

NORTH GEORGIA CO., INC.

NORTH GEORGIA BRICK CO. INC.

~~82-7627~~

amend 11-21-83

June 29 1982

Cobb Co

83/5027

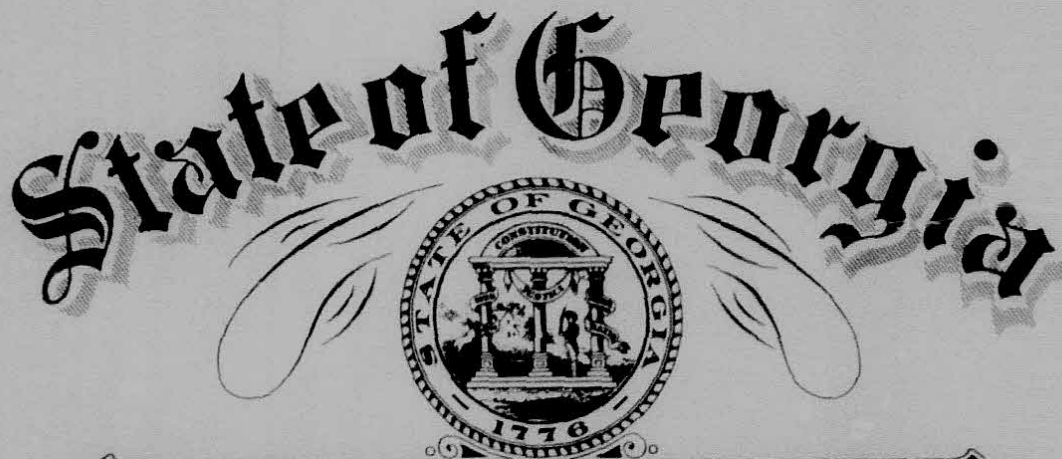
Willard K Green

JC
9-87

ma* 100 shares com 5.00

paid in 500.00

DUPLICATE



OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that the articles of incorporation of "NORTH GEORGIA CO., INC." have been duly amended under the laws of the State of Georgia changing its name to "NORTH GEORGIA BRICK CO. INC." on the 21st day of November, 1983, by the filing of articles of amendment in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this **21st** day of **November** in the year of our Lord One Thousand Nine Hundred and Eighty **Three** and of the Independence of the United States of America the Two Hundred and **Eight**.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF AMENDMENT
OF
NORTH GEORGIA CO., INC.

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SECRETARY OF STATE
CORPORATIONS DIVISION

1.

The name of the Corporation is "NORTH GEORGIA CO.,
INC." and its date of incorporation is June 29, 1982.

2.

An amendment to the Articles of Incorporation has been
adopted as follows:

- (a) Article I of the Articles of Incorporation is
deleted in its entirety and the following is
inserted in lieu thereof:

"I.

The name of the Corporation is 'NORTH GEORGIA
BRICK CO. INC.'. ";

- (b) Article IV of the Articles of Incorporation is
deleted in its entirety and the following is
substituted in lieu thereof:

"IV.

The Corporation shall have authority, acting
by its Board of Directors, to issue not more
than 100,000 shares of common stock at \$1.00
par value. ";

- (c) Article VII of the Articles of Incorporation
is deleted in its entirety and the following
is inserted in lieu thereof:

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SECRETARY OF STATE
CORPORATIONS DIVISION

"VII.

No shareholder shall be entitled as a matter of right, preemptive or otherwise, to purchase, subscribe for or otherwise acquire any new or additional shares of the Corporation of any class or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, or any shares, evidences of indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares. Any part of the authorized shares and any evidences of indebtedness or any other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire shares of the corporation may at any time be issued, optioned for sale, and sold or disposed of by the Corporation to such persons and upon such terms as the Board of Directors shall deem proper without first offering such shares or other securities or any part thereof to existing shareholders."

3.

Such amendment was adopted on October 31, 1983.

4.

The majority vote of the shareholders was required to adopt such amendment. Seventy-five (75) shares of common stock of the Corporation were outstanding at the time of the vote to

adopt such amendment, and all of such shares were entitled to vote on such amendment. Such amendment was adopted by the unanimous vote of the shareholders.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed and its corporate seal to be affixed and has caused the foregoing to be attested, all by its duly authorized officers, on this 31st day of October, 1983.

NORTH GEORGIA CO., INC., a
Georgia corporation incorpo-
rated on June 29, 1982:

By: W. Bailey Bowline
W. Bailey Bowline,
President

ATTEST:

Bruce P. Ellen, Sr.
Bruce P. Ellen, Sr., Secretary

[CORPORATE SEAL]

:4661V

State of Georgia



OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"NORTH GEORGIA BRICK CO. INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
19th day of August, in the year of our Lord
One Thousand Nine Hundred and Eighty Three and
of the Independence of the United States of America the Two
Hundred and Eight.

