7660 Imperial Way Allentown, PA 18195 Phone (610) 366-4600

March 8, 2023

Sent via FedEx

Michael Kutney, P.G. Pennsylvania Department of Environmental Protection Pottsville District Mining Office 5 West Laurel Boulevard Pottsville, PA 17901-2454

Re: Heidelberg Materials Northeast LLC – SMP Name Changes

Dear Mr. Kutney:

On behalf of Heidelberg Materials Northeast LLC (f.k.a. Hanson Aggregates Pennsylvania LLC), please find the enclosed permit documentation to allow for the corporate name change on all permits managed by the Moshannon District Mining Office. Those permits include: Bloomsburg Quarry, Bloomsburg Sand & Gravel, Downingtown Quarry, Glen Mills Quarry, Lake Ariel Quarry, Lake Ariel North, Milton Quarry, Ottsville Quarry, Penns Park Quarry, Rock Hill Quarry, Stroudsburg Quarry, Wayne Quarry, and White Haven Quarry (40000301 & 64730304).

Please feel free to contact me at (610) 366-4819 should you wish to discuss the submission or require additional information.

Sincerely,

Andrew J. Gutshall, P.G. Area Environmental Manager

encl: as stated

cc: Gregory Greenfield, PADEP – Harrisburg (e-mail only) Mark E. Kendrick, Heidelberg – Allentown (e-mail only) Michael C. Lewis, Heidelberg – Nedrow, NY (e-mail only) Randy P. Miller, Heidelberg – Allentown (e-mail only) Timothy S. Jacobs, Heidelberg – Allentown (e-mail only) Environmental File

FedEx Tracking No. 7715 0656 0312





COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLIC | ANT INFORMATION | |
|---------------------|---------------------|---------------------------------|----------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | Individual (INDIV) | | |
| Mailing Address | | PA Corporation (PACOR) | | |
| 7660 Imperial Wa | ау | Non-PA Corporation (NPACO) | | |
| | (Street # a | nd Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| (Address L | | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@h | eidelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | | Address) | |
| Applicant Contact | | · · · · | · | |
| Gutshall | | A | ndrew | J |
| | (Last Name) | | (First Na | ame) (MI) |
| Area Environmer | atal Managor | | | |
| | | (7:) | 1-) | |
| Mailing Address | Chack have if the a | (Tit ddress is the same as I | , | |
| | | iuless is the same as i | isteu above | |
| | (Stro | at # and Nama ar D.O. Bay | \ \ | |
| | (Stre | et # and Name or P.O. Box |) | |
| | | | (Stata) | (Zip Code + Four) |
| | (City) | | (State) | (Zip Code + Pour) |
| | | | | |
| (Email Add | ress) | | Telephone #) | |
| | | SECTION B. DESCRI | PTION OF ACTIVITY | |
| Application Type | | | | |
| New | Revision/Modific | ation 🗌 Re | newal 🗌 Transfer | Permit Number <u>19110301</u> |
| Type of Mining Acti | vity(ies) | | | |
| Surface Mining | Underground Mi | ning (Includes Surface E | Effects of Underground Mir | ning) 🛛 Incidental Coal Extraction |
| Other (specify) | | | | |
| | | | | |
| | | | | |
| | | SECTION C. SITE | | |
| Operation/Site Nam | | rry | | |
| Operation/Site Loca | | | | |
| e i i i i | County(ies) | | | unicipality(ies) |
| Columbia | | | Helmock Township | |
| Columbia | | | Madison Township | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§77.107) | | | | | | |
|--|---|--|--|--|--|--|
| Commonwealth of Pennsylvania, County of Lehigh | | | | | | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose | | | | | |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that | | | | | |
| Sworn and Subscribed to Before Me This | | | | | | |
| 1th Day of Japuany 2023 | Mh Elkh | | | | | |
| (month) (year) | Signature of Applicant or Responsible Official | | | | | |
| Jenise L. Weben | Mark E. Kendrick | | | | | |
| Notary Public | Name (Typed) | | | | | |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 | | | | | |
| Title and Seal | Address | | | | | |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | | | | | | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | • | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | | -FILED- |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

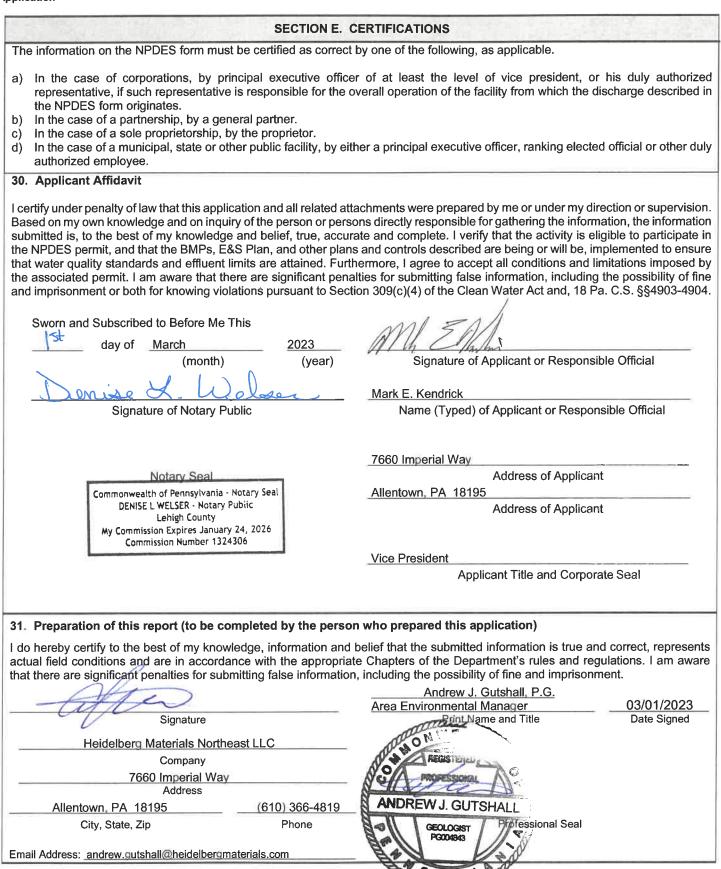
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions completely. Refer to the instructions that come with this form. | | | | |
|-----|---|---------|---|------------------------|---|
| | SECTION | A. G | ENERAL APPLICA | | TION |
| 1. | Application Type New Fee included: See <u>https://www.dep</u> | | | Modificatior | — |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | Associated Mining Except for "new", list | | or ID: 19110301 DES Permit No: PA0225002 |
| 4. | Operation Name: Bloomsburg Quarry | | 5. License No: 2 | 24143 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com |
| 7. | 7. Permit/Project Type: (check applicable) □ Coal Noncoal □ Coal Noncoal □ GP-105 (Bluestone) □ Other | | | | |
| 8. | Public notice. (See instructions to determined raft notice is attached. | ne if l | public notice is req | juired.) Public | c notice has been submitted for publication. A |
| 9. | Production qualifications (Small business exemption) COAL: Will coal production be at least 100,000 tons per year? Image: NonCOAL: Will production be at least \$100,000 (1980 dollars) per year? Image: NonCOAL: Will production be at least \$100,000 (1980 dollars) per year? | | | | |
| 10. | 10. Total Affected Area (Acres): <u>281.9</u> Include <u>all</u> associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit. | | | | |
| 11. | 11. Estimated Timeframe: Start (or permit issuance) 04/30/2022 End (or permit expiration) 04/30/2027 | | | | |
| 12. | 12. Physical Address of Permit Location (911 compliant): | | | | |
| | 10 Ebner Drive, Bloomsburg, PA 17815 County Munici | pality | v | | City Boro Twp |
| | <u>Columbia</u> Hemlo | | 3 | | |
| | Columbia Madison Image: Columbia Image: Columbi | | | | |
| 40 | | | | | |
| 13. | Map View of Area | | | u iu u u uti itu u | |
| | Attach a map with outline of the affected ar Map is included as part of mining permit do | | | | |
| 14 | Receiving Stream/Watershed Name: Unna | | | | |
| | Is this stream subject to a TMDL? | | No | | |
| 15 | Chapter 93 Receiving Water Designated Us | e: | CWF, MF | | NOTE: If designated use is 'HQ' |
| 16 | Existing Stream Use (if different from design been petitioned for redesignation? | | d use): N/A Has] No | s this stream | or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. |
| 17. | 17. During mining, drainage will result in: Point source discharge(s) (complete Section C: Outfall Information) Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: Non-discharge Groundwater – infiltration Containment without discharge (reuse) | | | | |
| | Other (Including off-site discharges) – De | scribe | e and attach docume | entation to sup | oport a legal right to discharge. |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| To be attached | ed to and form a part of B | ond No | SUR0015533 | 3 |
|--|----------------------------|------------------------|-----------------------------------|-------------------------------|
| in the amount of | \$1,957,229.27 | issued by | Argonaut Insurar | nce Company |
| on behalf of | | Hanson Aggre | on Aggregates Pennsylvania LLC | |
| in favor of | Commonwealth of Pennsylva | ania, Department of Er | nvironmental Protection, Bureau c | f Mining and Reclamation |
| | - | nd described above | is hereby modified so as to | |
| The Principal Nar Heidelberg Material | | | | |
| | | | | |
| | | | | |
| | | | | |
| It is further e | xpressly understood and a | agreed that the aggr | egate liability of the | |
| | Argonaut Inst | urance Company | u | nder said bond to the obligee |
| herein mentioned | shall not exceed the amou | int stated above. | | |
| Nothing here | in contained shall be held | d to vary, alter, wai | ive, or extend any of the term | s, agreements, conditions or |
| limitations of the | above-mentioned bond, of | her than as above s | tated. | |
| Signed, seale | ed and dated this1 | 9th day of | January | , 2023 |
| | | | Argonaut Insurance | Company |
| | | | | |

 $_{c} \rightarrow \infty$

Argonaut Insurance Company Deliveries Only: 225 W. Washington, 24th Floor Chicago, IL 60606 United States Postal Service: P.O. Box 469011, San Antonio, TX 78246 **POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS: That the Argonaut Insurance Company, a Corporation duly organized and existing under the laws of the State of Illinois and having its principal office in the County of Cook, Illinois does hereby nominate, constitute and appoint:

Kristin S. Bender, Annette Audinot, Jessica Iannotta, April D. Perez, Kelly O'Malley, AnnMarie Keane

Their true and lawful agent(s) and attorney(s)-in-fact, each in their separate capacity if more than one is named above, to make, execute, seal and deliver for and on its behalf as surety, and as its act and deed any and all bonds, contracts, agreements of indemnity and other undertakings in suretyship provided, however, that the penal sum of any one such instrument executed hereunder shall not exceed the sum of:

\$97.550.000.00

This Power of Attorney is granted and is signed and sealed under and by the authority of the following Resolution adopted by the Board of Directors of Argonaut Insurance Company:

"RESOLVED, That the President, Senior Vice President, Vice President, Assistant Vice President, Secretary, Treasurer and each of them hereby is authorized to execute powers of attorney, and such authority can be executed by use of facsimile signature, which may be attested or acknowledged by any officer or attorney, of the Company, qualifying the attorney or attorneys named in the given power of attorney, to execute in behalf of, and acknowledge as the act and deed of the Argonaut Insurance Company, all bond undertakings and contracts of suretyship, and to affix the corporate seal thereto."

IN WITNESS WHEREOF, Argonaut Insurance Company has caused its official seal to be hereunto affixed and these presents to be signed by its duly Argonaut Insurance Company authorized officer on the 19th day of November, 2021.



Gary E. Grose , President

STATE OF TEXAS COUNTY OF HARRIS SS:

On this 19th day of November, 2021 A.D., before me, a Notary Public of the State of Texas, in and for the County of Harris, duly commissioned and qualified, came THE ABOVE OFFICER OF THE COMPANY, to me personally known to be the individual and officer described in, and who executed the preceding instrument, and he acknowledged the execution of same, and being by me duly sworn, deposed and said that he is the officer of the said Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and the said Corporate Seal and his signature as officer were duly affixed and subscribed to the said instrument by the authority and direction of the said corporation, and that Resolution adopted by the Board of Directors of said Company, referred to in the preceding instrument is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed my Official Seal at the County of Harris, the day and year first above written.



Kathun m. muls

(Notary Public)

I, the undersigned Officer of the Argonaut Insurance Company, Illinois Corporation, do hereby certify that the original POWER OF ATTORNEY of which the foregoing is a full, true and correct copy is still in full force and effect and has not been revoked.

IN WITNESS WHEREOF, I have hereunto set my hand, and affixed the Seal of said Company, on the 19th day of January , 2023



IF YOU HAVE QUESTIONS ON AUTHENTICITY OF THIS DOCUMENT CALL (833) 820 - 9137.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLIC | ANT INFORMATION | |
|---------------------|----------------------|-------------------------------------|---------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | Individual (INDIV) | | |
| Mailing Address | | PA Corporation (PACOR) | | |
| 7660 Imperial W | ay | Non-PA Corporation (NPACO) | | |
| | (Street # a | nd Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| (Address Line 2) | | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@be | eidelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | Email A | | |
| Applicant Contact | | | · · · | |
| Gutshall | | Ar | ndrew | J |
| | (Last Name) | | (First Na | ame) (MI) |
| Area Environme | ntal Managor | | | |
| | | /T:41 | -) | |
| Mailing Address | Chack born if the ar | Title) Idress is the same as li: | , | |
| | | | Sted above | |
| | (Stre | et # and Name or P.O. Box) | I | |
| | (0116 | | | |
| | (City) | | (State) | (Zip Code + Four) |
| | (0113) | | | |
| | | | | |
| (Email Add | ress) | | elephone #) | |
| | | SECTION B. DESCRI | PTION OF ACTIVITY | |
| Application Type | _ | _ | _ | |
| New New | Revision/Modific | ation 🗌 Rer | newal 🗌 Transfer | Permit Number <u>6375SM2</u> |
| Type of Mining Acti | vity(ies) | | | |
| Surface Mining | Underground Mi | ning (Includes Surface E | ffects of Underground Mir | ning) 🛛 Incidental Coal Extraction |
| Other (specify) | | | | |
| | | | | |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e Bloomsburg Sand | | | |
| Operation/Site Loca | | a Glavel | | |
| Operation/Site LOCa | | | Ν.Λ. | unicipality/ias) |
| Columbia | County(ies) | | Mt. Pleasant Townsh | unicipality(ies) |
| | | | | "H |
| Columbia | | | Scott Township | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

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 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| | ANIA DEPARTMENT OF STATE F CORPORATIONS AND CHARITABLE | -FILED- | |
|-----------------|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

OFFICIAL USE ONLY

Date Received

ID #

NOTICE OF INTENT (NOI) FOR COVERAGE UNDER THE NPDES GENERAL PERMIT (BMP GP-104) FOR STORMWATER DISCHARGES ASSOCIATED WITH MINING ACTIVITIES

| Please ans | wer all questions comple | tely. Refer to | the instruction | is that come wi | th this form. | |
|--|--|---|---------------------------|-----------------------------|-----------------|-------------|
| Application Type: | New | Renewal | 🛛 Modifica | ation | | |
| Associated Permit/Author | ization No.: 6375SM | 2 | | | | |
| | SECTION A | A. APPLICAN | T INFORMATIO | N | | |
| A1. Operator/Permittee: | Heidelberg Materials No | ortheast LLC | | A2. Mining Lie | cense No.: 2 | 24143 |
| A3. Email Address: and | drew.gutshall@heidelber | gmaterials.co | om | A4. Phone: | 610-366-48 | 19 |
| A5. Mailing Address: | | City: | | | State: | ZIP + 4: |
| 7660 Imperial Way | | Allento | wn | | PA | 18195 |
| | SECTION | B. PROJECT | INFORMATION | 1 | | |
| B1. Operation Name: Bl | oomsburg Sand & Grave | 9 | | | | |
| B2. Operation Type: Choose coal/noncoal and appropriate authorization type B3. Total Affected Area for Include associated haul for | Coal Surface Mine Deep Mine (surface GFCC Explora r stormwater coverage (A ads. Note: This acreage may | effects) ation cres): <u>515.5</u> | GP-106 (For | ort Term Constru feited) | xploration | one) |
| B4. Estimated Timeframe: | | - | | d (or permit expi | | 03/27/2026 |
| | · · · | ON C. SITE IN | | | | 00/21/2020 |
| C1. Operation Location or | | | | | | |
| 800 Paper Mill Road, B | - | | | | | |
| County | Municipality | | | City | Boro | Тwp |
| Columbia | Scott | | | | | |
| Columbia | Mt. Pleasant | | | | | |
| C2. Latitude: 41° / 01' / 46.75" Longitude: 76° / 26' / 25.75" Collection Method: 26' Check the horizontal | | | | | | |
| C3. Map View of Area | | | | | | |
| Attach a copy of a m | ap or aerial photo with an c | outline of the at | ffected area ass | ociated with the | mining activity | |
| | | est/Woodland | osed for mining Barren | g activity ⊠ Mining [| Brownfield | Other |
| Proposed Post Mining Land Use: | | · · · · · · · · · · · · · · · · · · · | Wildlife Habit | at 🗌 Comme | rcial/Resident | ial 🗌 Other |

5600-PM-BMP0008 Rev. 3/2021 NOI

| SECTION F. | CERTIFICATIONS | | | | |
|--|--|--|--|--|--|
| The information on the NPDES form must be certified correct | by one of the following, as applicable. | | | | |
| a) In the case of corporations, by principal executive office representative, if such representative is responsible for the in the NPDES form originates. | cer of at least the level of vice president, or his duly authorized e overall operation of the facility from which the discharge described | | | | |
| b) In the case of a partnership, by a general partner. | | | | | |
| c) In the case of a sole proprietorship, by the proprietor. d) In the case of a municipal, state or other public facility, by duly authorized employee. | either a principal executive officer, ranking elected official, or other | | | | |
| F1, Applicant Affidavit: | | | | | |
| supervision. Based on my own knowledge and on inquiry information, the information submitted is, to the best of my kr activity is eligible to participate in the NPDES permit, and that being or will be, implemented to ensure that water quality stand all conditions and limitations imposed by the associated ge | lated attachments were prepared by me or under my direction or of the person or persons directly responsible for gathering the nowledge and belief, true, accurate and complete. I verify that the the BMPs, E & S Plan, and other plans and controls described are lards and effluent limits are attained. Furthermore, I agree to accept neral permit. I am aware that there are significant penalties for e and imprisonment or both for knowing violations pursuant to 4903-4904. | | | | |
| Mark E. Kandrick Vice Dresident | (610) 366-4600 | | | | |
| Mark E. Kendrick - Vice President Print Name and Title of Person Signing | Telephone Number | | | | |
| 1-1/1 | | | | | |
| M 5/1/1. | 22/22/2222 | | | | |
| Signature of Applicant | 03/06/2023 Date Signed | | | | |
| e.g. active and product | | | | | |
| Sworn and Subscribed to Before Me This Day of | 3 | | | | |
| Derise & Welsen | Commonweaith of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public | | | | |
| Notary Public | Lehigh County | | | | |
| Notary Public | My Commission Expires January 24, 2026 Commission Number 1324306 | | | | |
| Title and Seal | | | | | |
| Address | | | | | |
| F2. Preparator Certification (For P.E., P.G. or P.L.S.): | | | | | |
| | | | | | |
| Ala | Andrew J. Gutshall, P.G. Area Environmental Manager 03/03/2023 | | | | |
| Signature | Alea Environmental Manager 00000/2020 | | | | |
| Heidelberg Materials Northeast LLC | ONWEALT | | | | |
| Company | REESSTERED | | | | |
| 7660 Imperial Way | SC PROPESSIONAL TR | | | | |
| Address | ANDREW J. GUTSHALL | | | | |
| Allentown, PA 18195(610) 366-4819 City, State, Zip Phone | GEOLOGIST Main ional Seal | | | | |
| City, State, Zip Phone | People Pe | | | | |
| | P V L V ADDA | | | | |

CHANGE RIDER

| To be attached to | and form a part of | of Bond No. | | 106896 | 652 | |
|--------------------------|----------------------|------------------|--------------|------------------------------|-----------------------|--------------|
| in the amount of | \$510,000.00 | is | ssued by | Travelers Casualty and | Surety Company of An | nerica |
| on behalf of | | H | lanson Aggr | regates Pennsylvania LLC | | |
| in favor of | Comm | nonwealth of I | Pennsylvania | a Department of Environmenta | al Protection | |
| It is understood a | - | e bond descr | ribed above | e is hereby modified so as | to | |
| Heidelberg Materials Nor | | | | | | |
| | | | | | | |
| | | | | | | |
| It's Cardlan arrange | e le condecete e de | n d a consold th | hat the age | manta liability of the | | |
| ~ | Travelers Casualty a | _ | | regate liability of the | under said bond to | the obligee |
| herein mentioned shall | | | | | | |
| Nothing herein c | ontained shall be | held to vary | y, alter, wa | aive, or extend any of the | terms, agreements, c | onditions or |
| limitations of the abov | e-mentioned bond | l, other than | as above : | stated. | | |
| Signed, sealed an | d dated this | 19th | day of | January | , | |
| | | | | Travelers Casualty and Sur | ety Company of Americ | a |
| | | | BY: | CMal | | |
| | | | | AnnMarie Keane | e Atto | mey-in-Fact |



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint <u>AnnMarie Keane</u> of <u>New Jersey</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

City of Hartford ss.

