

No. of Company

664770

Form No. 41

THE COMPANIES ACT, 1948

DECLARATION of Compliance with the requirements of the Companies Act, 1948, on Application for Registration of a Company.

Pursuant to Section 15(2).



Name of Company

RAILIRICA HAULAGE

Limited.

I, Thomas Arthur Herbert, of 156 Strand, London, W.C.2, do solemnly and sincerely declare that I am (a) a person named in the Articles of Association as a Secretary of

RAILIRICA HAULAGE

(14) Limited.

And that all the requirements of the Companies Act, 1948, in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with, And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1835.

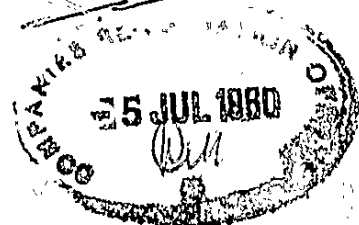
Declared at EDINBURGH

on the 9th day of March, 1960.
before me.

Notary Public

(b) A Commissioner of Oaths.

- (a) "A Solicitor of the Supreme Court" (or in Scotland "a Solicitor") "engaged in the formation," or "A person named in the Articles of Association as a Director or Secretary."
(b) or Notary Public or Justice of the Peace.



Presented by

BUSINESS ECONOMY PRODUCTS LTD.

Company Registration Agents and Printers

156 STRAND, LONDON, W.C.2 Telephones: TEMple Bar 8377/8, 2294/5

NOTE: This Margin is reserved for binding and must not be written across.

RMC/5033

Form No. 25

No. of Company.....664770 | 2

THE STAMP ACT, 1891
AND
THE FINANCE ACT, 1933



REGISTERED

11 JUL 1960

RAILRICA HAULAGE

LIMITED

STATEMENT of the Nominal Capital made pursuant to Section 112 of the Stamp Act, 1991.
(Note.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100
—Section 41, Finance Act, 1933).

This Statement is to be filed with the Memorandum of Association, or other Document,
when the Company is registered.

The NOMINAL CAPITAL of.....

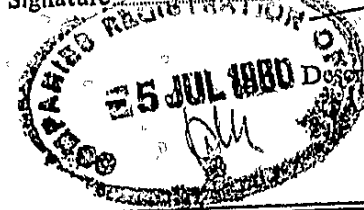
RAILRICA HAULAGE

Limited

is £100, divided into 100 shares of £1 each.

Signature

W. O. Herbert



Date 9th March, 1960.

Secretary

Presented by

BUSINESS ECONOMY PRODUCTS LTD.

Company Registration Agents and Printers

156 STRAND, LONDON, W.C.2 Telephones: Temple Bar 8377, 8378, 2294, 2295

NOT: This margin is reserved for Bin 15, and must not be written across.



