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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): CITADEL HOLDINGS INC. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other Maryland corporation Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: LAFARGE CORPORATION Internal Address: Street Address: 11 EAST CHASE STREET City: BALTIMORE State: MD Zip: 21202 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State MARYLAND [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [] Assignment [x] Merger [] Security Agreement [] Change of Name [] Other Execution Date: 04-28-1994

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 844366 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: MARK J. YOUNG, ESQ. Internal Address: McGUIREWOODS LLP Street Address: 50 N. LAURA STREET, SUITE 3300 City: JACKSONVILLE State: FL Zip: 32202

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 [x] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number: OPR/FINANCE 2003 AUG 11 PM 1:57

DO NOT USE THIS SPACE

9. Signature. MARK J. YOUNG Name of Person Signing [Signature] Signature AUGUST 11, 2003 Date [6] Total number of pages including cover sheet, attachments, and document:

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Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002800 FRAME: 0368

ARTICLES OF MERGER

MERGING

CITADEL HOLDINGS INC. (A MD CORP.)

INTO

LAFARGE CORPORATION (A MD CORP.) SURVIVOR

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

OF MARYLAND JANUARY 29, 1988 AT 9:40 O'CLOCK A. M. AS IN CONFORMITY WITH LAW AND ORDERED RECORDED. Effective: 1/29/88, at 3:00 PM

ORGANIZATION AND CAPITALIZATION FEE PAID

RECORDING FEE PAID

SPECIAL FEE PAID

\$ _____

\$ 20.00

\$ _____

TO THE CLERK OF THE COURT OF

BALTIMORE CITY

drb

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL ENDORSEMENTS THEREON, HAS BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

STATE OF MARYLAND

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I hereby certify this is a true and complete copy of the page document as shown in the records of the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION. DATED: 4-28-94



ARTICLES OF MERGER
 BETWEEN
 LAFARGE CORPORATION
 (a Maryland Corporation)
 AND
 CITADEL HOLDINGS INC.
 (a Maryland Corporation)

STATE DEPARTMENT OF ASSESSMENTS
 AND TAXATION
 1/29/88
 APPROVED FOR RECORD
 at 9:40 .M.

Lafarge Corporation, a corporation duly organized and existing under the laws of the State of Maryland ("Lafarge"), and Citadel Holdings Inc., a corporation duly organized and existing under the laws of the State of Maryland ("Citadel"), do hereby certify that:

FIRST: Lafarge and Citadel agree to merge Citadel with and into Lafarge pursuant to Section 3-106 of the Maryland General Corporation Law.

SECOND: The name and place of incorporation of each party to these Articles are Lafarge Corporation, a Maryland corporation, and Citadel Holdings Inc., a Maryland corporation. Lafarge shall survive the merger and shall continue under the name "Lafarge Corporation" as a corporation of the State of Maryland.

THIRD: Lafarge has its principal office in the State of Maryland in Baltimore City. Citadel has its principal office in the State of Maryland in Baltimore City and does not own any interest in land in the State of Maryland.

FOURTH: The terms and conditions of the transaction set forth in these Articles were advised, authorized, and approved by each corporation party to the Articles in the manner and by the vote required by its Charter and the laws of the state of its incorporation. The Board of Directors of Lafarge, at a meeting held on October 7, 1987, and the Board of Directors of Citadel, by written consent dated December 11, 1987 signed by all the directors of Citadel, adopted resolutions which declared that the proposed merger was advisable on substantially the terms and conditions set forth or referred to in the resolutions. The approval of the merger by the stockholders of Lafarge and Citadel is not required.

FIFTH: Notice of the merger was waived in accordance with Section 3-106(d)(1) of the Maryland General Corporation Law on December 11, 1987 by the only holder of capital stock of Citadel other than Lafarge.

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SIXTH: No amendment to the Charter of Lafarge is to be effected as a part of the merger.

