

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
READING ROCK, INCORPORATED**

Gordon Rich, President, and Brian R. Campbell, Secretary of Reading Rock, Incorporated (formerly Reading Concrete Products Corporation), an Ohio corporation, do hereby certify that by written consent of the sole shareholder of the Corporation dated September 30, 1998, the Articles of Incorporation were amended by the following resolution:

RESOLVED, that Article FIFTH of the Articles of Incorporation of the Corporation be and the same is hereby amended in its entirety so that it shall hereafter read as follows:

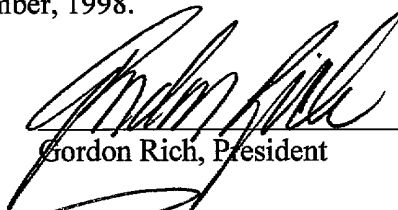
"FIFTH:

- (A) The number of shares which the Corporation is authorized to have outstanding is 3,000, of which 300 shares shall be Class A voting common stock without par value, and of which 2,700 shall be Class B non-voting common stock without par value.
- (B) Holders of Class A and Class B shares shall participate equally in the same amount per share in all dividends and in any distribution of assets made upon the liquidation, dissolution or winding up of the Corporation or otherwise.
- (C) Except as otherwise required by the laws of the State of Ohio, the holders of the Class A common shares shall exclusively possess all voting powers for the election of Directors, and for all other purposes, and the holders of the Class B common shares shall have no voting power, and no holder thereof shall vote thereon or be entitled to receive notice of any meeting of the stockholders. No holder of the Class B common shares shall have any preemptive or preferential right to subscription to the shares of the Corporation of any class, whether now or thereafter authorized, nor any right of subscription to any such shares other than such right, if any, as the Board of Directors may, in its discretion, from time to time determine and at such prices as the Board of Directors may from time to time fix and determine.
- (D) Upon the filing of this amended Article FIFTH with the Ohio Secretary of State, each then issued and outstanding share of common stock of the Corporation shall be automatically deemed converted into and exchanged for one (1) share of Class A common stock and nine (9) shares of Class B common stock, and fractional shares may be issued in connection therewith."

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SECRETARY OF STATE

IN WITNESS WHEREOF, said Gordon Rich, President and Brian R. Campbell, Secretary of Reading Rock, Incorporated, acting for and on behalf of the Corporation, have hereunto subscribed their names this 30th day of September, 1998.

A handwritten signature in dark ink, appearing to read "Gordon Rich", written over a horizontal line.

Gordon Rich, President

A handwritten signature in dark ink, appearing to read "Brian R. Campbell", written over a horizontal line.

Brian R. Campbell, Secretary

CORPORATE SERVICES OF OHIO, INC.



50 West Broad Street, Suite 1120
Columbus, Ohio 43215

Telephone
(614) 464-2400

FAX
(614) 464-1505

Check # 17085 (121)

TO: SECRETARY OF STATE
FROM: RUTH M. HARRISTON
DATE: October 1, 1998

EXPEDITED FILING FEE 195.00

Articles of Incorporation/Organization

Certificate of:

~~Amendment/ARTICLE XXXXXX~~
Restatement of Art. of Org.
Amendment to Art. of Org.
Limited Partnership
Amendment of Limited Partnership
Restated Limited Partnership
Cancellation of Ltd. Partnership
Dissolution
Merger/Consolidation
Partnership with Limited Liability
Withdrawal/Reinstatement
Annual Report

Foreign License Application
Name Change/Merger Recital
Surrender/Reinstatement
Agent or Form 7 Report
Foreign Limited Liability Company
Correction/Cancellation
Foreign Limited Partnership
Correction
Trade Name/Fictitious Name
Trade Mark/Service Mark Regis.
Agent Miscellaneous Filing

OTHER:

CERTIFICATION:

EXPEDITED FILING HOLD FOR PICK UP

RETURN FILED DOCUMENT TO:

Reading Rock, Incorporated

RECEIVED
OCT 01 1998
BOB TAFT
SECRETARY OF STATE

CS 111/6/95

PROMPT PROFESSIONAL SERVICE

	DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1.	10/ 2/1998	199827500418	AMD DOMESTIC/AMENDMENT TO ARTICLES	185.00	10.00	0.00	0.00	0.00
			TOTAL	185.00	10.00	0.00	0.00	0.00

Return To:
CORPORATE SERVCIES OF OHIO, IN
ATTN R. M. HARRISTON
50 W BROAD ST STE 1120
COLUMBUS, OH 43215-0000

-----cut along the dotted line-----



The State of Ohio
❖ *Certificate* ❖

Secretary of State - Bob Taft

379260

It is hereby certified that the Secretary of State of Ohio has custody of the business records for READING ROCK, INCORPORATED and that said business records show the filing and recording of:

Document(s)
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):
199827500418

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary
of State at Columbus, Ohio, This 1st day of
October, A.D. 1998



Bob Taft

Bob Taft
Secretary of State