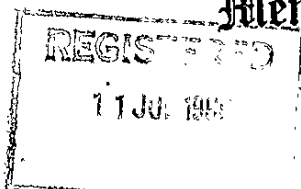
664770-3 P

The Companies Act, 1948



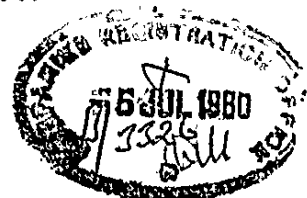
COMPANY LIMITED BY SHARES

Memorandum of Association



OF

RAILRICA HAULAGE LIMITED



1. The name of the Company is:- "RAILRICA HAULAGE LIMITED" ✓
2. The Registered Office of the Company will be situate in England. ✓
3. The Objects for which the Company is established are:- ✓
 - (a) To carry on the business or businesses of motor haulage contractors, supplying building and road making materials, carters, and carriers of goods and persons in every way by means of motor, horse, cart, ships, boats, aeroplanes, or any other means of transport; garage proprietors, car hire service and taxi service, either with drivers, crews or charterers for travel whether by rail road, air or sea or a combination of these; and to manufacture, own, buy, sell, either for cash or credit, hire purchase or deferred payment or otherwise, let on hire, repair, cellulose, paint and generally deal in motor and other mechanically propelled vehicles of all kinds, including vessels of every description, engines, bodies, hulls, tyres, fittings, petrol, oil and all kinds of fuel, accessories, components, apparatus and requisites connected with any of the above, scrap metal, salvage and waste merchants in all their branches, including dealing in iron, steel, machinery, woollens, clothing, timber, paper, pulp, rags, bones, plastics, wood, bottles, rubber, and any other articles, vehicles, materials, substances and things of any kind whatsoever, whether as wholesalers/retailers of any kind; repairers, exporters, renovators, cleaners, dyers, manufacturers or otherwise for the purpose of making such waste material, components, spare parts and articles marketable, and to carry on any other trade or business (manufacturing or otherwise) which may, in the opinion of the Company, be conveniently carried on in connection with all or any of the above businesses, or may be calculated, either directly or indirectly, to enhance the value of any of the Company's property or assets or the general business of the Company; and to carry on all or any of the said businesses either together as one business or as separate and distinct businesses in any part of the world, whether as principals, trustees, manufacturers, wholesalers or retailers, agents, or otherwise.
 - (b) To carry on the business or businesses of exporters and importers of any goods, materials or things connected with all or any businesses carried on by the Company at any time, and to clean, grow, sell, buy, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, tools, substances, materials and things necessary or convenient for carrying on any such businesses, whether as principals, agents, trustees, manufacturers, mail order specialists, advertising agents and contractors, hire purchase financiers or otherwise in all their respective branches.

COMPANY REGISTRATION SPECIALISTS
156, STRAND, LONDON, W.C.2.
TEL. 8377-8278

XS

(c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.

(d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.

(e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.

(f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.

(g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.

(h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.

- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit directors or ex-directors, employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.
- (r) To distribute any property of the Company in specie among the members.

- (s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £100 divided into 100 shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber
<i>Jean Herbert</i> JEAN HERBERT, 156, Strand, London, W.C.2. Company Director.	/ ONE
<i>Thos Herbert</i> THOMAS ARTHUR HERBERT, LL.B., 156, Strand, London, W.C.2. Barrister-at-Law.	/ ONE

DATED the 6th day of January, 1960.

WITNESS to the above signatures:-

C. F. Herbert

CHRISTINE FREDA HERBERT,
 156, Strand,
 London, W.C.2.

Company Director.



664770/4

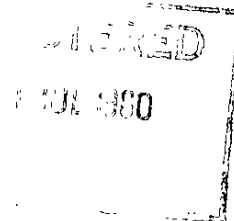
The Companies Act, 1948



COMPANY LIMITED BY SHARES

Articles of Association

OF

RAILRICA HAULAGE LIMITED
- - -

PRELIMINARY

1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, the Clauses in Part I of Table A numbered 24, 53 and 75 shall not apply to this Company; but in lieu thereof, and in addition to the remaining Clauses in Part I of Table A, the following shall be the regulations of the Company.

2. The Company is a Private Company and accordingly Clauses 2, 3, 4, 5 and 6 in Part II of Table A shall apply to the Company.

SHARES

3. The shares in the initial and any increased capital shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

LIEN

4. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

GENERAL MEETING

5. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

6. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

DIRECTORS

7. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

8. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meetings of Directors, and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

9. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom.

10. Clause 84(5) in Part I of Table A shall be read and construed as if the words "or his firm" appearing in the last line of such sub-clause were omitted therefrom.

11. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

WINDING UP

12. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively: Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

FIRST DIRECTORS

13. The first Directors of the Company shall be determined in writing by the Subscribers of the Memorandum of Association.

FIRST SECRETARY

14. The first Secretary of the Company shall be Thomas Arthur Herbert.

NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS

Jean Herbert

Jean Herbert,
156, Strand,
London, W.C.2.

Company Director.

Thomas Herbert

Thomas Arthur Herbert, LL.B.,
156, Strand,
London, W.C.2.

Barrister-at-Law.

DATED the 6th day of January, 1960.

WITNESS to the above signatures:-

C. G. Herbert

Christine Freda Herbert,
156, Strand,
London, W.C.2.

Company Director.

No. C. 173

DUPLICATE FOR THE FILE

No. 664770



Certificate of Incorporation

I Hereby Certify, that

RAILRICA HAULAGE LIMITED

is this day Incorporated under the Companies Act, 1948, and that the Company is Limited.