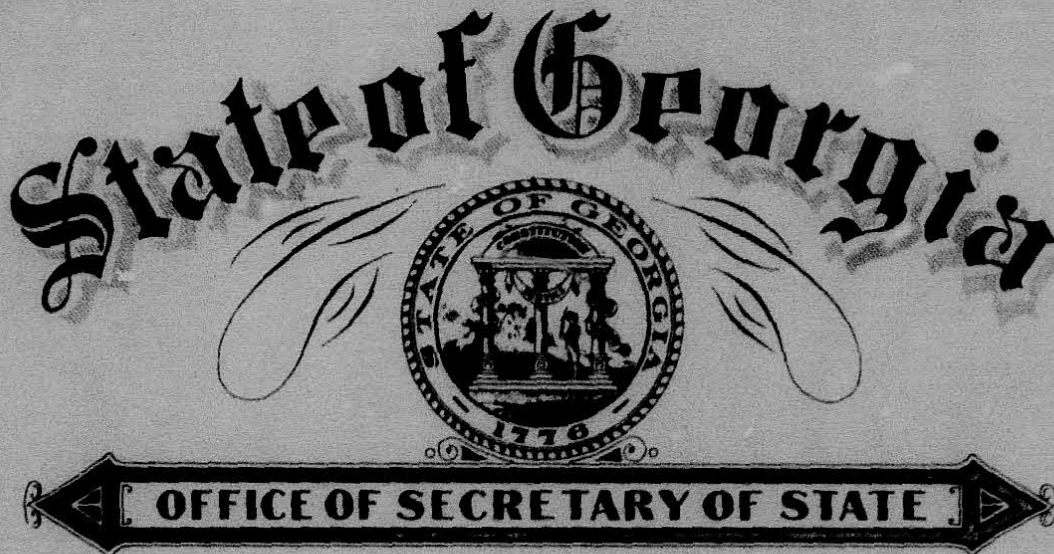
Max Cleland

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SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

DUPLICATE

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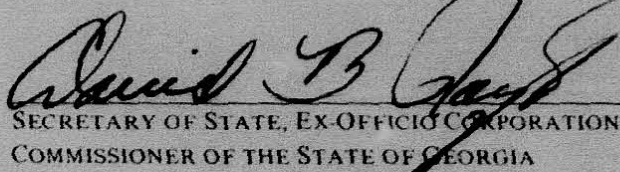


*I, David B. Poythress, Secretary of State of the
State of Georgia, do hereby certify that*

"NORTH GEORGIA CO., INC."

has been duly incorporated under the laws of the State of Georgia on the **29th**
day of **June**, 19 **82**, by the filing of articles of incorporation in the office of the
Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true
copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the seal of my office, at the Capitol, in the City of
Atlanta, this **29th** day of **June** in the year
of our Lord One Thousand Nine Hundred and Eighty
Two and of the Independence of the United States
of America the Two Hundred and **Six.**


SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

BUSINESS CORPORATION
(Profit)

ARTICLES OF INCORPORATION
OF
NORTH GEORGIA CO., INC.

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JUN 29 2 44 PM '82
SECRETARY OF STATE

I.

The name of the Corporation is "NORTH GEORGIA CO., INC.".

II.

The corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

III.

The corporation shall have perpetual duration.

IV.

The corporation is a corporation for profit and is organized for the following purposes: To sell building material such as brick, block and ready mix, to engage in any lawful business or activities related thereto, and to engage in any lawful act or activity for which corporations may be organized under the Georgia Corporation Code.

V.

The corporation shall have authority, acting by its board of directors, to issue not more than 100 shares of a common class having a par value of \$5.00 per share.

VI.

The corporation shall not commence business until it shall have received consideration of not less than \$500 in value for the issuance of its shares.

VII.

The shareholders of the corporation shall not have any preemptive rights to acquire any unissued shares of the corporation.

VIII.

The address of the initial registered office of the corporation is 2681 Arrowwood Drive, Marietta, Cobb County, Georgia 30067 and the initial registered agent of the corporation at such address is Willard Keith Green.

IX.

The initial board of directors shall consist of three members, the name and address of each of which is as follows:

Willard Keith Green - President
2681 Arrowwood Drive
Marietta, Georgia 30067

Sam Thompson - Vice President
P. O. Box 1179
Roswell, Georgia 30077

Walter Bailey Boline - Secretary/Treasurer
870 Hickory View Court
Marietta, Georgia 30064

X.

The name and address of the incorporator is:

Willard Keith Green
2681 Arrowwood Drive
Marietta, Georgia 30067

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.

This twenty-ninth day of June, 1982.



Willard Keith Green

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"NORTH GEORGIA CO., INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
23rd day of June, in the year of our Lord
One Thousand Nine Hundred and Eighty Two and
of the Independence of the United States of America the Two
Hundred and Six

David B. Poythress

Secretary of State, Ex Officio Corporation
Commissioner of the State of Georgia