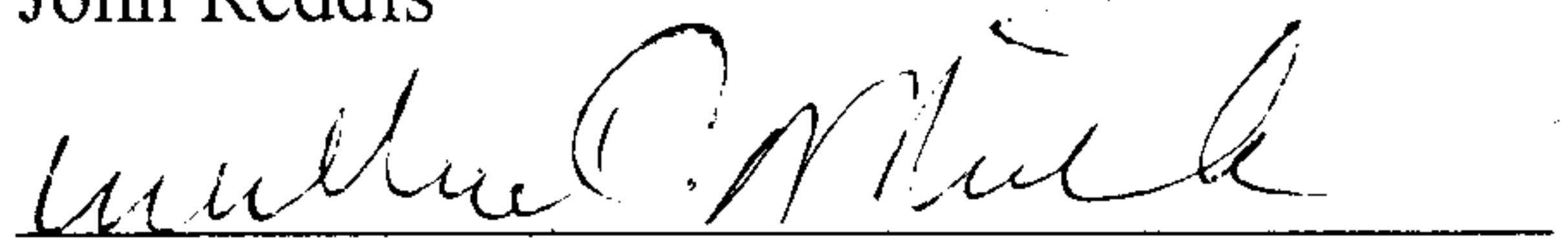
IN WITNESS WHEREOF, we have executed these Articles of Organization on this 4th day of February, 2013, at Birmingham, Alabama.

MEMBERS:


Michelle Goodner


Robert A. Goodner, Jr.


John Reddis


William Mitchell



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Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

LORICA, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Randall May, P.O. Box 380275, Birmingham, AL 35238
for a period of one hundred twenty days beginning January 31, 2013 and expiring
June 1, 2013.

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**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

January 31, 2013

Date

Beth Chapman

Beth Chapman

Secretary of State

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