Given under my hand at London this **Eleventh** day of
July One Thousand Nine Hundred and **Sixty.**


ASSISTANT Registrar of Companies.

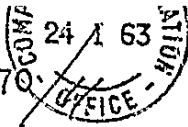
Certificate
received by



Date



No. of Company 664770



C/N 373

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

RAILRICA HAULAGE

LIMITED

PASSED

the 15th day of January, 1963

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at the Registered Office of the Company, on the above date, the following SPECIAL RESOLUTION was duly passed:-

RESOLUTION

THAT the name of the above-named Company be changed to:-

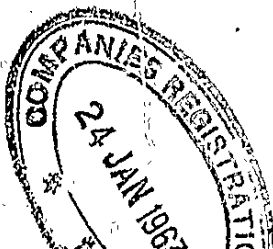
REES METAL RECOVERIES

LIMITED

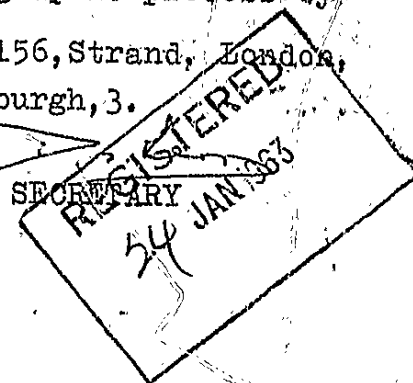
CHAIRMAN

SPECIAL RESOLUTION printed by lithographic process by

Business Economy Products Limited, 156, Strand, London, W.C.2., and 19, Walker Street, Edinburgh, 3.



SECRETARY



No. 664770



Reference: C.R. 98/6588/62

BOARD OF TRADE

COMPANIES ACT, 1948

RAILRICA HAULAGE LIMITED

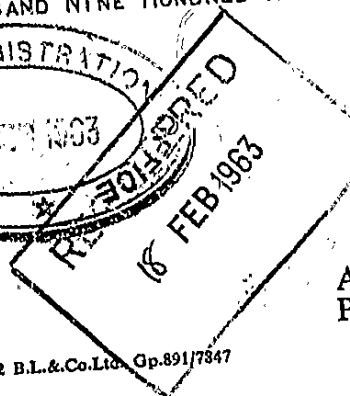
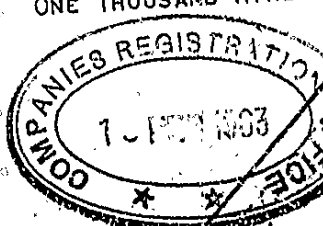
Pursuant to the provisions of Sub-Section (1) of Section 18 of the Companies Act, 1948, the Board of Trade hereby approve of the name of the above-named Company being changed to

REES METAL RECOVERIES LIMITED

Signed on behalf of the Board of Trade

EIGHTEENTH DAY OF FEBRUARY

ONE THOUSAND NINE HUNDRED AND SIXTY THREE.



L. S. Whitfield

Authorised in that behalf by the President of the Board of Trade

No. C. 60.

Wt. 68470/1715 5m. 2/62 B.L.&Co.Ltd. Op.891/7847

No. of Company 664770/19



THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

REES METAL RECOVERIES

LIMITED

PASSED

the 25th Day of February 1967

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at the Registered Office of the Company, on the above date, the following SPECIAL RESOLUTION was duly passed:-

RESOLUTION

That the name of the above-named Company be changed to:-

UNIVERSAL RECOVERIES

LIMITED



.....*S. G. B. M.*.....

No. 664770



Reference: C.R.

BOARD OF TRADE

COMPANIES ACT, 1948

REES METAL RECOVERIES LIMITED

Pursuant to the provisions of Sub-Section (1) of Section 18 of the Companies Act, 1948, the Board of Trade hereby approve of the name of the above-named Company being changed to

FAVERSHAM AGGREGATES LIMITED

REGISTERED

11 APR 1967

Signed on behalf of the Board of Trade

this ELEVENTH DAY OF APRIL

ONE THOUSAND NINE HUNDRED AND SIXTY SEVEN.

L.S. Whitfield

Authorised in that behalf by the
President of the Board of Trade

C.60

6313/360s D.183002 10M T.F. 10/66 Gp.658.