Robert 2/Raney, Senior Vice President

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

behalf of said Companies by himself as a duly authorized officer.

My Commission expires the 30th day of June, 2026

lana 0 BATON Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

2023 19th January Dated this day of ARTFORD CONN

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| Applicant Name Heidelberg Materials I | | | NT INFORMATION | |
|---|---|--|-----------------------------|---|
| | | | | Applicant Type |
| | Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial Way | | | | Non-PA Corporation (NPACO) |
| (Street # and Name or P.O. Box) | | | General Partnership (PARTG) | |
| | | | | Limited Partnership (PARTL) |
| | (Add | dress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| (0 | City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew autshall@hei | delbergmaterials com | Surface Mining Operator's License # 24143 |
| | 6103664600 Ext. andrew.gutshall@heidelbergmaterials.com (Telephone #) (Email Address) | | | |
| Applicant Contact | · | · · · · · | · · | ¥ |
| Gutshall | | An | drew | J |
| (| (Last Name) | | (First Na | me) (MI) |
| Area Environmental Manager | | | | |
| | Manager | (Title | λ | |
| Mailing Address 🕅 (| Chaoli have if the edu | dress is the same as lis | , | |
| Mailing Address 🛛 🛛 | Sheck here it the aut | aress is the same as his | steu above | |
| | (0) | | | |
| | (Stree | t # and Name or P.O. Box) | | |
| (City) (State) | | | | (Zip Code + Four) |
| | | | | |
| (Email Addrea | | | alanhana #) | |
| (Email Address | , | SECTION B. DESCRIP | elephone #) | |
| | | SECTION D. DESCRIP | | |
| Application Type | | | | |
| Application Type | | tion 🗆 Pond | | Dermit Number 9172SM1 |
| New New | Revision/Modifica | tion 🗌 Rene | | Permit Number <u>8173SM1</u> |
| New Type of Mining Activity | y(ies) | | ewal 🗌 Transfer | |
| New Type of Mining Activity ⊠ Surface Mining | y(ies) | | | |
| New Type of Mining Activity | y(ies) | | ewal 🗌 Transfer | |
| New Type of Mining Activity ⊠ Surface Mining | y(ies) | | ewal 🗌 Transfer | |
| New Type of Mining Activity ⊠ Surface Mining | y(ies) | ing (Includes Surface Ef | ewal | |
| New Type of Mining Activity Mathematical Surface Mining Other (specify) | y(ies) □ Underground Min | ing (Includes Surface Eff SECTION C. SITE | ewal | |
| New New Surface Mining Other (specify) Operation/Site Name | y(ies) ☐ Underground Min | ing (Includes Surface Eff SECTION C. SITE | ewal | |
| New Type of Mining Activity Mathematical Surface Mining Other (specify) | y(ies) Underground Min Downingtown Qua | ing (Includes Surface Eff SECTION C. SITE | ewal | ing) Incidental Coal Extraction |
| New New Surface Mining Other (specify) Operation/Site Name | y(ies) ☐ Underground Min | ing (Includes Surface Eff SECTION C. SITE | ewal | |
| New Type of Mining Activity Surface Mining Other (specify) Operation/Site Name Operation/Site Location | y(ies) Underground Min Downingtown Qua | ing (Includes Surface Eff SECTION C. SITE | ewal | nicipality(ies) |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| | ANIA DEPARTMENT OF STATE F CORPORATIONS AND CHARITABLE | ORGANIZATIONS | -FILED- |
|-----------------|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

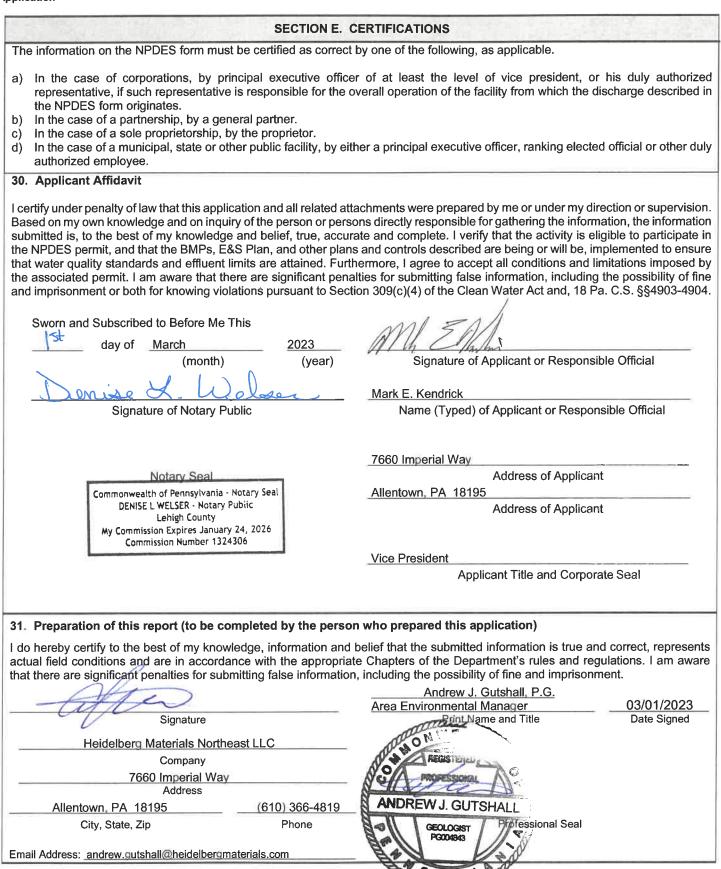
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions co | mple | etely. Refer to the ins | struction | is that come with this form. |
|-----|---|---------|--|--------------------------|--|
| | SECTION A. GENERAL APPLICANT INFORMATION | | | | |
| 1. | Application Type New Fee included: See <u>https://www.dep</u> | | | odification g/Bureauc | |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | Associated Mining Per Except for "new", list exis | | or ID: 8173SM1 DES Permit No: PA0594148 |
| 4. | Operation Name: Downingtown Quarry | 1 | 5. License No: 2414 | 43 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com |
| 7. | Permit/Project Type: (check applicable) | | ☑ Mining permit (so □ Exploration □ GP-105 (Bluesto □ Other | one) | underground) |
| 8. | Public notice. (See instructions to determined aft notice is attached. | ne if p | public notice is require | ed.) Public | c notice has been submitted for publication. A |
| 9. | Production qualifications (Small business of COAL: Will coal production be at least 100,000 NONCOAL: Will production be at least \$100,000 |) tons | per year? | □ Yes ⊠ Yes | □ No □ No |
| 10. | Total Affected Area (Acres): <u>303.62</u> Include <u>all</u> associated haul roads. Note: This acreag | e may | v be greater than the acres f | for the asso | ociated mining permit. |
| 11. | Estimated Timeframe: Start (or permit iss | uance | e) <u>03/15/2019</u> | End | (or permit expiration) <u>03/15/2024</u> |
| 12. | Physical Address of Permit Location (911 c | ompl | liant): | | |
| | Downingtown, PA County Munici | pality | 1 | | City Boro Twp |
| | <u>Chester</u> <u>East C</u> | | | | |
| | Chester West V | Vhite | land | | |
| 13. | Map View of Area | | | | |
| | Attach a map with outline of the affected ar | | • | • | |
| 14 | Map is included as part of mining permit do Receiving Stream/Watershed Name: Unnar | | | | |
| 14. | Is this stream subject to a TMDL? X Yes | _ | | | alley & Little Valley Creeks |
| 15. | Chapter 93 Receiving Water Designated Us | e: | CWF, MF | | NOTE: If designated use is 'HQ' |
| 16. | Existing Stream Use (if different from designed been petitioned for redesignation? | | d use): N/A Has this] No | s stream | or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. |
| 17. | During mining, drainage will result in: Image: Source discharge(s) (complete Source discharge(s) (complete Source discharge) Image: Source discharge Image: Mon-discharge Image: Source discharge Image: Source discharge <th>ovide</th> <th>name of Storm Sewer (</th> <th>Operator:</th> <th>oport a legal right to discharge.</th> | ovide | name of Storm Sewer (| Operator: | oport a legal right to discharge. |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| To be attached to | o and form a part of Bo | nd No | 30072586 | |
|--|--|--|--------------------------------|--|
| in the amount of | \$2,797,288.00 | issued by | Western Surety Co | ompany |
| on behalf of | | Hanson Aggregates | Pennsylvania LLC | |
| in favor of | Commonwe | ealth of Pennsylvania Depa | rtment of Environmental Protec | ction |
| It is understood a | - | d described above is he | reby modified so as to | |
| Heidelberg Materials No | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| It is further expre | ssly understood and ag | greed that the aggregate | liability of the | |
| It is further expre | | | liability of the unde | er said bond to the obliged |
| | | ety Company | | |
| herein mentioned shal | Western Sur | ety Company nt stated above. | | er said bond to the obliged |
| herein mentioned shal Nothing herein c | Western Sur I not exceed the amoun contained shall be held | ety Company nt stated above. | r extend any of the terms, a | er said bond to the obliged |
| herein mentioned shal Nothing herein c limitations of the abov | Western Surd I not exceed the amount contained shall be held ve-mentioned bond, oth | ety Company ht stated above. to vary, alter, waive, o her than as above stated. | r extend any of the terms, a | er said bond to the obliged |
| herein mentioned shal Nothing herein c | Western Surd I not exceed the amount contained shall be held ve-mentioned bond, oth | ety Company ht stated above. to vary, alter, waive, o her than as above stated. | r extend any of the terms, a | er said bond to the obliged agreements, conditions of |
| herein mentioned shal Nothing herein c limitations of the abov | Western Surd I not exceed the amount contained shall be held ve-mentioned bond, oth | ety Company ht stated above. to vary, alter, waive, o her than as above stated. | r extend any of the terms, a | er said bond to the obliged agreements, conditions of |
| herein mentioned shal Nothing herein c limitations of the abov | Western Surd I not exceed the amount contained shall be held ve-mentioned bond, oth | ety Company ht stated above. to vary, alter, waive, o her than as above stated. | r extend any of the terms, a | er said bond to the obliged agreements, conditions of |



POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That WESTERN SURETY COMPANY, a South Dakota corporation, is a duly organized and existing corporation having its principal office in the City of Sioux Falls, and State of South Dakota, and that it does by virtue of the signature and seal herein affixed hereby make, constitute and appoint AnnMarie Keane

, Individually

of ______ Morristown _____, New Jersey _____, its true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on its behalf bonds, undertakings and other obligatory instruments of similar nature

In Ilmited Amounts

| | | - III Ullillilleu Allounts - | |
|------------|------------|---|--|
| Surety Bon | d Number: | 30072586 | |
| Principal: | Heidelberg | Materials Northeast LLC | |
| Obligee: | Commonwe | realth of Pennsylvania Department of Environmental Protection | |

and to bind it thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of the corporation and all the acts of said Attorney, pursuant to the authority hereby given, are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Law printed on the reverse hereof, duly adopted, as indicated, by the shareholders of the corporation.

In Witness Whereof, WESTERN SURETY COMPANY has caused these presents to be signed by its Vice President and its corporate seal to be hereto affixed on this 2nd day of February, 2021.



State of South Dakota County of Minnehaha

On this 2nd day of February, 2021, before me personally came Paul T. Bruflat, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Sioux Falls, State of South Dakota; that he is the Vice President of WESTERN SURETY COMPANY described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; that it was so affixed pursuant to authority given by the Board of Directors of said corporation and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporation.

My commission expires

March 2, 2026

| ا کې |
|--|
| |
| M. BENT |
| NOTARY PURI IC |
| SEAL SOUTH DAKOTA |
| SOUTH DAKOTA |
| 3 9 |
| |

M. Bent, Notary Public

CERTIFICATE

I, L. Nelson, Assistant Secretary of WESTERN SURETY COMPANY do hereby certify that the Power of Attorney hereinabove set forth is still in force, and further certify that the By-Law of the corporation printed on the reverse hereof is still in force. In testimony whereof I have hereunto subscribed my name and affixed the seal of the said corporation this <u>19th</u> day of <u>January</u>, <u>2023</u>.



WESTERN SURETY COMPANY

. Nelson, Assistant Secretary

Form F4280-2-2021

ADOPTED BY THE SHAREHOLDERS OF WESTERN SURETY COMPANY

 $\tau(\bar{n})$

This Power of Attorney is made and executed pursuant to and by authority of the following By-Law duly adopted by the shareholders of the Company.

Section 7. All bonds, policies, undertakings, Powers of Attorney, or other obligations of the corporation shall be executed in the corporate name of the Company by the President, Secretary, and Assistant Secretary, Treasurer, or any Vice President, or by such other officers as the Board of Directors may authorize. The President, any Vice President, Secretary, any Assistant Secretary, or the Treasurer may appoint Attorneys in Fact or agents who shall have authority to issue bonds, policies, or undertakings in the name of the Company. The corporate seal is not necessary for the validity of any bonds, policies, undertakings, Powers of Attorney or other obligations of the corporation. The signature of any such officer and the corporate seal may be printed by facsimile.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLIC | ANT INFORMATION | |
|--|---|-----------------------------|---|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | Individual (INDIV) | | |
| Mailing Address | | PA Corporation (PACOR) | | |
| 7660 Imperial Wa | ау | | | Non-PA Corporation (NPACO) |
| | (Street # a | nd Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| | (Ad | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | — Other (OTHER) |
| 6103664600 | Ext. | androw gutaball@ba | idelherameteriale com | Surface Mining Operator's License # 24143 |
| (Telepho | | Email A | idelbergmaterials.com ddress) | |
| Applicant Contact | / | | , | |
| Gutshall | | Ar | ndrew | J |
| | (Last Name) | <u> </u> | (First N | ame) (MI) |
| | | | | |
| Area Environmer | ital Manager | | | |
| | | (Title | , | |
| | | | | |
| Mailing Address | Check here if the ac | ddress is the same as li | steu above | |
| Mailing Address | | | | |
| Mailing Address [] | | et # and Name or P.O. Box) | | |
| Mailing Address | (Stre | | | (Zip Codo + Four) |
| Mailing Address | | | | (Zip Code + Four) |
| | (Stre (City) | et # and Name or P.O. Box) | (State) | (Zip Code + Four) |
| Mailing Address | (Stre (City) | eet # and Name or P.O. Box) | (State) | (Zip Code + Four) |
| (Email Add | (Stre (City) | et # and Name or P.O. Box) | (State) | (Zip Code + Four) |
| (Email Addr | (Stre (City) ress) | et # and Name or P.O. Box) | (State) Telephone #) | |
| (Email Addi Application Type | (Stre (City) ress) | et # and Name or P.O. Box) | (State) | |
| (Email Add Application Type | (Stre (City) ress) Revision/Modific | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Addr Application Type ☐ New Type of Mining Acti ☑ Surface Mining | (Stre (City) ress) Revision/Modific | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Add Application Type New Type of Mining Activ | (Stre (City) ress) Revision/Modific | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Addr Application Type ☐ New Type of Mining Acti ☑ Surface Mining | (Stre (City) ress) Revision/Modific | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Addr Application Type New Type of Mining Acti Surface Mining | (Stre (City) ress) Revision/Modific | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Addr Application Type New Type of Mining Activ Surface Mining Other (specify) | (Stre (City) ress) ☑ Revision/Modific vity(ies) ☑ Underground Mi | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Add Application Type New Type of Mining Actir Surface Mining Other (specify) Operation/Site Nam | (City) ress) Revision/Modific vity(ies) Underground Mi Glen Mills Quarry | et # and Name or P.O. Box) | (State) elephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Add Application Type New Type of Mining Actir Surface Mining Other (specify) Operation/Site Nam | (City) ress) ⊠ Revision/Modific vity(ies) □ Underground Mi eGlen Mills Quarry attion | et # and Name or P.O. Box) | (State) relephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> |
| (Email Adda Application Type New Type of Mining Activ Surface Mining Other (specify) Operation/Site Nam Operation/Site Loca | (City) ress) Revision/Modific vity(ies) Underground Mi Glen Mills Quarry | et # and Name or P.O. Box) | ielephone #) TION OF ACTIVITY ewal Transfe ffects of Underground Mi INFORMATION | r Permit Number <u>5273SM2</u> ining) Incidental Coal Extraction unicipality(ies) |
| (Email Add Application Type New Type of Mining Actir Surface Mining Other (specify) Operation/Site Nam | (City) ress) ⊠ Revision/Modific vity(ies) □ Underground Mi eGlen Mills Quarry attion | et # and Name or P.O. Box) | (State) relephone #) PTION OF ACTIVITY newal | r Permit Number <u>5273SM2</u> ining) [] Incidental Coal Extraction |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | | -FILED- |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

