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File Number 5896-960-5

DEPT-01 RECORDING \$29.00
T#0014 TRAN 7812 08/01/96 08:33:00
#5293 JW *-96-587541
COOK COUNTY RECORDER

State of Illinois Office of The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF GATE BLUEGRASS PRECAST, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

29th
29/7/96

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 29TH day of JULY A.D. 19 96 and of the Independence of the United States the two hundred and 21ST



George H. Ryan

Secretary of State

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Form **BCA-13.15**

(Rev. Jan. 1995)

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACTION BUSINESS IN ILLINOIS

SUBMIT TO SECRETARY

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834

This space for use by Secretary of State

FILED

This space for use by
Secretary of State

Date 7/29/96
License Fee \$
Franchise Tax \$ 25-
Filing Fee \$ 75-
Penalties \$
Approved: H 100-

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

JUL 29 1996

GEORGE H. RYAN
SECRETARY OF STATE

1. (a) CORPORATE NAME: GATE BLUEGRASS PRECAST, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Florida

(b) Date of Incorporation: July 25, 1996

(c) Period of Duration: perpetual

3. (a) Address of the principal office, wherever located: _____ (b) Address of principal office in Illinois: _____

9540 San Jose Blvd. None

Jacksonville, Florida 32257

4. Name and address of the registered agent and registered office in Illinois.

EXPEDITED
Registered Agent C T Corporation System
First Name Middle Name Last Name

Registered Office c/o C T Corporation System, 208 S. La Salle Street
Numbr Street Suite #
Chicago 60604 Cook
City Zip Code County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

None

6. Names and residential addresses of officers and directors:

| Name | No. & Street | City | State | Zip |
|-----------|---------------------------------------|------|-------|-----|
| President | <u>See attached list of officers</u> | | | |
| Secretary | _____ | | | |
| Director | <u>See attached list of directors</u> | | | |
| Director | _____ | | | |
| Director | _____ | | | |

BOX 170

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7. Purpose or purposes proposed to be pursued in transacting business in this state:

(If not sufficient space to cover this point, add one or more sheets of this size.)

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the Florida Business Corporation Act and permitted under the Illinois Business Corporation Act.

8. Authorized and issued shares:

| Class | Series | Par Value | Number of Shares Authorized | Number of Shares Issued |
|--------|-------------|-----------|-----------------------------|-------------------------|
| Common | (No series) | \$1.00 | 1,000 | 500 |
| | | | | |
| | | | | |

9. Paid-in Capital: \$ 500

(*Paid-in Capital* replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 8,000,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 19,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 200,000

11. Interrogatories: (Important - this section must be completed.)

- (a) Office or offices to which all contracts with the corporation are forwarded for their acceptance:
Office: 9540 San Jose Blvd., Jacksonville, Florida 32257.
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 500
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**)

Dated July 25, 19 96 GATE BLUEGRASS PRECAST, INC.

(Exact Name of Corporation)

attested by Louis M. Zemanek by Jack C. Lueders, Jr.
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Louis M. Zemanek, Secretary
(Type or Print Name and Title)

Jack C. Lueders, Jr., Vice President
(Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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Appendix to Illinois
Application for Certificate of Authority to Transact Business in Illinois

Directors of GATE BLUEGRASS PRECAST, INC.

1. Joseph Luke
6620 Epping Forest Way North
Jacksonville, Florida 32217
2. David M. Foster
9338 Fort Carolina Road
Jacksonville, Florida 32277
3. Benny L. Cleburn
906 Lanier Ave.
Kingland, Georgia 31548
4. Richard Page
614 Tateswood Drive
Lexington, Kentucky 40502

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Appendix to Illinois
Application for Certificate of Authority to Transact Business in Illinois

Officers of GATE BLUEGRASS PRECAST, INC.

1. Joseph Luke, Chairman and Chairman of the Board
6620 Epping Forest Way North
Jacksonville, Florida 32217
2. Benny L. Cleghorn, VP and Chief Operating Officer
906 Center Ave.
Kingland, Georgia 31548
3. Richard Page, President and General Manager
614 Tateswood Drive
Lexington, Kentucky 40502
4. Jack C. Lueders, Jr., VP
7910 James Island Trail
Jacksonville, Florida 32256
5. Louis M. Zemanek, Secy/Treas
8427 Brierwood Road
Jacksonville, Florida 32217

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BOX 170

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