No. C.172

DUPLICATE FOR THE FILE

No. 664770 /20.



Certificate of Incorporation on Change of Name

Whereas

REES METAL RECOVERIES LIMITED

was incorporated as a limited company under the

COMPANIES ACT, 1948,

on the ELEVENTH DAY OF JULY, 1960.

And Whereas by special resolution of the Company and with the approval of the Board of Trade it has changed its name.

Now therefore I hereby certify that the Company is a limited company incorporated under the name of

FAVERSHAM AGGREGATES LIMITED

Given under my hand at London, this ELEVENTH DAY OF APRIL

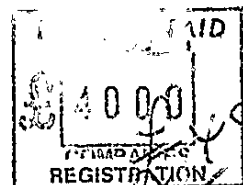
ONE THOUSAND NINE HUNDRED AND SIXTY SEVEN.

Certificate received by

L.S. Whisfield
Assistant Registrar of Companies

Date PTT APR 1967

Number of Company: 664770/45



THE COMPANIES ACTS 1948 to 1980

SPECIAL RESOLUTIONS

(Pursuant to Section 141 (2) of the Companies Act 1948)

OF

FAVERSHAM AGGREGATES

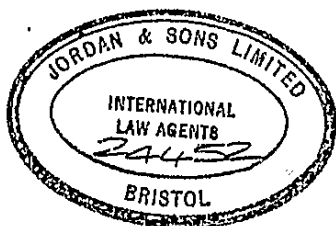
LIMITED

Passed the 11th day of May 1982

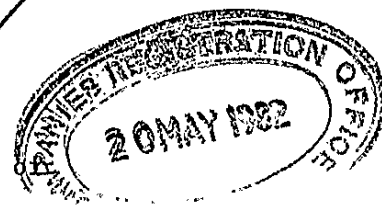
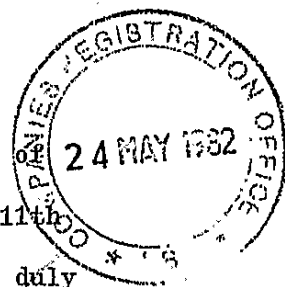
At an Extraordinary General Meeting of the Members of the above-named Company, duly convened and held on the 11th day of May 1982, the following SPECIAL RESOLUTIONS were duly passed:-

1. That the name of the Company be changed to
PREMIER LIME & STONE COMPANY LIMITED
2. That the existing Clause 3(a) of the Memorandum of Association be deleted and in its place the following new Clause 3(a) be inserted:-

3(a) To carry on the business of quarrying for and producing stone, lime, sand, gravel, cement and similar substances, and to dress, burn, convert, or otherwise prepare the same for the market.



C. A. R. Blackwell
C. A. R. Blackwell - Chairman



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No.

664770 / 46

I hereby certify that

FAVERSHAM AGGREGATES LIMITED

having by special resolution changed its name, is now
incorporated under the name of

PREMIER LIME & STONE COMPANY LIMITED

Given under my hand at Cardiff the

1ST JUNE 1982

A handwritten signature in dark ink, appearing to read 'A. V. Jones'.

Assistant Registrar of Companies

No. of Company 664770

47.

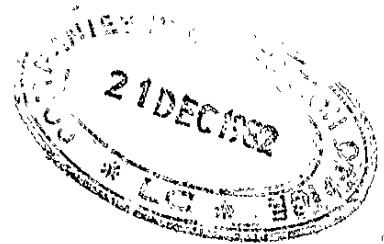
The Companies Act 1948

COMPANY LIMITED BY SHARES

Memorandum and Articles of Association of

PREMIER LIME & STONE COMPANY
LIMITED

(Incorporated the 11th day of July 1960)



Jordan & Sons Limited
Company Formation and Information Services
Printers and Publishers
Jordan House
47, Brunswick Place, London N1 6EE
Telephone 01 253 3030 Telex 261010

THE COMPANIES ACT 1948

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

PREMIER LIME & STONE COMPANY LIMITED

(As altered by Special Resolution dated 11th May 1982)

1. *The name of the Company is "PREMIER LIME & STONE COMPANY LIMITED".