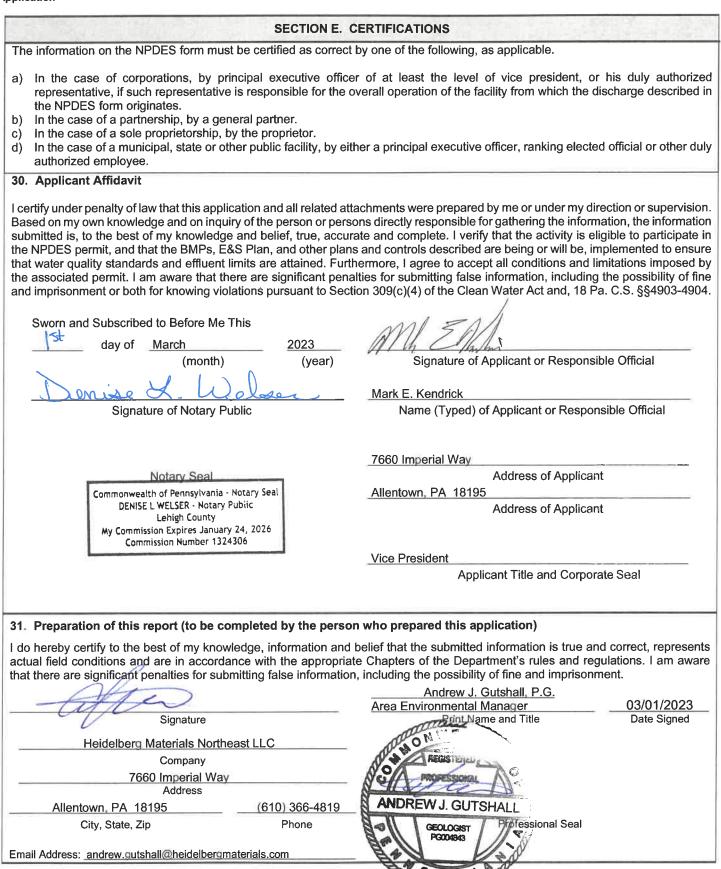
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions co | mple | etely. Refer to the ins | structior | is that come with this form. |
|-----|--|--------|---|-------------------------|--|
| | SECTION | A. G | ENERAL APPLICANT | INFORM/ | ATION |
| 1. | Application Type New Fee included: See <u>https://www.dep</u> | | | odificatior g/Bureau | |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | Associated Mining Per Except for "new", list exi | | or ID: 5273SM2 DES Permit No: PA0594130 |
| 4. | Operation Name: Glen Mills Quarry | | 5. License No: 241 | 43 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com |
| 7. | Permit/Project Type: (check applicable) | | ☑ Mining permit (s □ Exploration □ GP-105 (Bluesto □ Other | one) | underground) |
| 8. | Public notice. (See instructions to determin draft notice is attached. Yes INO | | - | ed.) Publi | c notice has been submitted for publication. A |
| 9. | Production qualifications (Small business of COAL: Will coal production be at least 100,000 NONCOAL: Will production be at least \$100,000 |) tons | s per year? | □ Yes ⊠ Yes | □ No □ No |
| 10. | Total Affected Area (Acres): <u>247.3</u> Include <u>all</u> associated haul roads. Note: This acreag | e may | v be greater than the acres | for the ass | ociated mining permit. |
| 11. | Estimated Timeframe: Start (or permit issue | Jance | e) <u>06/19/2023</u> | Enc | l (or permit expiration) <u>06/19/2028</u> |
| 12. | Physical Address of Permit Location (911 c | ompl | liant): | | |
| | 533 Forge Rd, Glen Mills, PA 19342 County Munici | nalitv | J | | City Boro Twp |
| | | | | | |
| | Delaware Thorns | | | | |
| | | | | | |
| 13. | Map View of Area | | | | |
| | ⊠ Attach a map with outline of the affected area associated with the mining activity and label all outfalls. | | | | |
| | ☐ Map is included as part of mining permit documents marked as Exhibit No Date: | | | | |
| 14. | Receiving Stream/Watershed Name: Unna Is this stream subject to a TMDL? Yes | | No | ek / Ches | GET GREEK / GREESLER GREEK WATERSNED |
| 15. | Chapter 93 Receiving Water Designated Us | | TSF, MF | | NOTE: If designated use is 'HQ' |
| | Existing Stream Use (if different from designed been petitioned for redesignation? Yes | nate | | s stream | or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. |
| 17. | During mining, drainage will result in: | Ľ | | | I |
| | Point source discharge(s) (complete Set Surface Stream Municipal or Private Storm Sewer Pr Non-discharge Groundwater – infiltration | | | - | |
| | Containment without discharge (reuse) |) | | | |
| | Other (Including off-site discharges) – De | scribe | e and attach documenta | tion to su | oport a legal right to discharge. |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| To be attached to | o and form a part of Box | nd No | 9322413 | |
|-------------------------|--|-----------------------|--|-----------------------------|
| in the amount of | \$5,128,223.00 | issued by | Fidelity and Deposit Comp | any of Maryland |
| on behalf of | | Hanson Aggrega | tes Pennsylvania LLC | |
| in favor of | Pe | nnsylvania Departmen | t of Environmental Protection | |
| It is understood a | _ | d described above is | hereby modified so as to | |
| Heidelberg Materials No | | | | |
| It is further expr | essly understood and ag | reed that the aggreg | ate liability of the | |
| - | Fidelity and Deposit (| | | er said bond to the obligee |
| Nothing herein o | Il not exceed the amoun contained shall be held ve-mentioned bond, oth | to vary, alter, waive | e, or extend any of the terms, red. | agreements, conditions or |
| Signed, sealed a | nd dated this18t | h day of | January | , 2023 . |
| | | <u>.</u> | Fidelity and Deposit Company | r of Maryland |
| | | BY: | AnnMarie Keane | Attorney-in-Fact |

je - 194

ZURICH AMERICAN INSURANCE COMPANY COLONIAL AMERICAN CASUALTY AND SURETY COMPANY FIDELITY AND DEPOSIT COMPANY OF MARYLAND POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the ZURICH AMERICAN INSURANCE COMPANY, a corporation of the State of New York, the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, a corporation of the State of Illinois, and the FIDELITY AND DEPOSIT COMPANY OF MARYLAND a corporation of the State of Illinois (herein collectively called the "Companies"), by **Robert D. Murray, Vice President**, in pursuance of authority granted by Article V, Section 8, of the By-Laws of said Companies, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, do hereby nominate, constitute, and appoint <u>AnnMarie Keane</u>, its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver, for, and on its behalf as surety, and as its act and deed: **any and all bonds** as fully and amply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the ZURICH AMERICAN INSURANCE COMPANY at its office in New York, New York., the regularly elected officers of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at its office in Owings Mills, Maryland., and the regularly elected officers of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at its office in Owings Mills, Maryland., in their own proper persons.

The said Vice President does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article V, Section 8, of the By-Laws of said Companies, and is now in force.

IN WITNESS WHEREOF, the said Vice-President has hereunto subscribed his/her names and affixed the Corporate Seals of the said ZURICH AMERICAN INSURANCE COMPANY, COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, and FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 11th day of July, A.D. 2019.



ATTEST: ZURICH AMERICAN INSURANCE COMPANY COLONIAL AMERICAN CASUALTY AND SURETY COMPANY FIDELITY AND DEPOSIT COMPANY OF MARYLAND

By: Robert D. Murray Vice President

Dawn & Grown

By: Dawn E. Brown Secretary

State of Maryland County of Baltimore

On this 11th day of July, A.D. 2019, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, **Robert D**. **Murray, Vice President and Dawn E. Brown, Secretary** of the Companies, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and acknowledged the execution of same, and being by me duly sworn, deposeth and saith, that he/she is the said officer of the Company aforesaid, and that the seals affixed to the preceding instrument are the Corporate Seals of said Companies, and that the said Corporate Seals and the signature as such officer were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



onstance a. Dum

Constance A. Dunn, Notary Public My Commission Expires: July 9, 2023

EXTRACT FROM BY-LAWS OF THE COMPANIES

"Article V, Section 8, <u>Attorneys-in-Fact</u>. The Chief Executive Officer, the President, or any Executive Vice President or Vice President may, by written instrument under the attested corporate seal, appoint attorneys-in-fact with authority to execute bonds, policies, recognizances, stipulations, undertakings, or other like instruments on behalf of the Company, and may authorize any officer or any such attorney-in-fact to affix the corporate seal thereto; and may with or without cause modify of revoke any such appointment or authority at any time."

CERTIFICATE

I, the undersigned, Vice President of the ZURICH AMERICAN INSURANCE COMPANY, the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, and the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that Article V, Section 8, of the By-Laws of the Companies is still in force.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the ZURICH AMERICAN INSURANCE COMPANY at a meeting duly called and held on the 15th day of December 1998.

RESOLVED: "That the signature of the President or a Vice President and the attesting signature of a Secretary or an Assistant Secretary and the Seal of the Company may be affixed by facsimile on any Power of Attorney...Any such Power or any certificate thereof bearing such facsimile signature and seal shall be valid and binding on the Company."

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at a meeting duly called and held on the 5th day of May, 1994, and the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seals of the said Companies, this 18th day of January , 2023.





Burn Hodged

Brian M. Hodges, Vice President

TO REPORT A CLAIM WITH REGARD TO A SURETY BOND, PLEASE SUBMIT A COMPLETE DESCRIPTION OF THE CLAIM INCLUDING THE PRINCIPAL ON THE BOND, THE BOND NUMBER, AND YOUR CONTACT INFORMATION TO:

Zurich Surety Claims 1299 Zurich Way Schaumburg, IL 60196-1056 www.reportsfclaims@zurichna.com 800-626-4577



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLIC | ANT INFORMATION | |
|---------------------------------------|--------------------|-----------------------------|--------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial Wa | ау | | | Non-PA Corporation (NPACO) |
| | (Street # a | and Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| | (A | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew outshall@he | eidelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | (Email A | | |
| Applicant Contact | | | | |
| Gutshall | | Ar | ndrew | J |
| | (Last Name) | | (First N | ame) (MI) |
| Area Environmental Manager | | | | |
| | | (Titl | -) | |
| | (Stru (City) | eet # and Name or P.O. Box) |) (State) | (Zip Code + Four) |
| | (Oly) | | (outo) | |
| (Email Addı | ress) | | Felephone #) | |
| , , , , , , , , , , , , , , , , , , , | , | SECTION B. DESCRI | | |
| Application Type | | | | |
| | Revision/Modifi | cation 🗌 Rer | newal 🗌 Transfe | r Permit Number <u>5278SM2</u> |
| Type of Mining Activ | vitv(ies) | | | |
| Surface Mining Other (specify) | | lining (Includes Surface E | ffects of Underground Mi | ining) Incidental Coal Extraction |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e Lake Ariel Quarr | | | |
| Operation/Site Loca | | , | | |
| | County(ies) | | М | unicipality(ies) |
| Wayne | | | Lake Township | |
| <u> </u> | | | P | |
| | | | | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office | | |
|----------------------------------|--|--|--|
| Christopher J. Ward 1 | Chairman of the Board | | |
| Alexander C. Car ² | President | | |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer | | |
| Carol Lowry 1 | Vice President and Secretary | | |
| Toby J. Lee ² | Vice President | | |
| Mark E. Kendrick ² | Vice President | | |
| Ronald T. Kurpiel 3 | Vice President | | |
| Thomas D. Capelli ² | Vice President | | |
| Francois Perrin 1 | Vice President | | |
| Jason B. Rush 1 | Treasurer | | |
| David Assalone ² | Assistant Secretary | | |
| Thaddius Haas 1 | Assistant Secretary | | |
| Sara M. Hawthorne 1 | Assistant Secretary | | |
| Krystal D. Hunter 1 | Assistant Secretary | | |
| Larry S. Lauritzen ² | Assistant Secretary | | |
| Michael T. Sullivan ² | Assistant Secretary | | |
| James L. Wallmann 1 | Assistant Secretary | | |
| Claudia Yousef 1 | Assistant Secretary | | |
| | | | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | -FILED- | | |
|---|--|-----------------------------------|-----------------------|--|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 | |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | | |
| Read all in | nstructions prior to completing. This form may be s | | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|------|-------|---------|--------|
| | OR | | | - |
| (b) c/o; Corporation Service Company | | | Dauphin | |
| Name of Commercial Registered Office Provider | | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

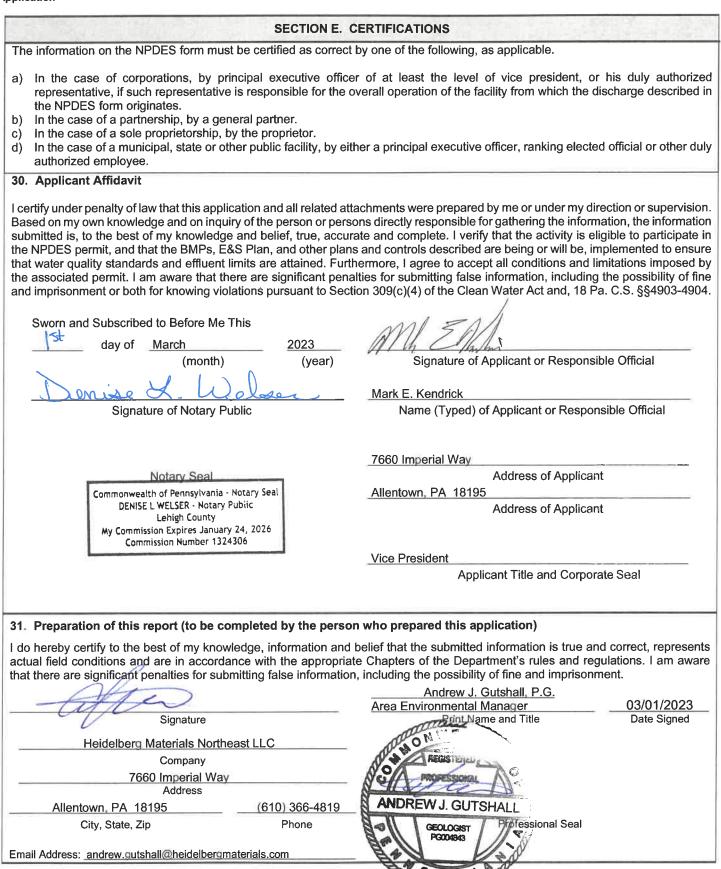
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions co | mple | etely. Refer to the ins | structior | is that come with this form. |
|-----|--|---------|---------------------------------------|------------------|---|
| | SECTION | 4. G | ENERAL APPLICANT I | NFORMA | ATION |
| 1. | Application Type New Renewal Modification Transfer □ Fee included: See https://www.dep.pa.gov/Business/Land/Mining/BureauofDistrictMining/Pages/Fees.aspx | | | | |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | - | | or ID: 5278SM2 & 64980301 DES Permit No: PA0595764 |
| 4. | Operation Name: Lake Ariel Quarry | | 5. License No: 241 | 43 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com |
| 7. | 7. Permit/Project Type: (check applicable) □ Coal ○ Noncoal ○ Exploration □ GP-105 (Bluestone) □ Other | | | | |
| 8. | Public notice. (See instructions to determin draft notice is attached. | ie if j | public notice is require | ed.) Publi | c notice has been submitted for publication. A |
| 9. | Production qualifications (Small business of COAL: Will coal production be at least 100,000 NONCOAL: Will production be at least \$100,000 | tons | s per year? | □ Yes ⊠ Yes | □ No □ No |
| 10. | Total Affected Area (Acres): <u>107.8</u> Include <u>all</u> associated haul roads. Note: This acreag | e may | v be greater than the acres | for the ass | ociated mining permit. |
| 11. | Estimated Timeframe: Start (or permit issue | lance | e) <u>06/25/2023</u> | Enc | l (or permit expiration) <u>06/25/2028</u> |
| 12. | Physical Address of Permit Location (911 c 621 Keystone Road, Lake Ariel, PA County Munici Wayne Lake | pality | | | City Boro Twp _ □ □ ⊠ _ □ □ □ |
| | | | | | |
| 13. | Map View of Area Attach a map with outline of the affected area associated with the mining activity and label all outfalls. Map is included as part of mining permit documents marked as Exhibit No Date: | | | | |
| 14. | Receiving Stream/Watershed Name: <u>Unna</u> Is this stream subject to a TMDL? Yes | | <u>Tributary to Middle Cree</u> No | <u>k / Chapt</u> | er 93.9b |
| 15. | Chapter 93 Receiving Water Designated Us | e: | HQ-CWF, MF | | NOTE: If designated use is 'HQ' |
| 16. | Existing Stream Use (if different from design been petitioned for redesignation? | | d use): N/A Has this ☑ No | s stream | or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. |
| 17. | During mining, drainage will result in: Image: Source discharge(s) (complete Set is a surface Stream Image: Surface Stream Image: Municipal or Private Storm Sewer Pr Image: Surface Streage Image: Surface Streage <td< th=""><th>ovide</th><th></th><th></th><th></th></td<> | ovide | | | |
| | Other (Including off-site discharges) – De | | e and attach documenta | tion to su | oport a legal right to discharge. |
| | | | | | |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| To be attached to | and form a part of Bon | d No | 1070613 | 64 |
|--------------------------|----------------------------|-----------------------|-----------------------------|---------------------------------|
| in the amount of | \$827,042.00 | issued by | Travelers Casualty and S | Surety Company of America |
| on behalf of | | Hanson Aggreg | ates Pennsylvania LLC | |
| in favor of | Commonwea | Ith of Pennsylvania I | Department of Environmental | Protection |
| It is understood a | | described above i | s hereby modified so as to |) |
| Heidelberg Materials Nor | | | | |
| | | | | |
| It is further expre | essly understood and agr | eed that the aggre | gate liability of the | |
| | Travelers Casualty and Sur | ety Company of Am | ərica | under said bond to the obligee |
| herein mentioned shall | l not exceed the amount | stated above. | | |
| Nothing herein c | ontained shall be held t | o vary, alter, waiv | ve, or extend any of the te | erms, agreements, conditions or |
| limitations of the abov | re-mentioned bond, othe | r than as above st | ated. | |
| Signed, sealed an | d dated this 19th | day of | January | , 2023 |
| | | | Travelers Casualty and Sure | ty Company of America |
| | | BY: | AnnMarie Keane | Attorney-in-Fact |



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint <u>AnnMarie Keane</u> of <u>New Jersey</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert CRaney, Senior Vice President

City of Hartford ss.

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

lance A. Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

2023 19th January Dated this day of UNTFORD IARTFORD, CONN.

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | |
|---------------------------------------|--------------------|-----------------------------|-------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial Wa | ау | | | Non-PA Corporation (NPACO |
| | (Street # a | General Partnership (PARTG | | |
| | | | | Limited Partnership (PARTL) |
| | (A | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@hei | idelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | Email A | | |
| Applicant Contact | | | | |
| Gutshall | | An | drew | J |
| | (Last Name) | | (First N | ame) (MI) |
| Area Environmer | atal Managar | | | |
| Area Environmer | nai manager | (Title | <u></u> | |
| | (Stre | eet # and Name or P.O. Box) | (State) | (Zip Code + Four) |
| | (-)) | | . , | |
| (Email Add | ress) | (T r | elephone #) | |
| , , , , , , , , , , , , , , , , , , , | , | SECTION B. DESCRIP | | |
| Application Type | | | | |
| | Revision/Modific | cation 🗌 Ren | ewal 🗌 Transfe | r Permit Number <u>64980301</u> |
| Type of Mining Acti | vitv(ies) | | | |
| Surface Mining Other (specify) | | ining (Includes Surface Ef | fects of Underground Mi | ining) Incidental Coal Extraction |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e Lake Ariel North | SECTION C. SITE | | |
| - | | | | <u> </u> |
| Operation/Site Loca | | | Ν.4. | unicipality/ico) |
| Mayna | County(ies) | | | unicipality(ies) |
| Wayne | | | Lake Township | |
| | | | | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | -FILED- | |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

CHANGE RIDER

| To be attached to | and form a part | of Bond No |) | 1060261 | 23 | | |
|---|--------------------|--------------|----------------|-----------------------------|-------------------|-------------------|--|
| in the amount of | \$487,838.00 | | issued by | Travelers Casualty and S | Surety Company o | of America | |
| on behalf of Hanson Aggregates Pennsylvania LLC | | | | | | | |
| in favor of | Comn | nonwealth of | Pennsylvania, | Department of Environmenta | I Protection | | |
| It is understood a | - | e bond desc | cribed above | is hereby modified so as to | 0 | | |
| Heidelberg Materials Nor | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| It is further expre | ssly understood a | and agreed | that the aggre | egate liability of the | | | |
| | Fravelers Casualty | and Surety C | Company of Am | ierica | under said boi | nd to the obligee | |
| herein mentioned shall | not exceed the a | mount state | ed above. | | | | |
| Nothing herein c | ontained shall be | held to var | ry, alter, wai | ve, or extend any of the te | erms, agreemen | ts, conditions of | |
| limitations of the abov | e-mentioned bon | d, other tha | n as above st | ated. | | | |
| Signed, sealed an | d dated this | 19th | day of | January | | 2023 | |
| | | | | Travelers Casualty and Sure | ety Company of Ar | nerica | |
| | | | BY: | CMal | | | |
| | | | | AnnMarie Keane | 2 | Attorney-in-Fact | |

TRAVELERS

Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert Raney, Senior Vice President

City of Hartford ss.

