

STATE OF GEORGIA
Secretary of State
Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF RESTATED ARTICLES

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

NORTH GEORGIA BRICK CO., INC.
a Domestic Profit Corporation

has amended and filed duly restated articles on 10/24/2023 in the Office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said restated articles.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **11/16/2023**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NORTH GEORGIA BRICK CO., INC.

The following Amended and Restated Articles of Incorporation of North Georgia Brick Co., Inc., were adopted by the Shareholders and the Board of Directors of the Corporation on October 12, 2023:

I.

The name of the Corporation is North Georgia Brick Co., Inc.

II.

The Corporation shall be authorized to issue Class A Voting Common Stock and Class B Non-Voting Common Stock.

(a) CLASS A VOTING COMMON STOCK. The aggregate number of shares of Class A Voting Common Stock that the Corporation shall have authority to issue is Four Hundred (400) shares, \$1.00 par value per share. All of the voting rights of the Corporation shall be vested in the holders of the Class A Voting Common Stock. The holders of Class B Non-Voting Common Stock shall have no voting rights. Except as to voting rights granted to the holders of Class A Voting Common Stock, the rights of the holders of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be the same in all respects, including without limitation (i) the right to receive dividends, and (ii) liquidation preferences. The holders of Class A Voting Common Stock shall be entitled to notice of all meetings of the shareholders and shall be entitled to vote on all questions that may be presented to and decided upon by the shareholders.

(b) CLASS B NON-VOTING COMMON STOCK. The aggregate number of shares of Class B Non-Voting Common Stock that the Corporation shall have authority to issue shall be Thirty Nine Thousand Six Hundred (39,600) Shares, \$1.00 par value per share. The holders of Class B Non-Voting Common Stock shall have no voting rights and shall not be entitled to notice of any meeting of shareholders, except as shall be required by law.

III.

The shareholders of the Corporation shall not have any pre-emptive rights to subscribe to any issues or additional shares of stock of the Corporation.

IV.

Any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if documented by one or more written consents signed by

persons who would be entitled to vote at such a meeting and who collectively own shares in the Corporation having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

V.

The registered office of the Corporation is located in Forsyth County at 2405 Oak Street West, Cumming, Georgia 30041. The registered agent of the Corporation is John P. Alvord.

VI.

The mailing address of the principal office of the Corporation is 2405 Oak Street West, Cumming, Georgia 30041.

VII.

The personal liability of the Directors of the Corporation is hereby eliminated to the fullest extent permitted by the Georgia Business Corporation Code, as the same may be amended and supplemented.

VIII.

These Amended and Restated Articles of Incorporation supersede the Corporation's Articles of Incorporation filed on June 29, 1982 under the name North Georgia Co., Inc. which were amended by the Articles of Amendment of North Georgia Co., Inc. filed on November 21, 1983 (which amendment changed the Corporation's name to North Georgia Brick Co., Inc.).

IX.

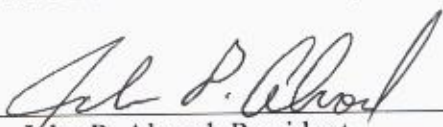
Effective immediately after these Amended and Restated Articles of Incorporation have been filed with and accepted by the Secretary of State of Georgia, each of the Corporation's previously authorized and outstanding shares of common stock shall, without further action on the part of the holder thereof, be exchanged such that each shareholder receives One (1) Share of the Corporation's new Class A Voting Common Stock, and Ninety Nine (99) Shares of the Corporation's new Class B Non-Voting Common Stock, each respectively authorized under this Amended and Restated Articles of Incorporation, for each share of common stock in the Corporation held by such shareholder as of the date immediately prior to the effective date hereof. All such previously outstanding shares of common stock of the Corporation shall thereupon be extinguished and no longer outstanding.

X.

These Amended and Restated Articles of Incorporation were adopted (a) by the unanimous affirmative vote and consent of all of the Directors of the Corporation, adoption by a majority being required, and (b) by the unanimous affirmative vote and consent of the holders of all of the Corporation's issued and outstanding common stock, adoption by a majority of the shares outstanding being required.

IN WITNESS WHEREOF, the undersigned has caused these Amended and Restated Articles of Incorporation to be executed under seal by its duly authorized officers this 17th day of October, 2023.

NORTH GEORGIA BRICK CO., INC.

By: 
John P. Alvord, President

ATTEST: 
Forrest S. Green, Secretary

(CORPORATE SEAL)

RECEIVED
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