2. The Registered Office of the Company will be situated in England.

3. The Objects for which the Company is established are:-

(a) To carry on the business of quarrying for and producing stone, lime, sand, gravel, cement and similar substances, and to dress, burn, convert, or otherwise prepare the same for the market.

(b) To carry on the business or businesses of exporters and importers of any goods, materials or things connected with all or any businesses carried on by the Company at any time, and to clean, grow, sell, buy, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, tools, substances, materials and things necessary or convenient for carrying on any such businesses, whether as principals, agents, trustees, manufacturers, mail order specialists, advertising agents and contractors, hire purchase financiers or otherwise in all their respective branches.

(c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.

(d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.

(e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or

* The name of the Company was changed from "FAVERSHAM AGGREGATES LIMITED" on the 1st June 1981.

SECRETARY
20/12/82
P.A. JORDAN & SONS LIMITED

formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.

(f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grants rights thereout.

(g) To sell, let, license, develop, or otherwise deal with the undertaking, or all or any part of the Company or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.

(h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.

(i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.

(j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.

(k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.

(l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.

(m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.

(n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.

(o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the

Company and the issue of its capital and debentures including brokerage and commission.

(p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.

(q) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit directors or ex-directors, employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.

(r) To distribute any property of the Company in specie among the members.

(s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is:- £100 divided into 100 shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, addresses and descriptions of Subscribers	Number of shares taken by each Subscriber
--	---

JEAN HERBERT,
156, Strand,
London, W.C.2.

Company Director.

One

THOMAS ARTHUR HERBERT, LL.B.,
156, Strand,
London, W.C.2.

Barrister-at-Law.

One

Dated the 6th day of January, 1960

Witness to the above Signatures:- CHRISTINE FREDA HERBERT,
156, Strand,
London, W.C.2.
Company Director.

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

PREMIER LIME & STONE COMPANY LIMITED

WITNESSETH that the above regulations
have been made to
comply with the provisions and
is in conformity with the
Companies Act 1948.

DATED

20/12/82
P.P. JORDAN & SONS LIMITED

PRELIMINARY

1. The regulations contained in Part I of Table A in the First Schedule to the Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, the Clauses in Part I of Table A numbered 24, 53 and 75 shall not apply to this Company; but in lieu thereof, and in addition to the remaining Clauses in Part I of Table A, the following shall be the regulations of the Company.

2. The Company is a Private Company and accordingly Clauses 2, 3, 4, 5 and 6 in Part II of Table A shall apply to the Company.

SHARES

3. The shares in the initial and any increased capital shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

LIEN

4. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

GENERAL MEETINGS

5. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

6. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

DIRECTORS

7. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

8. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meetings of Directors, and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

9. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom:

10. Clause 84(5) in Part I of Table A shall be read and construed as if the words "or his firm" appearing in the last line of such sub-clause were omitted therefrom.

11. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

WINDING UP

12. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively: Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

Names, addresses and descriptions of Subscribers

JEAN HERBERT,
156, Strand,
London, W.C.2.

Company Director.

THOMAS ARTHUR HERBERT, LL.B.,
156, Strand,
London, W.C.2.

Barrister-at-Law.

Dated the 6th day of January, 1960

Witness to the above Signatures:- CHRISTINE FREDA HERBERT,
156, Strand,
London, W.C.2.
Company Director.

225(1)**Notice of new accounting reference date given during the course of an accounting reference period**

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] [] [] []

664770

Name of company

*Insert full name of company

* PREMIER LIME & STONE COMPANY LIMITED

Note
Please read notes 1 to 4 overleaf before completing this form

†Delete as appropriate

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come to an end is

Day Month

3 1 1 2

The current accounting reference period of the company is to be treated as [shortened] [extended]† and [is to be treated as having come to an end] [will come to an end]† on

Day Month Year

3 1 1 2 1 9 8 7

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

The company is a [subsidiary] [holding company]† of _____

_____, company number _____

the accounting reference date of which is _____

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on _____ and it is still in force.