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

19th January 2023 Dated this day of TY AL ORD CONN

Kevin E. Hugher, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| Applicant Name | | ECTION A. APPLICA | NT INFORMATION | |
|---|--|-----------------------------|---------------------------|---|
| | | | | Applicant Type |
| Heidelberg Materials | Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | PA Corporation (PACOR) | | |
| 7660 Imperial Way | / | Non-PA Corporation (NPACO) | | |
| | (Street # and N | General Partnership (PARTG) | | |
| | | Limited Partnership (PARTL) | | |
| | (Addre | Municipality (MUNI) | | |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| (| (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew.gutshall@hei | delbergmaterials com | Surface Mining Operator's License # 24143 |
| (Telephone | | (Email Ac | | |
| Applicant Contact | | | | |
| Gutshall | | An | drew | J |
| | (Last Name) | | (First Na | me) (MI) |
| Area Environmenta | al Manager | | | |
| | | (Title | λ | |
| Mailing Address 🛛 🖂 | Check here if the addre | • | , | |
| | | | | |
| | (Street # | | | |
| | (Street # | and Name or P.O. Box) | | |
| | (City) | | (State) | (Zip Code + Four) |
| | (Only) | | (Oldio) | |
| | | | | |
| | | | stantan (I) | |
| (Email Addres | | | elephone #) | |
| - | | (Te ECTION B. DESCRIP | | |
| Application Type | SI | ECTION B. DESCRIP | TION OF ACTIVITY | Dormit Number 47140201 |
| Application Type | SI | ECTION B. DESCRIP | TION OF ACTIVITY | Permit Number <u>47140301</u> |
| Application Type New Type of Mining Activity | SI | ECTION B. DESCRIP | ewal | |
| Application Type New Type of Mining Activity Surface Mining | SI | ECTION B. DESCRIP | TION OF ACTIVITY | |
| Application Type New Type of Mining Activity | SI | ECTION B. DESCRIP | ewal | |
| Application Type New Type of Mining Activity Surface Mining | SI | ECTION B. DESCRIP | ewal | |
| Application Type New Type of Mining Activity Surface Mining | SI | ECTION B. DESCRIP | ewal | |
| Application Type New Type of Mining Activity Surface Mining | SI | ECTION B. DESCRIP | ewal | |
| Application Type New Type of Mining Activit Surface Mining Other (specify) - Operation/Site Name | Stevision/Modificatio | ECTION B. DESCRIP | ewal | |
| Application Type New Type of Mining Activit Surface Mining Other (specify) | St Revision/Modificatio ity(ies) Underground Mining Milton Quarry ion | ECTION B. DESCRIP | PTION OF ACTIVITY ewal | ing) |
| Application Type New Type of Mining Activit Surface Mining Other (specify) - Operation/Site Name | Stevision/Modificatio | ECTION B. DESCRIP | PTION OF ACTIVITY ewal | |
| Application Type New Type of Mining Activit Surface Mining Other (specify) Operation/Site Name Operation/Site Location | St Revision/Modificatio ity(ies) Underground Mining Milton Quarry ion | ECTION B. DESCRIP | PTION OF ACTIVITY ewal | ing) Incidental Coal Extraction |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent | | |
|---|---|---|--|--|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) | | |
| | 0 | Parent | | |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant | | |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) | | |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| | ANIA DEPARTMENT OF STATE F CORPORATIONS AND CHARITABLE | -FILED- | |
|-----------------|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

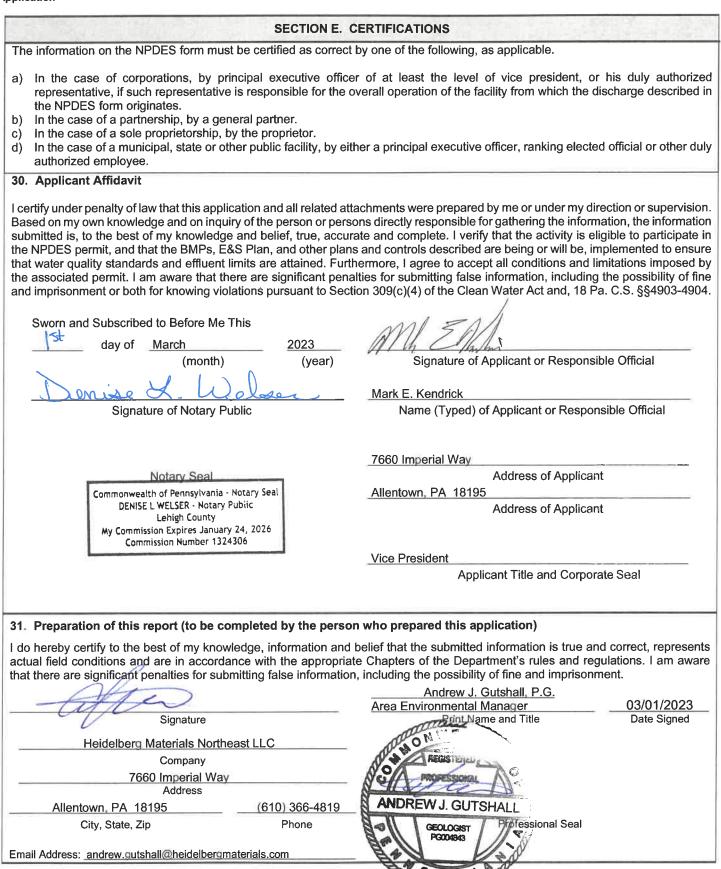
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions completely. Refer to the instructions that come with this form. | | | | | | |
|-----|--|---------|---|--------------------|---|--|--|
| | SECTION A. GENERAL APPLICANT INFORMATION | | | | | | |
| 1. | Application Type New Renewal Modification Transfer Fee included: See https://www.dep.pa.gov/Business/Land/Mining/BureauofDistrictMining/Pages/Fees.aspx | | | | | | |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | Associated Mining Per Except for "new", list exi | | or ID: 47140301 DES Permit No: PA0225495 | | |
| 4. | Operation Name: Milton Quarry | | 5. License No: 241 | 43 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com | | |
| 7. | Permit/Project Type: (check applicable) □ Coal ⊠ Noncoal □ Exploration □ GP-105 (Bluestone) □ Other | | | | | | |
| 8. | Public notice. (See instructions to determin draft notice is attached. ⊠ Yes ☐ No | ie if j | public notice is require | e d.) Publi | c notice has been submitted for publication. A | | |
| 9. | Production qualifications (Small business exemption) COAL: Will coal production be at least 100,000 tons per year? □ Yes □ No NONCOAL: Will production be at least \$100,000 (1980 dollars) per year? □ Yes □ No | | | | | | |
| 10. | Total Affected Area (Acres): <u>437.95</u> Include <u>all</u> associated haul roads. Note: This acreage | e may | / be greater than the acres | for the ass | ociated mining permit. | | |
| 11. | Estimated Timeframe: Start (or permit issue | lance | e) <u>02/09/2021</u> | Enc | d (or permit expiration) <u>02/09/2026</u> | | |
| 12. | Physical Address of Permit Location (911 compliant): 3 Quarry Rd, Milton, PA 17847 County Municipality City Boro Twp Mantaur | | | | | | |
| | Montour Limestone I I Montour Liberty I I | | | | | | |
| 13. | Map View of Area ⊠ Attach a map with outline of the affected are □ Map is included as part of mining permit do | | - | | | | |
| 14. | Receiving Stream/Watershed Name: <u>Chillis</u> Is this stream subject to a TMDL? Yes | | que Creek & Unnamed T No | ributary t | o Chillisquaque Creek | | |
| 15. | Chapter 93 Receiving Water Designated Us | e: | WWF, MF | | NOTE: If designated use is 'HQ' | | |
| 16. | Existing Stream Use (if different from design been petitioned for redesignation? | | d use): N/A Has thi ⊠ No | s stream | or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. | | |
| 17. | 17. During mining, drainage will result in: | | | | | | |
| | Groundwater – infiltration Containment without discharge (reuse) | | | tion to | | | |
| | Other (Including off-site discharges) – De | SCLIDE | e and attach documenta | uon to su | pport a legal right to discharge. | | |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| To be attached to | o and form a part | of Bond No. | | SUR000 | 2478 | |
|-------------------------|---------------------|----------------|---------------------------|---------------------------|----------------|---------------------|
| in the amount of | \$5,330,536.0 | o is | sued by | Argonaut Ins | surance Compan | у |
| on behalf of | | Н | lanson Aggre | gates Pennsylvania LLC | | |
| in favor of | Comr | nonwealth of F | ^p ennsylvania, | Department of Environment | al Protection | |
| It is understood | - | e bond descr | ibed above | is hereby modified so as | to | |
| Heidelberg Materials No | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| It is further expr | essly understood | and agreed th | hat the aggre | egate liability of the | | |
| | Argonau | t Insurance Co | ompany | | under said b | ond to the obligee |
| herein mentioned sha | ll not exceed the a | mount stated | d above. | | | |
| Nothing herein o | contained shall be | held to vary | y, alter, wai | ve, or extend any of the | terms, agreeme | ents, conditions or |
| limitations of the abo | ve-mentioned bon | d, other than | as above st | ated. | | |
| Signed, sealed a | nd dated this | 19th | day of | January | | 2023 . |
| | | | | Argonaut Insura | nce Company | |
| | | | BY: | AnnMarie Keane | | Attorney-in-Fact |

Argonaut Insurance Company Deliveries Only: 225 W. Washington, 24th Floor Chicago, IL 60606 United States Postal Service: P.O. Box 469011, San Antonio, TX 78246 POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the Argonaut Insurance Company, a Corporation duly organized and existing under the laws of the State of Illinois and having its principal office in the County of Cook, Illinois does hereby nominate, constitute and appoint:

Kristin S. Bender, Annette Audinot, Jessica Iannotta, April D. Perez, Kelly O'Mallev, AnnMarie Keane

Their true and lawful agent(s) and attorney(s)-in-fact, each in their separate capacity if more than one is named above, to make, execute, seal and deliver for and on its behalf as surety, and as its act and deed any and all bonds, contracts, agreements of indemnity and other undertakings in suretyship provided, however, that the penal sum of any one such instrument executed hereunder shall not exceed the sum of:

\$97,550,000.00

This Power of Attorney is granted and is signed and sealed under and by the authority of the following Resolution adopted by the Board of Directors of Argonaut Insurance Company:

"RESOLVED, That the President, Senior Vice President, Vice President, Assistant Vice President, Secretary, Treasurer and each of them hereby is authorized to execute powers of attorney, and such authority can be executed by use of facsimile signature, which may be attested or acknowledged by any officer or attorney, of the Company, qualifying the attorney or attorneys named in the given power of attorney, to execute in behalf of, and acknowledge as the act and deed of the Argonaut Insurance Company, all bond undertakings and contracts of suretyship, and to affix the corporate seal thereto."

IN WITNESS WHEREOF, Argonaut Insurance Company has caused its official seal to be hereunto affixed and these presents to be signed by its duly authorized officer on the 19th day of November, 2021. Argonaut Insurance Company

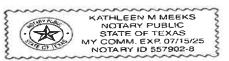


Gary E. Grose, President

STATE OF TEXAS COUNTY OF HARRIS SS:

On this 19th day of November, 2021 A.D., before me, a Notary Public of the State of Texas, in and for the County of Harris, duly commissioned and qualified, came THE ABOVE OFFICER OF THE COMPANY, to me personally known to be the individual and officer described in, and who executed the preceding instrument, and he acknowledged the execution of same, and being by me duly sworn, deposed and said that he is the officer of the said Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and the said Corporate Seal and his signature as officer were duly affixed and subscribed to the said instrument by the authority and direction of the said corporation, and that Resolution adopted by the Board of Directors of said Company, referred to in the preceding instrument is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed my Official Seal at the County of Harris, the day and year first above written.



tathun m. muls

(Notary Public)

I, the undersigned Officer of the Argonaut Insurance Company, Illinois Corporation, do hereby certify that the original POWER OF ATTORNEY of which the foregoing is a full, true and correct copy is still in full force and effect and has not been revoked.

IN WITNESS WHEREOF, I have hereunto set my hand, and affixed the Seal of said Company, on the 19^{+h} day of January , 2023.



to 1/7

Austin W. King Secretary

IF YOU HAVE QUESTIONS ON AUTHENTICITY OF THIS DOCUMENT CALL (833) 820 - 9137.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | | |
|--|--------------------|-----------------------------|--------------------------|---|--|
| Applicant Name | | Applicant Type | | | |
| Heidelberg Materia | Is Northeast LLC | Individual (INDIV) | | | |
| Mailing Address | | | | PA Corporation (PACOR) | |
| 7660 Imperial Wa | ay | Non-PA Corporation (NPACO) | | | |
| | (Street # a | General Partnership (PARTG) | | | |
| | | | | Limited Partnership (PARTL) | |
| | (A | ddress Line 2) | | Municipality (MUNI) | |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) | |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) | |
| 6103664600 | Ext. | and rew outshall@he | idelbergmaterials.com | Surface Mining Operator's License # 24143 | |
| (Telephone #) | | (Email A | | | |
| Applicant Contact | | | | | |
| Gutshall | | An | ndrew | J | |
| (Last Name) | | | (First Na | ame) (MI) | |
| Area Environmer | ntal Manager | | | | |
| | | (Title | | | |
| | (Stre | eet # and Name or P.O. Box) | | | |
| (City) | | | (State) | (Zip Code + Four) | |
| (Email Addı | ress) | (T | elephone #) | | |
| | | SECTION B. DESCRIP | TION OF ACTIVITY | | |
| Application Type | | | | | |
| New | Revision/Modific | ation 🗌 Ren | ewal 🗌 Transfer | r Permit Number <u>7974SM2</u> | |
| Type of Mining Acti ⊠ Surface Mining □ Other (specify) | | ining (Includes Surface Ef | fects of Underground Mir | ning) Incidental Coal Extraction | |
| | | SECTION C. SITE | INFORMATION | | |
| Operation/Site Nam | e Ottsville Quarry | | | | |
| Operation/Site Loca | tion | | | | |
| | County(ies) | | Μι | unicipality(ies) | |
| Bucks | | | Nockamixon Township | | |
| | | | | | |
| | | <u></u> | | | |
| | | | | | |
| | | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§77.107) | | | | | |
|---|--|--|--|--|--|
| Commonwealth of Pennsylvania, County of Lehigh | | | | | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose | | | | |
| and say that I (am the applicant) (am an officer or official of the applicant) (have the authority to make this application) and that the plans, reports and documents submitted as part of the application are true and correct to the best of my knowledge and belief. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. (cross out inapplicable portions in parenthesis) | | | | | |
| Sworn and Subscribed to Before Me This | | | | | |
| 1th Day of Japuany 2023 | Mh Elkh | | | | |
| (month) (year) | Signature of Applicant or Responsible Official | | | | |
| Jenise L. Weben | Mark E. Kendrick | | | | |
| Notary Public | Name (Typed) | | | | |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 | | | | |
| Title and Seal | Address | | | | |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | | | | | |

Module 3: Ownership/Compliance Information

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- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | | -FILED- |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Return docu Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

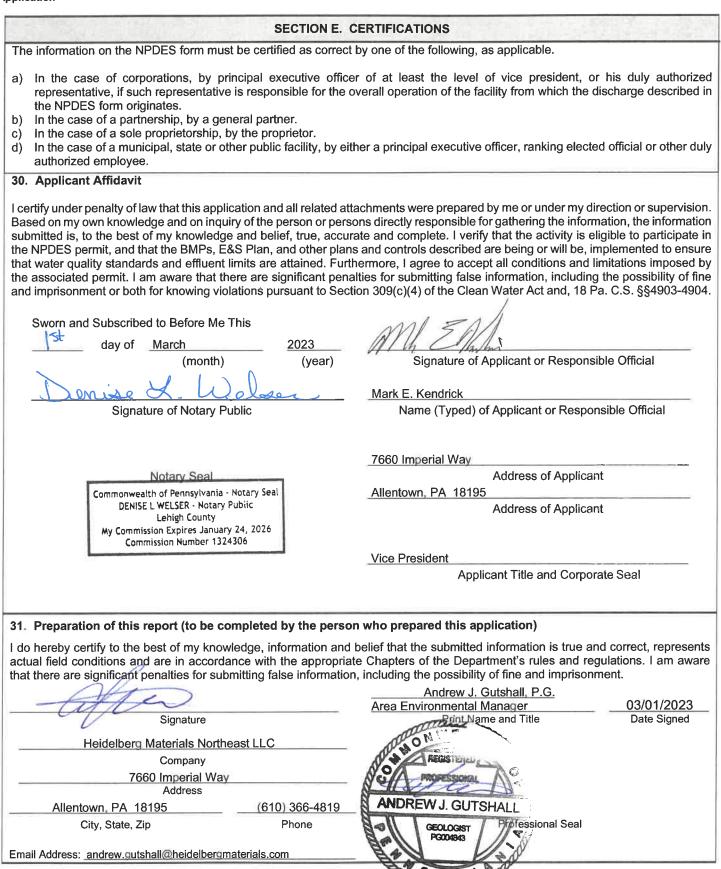
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions co | mple | etely. Refer to the in | structior | ns that come with this form. | |
|-----|--|--------------------|--|----------------|--|--|
| | SECTION | A. G | ENERAL APPLICANT | INFORMA | ATION | |
| 1. | Application Type New Renewal Modification Transfer Fee included: See https://www.dep.pa.gov/Business/Land/Mining/BureauofDistrictMining/Pages/Fees.aspx | | | | | |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | Associated Mining Pe Except for "new", list ex | | or ID: 7974SM2 DES Permit No: PA0611999 | |
| 4. | Operation Name: Ottsville Quarry | | 5. License No: 241 | 43 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com | |
| 7. | Permit/Project Type: (check applicable) ☐ Coal ⊠ Noncoal | | ⊠ Mining permit (s □ Exploration □ GP-105 (Bluest □ Other | one) | underground) | |
| 8. | Public notice. (See instructions to determine draft notice is attached. | ne if _l | public notice is require | ed.) Publi | c notice has been submitted for publication. A | |
| 9. | Production qualifications (Small business e COAL: Will coal production be at least 100,000 NONCOAL: Will production be at least \$100,000 |) tons | s per year? | ☐ Yes ⊠ Yes | □ No □ No | |
| 10. | Total Affected Area (Acres): <u>83.5</u> Include <u>all</u> associated haul roads. Note: This acreag | e may | v be greater than the acres | for the ass | ociated mining permit. | |
| 11 | . Estimated Timeframe: Start (or permit issued | lance | e) <u>01/18/2019</u> | Enc | d (or permit expiration) <u>01/18/2024</u> | |
| 12 | Physical Address of Permit Location (911 c | omp | liant): | | | |
| | 262 Quarry Road, Ottsville, PA County Munici | nalitı | | | City Boro Twp | |
| | Bucks Nocka | | - | | | |
| | | | | | | |
| 42 | | | | | | |
| 13. | 13. Map View of Area | | | | | |
| | ⊠ Attach a map with outline of the affected area associated with the mining activity and label all outfalls. □ Map is included as part of mining permit documents marked as Exhibit No Date: | | | | | |
| 14 | . Receiving Stream/Watershed Name: Rapp | | | | | |
| | Is this stream subject to a TMDL? | | No | | | |
| 15 | . Chapter 93 Receiving Water Designated Us | e: | EF | | NOTE: If designated use is 'HQ' | |
| 16 | 16. Existing Stream Use (if different from designated use): N/A Has this stream been petitioned for redesignation? Yes No | | | | | |
| 17 | 17. During mining, drainage will result in: Point source discharge(s) (complete Section C: Outfall Information) ∑ Surface Stream ☐ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: | | | | | |
| | Non-discharge Groundwater – infiltration Containment without discharge (reuse) | | | | | |
| | Other (Including off-site discharges) – De | scribe | e and attach documenta | ntion to su | pport a legal right to discharge. | |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

.

| To be attached to | and form a part of Bo | ond No. | 1067 | 07326 | |
|-------------------------|--------------------------|---------------------|----------------------------|---------------------|--------------------|
| in the amount of | \$882,735.00 | issued by | Travelers Casualty ar | nd Surety Company | of America |
| on behalf of | | Hanson | Aggregates BMC, Inc. | | |
| in favor of | Commonw | ealth of Pennsylvan | ia Department of Environme | ntal Protection | |
| It is understood a | - | nd described abov | e is hereby modified so a | s to | |
| Heidelberg Materials No | | | | | |
| | | | | | |
| It is further expre | essly understood and a | greed that the agg | gregate liability of the | | |
| - | Travelers Casualty and S | | | | ond to the obligee |
| herein mentioned shal | l not exceed the amou | nt stated above. | | | |
| Nothing herein c | ontained shall be held | d to vary, alter, w | aive, or extend any of th | e terms, agreeme | nts, conditions or |
| limitations of the abov | e-mentioned bond, ot | her than as above | stated. | | |
| Signed, sealed ar | nd dated this18 | Bth day of | January | ,,, | 2023 - |
| | | | Travelers Casualty and S | Surety Company of a | America |
| | | BY: | CMa | L | |
| | <i>3</i> 2 | 13 Pro- | AnnMarie # | Keane | Attorney-in-Fact |

TRAVELERS

Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint <u>AnnMarie Keane</u> of <u>New Jersey</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert CRaney, Senior Vice President

City of Hartford ss.

