

of Greenville or Spartanburg shall represent and be the equivalent of the corresponding share of Metromont into which it is convertible in accordance with this Plan of Merger.

4. CHANGES IN ARTICLES OF INCORPORATION OR BY-LAWS. The Articles of Incorporation (Charter) and the by-laws of Spartanburg Concrete Company shall remain unchanged and constitute the Articles of Incorporation (Charter) and by-laws of the surviving corporation except that the name of the corporation shall be changed to Metromont Materials Corp.

5. CORPORATE ACTION. Each of the constituent corporations are bound by a Merger Agreement dated November 10, 1972, of which this Plan of Merger is a part. Under the terms of this Agreement, neither corporation shall take any significant corporate action until this Plan of Merger has been considered by the stockholders and, thereafter, each corporation shall take such corporate action as may be necessary to implement and effect the purposes of this Plan.

IN WITNESS WHEREOF, each of the constituent corporations has caused these presents to be executed by its duly authorized officers and its corporate seal to be hereto affixed as of the 10th day of November, 1972.

SPARTANBURG CONCRETE COMPANY

By: *Richard H. Penning*
President

Attest:

Douglas L. Blackwell
Secretary
(CORPORATE SEAL)

GREENVILLE CONCRETE COMPANY

By: *Richard H. Penning*
President

Attest:

Douglas L. Blackwell
Secretary
(CORPORATE SEAL)

RECORDED

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