SEVENTH: The total number of shares of stock of all classes which Lafarge has authority to issue is 140,108,875 shares, of which 98,700,000 shares are Common Stock (par value \$1.00 per share), 2,400,000 shares are \$1.88 Convertible Preferred Stock (par value \$1.00 per share), 2,000 shares are First Preferred Stock (par value \$1.00 per share), 6,875 shares are Second Preferred Stock (par value \$1.00 per share), 9,000,000 shares are Third Preferred Stock (par value \$1.00 per share) and 30,000,000 shares are Voting Stock (par value \$0.0001 per share). The aggregate par value of all the shares of stock of all classes of Lafarge is \$110,111,875. The total number of shares of stock of all classes which Citadel has authority to issue is 13,000 shares, of which 3,000 shares are Common Stock (par value \$1.00 per share), 3,000 shares are First Preferred Stock (par value \$1.00 per share) and 7,000 shares are Second Preferred Stock (par value \$1.00 per share). The aggregate par value of all the shares of stock of all classes of Citadel is \$13,000.

EIGHTH: The merger does not increase the authorized stock of Lafarge.

NINTH: The manner and basis of converting or exchanging issued stock of the merging corporations into different stock of a corporation or other consideration and the treatment of any issued stock of the merging corporations not to be converted or exchanged are as follows:

(a) Each issued and outstanding share of each class of the stock of Lafarge on the effective date of the merger shall continue, without change, to be an issued and outstanding share of stock of Lafarge.

(b) Each issued and outstanding share of the Common Stock of Citadel on the effective date of the merger, all of which shares are held by Lafarge, shall, upon effectiveness and without further act, be cancelled.

(c) Each issued and outstanding share of the First Preferred Stock of Citadel on the effective date of the merger shall, upon effectiveness and without further act, be cancelled, and in consideration of such cancellation, Citadel shall transfer and deliver to the holder of each such share a number of shares of the First Preferred Stock of Lafarge currently held by Citadel obtained by multiplying the number of shares of First Preferred Stock of Citadel held by such holder times the fraction obtained by dividing 1,900 by 2,600. It is intended that this distribution be made pursuant to Section 332 of the Internal Revenue Code of 1986, as amended, and Treasury

Regulation § 1.1502-34 of the Consolidated Income Tax Regulations.

(d) Each issued and outstanding share of the Second Preferred Stock of Citadel on the effective date of the merger shall, upon effectiveness and without further act, be cancelled, and in consideration of such cancellation, Citadel shall transfer and deliver to the holder of each such share one share of the Second Preferred Stock of Lafarge currently held by Citadel for each share of the Second Preferred Stock of Citadel so held. It is intended that this distribution be made pursuant to Section 332 of the Internal Revenue Code of 1986, as amended, and Treasury Regulation § 1.1502-34 of the Consolidated Income Tax Regulations.

TENTH: The merger shall become effective at 3:00 p.m., Eastern time, on January 29, 1988.

IN WITNESS WHEREOF, Lafarge Corporation and Citadel Holdings Inc. have caused these presents to be signed in their respective names and on their respective behalves by their respective presidents and witnessed by their respective secretaries on January 11, 1988.

WITNESS:

LAFARGE CORPORATION
(a Maryland corporation)

David C. Jones
David C. Jones, Secretary

By: Robert W. Murdoch
Robert W. Murdoch, President
and Chief Operating Officer

WITNESS:

CITADEL HOLDINGS INC.
(a Maryland corporation)

David C. Jones
David C. Jones, Secretary

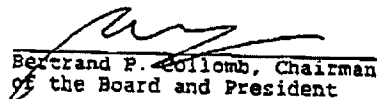
By: Bertrand P. Collomb
Bertrand P. Collomb, Chairman
of the Board and President

THE UNDERSIGNED, President and Chief Operating Officer of Lafarge Corporation, who executed on behalf of said Corporation the foregoing Articles of Merger of which this certificate is made a part, hereby acknowledges in the name and on behalf of said Corporation the foregoing Articles of Merger to be the corporate act of said Corporation and hereby certifies that to the best of his knowledge, information and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.



Robert W. Murdoch, President
and Chief Operating Officer

THE UNDERSIGNED, Chairman of the Board and President of Citadel Holdings Inc., who executed on behalf of said Corporation the foregoing Articles of Merger of which this certificate is made a part, hereby acknowledges in the name and on behalf of said Corporation the foregoing Articles of Merger to be the corporate act of said Corporation and hereby certifies that to the best of his knowledge, information and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.



Bertrand P. Colloby, Chairman
of the Board and President