On this the 21st day of April, 2021, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

| NOTARY NOTARY | Jame & Mail | |
|---------------|------------------------------|--|
| PUBLIC | Anna P. Nowik, Notary Public | |

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

2023 Dated this 18th day of January

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | |
|--|------------------|-----------------------------|--------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial W | ay | | | Non-PA Corporation (NPACO) |
| | (Street # a | and Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| | (A | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@he | idelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | (Email A | | |
| Applicant Contact | | | | |
| Gutshall | | An | ndrew | J |
| | (Last Name) | | (First Na | ame) (MI) |
| Area Environmer | ntal Manager | | | |
| | nai managor | (Title | <u></u> | |
| | (Stre | eet # and Name or P.O. Box) | | |
| | (City) | | (State) | (Zip Code + Four) |
| (Email Add | ress) | (T | elephone #) | |
| | | SECTION B. DESCRIF | TION OF ACTIVITY | |
| Application Type | | | | |
| New | Revision/Modific | ation 🗌 Ren | newal 🗌 Transfer | Permit Number <u>7973SM2</u> |
| Type of Mining Acti ⊠ Surface Mining □ Other (specify) | | ining (Includes Surface Ef | fects of Underground Mir | ning) Incidental Coal Extraction |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e Penns Park Qua | rry | | |
| Operation/Site Loca | ation | | | |
| | County(ies) | | Μι | unicipality(ies) |
| Bucks | , | | Wrightstown Townsh | |
| · · · · · · · · · · · · · · · · · · · | | | | |
| | | | | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| | ANIA DEPARTMENT OF STATE F CORPORATIONS AND CHARITABLE | -FILED- | |
|----------------------------|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Return docu Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

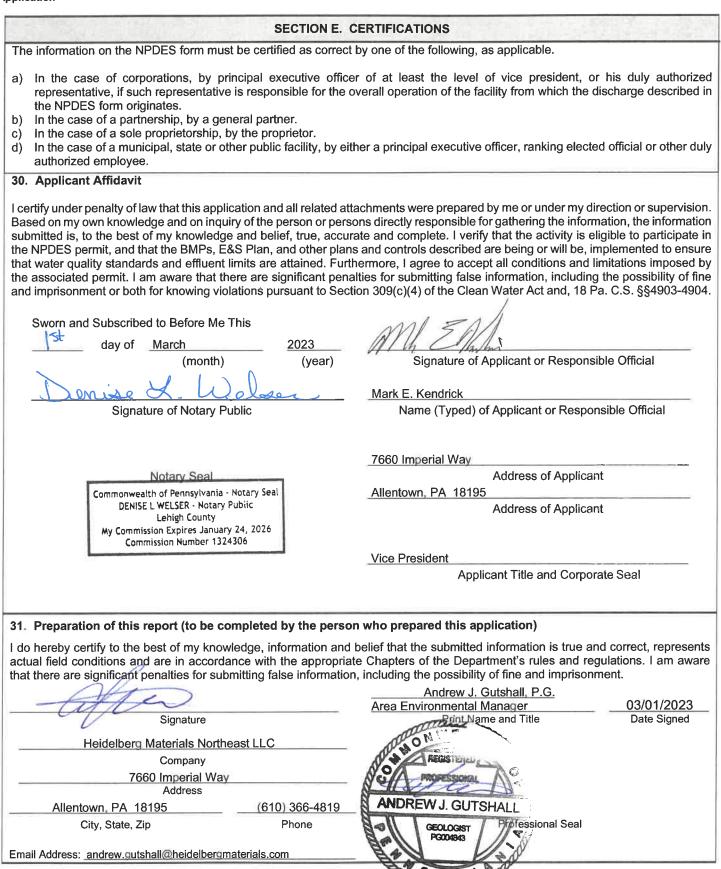
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| 16 Existing Stream Use (if different from designated use): N/A Has this stream or 'EV', complete anti-degradation | | Please answer all questions completely. Refer to the instructions that come with this form. | | | | | |
|--|-----|---|---------|----------------------|---------------------|------------|---|
| □ Fee included: See https://www.dep.pa.gov/Business/Land/Mining/BureauofDistrictMining/Pages/Fees.aspx 2. Applicant: Heidelberg Materials Northeast LLC 3. Associated Mining Permit No. or ID: 79738M2 Except for "new", list existing NPDES Permit No: PA0043901 4. Operation Name: Penns Park Quarry 5. License No: 24143 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com 7. Permit/Project Type: (check applicable) □ Mining permit (surface or underground) □ Coal ○ Noncoal □ 0 Other □ Other □ 8. Public notice. (See instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. ○ Yes No 9. Production qualifications (Small business exemption) □ ○ ○ ○ COAL: Will coolarine be at least \$100.000 (1980 dollars) per year? ○ Yes No No 10. Total Affected Area (Acres): 154.9 Include gil associated haul roads. Noke: This acreage may be greater than the acres for the associated mining permit. It It 11. Estimated Timeframe: Start (or permit location (911 compliant): 852 Swamp Rd, Newtown, PA 18943 County □ □ 13. Map View of Area Wrightstown □ □ □ □ □ □ | | SECTION | 4. G | ENERAL APP | | NFORMA | ATION |
| Northeast LLC Except for "new", list existing NPDES Permit No: PA0043901 4. Operation Name: Penns Park Quarry 5. License No: 24143 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com 7. Permit/Project Type: (check applicable) | 1. | | | | | | — |
| Image: Start of the stress | 2. | | | | - | | |
| □ Coal ⊠ Noncoal ☐ Mining permit (surface or underground) □ Crols (Bluestone) □ Crols (Bluestone) □ Crols (Breach ⊂ Yes) □ No NONCOAL: Will coal production be at least 100,000 tons per year? □ Yes □ Noncoal fracted had read (Acres): 154.9 □ No Include all associated had reads. Note: Tris acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Start (or permit issuance) 03/02/2023 12. Physical Address of Permit Location (911 compliant): 852 Swamp Rd, Newtown, PA 18943 County Municipality City Boro □ □ □ □ □ □ □ 13. Map View of Area Wrightstown □ □ □ □ □ Bate: □ □ □ □ 14. Receiving Stream/Watershed Name: Unnamed Tributary to Neshaminy Creek / Neshaminy Creek Watershed Is this stream subject to a TMDL? Yes No | 4. | Operation Name: Penns Park Quarry | | 5. License | No: 2414 | 43 | |
| draft notice is attached. ☑ Yes No 9. Production qualifications (Small business exemption) COAL: Will coal production be at least 100,000 (1980 dollars) per year? ☑ Yes No 10. Total Affected Area (Acres): 154.9 Include all associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Stat (or permit issuance) 03/02/2023 End (or permit expiration) 03/02/2028 12. Physical Address of Permit Location (911 compliant): 852 Swamp Rd, Newtown, PA 18943 City Boro Twp Bucks Wrightstown □ <t< th=""><th>7.</th><th></th><th></th><th>Explor GP-10</th><th>ation 5 (Bluesto</th><th>ne)</th><th>underground)</th></t<> | 7. | | | Explor GP-10 | ation 5 (Bluesto | ne) | underground) |
| COAL: Will coal production be at least 100,000 tons per year? ☐ Yes ☐ No NONCCAL: Will production be at least \$100,000 (1980 dollars) per year? ☐ Yes ☐ No 10. Total Affected Area (Acres): 154.9 ☐ No. 11. Estimated Timeframe: Start (or permit issuance) 03/02/2023 End (or permit expiration) 03/02/2028 12. Physical Address of Permit Location (911 compliant): 852 Swamp Rd, Newtown, PA 18943 City Boro Twp Bucks | 8. | | ie if j | public notice | is require | d.) Publi | c notice has been submitted for publication. A |
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| 12. Physical Address of Permit Location (911 compliant): 852 Swamp Rd, Newtown, PA 18943 County Municipality City Boro Twp Bucks Wrightstown □ □ □ 13. Map View of Area □ □ □ □ □ 13. Map View of Area □ □ □ □ □ □ □ 14. Receiving Stream/Watershed Name: Unnamed Tributary to Neshaminy Creek / Neshaminy Creek Watershed □ | 10. | | ə may | v be greater than | the acres f | or the ass | ociated mining permit. |
| 852 Swamp Rd, Newtown, PA 18943 County Municipality City Boro Twp Bucks Wrightstown Image: City Boro Twp 13. Map View of Area Image: City Image | 11. | Estimated Timeframe: Start (or permit issue | lance | e) <u>03/02/2023</u> | | End | l (or permit expiration) <u>03/02/2028</u> |
| County Municipality City Boro Twp Bucks Wrightstown □ □ □ | 12. | - | omp | liant): | | | |
| Bucks Wrightstown Image: Stream | | • • • | nality | , | | | City Boro Twp |
| Image: Second stream Image: Second stream Image: Second | | - | | | | | |
| Attach a map with outline of the affected area associated with the mining activity and label all outfalls. Map is included as part of mining permit documents marked as Exhibit No Date: 14. Receiving Stream/Watershed Name: Unnamed Tributary to Neshaminy Creek / Neshaminy Creek Watershed Is this stream subject to a TMDL? If Yes [Siltation & Total Suspended Solids (TSS)] No 15. Chapter 93 Receiving Water Designated Use: TSF, MF If designated use is 'HQ or 'EV', complete anti-degradation been petitioned for redesignation? If Yes No No 17. During mining, drainage will result in: Point source discharge(s) (complete Section C: Outfall Information) Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: Non-discharge Groundwater – infiltration | | · · · · · · | | | | | |
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| 16. Existing Stream Use (if different from designated use): N/A Has this stream or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007 17. During mining, drainage will result in: □ Point source discharge(s) (complete Section C: Outfall Information) □ Surface Stream □ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: □ Non-discharge □ Groundwater infiltration | | | | | | | · · |
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| Point source discharge(s) (complete Section C: Outfall Information) Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: Non-discharge Groundwater – infiltration | 16. | | | | Has this | s stream | or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. |
| Groundwater – infiltration | 17. | ➢ Point source discharge(s) (complete Se | | | | - | |
| | | Groundwater – infiltration | | | | | |
| Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge. | | Other (Including off-site discharges) – De | scribe | e and attach do | ocumentat | ion to su | oport a legal right to discharge. |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| | and form a part of | f Bond No. | 10 | 7277020 |
|---|--|---|---|-------------------------------------|
| in the amount of | \$669,925.00 | issued b | y Travelers Casualty | and Surety Company of America |
| on behalf of | | Hanson / | Aggregates Pennsylvania LLC | |
| in favor of | Commo | onwealth of Pennsyl | vania Department of Environr | nental Protection |
| It is understood a | - | bond described al | oove is hereby modified so | o as to |
| Heidelberg Materials Nor | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| It is further expre | ssly understood ar | nd agreed that the | aggregate liability of the | |
| - | ssly understood ar Fravelers Casualty ar | | - | under said bond to the obliger |
| 1 | Fravelers Casualty an | nd Surety Company | of America | under said bond to the obliged |
| herein mentioned shall | Fravelers Casualty and not exceed the an | nd Surety Company | of America | under said bond to the obliged |
| herein mentioned shall Nothing herein co | Fravelers Casualty and not exceed the an ontained shall be l | nd Surety Company nount stated above held to vary, alter | of America e. waive, or extend any of | |
| herein mentioned shall | Fravelers Casualty and not exceed the an ontained shall be f e-mentioned bond | nd Surety Company nount stated above held to vary, alter | of America , waive, or extend any of ve stated. | the terms, agreements, conditions o |
| herein mentioned shall Nothing herein co limitations of the above | Fravelers Casualty and not exceed the an ontained shall be f e-mentioned bond | nd Surety Company nount stated above held to vary, alter , other than as abo | of America | the terms, agreements, conditions o |

2



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint <u>AnnMarie Keane</u> of <u>New Jersey</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert CRaney, Senior Vice President

City of Hartford ss.

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seai.

My Commission expires the 30th day of June, 2026

lane (Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, and Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

2023 Dated this 19th day of January HARTFORD, CONN. KUTIFORD CONN

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| Applicant Name Applicant Type Heidelberg Materials Northeast LLC Individual (INDIV) Mailing Address PA Corporation (PACOR) 7660 Imperial Way Non-PA Corporation (PACOR) (Street # and Name or P.O. Box) Don-PA Corporation (PACOR) Allentown PA (City) (State) (Last Name) (Hit) (Street # and Name or P.O. Box) | | | SECTION A. APPLICA | ANT INFORMATION | |
|---|----------------------------|--------------------|---------------------------|--------------------------|-----------------------------------|
| Mailing Address □ PA Corporation (PACOR) 7660 Imperial Way □ Non-PA Corporation (NPACOR) | Applicant Name | | | | Applicant Type |
| 7860 Imperial Way □ Non-PA Corporation (NPACC General Partnership (PARTC) □ General Partnership (PARTC) | Heidelberg Materia | Is Northeast LLC | | | |
| (Street # and Name or P.O. Box) □ General Partnership (PARTC) (Address Line 2) ↓ Municipality (MUNI) Allentown PA 18195 (City) (State) (Zip Code + Four) Sole Proprietorship (SOLEP) Other (OTHER) sole Proprietorship (SOLEP) Sole Proprietorship (SOLEP) (City) (Ext. andrew.gutshall@heidelbergmaterials.com 2uface Mining Operator's License # Applicant Contact | Mailing Address | | , | | |
| (Address Line 2) □ Limited Partnership (PARTL) Allentown PA 18195 (City) (State) (Zip Code + Four) © Other (OTHER) Surface Mining Operator's License # Applicant Contact | 7660 Imperial Wa | ау | | | Non-PA Corporation (NPACO) |
| Allentown PA 18195 ☐ Municipality (MUNI) Gl03664600 Ext. andrew.gutshall@heidelbergmaterials.com Surface Mining Operator's License # Applicant Contact Gutshall Andrew J Gutshall Andrew J Area Environmental Manager (Title) Mailing Address Check here if the address is the same as listed above (City) (State) (Zip Code + Four) (City) (State) (Zip Code + Four) Mailing Address J (Mi) Area Environmental Manager (Mii) (City) (State) (Zip Code + Four) (City) (Street # and Name or P.O. Box) (Zip Code + Four) (Email Address) (Telephone #) (Zip Code + Four) (Ether # and Name or P.O. Box) (Zip Code + Four) (Zip Code + Four) (Etherail Address) (Telephone #) (Zip Code + Four) (Zip Code + Four) (Etherail Address) (Telephone #) (Zip Code + Four) (Zip Code + Four) (Etherail Address) (Telephone #) (Zip Code + Four) (Zip Code + Four) Surface Mining Activity(les) Surface Eff | - | (Street # a | nd Name or P.O. Box) | | |
| Allentown PA 18195 □ Sole Proprietorship (SOLEP) | | | | | |
| Allentiowin PA 10190 IO Other (OTHER) (City) (State) (Zip Code + Four) Surface Mining Operator's License # 6103664600 Ext. andrew.gutshall@heidelbergmaterials.com 24143 Applicant Contact Image: Contact (Last Name) Image: Contact (Last Name) J Gutshall Andrew J (Last Name) (First Name) (MI) Area Environmental Manager (Title) Mailing Address Check here if the address is the same as listed above (City) (Street # and Name or P.O. Box) (City) (Street # and Name or P.O. Box) (Email Address) (Telephone #) Section B. DESCRIPTION OF ACTIVITY Application Type New New Revision/Modification Revision/Modification Renewal Type of Mining Activity(ies) Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Other (specify) Section C. Site INFORMATION Operation/Site Location County(ies) | | (Ad | ddress Line 2) | | |
| (Lity) (State) (Lip Code + Pour) 6103664600 Ext. andrew.gutshall@heidelbergmaterials.com 24143 Applicant Contact Image: Contact Contact Image: Contact Contact Contact Image: Contact Conta | Allentown | | PA | 18195 | , |
| 6103664000 Ext. andrew gutshall@heidelbergmaterials.com 24143 (Telephone #) (Email Address) Pending Applicant Contact | | (City) | (State) | (Zip Code + Four) | · · · · · |
| (Telephone #) (Email Address) Pending Applicant Contact Andrew J Gutshall Andrew J (Last Name) (First Name) (MI) Area Environmental Manager (Title) Mailing Address Check here if the address is the same as listed above (Street # and Name or P.O. Box) (City) (Street # and Name or P.O. Box) (Zip Code + Four) (Email Address) (Telephone #) (Zip Code + Four) SECTION B. DESCRIPTION OF ACTIVITY Application Type New Revision/Modification Renewal Transfer Permit Number 7974SM1 Type of Mining Activity(ies) Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Strace Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Strace Mining Strace Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Strace Mining Contry(ies) Surface Mining) Municipality(ies) | 6103664600 | Ext. | andrew.gutshall@hei | idelbergmaterials.com | |
| Gutshall Andrew J (Last Name) (First Name) (MI) Area Environmental Manager (Title) Mailing Address Check here if the address is the same as listed above (City) (Street # and Name or P.O. Box) (City) (State) (Zip Code + Four) (Email Address) (Telephone #) SECTION B. DESCRIPTION OF ACTIVITY Application Type New New Revision/Modification Renewal Transfer Permit Number 7974SM1 Type of Mining Activity(les) Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Operation/Site Name Rock Hill Quarry Operation/Site Location Municipality(ies) | | | | | |
| (Last Name) (First Name) (MI) Area Environmental Manager (Title) Mailing Address Check here if the address is the same as listed above (Street # and Name or P.O. Box) (City) (City) (State) (Zip Code + Four) (Email Address) (Telephone #) SECTION B. DESCRIPTION OF ACTIVITY Application Type (Telephone #) New Revision/Modification Renewal Transfer Permit Number 7974SM1 Type of Mining Activity(ies) Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Other (specify) SECTION C. SITE INFORMATION Section C. SITE INFORMATION Operation/Site Name Rock Hill Quarry Municipality(ies) County(ies) Municipality(ies) Surface Mining | Applicant Contact | | | | |
| Area Environmental Manager (Title) Mailing Address Check here if the address is the same as listed above (Street # and Name or P.O. Box) (Zip Code + Four) (City) (State) (Zip Code + Four) (City) (State) (Zip Code + Four) (Email Address) (Telephone #) SECTION B. DESCRIPTION OF ACTIVITY Application Type SECTION B. DESCRIPTION OF ACTIVITY Appload Transfer Permit Number Type of Mining Activity(ies) Incidental Coal Extraction Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Other (specify) SECTION C. SITE INFORMATION Sector County(ies) County(ies) Municipality(ies) Municipality(ies) | Gutshall | | An | drew | J |
| (Title) Mailing Address Check here if the address is the same as listed above (Street # and Name or P.O. Box) (State) (City) (State) (City) (State) (City) (State) (Email Address) (Telephone #) SECTION B. DESCRIPTION OF ACTIVITY Application Type (Telephone #) New Revision/Modification Renewal Transfer Type of Mining Activity(ies) (Surface Mining) Incidental Coal Extraction Other (specify) SECTION C. SITE INFORMATION Coal Extraction Operation/Site Name Rock Hill Quarry Operation/Site Location County(ies) Municipality(ies) | | (Last Name) | | (First Na | ame) (MI) |
| (Title) Mailing Address Check here if the address is the same as listed above (Street # and Name or P.O. Box) (State) (City) (State) (City) (State) (Email Address) (Telephone #) SECTION B. DESCRIPTION OF ACTIVITY Application Type (Telephone #) New Revision/Modification Renewal Transfer Type of Mining Activity(ies) (Surface Mining) Incidental Coal Extraction Other (specify) SECTION C. SITE INFORMATION Coal Extraction Operation/Site Name Rock Hill Quarry Operation/Site Location County(ies) Municipality(ies) | Area Environmer | ntal Manager | | | |
| Mailing Address Image: Check here if the address is the same as listed above (Street # and Name or P.O. Box) (State) (City) (State) (Zip Code + Four) (Email Address) (Telephone #) SECTION B. DESCRIPTION OF ACTIVITY Application Type | | 0 | /Title | | |
| SECTION B. DESCRIPTION OF ACTIVITY Application Type | | | | | (Zip Code + Four) |
| SECTION B. DESCRIPTION OF ACTIVITY Application Type | | | | | |
| Application Type New Revision/Modification Renewal Transfer Permit Number <u>7974SM1</u> Type of Mining Activity(ies) Image: Context of Con | (Email Add | ress) | (Te | elephone #) | |
| New Revision/Modification Renewal Transfer Permit Number 7974SM1 Type of Mining Activity(ies) Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Other (specify) SECTION C. SITE INFORMATION SECTION C. SITE INFORMATION Operation/Site Name Rock Hill Quarry County(ies) County(ies) Municipality(ies) | | | SECTION B. DESCRIP | TION OF ACTIVITY | |
| Type of Mining Activity(ies) Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Other (specify) Incidental Coal Extraction SECTION C. SITE INFORMATION Operation/Site Name Rock Hill Quarry Operation/Site Location County(ies) Municipality(ies) | Application Type | | | | |
| Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction Other (specify) Escriton C. Site INFORMATION Section C. Site INFORMATION Operation/Site Name Rock Hill Quarry Operation/Site Location County(ies) | New | Revision/Modific | ation 🗌 Ren | ewal 🗌 Transfer | Permit Number <u>7974SM1</u> |
| Operation/Site Name Rock Hill Quarry Operation/Site Location County(ies) Municipality(ies) | Surface Mining | | ning (Includes Surface Ef | fects of Underground Mir | ning) Incidental Coal Extraction |
| Operation/Site Location County(ies) Municipality(ies) | | | SECTION C. SITE | INFORMATION | |
| County(ies) Municipality(ies) | Operation/Site Nam | e Rock Hill Quarry | | | |
| | Operation/Site Loca | ation | | | |
| Bucks East Rockhill Township | | County(ies) | | | , |
| | Bucks | | | East Rockhill Townsh | nip |
| | | | | | |
| | | | | | |
| | | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| <u>Name</u> Off | fice_ |
|-------------------------------------|--|
| Christopher J. Ward ¹ Ch | nairman of the Board |
| Alexander C. Car ² Pre | esident |
| Benedikt Zinn ¹ Vic | ce President and Chief Financial Officer |
| Carol Lowry 1 Vic | ce President and Secretary |
| Toby J. Lee ² Vic | ce President |
| Mark E. Kendrick ² Vic | ce President |
| Ronald T. Kurpiel ³ Vic | ce President |
| Thomas D. Capelli ² Vic | ce President |
| Francois Perrin ¹ Vic | ce President |
| Jason B. Rush ¹ Tre | easurer |
| David Assalone ² Ass | sistant Secretary |
| Thaddius Haas 1 Ass | sistant Secretary |
| Sara M. Hawthorne ¹ As: | sistant Secretary |
| Krystal D. Hunter 1 Ass | sistant Secretary |
| Larry S. Lauritzen ² As | sistant Secretary |
| Michael T. Sullivan ² As | sistant Secretary |
| James L. Wallmann 1 Ass | sistant Secretary |
| Claudia Yousef 1 Ass | sistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | -FILED- | |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | ıphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