Signed

B. M. Thackeray

Designation†

Director

Date

31 December 1987

Presentor's name, address and reference (if any):

BLAND FIELDEN
Chartered Accountants
11 SIR ISAAC'S WALK
COLCHESTER
CO 1 1E

MDET/1255

For official use
General Section

Post room

COMPANIES ACT 1985
9 - 7 JAN 1988
RD - OFFICE† Insert
Director,
Secretary,
Receiver,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

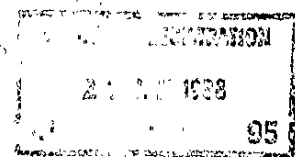
The Companies Act 1985

Premier Lime & Stone Company Limited
No. 664770

Resolutions passed 31 December 1987

At an Extraordinary General Meeting of the Members of the above named company held on 31 December 1987 the following resolutions were duly passed as special resolutions.

- A. That the existing authorised and issued share capital of the company, comprising 100 ordinary shares of £1 each fully paid, be sub-divided into 1,000 ordinary shares of 10p. each fully paid.
- B. That the authorised share capital of the company be increased from £100 to £500,000 by the creation of 4,999,000 ordinary shares of 10p. each, such shares to rank pari passu with the existing ordinary shares.
- C. That £99,900 of the company's unappropriated profits be capitalised and issued as 999,000 ordinary shares of 10p. each fully paid to the existing shareholders by way of bonus shares on the basis of nine hundred and ninety nine new shares for every one share presently held, such shares to rank pari passu with the existing issued ordinary shares.
- D. That the Directors be and are hereby generally and unconditionally authorised to allot relevant securities (as defined in Section 80(2) of the Companies Act 1985) to a maximum aggregate nominal value of £100,000, such authority to expire on the date of the annual general meeting to be held in 1989.
- E. That the Directors be and are hereby authorised to allot equity securities (as defined in Section 94 of the Companies Act 1985) for cash as if Section 89(1) of the said Act did not apply to any such allotment, provided that this authority shall be limited to the allotment of equity securities to a maximum nominal value of £100,000.



G

COMPANIES FORM No. 123

Notice of increase in nominal capital

123

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type or
bold block lettering

*Insert full name
of company

To the Registrar of Companies

For official use

Company number

Name of company

* PREMIER LIME & STONE COMPANY LIMITED



664 770

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 31 December 1987 the nominal capital of the company has been increased by £ 499900. beyond the registered capital of £ 100.

†The copy must be
printed or in some
other form approved
by the registrar

A copy of the resolution authorising the increase is attached.†

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows:

The new shares rank pari passu with the existing ordinary shares.

Please tick here if
continued overleaf



Signed

A. T. B. Smith

Designation

Director

Date

31 December 1987

Insert Director,
Secretary,
Administrator,
Administrative
Receiver or Receiver
(Scotland) as
appropriate

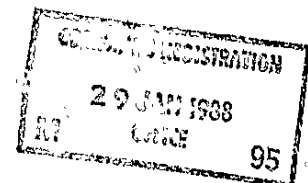
Presentor's name, address and
reference (if any):

Met/1255.

For official use

General section

Post room



The Solicitors' Law Stationery Society plc, 24 Gray's Inn Road, London WC1X 8HR

Companies G123

1987 Edition
4.87 BM

5017157

Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

122

Please do not write in this margin

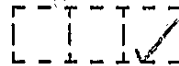
Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use Company number

Please complete legibly, preferably in black type, or bold black lettering

Name of company



664 770

*Insert full name of company

* PREMIER LINK ASSOCIATE COMPANY LIMITED

gives notice that:

At an Extraordinary General Meeting duly held on 31 December 1967 it was resolved that the existing authorised and issued share capital of the company, comprising 100 ordinary shares of £1 each fully paid, be sub-divided into 1000 ordinary shares of 10p each fully paid

Signed

[Signature]

[Signature]

Designation Date

31 December 1967.

†Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

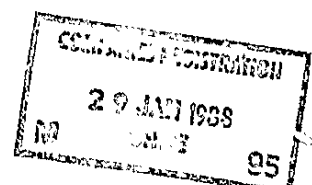
Presenter's name, address and reference (if any):

BLAND FIELD'S
Chartered Accountants
in care ISAAC'S WALK
COLCHESTER
CO1 1L

MJEK/1255.

For official use
General Section

Post room



The Solicitors' Law Stationery Society plc, 24 Gray's Inn Road, London WC1X 8HR

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