CHANGE RIDER

| To be attached to and form a part of Bond No. | | | 1068966 | 62 | | |
|---|--|--|-------------------------------------|---|------------------|--------------------------|
| in the amount of | \$1,248,220.00 | iss | ued by | Travelers Casualty and S | Surety Company o | f America |
| on behalf of | | На | nson Aggre | gate liability of theunder said bond to the obliged | | |
| in favor of | Comm | onwealth of Pe | ennsylvania | Department of Environmental | Protection | |
| It is understood | - | bond descril | oed above | is hereby modified so as to |) | |
| Heidelberg Materials No | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| It is further expr | essly understood ar | nd agreed that | t the aggre | egate liability of the | | |
| - | essly understood ar Travelers Casualty ar | - | | - | under said bor | Id to the obligee |
| - | Travelers Casualty ar | nd Surety Com | pany of Am | - | under said bor | d to the obligee |
| herein mentioned sha | Travelers Casualty ar | nd Surety Com | apany of An above. | - | | - |
| herein mentioned sha | Travelers Casualty an Il not exceed the an contained shall be h | nd Surety Com nount stated neld to vary, | above. alter, wai | ve, or extend any of the te | | - |
| herein mentioned sha Nothing herein o | Travelers Casualty ar Il not exceed the an contained shall be l ve-mentioned bond | nd Surety Com nount stated neld to vary, | above. alter, wai | ve, or extend any of the te | | - |
| herein mentioned sha Nothing herein o limitations of the abov | Travelers Casualty ar Il not exceed the an contained shall be l ve-mentioned bond | nd Surety Com nount stated held to vary, , other than a | above. alter, wai as above st | ve, or extend any of the te | erms, agreement | s, conditions or 2023 |



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint <u>AnnMarie Keane</u> of <u>New Jersey</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert CRaney, Senior Vice President

City of Hartford ss.

On this the 21st day of April, 2021, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

lane & Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

Dated this 19th day of January 2023 HARTFORD, CONN. HATTFORD CONN.

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | |
|--|-------------------|-----------------------------|---------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial W | ay | | | Non-PA Corporation (NPACO |
| | (Street # a | and Name or P.O. Box) | | General Partnership (PARTG |
| | | | | Limited Partnership (PARTL) |
| | (A | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@he | idelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | (Email A | | |
| Applicant Contact | | | | |
| Gutshall | | An | ndrew | J |
| | (Last Name) | | (First Na | ame) (MI) |
| Area Environmer | ntal Manager | | | |
| | nai managor | (Title | -) | |
| | (Stre | eet # and Name or P.O. Box) | | |
| | (City) | | (State) | (Zip Code + Four) |
| (Email Add | ress) | (T | elephone #) | |
| | | SECTION B. DESCRIF | TION OF ACTIVITY | |
| Application Type | | | | |
| New | Revision/Modific | ation 🗌 Ren | newal 🗌 Transfer | Permit Number <u>6575SM1</u> |
| Type of Mining Acti ⊠ Surface Mining □ Other (specify) | | ining (Includes Surface Ef | ffects of Underground Mir | ning) Incidental Coal Extraction |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e Stroudsburg Qua | irry | | |
| Operation/Site Loca | ation | | | |
| | County(ies) | | Μι | unicipality(ies) |
| Monroe | | | Hamilton Township | |
| | | | · | |
| | | | | |
| . <u> </u> | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

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See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

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CORPORATE STRUCTURE

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(Various Holding Companies)

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/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | -FILED- | |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

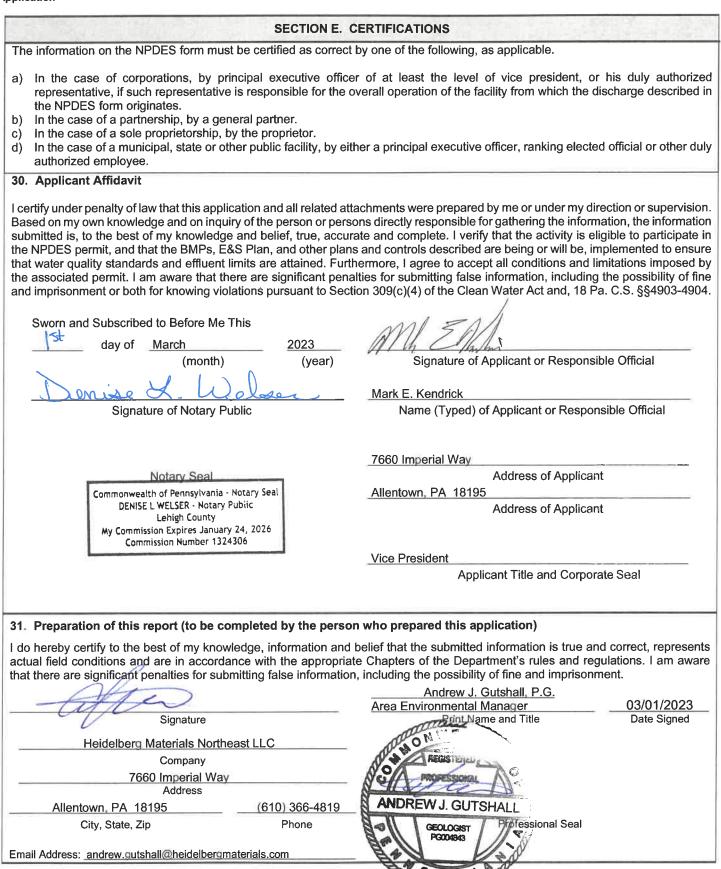
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions co | mple | etely. Refer to the instructio | ns that come with this form. |
|-----|--|--------------------|---|--|
| | SECTION | A. G | ENERAL APPLICANT INFORM | ATION |
| 1. | Application Type New Fee included: See <u>https://www.dep</u> | _ | Renewal 🛛 Modificatio | |
| 2. | Applicant: Heidelberg Materials Northeast LLC | | Associated Mining Permit No. Except for "new", list existing NP | |
| 4. | Operation Name: Stroudsburg Quarry | | 5. License No: 24143 | 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com |
| 7. | Permit/Project Type: (check applicable) | | ☑ Mining permit (surface of □ Exploration □ GP-105 (Bluestone) □ Other | |
| 8. | Public notice. (See instructions to determined raft notice is attached. | ne if _l | public notice is required.) Publ | ic notice has been submitted for publication. A |
| 9. | Production qualifications (Small business of COAL: Will coal production be at least 100,000 NONCOAL: Will production be at least \$100,000 | 0 tons | s per year? | — |
| 10. | Total Affected Area (Acres): <u>180.0</u> Include <u>all</u> associated haul roads. Note: This acreage | je may | / be greater than the acres for the as | sociated mining permit. |
| 11. | Estimated Timeframe: Start (or permit iss | uance | e) <u>07/10/2020</u> En | d (or permit expiration) <u>07/10/2025</u> |
| 12. | Physical Address of Permit Location (911 of 5804 Cherry Valley Road, Stroudsburg, PA 13 | | liant): | |
| | County Munici | | V | City Boro Twp |
| | Monroe Hamilt | | | |
| 13. | Map View of Area ⊠ Attach a map with outline of the affected an □ Map is included as part of mining permit do | | | |
| | utfall 002) | | · · · · · · · · · · · · · · · · · · · | 001) and Unnamed tributary to Cherry Creek |
| | Is this stream subject to a TMDL? | 1 | No | . 1 |
| 15. | Chapter 93 Receiving Water Designated Us | | HQ-CWF, MF (UNT Lake Creek HQ-CWF, MF (UNT Cherry Cree | NOTE: If designated use is 'HQ' |
| 16. | Existing Stream Use (if different from designed been petitioned for redesignation? | gnate | | |
| 17. | During mining, drainage will result in: Image: Second Strain S | rovide) | e name of Storm Sewer Operator | |
| | Other (Including off-site discharges) – De | scribe | e and attach documentation to su | ipport a legal right to discharge. |

5600-PM-BMP0032 Rev. 2/2022 Application





COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | |
|-----------------------------------|------------------|-----------------------------|--------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial Way | | | | Non-PA Corporation (NPACO |
| | (Street # a | and Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| - | (A | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | ── Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@be | idelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | (Email A | | |
| Applicant Contact | | | | |
| Gutshall | | An | ndrew | J |
| | (Last Name) | <u> </u> | (First N | lame) (MI) |
| Aroo Environmo | atal Managar | | | |
| Area Environmer | ital Mariager | (Title | <u></u> | |
| | | eet # and Name or P.O. Box) | | |
| | (City) | | (State) | (Zip Code + Four) |
| (Email Add | ress) | (T | elephone #) | |
| | | SECTION B. DESCRIP | TION OF ACTIVITY | |
| Application Type | | | | |
| New | Revision/Modific | cation 🗌 Ren | ewal 🗌 Transfe | r Permit Number <u>64870301</u> |
| Type of Mining Acti | vitv(ies) | | | |
| Surface Mining Other (specify) | | ining (Includes Surface Ef | ifects of Underground Mi | ining) |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e Wayne Quarry | | | |
| Operation/Site Loca | | | | |
| | County(ies) | | М | unicipality(ies) |
| Wayne | County(les) | | Lake Township | |
| wayne | | <u></u> | | |
| | | | | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) | |
|--|---|--|
| Commonwealth of Pennsylvania, County of Lehigh | | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose | |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that | |
| Sworn and Subscribed to Before Me This | | |
| 1th Day of Japuany 2023 | Mh Elkh | |
| (month) (year) | Signature of Applicant or Responsible Official | |
| Denise L. Weber Mark E. Kendrick | | |
| Notary Public | Name (Typed) | |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 | |
| Title and Seal | Address | |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | -FILED- | |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

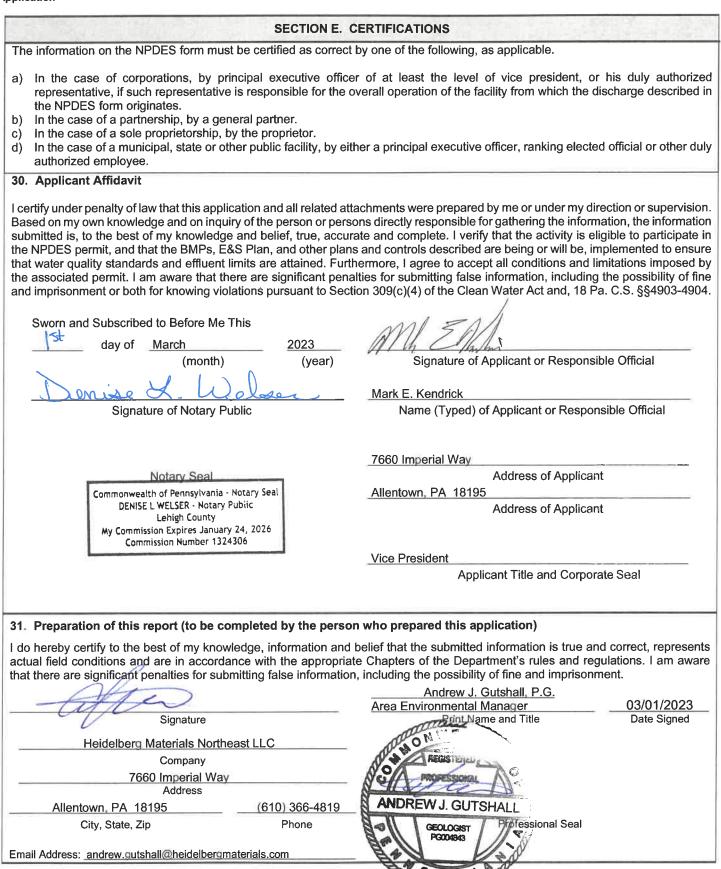
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| | Please answer all questions co | mpletely. Refer | to the instruction | ns that come | with this form. | | | |
|-----|---|---|--------------------------------|-------------------------|---|--|--|--|
| | SECTION A. GENERAL APPLICANT INFORMATION | | | | | | | |
| 1. | Application Type | Renewal | Modificatio | n 🛛 1 | Fransfer | | | |
| | Fee included: See <u>https://www.dep.pa.gov/Business/Land/Mining/BureauofDistrictMining/Pages/Fees.aspx</u> | | | | | | | |
| 2. | Applicant: Heidelberg Materials 3. Associated Mining Permit No. or ID: 64870301 | | | | | | | |
| | Northeast LLC | Except for "ne | ew", list existing NP | DES Permit No: | PA0225878 | | | |
| 4. | Operation Name: Wayne Quarry | 5. License No: 24143 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com | | | | | | |
| 7. | Permit/Project Type: (check applicable) | | | | | | | |
| | 🗌 Coal 🛛 Noncoal | ⊠ Minin ⊡ Explo | g permit (surface or ration | underground) | | | | |
| | | · | 05 (Bluestone) | | | | | |
| | | | | | | | | |
| 8. | Public notice. (See instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. Xes No | | | | | | | |
| 9. | Production qualifications (Small business | | | — | | | | |
| | COAL: Will coal production be at least 100,000 NONCOAL: Will production be at least \$100,00 | | er year? ⊠ Yes | □ No □ No | | | | |
| 10 | Total Affected Area (Acres): 109.7 | | | | | | | |
| 10. | Include <u>all</u> associated haul roads. Note: This acreag | e may be greater tha | n the acres for the ass | ociated mining pe | ermit. | | | |
| 11. | Estimated Timeframe: Start (or permit issuance) <u>01/10/2019</u> End (or permit expiration) <u>01/10/2024</u> | | | | | | | |
| 12. | Physical Address of Permit Location (911 of | compliant): | | | | | | |
| | Keystone Road, Lake Ariel, PA County Munici | nality | | City | Boro Twp | | | |
| | Wayne Lake | panty | | City | Boro Twp | | | |
| | | | | | | | | |
| 13. | Map View of Area | | | | | | | |
| | Attach a map with outline of the affected an | ea associated with | the mining activity a | and label all outf | falls. | | | |
| | Map is included as part of mining permit do | cuments marked a | s Exhibit No. <u>Mine</u> | <u> Plan Map (Skell</u> | <u>y & Loy)</u> Date: | | | |
| 14. | Receiving Stream/Watershed Name: Unna | | ones Creek | | | | | |
| | Is this stream subject to a TMDL? | No No | | | | | | |
| 15. | Chapter 93 Receiving Water Designated Us | e: HQ-CWF | | NOTE: | NOTE: If designated use is 'HQ' or 'EV', complete anti-degradation | | | |
| 16. | Existing Stream Use (if different from designed been petitioned for redesignation? | jnated use): N/A ⊠ No | Has this stream | | supplement form 5600-PM-BMP0007. | | | |
| 17. | 7. During mining, drainage will result in: | | | | | | | |
| | Point source discharge(s) (complete Section C: Outfall Information) Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: | | | | | | | |
| | Non-discharge Groundwater – infiltration Containment without discharge (reuse) | | | | | | | |
| | Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge. | | | | | | | |
| | | | | | | | | |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| To be attached to and form a part of Bond No. | | 106896653 | | | | |
|---|---|---------------|---------------|----------------------------|-----------------|--------------------|
| in the amount of | \$892,600.80 | i: | ssued by | Travelers Casualty and | Surety Company | of America |
| on behalf of Hanson Aggregates Pennsylvania LLC | | | | | | |
| in favor of | Commonwealth of Pennsylvania Department of Environmental Protection | | | | | |
| It is understood a | · | e bond desc | ribed above | is hereby modified so as t | to | |
| Heidelberg Materials No | rtheast LLC fka Har | nson Aggrega | tes Pennsylva | inia LLC | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| It is further expre | essly understood a | and agreed t | hat the aggr | egate liability of the | | |
| | Travelers Casualty | and Surety Co | ompany of An | nerica | under said b | ond to the obligee |
| herein mentioned shal | l not exceed the a | mount state | d above. | | | |
| Nothing herein c | contained shall be | held to var | y, alter, wai | ve, or extend any of the | terms, agreeme | nts, conditions or |
| limitations of the above | ve-mentioned bon | d, other that | n as above s | tated. | | |
| Signed, sealed at | nd dated this | 9th | day of | January | ٥ ٥ | 2023 . |
| | | | | Travelers Casualty and Sur | rety Company of | America |
| | | | BY: | CMal | | Attorney-in-Fact |



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint <u>AnnMarie Keane</u> of <u>New Jersev</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

City of Hartford ss.

Robert CRaney, Senior Vice President

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

| NOTATY | Jane & Mail | |
|--------------|------------------------------|--|
| + PUBLIC + - | Anna P. Nowik, Notary Public | |

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, and Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

Januarv 2023 9th Dated this day of

SURE TY AN SEA .3 HARTFORD 54.8 KIATFORD CONN CONF

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | | | |
|--|----------------------------------|-----------------------------|---------------------------|--|--|--|
| Applicant Name | Applicant Type | | | | | |
| Heidelberg Materia | Is Northeast LLC | Individual (INDIV) | | | | |
| Mailing Address | | PA Corporation (PACOR) | | | | |
| 7660 Imperial W | ay | Non-PA Corporation (NPACO | | | | |
| | (Street # a | and Name or P.O. Box) | | General Partnership (PARTG) Limited Partnership (PARTL) | | |
| | · · · · · · | | | | | |
| | (A | ddress Line 2) | | Municipality (MUNI) | | |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) | | |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) | | |
| 6103664600 | Ext | andrew quitshall@he | idelbergmaterials.com | Surface Mining Operator's License # 24143 | | |
| | 6103664600 Ext. (Telephone #) | | Address) | | | |
| Applicant Contact | | | | × | | |
| Gutshall | | Ar | ndrew | J | | |
| | (Last Name) | | (First Na | ame) (MI) | | |
| Area Environmer | ntal Manager | | | | | |
| | | (Title | o) | | | |
| | (Stre | eet # and Name or P.O. Box) | (State) | (Zip Code + Four) | | |
| | ((())) | | (0.0.0) | | | |
| (Email Add | ress) | (T | elephone #) | | | |
| | | SECTION B. DESCRIF | PTION OF ACTIVITY | | | |
| Application Type | | | | | | |
| New | Revision/Modific | ation 🗌 Ren | newal 🗌 Transfer | Permit Number 40000301 | | |
| Type of Mining Acti ☐ Surface Mining ☐ Other (specify) | | ining (Includes Surface Ef | ffects of Underground Mir | ning) 🔲 Incidental Coal Extraction | | |
| | | | | | | |
| | | SECTION C. SITE | | | | |
| Operation/Site Nam | White Haven Qua | arry | | | | |
| Operation/Site Loca | ation | | | | | |
| | County(ies) | | Mu | unicipality(ies) | | |
| Luzerne | | | Dennison Township | | | |
| - | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§77.107) | | | | | |
|---|--|--|--|--|--|
| Commonwealth of Pennsylvania, County of Lehigh | | | | | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose | | | | |
| and say that I (am the applicant) (am an officer or official of the applicant) (have the authority to make this application) and that the plans, reports and documents submitted as part of the application are true and correct to the best of my knowledge and belief. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. (cross out inapplicable portions in parenthesis) | | | | | |
| Sworn and Subscribed to Before Me This | | | | | |
| 1th Day of Japuany 2023 | Mh Elkh | | | | |
| (month) (year) | Signature of Applicant or Responsible Official | | | | |
| Jenise L. Weben | Mark E. Kendrick | | | | |
| Notary Public | Name (Typed) | | | | |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 | | | | |
| Title and Seal | Address | | | | |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | | | | | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Name | Office |
|----------------------------------|--|
| Christopher J. Ward 1 | Chairman of the Board |
| Alexander C. Car ² | President |
| Benedikt Zinn 1 | Vice President and Chief Financial Officer |
| Carol Lowry 1 | Vice President and Secretary |
| Toby J. Lee ² | Vice President |
| Mark E. Kendrick ² | Vice President |
| Ronald T. Kurpiel 3 | Vice President |
| Thomas D. Capelli ² | Vice President |
| Francois Perrin 1 | Vice President |
| Jason B. Rush 1 | Treasurer |
| David Assalone ² | Assistant Secretary |
| Thaddius Haas 1 | Assistant Secretary |
| Sara M. Hawthorne 1 | Assistant Secretary |
| Krystal D. Hunter 1 | Assistant Secretary |
| Larry S. Lauritzen ² | Assistant Secretary |
| Michael T. Sullivan ² | Assistant Secretary |
| James L. Wallmann 1 | Assistant Secretary |
| Claudia Yousef 1 | Assistant Secretary |
| | |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | -FILED- | |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | • | - |
| (b) c/o; Corporation Service Company | | | Dau | Jphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | ferring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the na- | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KI-KR |
| | | (A transfer of name rese | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initia | (by reserved the name) |
| DEC 05 | 2022 | Authorized A | episentative |
| | | The flor associat | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

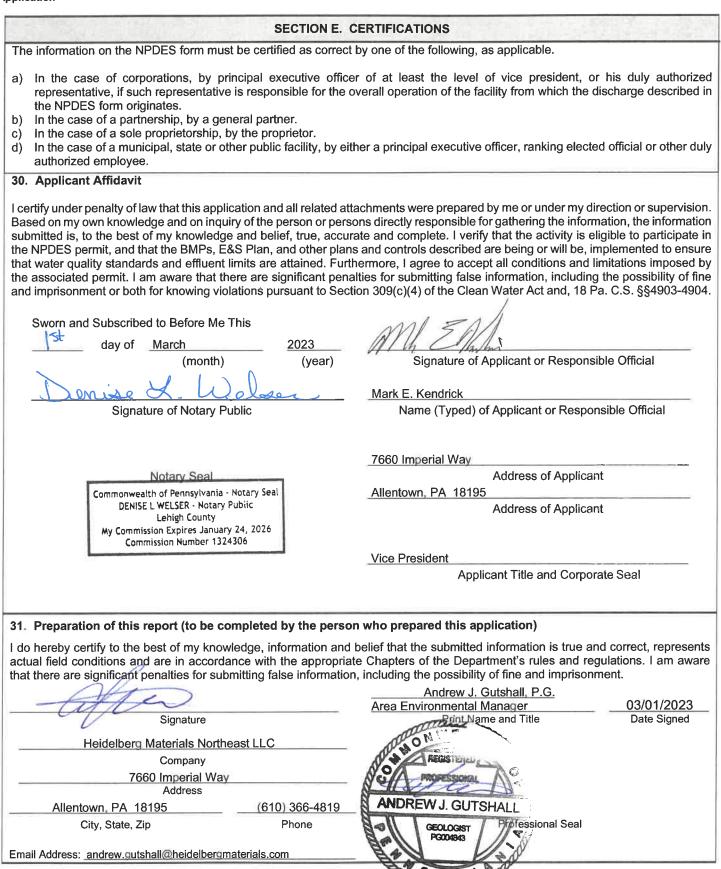
COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

| | OFFICIAL USE ONLY |
|------|-------------------|
| ID # | |
| Date | Received |

APPLICATION NPDES INDIVIDUAL PERMIT

| SECTION A. GENERAL APPLICANT INFORMATION 1. Application Type New Renewal ⊠ Modification □ Transfer □ Fee included: See bitos://www.dbp.pa.gov/Business/L.and/Mining/Bureau/Olisitic/Mining/Paces/Fees.aspx 2. 2. Applicant: Heidolberg Materials Northeest LLC 3. Associated Mining Permit No. or ID: 64730304 & 40000301 Except for 'new', list existing NPDES Permit No: PA225771 4. Operation Name: White Haven Quarry 5. License No: 24143 6. Applicant Email: andrew.gutshal@holebergmaterials.com 7. Permit/Project Type: (check applicable) □ Coal ○ Moncoal ○ Mining permit (surface or underground) □ Exploration □ Coal Noncoal ○ Production qualifications (Small business exemption) COAL: Will coal production be at least 100.000 (nps per year? Yes No 9. Production qualifications (Small business exemption) COAL: Will coal production be at least 100.000 (nps per year? Yes No 10. Total Affected Area (Acres): 142.5 module all associated mining permit (sugarce) End (or permit least not) 0.003/2024 11. Estimated Timefame: 2403/2019 End (or permit expiration) 0.01/30/30/2024 12. Physical Address of Permit Location (911 compliant): 453 Middleburg Rd, White Haven, PA 18601 Courty Municipality 13. Map View of Area | | Please answer all questions co | mpletely. Refer to the | instructior | ns that come with this form. | |
|---|-----|---|-------------------------------|-----------------------|--|--------|
| □ Fee included: See https://www.dep.pa.gov/Business/Land/Mining/Bureaud/District/Mining/Pages/Fees.aspx 2. Applicant: Heidelberg Materials Northeast LLC 3. Associated Mining Permit No. or ID: 64730304 & 40000301 Except for 'new', list existing NPDES Permit No: PA0225771 4. Operation Name: White Haven Quary 5. License No: 24143 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com 7. Permit/Project Type: (check applicable) □ Coal ☑ Noncoal ☑ Mining permit (surface or underground) □ Exploration □ @ CP-105 (Bluestone) □ @ Other 8. Public notice. (See instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. ☑ Yes □ No 9. Production qualifications (Small business exemption) COAL: Will coal production be at least 1500,000 (1980 dollars) per year? ☑ Yes □ No 10. Total Affected Area (Acres): 147_5 Include ag associated haul reads. Noie: This acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Start (or permit issuance) 04/03/2019 | | SECTION | A. GENERAL APPLICAN | | ATION | |
| 2. Applicant: Heidelberg Materials Northeast LLC 3. Associated Mining Permit No. or ID: 64730304 & 40000301 Except for 'new', list existing NPDES Permit No: PA0225771 4. Operation Name: White Haven Quary 5. License No: 24143 6. Applicant Email: andrew.gutshall@heidelbergmaterials.com 7. Permit/Project Type: (check applicable) | 1. | Application Type | 🗌 Renewal 🛛 🛛 | Modification | n 🗌 Transfer | |
| Northeast LLC Except for 'new', list existing NPDES Permit No: PA0225771 4. Operation Name: White Haven Quarry 5. License No: 24143 6. Applicant Email: andrew: gutshall@heidelbergmaterials.com 7. Permit/Project Type: (check applicable) S. License No: 24143 6. Applicant Email: andrew: gutshall@heidelbergmaterials.com 7. Permit/Project Type: (check applicable) S. License No: 24143 6. Applicant Email: andrew: gutshall@heidelbergmaterials.com 8. Public notice. (See Instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. See No 9. Production qualifications (Small business exemption) COAL: Will coal production be at least \$100,000 (nps ery ear? Yes No 10. Total Affected Area (Acres): 147.5 Incolde all associated havin oak. Note: This acreage may be greater than the acres for the associated mining permit. 11. 11. Estimated Timeframe: Start (or permit issuance) 04/03/2019 End (or permit expiration) 04/03/2024 12. Physical Address of Permit Location (911 compliant): 453 Middleburg Rd, White Haven, PA 18661 County Municipality City Boro Twp 1.uzerne Dennison Sethibit No. Date: Sethibit No. Date: 13. Map View of Area Map is included as part of mining permit documents marked as Exhibit No. | | Fee included: See https://www.dep | p.pa.gov/Business/Land/Mi | ning/Bureau | ofDistrictMining/Pages/Fees.aspx | |
| 7. Permit/Project Type: (check applicable) Coal Noncoal Public notice: See Instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. Yes No COAL: Will coal production be at least 100,000 tons per year? Yes NONCOAL: Will production be at least 100,000 tons per year? Yes Include gl associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Start (or permit issuance) 24/03/2019 End (or permit expiration) 0.4/03/2024 12. Physical Address of Permit Location (911 compilant): 453 Middleburg Rd, White Haven, PA 18661 County Municipality City Boro Luzerne Dennison Date: 13. Map View of Area Statach a map with outline | 2. | | - | | | |
| □ Coal ⊠ Noncoal ☐ GP-105 (Bluestone) □ GP-105 (Bluestone) □ Other □ Other | 4. | Operation Name: White Haven Quarry | 5. License No: 2 | 24143 | | com |
| □ State □ Initiation □ GP-105 (Bluestone) □ Other □ Other □ Other ■ Public notice (See instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. □ Yes 8. Public notice. (See instructions to determine if public notice is required.) Public notice has been submitted for publication. A draft notice is attached. □ Yes 9. Production qualifications (Small business exemption) ○ COAL: Will coal production be at least 100.000 (1980 dollars) per year? □ Yes No 10. Total Affected Area (Acres): 147.5 Include all associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Stat (or permit is suance) 04/03/2019 End (or permit expiration) 04/03/2024 12. Physical Address of Permit Location (911 compiliant): 453 Middleburg Rd, White Haven, PA 18661 County Municipality City Boro Twp 13. Map View of Area □ □ □ □ □ □ □ 14. Receiving Stream/Watershed Name: Unnamed Tributary to Wright Creek Is this stream subject to a TMDL? Yes No Lehigh River Watershed TMDL (March 27, 2009) 15 Chapter 93 Receiving Water Designated use): <th>7.</th> <th>Permit/Project Type: (check applicable)</th> <th></th> <th></th> <th></th> <th></th> | 7. | Permit/Project Type: (check applicable) | | | | |
| draft notice is attached. ☑ Yes No 9. Production qualifications (Small business exemption) COAL: Will roduction be at least 100,000 tons per year? ☑ Yes No NONCOAL: Will production be at least \$100,000 (1980 dollars) per year? ☑ Yes No 10. Total Affected Area (Acres): 147.5 include all associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Start (or permit issuance) 04/03/2019 End (or permit expiration) 04/03/2024 12. Physical Address of Permit Location (911 compliant): 453 Middleburg Rd, White Haven, PA 18661 County Municipality City Boro Twp Luzerne Dennison □< | | 🗌 Coal 🛛 Noncoal | Exploration GP-105 (Blue | estone) | underground) | |
| COAL: Will coal production be at least 100,000 tons per year? Yes No NONCOAL: Will production be at least \$100,000 (1980 dollars) per year? Yes No 10. Total Affected Area (Acres): <u>147.5</u> <i>Include all associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit.</i> 11. Estimated Timeframe: Start (or permit issuance) <u>04/03/2019</u> End (or permit expiration) <u>04/03/2024</u> 12. Physical Address of Permit Location (911 compliant): 453 Middleburg Rd, White Haven, PA 18661 County Municipality City Boro Twp Luzerne Dennison | 8. | | | u ired.) Publi | ic notice has been submitted for publicat | ion. A |
| Include all associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit. 11. Estimated Timeframe: Start (or permit issuance) 04/03/2019 End (or permit expiration) 04/03/2024 12. Physical Address of Permit Location (911 compliant): 453 Middleburg Rd, White Haven, PA 18661 City Boro Twp Luzerne | 9. | COAL: Will coal production be at least 100,000 | 0 tons per year? | _ | | |
| 12. Physical Address of Permit Location (911 compliant): 453 Middleburg Rd, White Haven, PA 18661 County Municipality Luzerne Dennison 13. Map View of Area Attach a map with outline of the affected area associated with the mining activity and label all outfalls. Map is included as part of mining permit documents marked as Exhibit No. Date: 14. Receiving Stream/Watershed Name: Unnamed Tributary to Wright Creek Is this stream subject to a TMDL? Yes NO Lehigh River Watershed TMDL (March 27, 2009) 15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF NOTE: If designated use is 'HQ' or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. 16. Existing Stream Use (if different from designated use): N/A been petitioned for redesignation? Yes Ves No Nortice Stream Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: Mon-discharge Groundwater - infiltration Groundwater - infiltration Containment without discharge (reuse) | 10. | | ge may be greater than the ac | res for the ass | sociated mining permit. | |
| 453 Middleburg Rd, White Haven, PA 18661 County Municipality City Boro Twp Luzerne Dennison □ □ □ 13. Map View of Area □ □ □ □ □ 13. Map View of Area □ □ □ □ □ □ 14. Receiving Stream/Watershed Name: Unnamed Tributary to Wright Creek □ <th>11.</th> <th>Estimated Timeframe: Start (or permit iss</th> <th>uance) <u>04/03/2019</u></th> <th>Enc</th> <th>d (or permit expiration) <u>04/03/2024</u></th> <th></th> | 11. | Estimated Timeframe: Start (or permit iss | uance) <u>04/03/2019</u> | Enc | d (or permit expiration) <u>04/03/2024</u> | |
| County Municipality City Boro Twp Luzerne Dennison Image: City Boro Twp 13. Map View of Area Image: City | 12. | - | compliant): | | | |
| Luzerne Dennison Image: Construct of the construction of the constructin of the construction of the construction of the const | | - | | | | |
| Attach a map with outline of the affected area associated with the mining activity and label all outfalls. Map is included as part of mining permit documents marked as Exhibit No Date: 14. Receiving Stream/Watershed Name: Unnamed Tributary to Wright Creek Is this stream subject to a TMDL? ☑ Yes □ No Lehigh River Watershed TMDL (March 27, 2009) 15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF NOTE: If designated use is 'HQ' or 'EV', complete anti-degradation been petitioned for redesignation? □ Yes ☑ No 16. Existing Stream Use (if different from designated use): N/A Has this stream been petitioned for redesignation? □ Yes ☑ No 17. During mining, drainage will result in: □ Point source discharge(s) (complete Section C: Outfall Information) □ Surface Stream □ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: ☑ Non-discharge □ Groundwater infiltration ☑ Groundwater infiltration ☑ Containment without discharge (reuse) | | • | | | · | |
| Attach a map with outline of the affected area associated with the mining activity and label all outfalls. Map is included as part of mining permit documents marked as Exhibit No Date: 14. Receiving Stream/Watershed Name: Unnamed Tributary to Wright Creek Is this stream subject to a TMDL? ☑ Yes □ No Lehigh River Watershed TMDL (March 27, 2009) 15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF NOTE: If designated use is 'HQ' or 'EV', complete anti-degradation been petitioned for redesignation? □ Yes ☑ No 16. Existing Stream Use (if different from designated use): N/A Has this stream been petitioned for redesignation? □ Yes ☑ No 17. During mining, drainage will result in: □ Point source discharge(s) (complete Section C: Outfall Information) □ Surface Stream □ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: ☑ Non-discharge □ Groundwater infiltration ☑ Groundwater infiltration ☑ Containment without discharge (reuse) | 13. | Map View of Area | | | | |
| 14. Receiving Stream/Watershed Name: Unnamed Tributary to Wright Creek Is this stream subject to a TMDL? 15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF 16. Existing Stream Use (if different from designated use): N/A 17. During mining, drainage will result in: Surface Stream Surface Stream Goundwater - Provide name of Storm Sewer Operator: Non-discharge Groundwater - infiltration Containment without discharge (reuse) Non-discharge (reuse) | | Attach a map with outline of the affected ar | rea associated with the min | ning activity a | and label all outfalls. | |
| Is this stream subject to a TMDL? ☑ Yes No Lehigh River Watershed TMDL (March 27, 2009) 15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF NOTE: If designated use is 'HQ' or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. 16. Existing Stream Use (if different from designated use): N/A Has this stream NOTE: If designated use is 'HQ' or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. 17. During mining, drainage will result in: □ Point source discharge(s) (complete Section C: Outfall Information) □ Surface Stream □ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: ☑ Non-discharge □ Groundwater - infiltration ☑ ☑ ☑ Containment without discharge (reuse) □ | | | | | | |
| 15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF NOTE: If designated use is 'HQ' 16. Existing Stream Use (if different from designated use): N/A Has this stream or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. 17. During mining, drainage will result in: | 14. | Receiving Stream/Watershed Name: Unna | med Tributary to Wright C | reek | | |
| 16. Existing Stream Use (if different from designated use): N/A Has this stream or 'EV', complete anti-degradation supplement form 5600-PM-BMP0007. 17. During mining, drainage will result in: □ Point source discharge(s) (complete Section C: Outfall Information) □ Surface Stream □ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: ○ Non-discharge □ Groundwater - infiltration ○ Containment without discharge (reuse) | | Is this stream subject to a TMDL? $igsquare$ Yes | No Lehigh River | Watershed | TMDL (March 27, 2009) | |
| 16. Existing Stream Ose (if dimerent from designated use): N/A Has this stream supplement form 5600-PM-BMP0007. 17. During mining, drainage will result in: □ Point source discharge(s) (complete Section C: Outfall Information) □ Surface Stream □ Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: ○ Non-discharge □ Groundwater – infiltration ○ Containment without discharge (reuse) | 15. | Chapter 93 Receiving Water Designated Us | se: HQ-CWF, MF | | | |
| Point source discharge(s) (complete Section C: Outfall Information) Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: Non-discharge Groundwater – infiltration Containment without discharge (reuse) | 16. | | | this stream | | |
| Surface Stream Municipal or Private Storm Sewer Provide name of Storm Sewer Operator: Non-discharge Groundwater - infiltration Containment without discharge (reuse) | 17. | During mining, drainage will result in: | | | | |
| ☐ Groundwater – infiltration ☑ Containment without discharge (reuse) | | Surface Stream | | | | |
| Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge. | | Groundwater – infiltration |) | | | |
| | | Other (Including off-site discharges) – De | escribe and attach docume | ntation to su | pport a legal right to discharge. | |

5600-PM-BMP0032 Rev. 2/2022 Application



CHANGE RIDER

| | o and form a part of Bo | nd No | 106896648 | |
|--|---|--|---|--------------------------------------|
| in the amount of | \$365,565.00 | issued by | Travelers Casualty and Surety | Company of America |
| on behalf of | | Hanson Aggres | ates Pennsylvania LLC | |
| in favor of | Commonwe | alth of Pennsylvania | Department of Environmental Prote | ction |
| It is understood a | • | d described above | s hereby modified so as to | |
| Heidelberg Materials Nor | | | | |
| | | | | |
| It is further expre | essly understood and ag | greed that the aggre | gate liability of the | |
| - | essly understood and ag Travelers Casualty and Su | | 7 | er said bond to the obligee |
| 1 | - | irety Company of Am | 7 | er said bond to the obligee |
| herein mentioned shall | Travelers Casualty and Su | rety Company of Am | 7 | |
| herein mentioned shall Nothing herein co | Travelers Casualty and Su | rety Company of Am t stated above. to vary, alter, waiv | erica under | |
| herein mentioned shall Nothing herein co | Travelers Casualty and Su l not exceed the amoun ontained shall be held re-mentioned bond, oth | t stated above. to vary, alter, waiver than as above sta | erica under | |
| herein mentioned shall Nothing herein co limitations of the abov | Travelers Casualty and Su l not exceed the amoun ontained shall be held re-mentioned bond, oth | t stated above. to vary, alter, waiver than as above stated | erica under ve, or extend any of the terms, ated. | agreements, conditions or ,2023 . |

TRAVELERS

Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint _______ AnnMarie Keane ______ of ________ New Jersey _, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds,

<u>Morristown</u>, <u>New Jersey</u>, their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert Raney, Senior Vice President

City of Hartford ss.

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

19th January 2023 Dated this day of TFORD CONN

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION BUREAU OF MINING PROGRAMS

DEP USE ONLY

Date Received

Permit Number

LARGE NONCOAL (INDUSTRIAL MINERALS) MINE PERMIT APPLICATION

Before completing this form, read the step-by-step instructions provided with this Permit Application Package.

| | | SECTION A. APPLICA | ANT INFORMATION | |
|----------------------------|-------------------|----------------------------|--------------------------|---|
| Applicant Name | | | | Applicant Type |
| Heidelberg Materia | Is Northeast LLC | | | Individual (INDIV) |
| Mailing Address | | | | PA Corporation (PACOR) |
| 7660 Imperial Wa | ау | | | Non-PA Corporation (NPACO) |
| | (Street # a | nd Name or P.O. Box) | | General Partnership (PARTG) |
| | | | | Limited Partnership (PARTL) |
| | (Ad | ddress Line 2) | | Municipality (MUNI) |
| Allentown | | PA | 18195 | Sole Proprietorship (SOLEP) |
| | (City) | (State) | (Zip Code + Four) | Other (OTHER) |
| 6103664600 | Ext. | andrew gutshall@he | eidelbergmaterials.com | Surface Mining Operator's License # 24143 |
| (Telepho | | Email A | | |
| Applicant Contact | | | | |
| Gutshall | | Ar | ndrew | J |
| | (Last Name) | | (First N | lame) (MI) |
| Area Environmental Manager | | | | |
| | | (Title | -) | |
| | | et # and Name or P.O. Box) | | |
| | (City) | | (State) | (Zip Code + Four) |
| (Email Addı | ress) | (T | elephone #) | |
| | | SECTION B. DESCRIF | PTION OF ACTIVITY | |
| Application Type | | | | |
| New | Revision/Modific | ation 🗌 Ren | newal 🗌 Transfe | r Permit Number <u>64730304</u> |
| Type of Mining Activ | vity(ies) | | | |
| Surface Mining | | ining (Includes Surface Ef | ffects of Underground Mi | ining) |
| | | SECTION C. SITE | | |
| Operation/Site Nam | e White Haven Qua | | | |
| Operation/Site Loca | | | | |
| | County(ies) | | M | unicipality(ies) |
| Luzerne | oounty(100) | | Dennison Township | |
| | | | Donnicon rownomp | |
| | | | | |
| | | | | |
| | | | | |

5600-PM-BMP0315-1 Rev. 1/2022

| SECTION I. AFFIDAVIT (§ | 77.107) |
|--|---|
| Commonwealth of Pennsylvania, County of Lehigh | |
| I, Mark E. Kendrick | being duly sworn, according to law, depose |
| and say that I (am the applicant) (am an officer or official of the applicant) (have reports and documents submitted as part of the application are true and correct there are significant penalties for submitting false information, including the po- portions in parenthesis) | e the authority to make this application) and that the plans, at to the best of my knowledge and belief. I am aware that |
| Sworn and Subscribed to Before Me This | |
| 1th Day of Japuany 2023 | Mh Elkh |
| (month) (year) | Signature of Applicant or Responsible Official |
| Jenise L. Weben | Mark E. Kendrick |
| Notary Public | Name (Typed) |
| Vice President | 7660 Imperial Way, Allentown, PA 18195 |
| Title and Seal | Address |
| Commonwealth of Pennsylvania - Notary Seal DENISE L WELSER - Notary Public Lehigh County My Commission Expires January 24, 2026 Commission Number 1324306 | |

Module 3: Ownership/Compliance Information

Instructions: Provide the following information on an 8½ x 11 sheet of paper. Attach the page(s) to this Module and identify as *Exhibit 3: Ownership/Compliance Information.* Use Module number, letter, and heading to identify information.

If applicant is currently a licensed mine operator or has submitted an application for mine operators license to the Department, provide only contractor information requested in Module 3.2, if applicable. The ownership and compliance information will be generated by the Department from information on file with the Department (in eFACTS) for a licensed mine operator or a mine operator that has submitted an application for mine operators license. That information will be made part of this Module.

- **3.1 Ownership Interest.** [§77.162] Identify whether the applicant is a single proprietorship, corporation, partnership, association, or other business entity. For businesses other than single proprietorships provide the following:
 - a) name and address of every officer, partner, director, or other person performing a function similar to a director of the applicant;

See Attached Information

b) name and address of any person who is a principal shareholder of the applicant; (**Note:** A principal shareholder is any person who is the legal owner of ten percent or more of any class of voting stock) and,

N/A

c) names under which the applicant, partner, or principal shareholder previously operated a mining operation in Pennsylvania and the United States within the five years preceding the date of this application.

N/A

d) the name, address and phone number of the resident agent of the applicant who will accept service of process.

Heidelberg Materials Northeast LLC c/o Andrew J. Gutshall, P.G. 7660 Imperial Way Allentown, PA 18195

3.2 Contractor. [§77.162(a)(iii)] If a contractor or contractors will be conducting the operation provide the name, address, and telephone number of the contractor and if the contractor is a business entity other than a single proprietor, provide the names and addresses of the respective principals, officers, and resident agents.

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

| Heidelberg Materials US, Inc. 300 E John Carpenter Freeway | Heidelberg Materials Berliner Str. 6 | Parent |
|---|---|---|
| 6 | Heidelberg, Germany 69120 | (f.k.a. Heidelberg Cement AG) |
| | 0 | Parent |
| | Heidelberg Materials Northeast LLC 7660 Imperial Way | Applicant |
| Heidelberg Materials Northeast LLC Applicant 7660 Imperial Way | Allentown, PA 18195 | (f.k.a. Hanson Aggregates Pennsylvania LLC) |

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

1

(Various Holding Companies)

1

Heidelberg Materials

Heidelberg Materials US, Inc. – FEI #59-2503701 (f.k.a. Lehigh Hanson, Inc.)

/

Heidelberg Materials Northeast LLC – FEI #24-0649400 (f.k.a. Hanson Aggregates Pennsylvania LLC) (f.k.a. Hanson Aggregates BMC, Inc.) (f.k.a. Hanson Aggregates Pennsylvania, Inc.) (f.k.a. Milestone Materials, Inc.)

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

| Office |
|--|
| Chairman of the Board |
| President |
| Vice President and Chief Financial Officer |
| Vice President and Secretary |
| Vice President |
| Treasurer |
| Assistant Secretary |
| |
| |

Addresses (corresponding to superscript)

- Heidelberg Materials US, Inc.
 300 East John Carpenter Freeway Irving, TX 75062
- ² Heidelberg Materials Northeast LLC 7660 Imperial Way Allentown, PA 18195
- ³ Heidelberg Materials Northeast LLC 2200 Springfield Pike Connellsville, PA 15425



Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANSON AGGREGATES PENNSYLVANIA LLC", CHANGING ITS NAME FROM "HANSON AGGREGATES PENNSYLVANIA LLC" TO "HEIDELBERG MATERIALS NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2022, AT 6:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2023.



Authentication: 205196583 Date: 12-28-22

4638601 8100 SR# 20224358859

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 06:17 PM 12/22/2022 FILED 06:17 PM 12/22/2022 SR 20224358859 - File Number 4638601

STATE OF DELAWARE CERTIFICATE OF AMENDMENT

- 2. The Certificate of Formation of the limited liability company is hereby amended to be effective as of January 1, 2023 as follows:

ARTICLE I, Name The name of the limited liability company is: Heidelberg Materials Northeast LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on 12/19/2022 day of December ______, A.D. 2022 _____.

Carol J. Long By:

Authorized Person(s)

Name: Carol Lowry

Print or Type

| PENNSYLVANIA DEPARTMENT OF STATE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS | | | -FILED- |
|---|--|-----------------------------------|-----------------------|
| Return docu | ment by mail to: | Amendment of F DSCB (rev. 2 | Dute 1 1164. 1/0/2020 |
| Address City | Esquire Assist, Ltd. Return document by email to: assist@esquireassist.com | 413 | |
| Read all in | nstructions prior to completing. This form may be s | | |

Fee: \$250

. .

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Hanson Aggregates Pennsylvania LLC

2. The type of association is (check only one):

| Business Corporation | Limited Partnership |
|---------------------------|---|
| Nonprofit Corporation | 🔲 Limited Liability (General) Partnership |
| Limited Liability Company | Limited Liability Limited Partnership |

Business Trust
 Professional Association

Hour (if any)

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

| (a) | City | State | Zip | County |
|---|--------|-------|-----|--------|
| | OR | | | - |
| (b) c/o; Corporation Service Company | | | Dau | ıphin |
| Name of Commercial Registered Office Pr | ovider | | | County |

Date (MM/DD/YYYY)

PA DEPT OF STATE

JAN 05 2023

DSCB:15-413 - 2

- 5. Check, and if appropriate complete, one of the following:
 - The association desires that its registration be amended to change or correct the following information:

The Name of the limited liability company is Heidelberg Materials Northeast LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this ______ 30th _____ day of ______ December ______ 2022____.

Hanson Aggregates Pennsylvania LLC

Name of Association

Cand S. down

Signature

Vice President

Title

| | EPARTMENT OF STATE PORATIONS AND CHAR | RITABLE ORGANIZATIONS | Pennsylvania Department of State |
|--|--|--|---|
| | | Name Reservation/Tran DSCB:15 (7/1/201 | File #: 0003573905 Date Filed: 12/5/2022 |
| Return document assist@esqui | by email to: .reassist.com | 208 | |
| Read all instructions | prior to completing. This form n | nay be submitted online at https://ww | ww.corporations.pa.gov/. |
| Fee: \$70 | Check One: | Name Reservation | ansfer of Name Reservation |
| In compliance v name), the undersigned | | icable provisions of 15 Pa.C.S. § 20 | 8 (relating to Reservation of |
| 1. The name to be reserv | ed/transferred is: HEIDELBER(| G MATERIALS NORTHEAST LLC | 2 |
| 2. The name of the perso | n or association reserving/transf | erring the name is: | |
| Esquire Assist, Ltd. FOR | : Capitol Services, Inc. | | |
| 3. The address of the per | son or association reserving/tran | sferring the name is: | |
| 125 Locust Street, Harris | burg, PA 17101 | | |
| For TRANSFER of Na | me Reservation ONLY | | |
| 4. The name of the perso | n or association to whom the nar | me reservation is being transferred i | s: |
| | | | |
| 5. The address of the per | son or association to whom the r | name reservation is being transferred | j is: |
| IN TESTIMONY WHE Reservation to be signed | | r association has caused this Name I | Reservation/Transfer of |
| | | Name of Applic | ant/Transferor* |
| | | Att M. | KL-Kl |
| | | (A transfer of name reserved) | resentative/Transferor Signature rvation must be signed by |
| PA DEPT O | FSTATE | the nerson who initial | ly reserved the name) |
| DEC 05 | 2022 | Authorized A | episetative |
| | | Hue (for association | ion applicant only) |

B0413-2467 12/05/2022 10:53 AM Received B9415-FR43191/A52 2823 19:27 AM Received by Pennsylvania Department of State

CHANGE RIDER

| To be attached to | o and form a part | of Bond No. | | 1068966 | 47 |
|-------------------------|--------------------|----------------|--------------------------|------------------------------|--------------------------------|
| in the amount of | \$708,905.00 |)is | ssued by | Travelers Casualty and S | Surety Company of America |
| on behalf of | | Н | lanson Aggre | egates Pennsylvania LLC | |
| in favor of | Com | monwealth of F | ^o ennsylvania | Department of Environmental | Protection |
| It is understood a | - | ne bond desci | ibed above | is hereby modified so as to |) |
| Heidelberg Materials No | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| It is further expre | essly understood | and agreed th | nat the aggr | egate liability of the | |
| | Travelers Casualty | and Surety Co | mpany of An | nerica | under said bond to the obligee |
| herein mentioned shal | l not exceed the | amount stated | l above. | | |
| Nothing herein c | ontained shall be | e held to vary | y, alter, wai | ive, or extend any of the te | rms, agreements, conditions or |
| limitations of the abov | e-mentioned bor | nd, other than | as above s | tated. | |
| Signed, sealed an | nd dated this | 19th | day of | January | , |
| | | | | | |
| | | | | Travelers Casualty and Sure | ty Company of America |
| | | | BY: | Travelers Casualty and Surel | ty Company of America |



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

 KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St.

 Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint AnnMarie Keane of New Jersey , their true and lawful Attorney(s)-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing

the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 21st day of April, 2021.



State of Connecticut

Robert CRaney, Senior Vice President

City of Hartford ss.

On this the **21st** day of **April**, **2021**, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of each of the Companies, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2026

Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of each of the Companies, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of each of the Companies, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

19th 2023 January Dated this day of O SUR ARTFORD CONN CONN

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880. Please refer to the above-named Attorney(s)-in-Fact and the details of the bond to which this Power of Attorney is attached.



After printing this label:

1. Use the 'Print' button on this page to print your label to your laser or inkjet printer.

2. Fold the printed page along the horizontal line.

3. Place label in shipping pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.

Warning: Use only the printed original label for shipping. Using a photocopy of this label for shipping purposes is fraudulent and could result in additional billing charges, along with the cancellation of your FedEx account number.

Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide, available on fedex.com.FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim.Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss.Maximum for items of extraordinary value is \$1,000, e.g. jewelry, precious metals, negotiable instruments and other items listed in our ServiceGuide. Written claims must be filed within strict time limits, see current FedEx Service Guide.

Gutshall, Andrew J (Allentown) USA

| From: | TrackingUpdates@fedex.com |
|----------|---------------------------------------|
| Sent: | Thursday, March 9, 2023 11:23 AM |
| То: | Gutshall, Andrew J (Allentown) USA |
| Subject: | FedEx Shipment 771506560312 Delivered |

CAUTION: EXTERNAL EMAIL

This tracking update has been requested by:

| Company Name: | Lehigh Hanson, Inc. |
|---------------|----------------------------------|
| Name: | Andrew Gutshall |
| E-mail: | andrew.gutshall@lehighhanson.com |

Our records indicate that the following shipment has been delivered:

| Ship date: | Mar 8, 2023 |
|--------------------------|-------------------------|
| Signed for by: | E.BRYSON |
| Delivery location: | POTTSVILLE, PA |
| Delivered to: | Receptionist/Front Desk |
| Delivery date: | Thu, 3/9/2023 11:15 am |
| Service type: | FedEx 2Day® |
| Packaging type: | FedEx® Box |
| Number of pieces: | 1 |
| Weight: | 1.00 lb. |
| Special handling/Service | ces Deliver Weekday |
| Standard transit: | 3/10/2023 by 4:30 pm |
| Tracking number: | 771506560312 |
| Shipper Information | Recipient Information |
| Andrew Gutshall | Michael Kutney, P.G. |
| Lehigh Hanson, Inc. | PA DEP - Pottsville DMO |
| 7660 Imperial Way | 5 W LAUREL BLVD |
| Allentown | POTTSVILLE |
| PA | PA |
| US | US |
| 18195 | 17901 |