



Sent via FedEx

Heidelberg Materials Northeast LLC

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

March 8, 2023

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. APPLICANT INFORMATION

<p>Applicant Name Heidelberg Materials Northeast LLC</p> <hr/> <p>Mailing Address 7660 Imperial Way (Street # and Name or P.O. Box)</p> <hr/> <p>(Address Line 2)</p> <p>Allentown PA 18195 (City) (State) (Zip Code + Four)</p> <hr/> <p>6103664600 Ext. _____ andrew.gutshall@heidelbergmaterials.com (Telephone #) (Email Address)</p>	<p>Applicant Type</p> <p><input type="checkbox"/> Individual (INDIV)</p> <p><input type="checkbox"/> PA Corporation (PACOR)</p> <p><input type="checkbox"/> Non-PA Corporation (NPACO)</p> <p><input type="checkbox"/> General Partnership (PARTG)</p> <p><input type="checkbox"/> Limited Partnership (PARTL)</p> <p><input type="checkbox"/> Municipality (MUNI)</p> <p><input type="checkbox"/> Sole Proprietorship (SOLEP)</p> <p><input checked="" type="checkbox"/> Other (OTHER)</p> <hr/> <p>Surface Mining Operator's License # 24143</p> <p><input type="checkbox"/> Pending</p>
---	--

Applicant Contact

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) (State) (Zip Code + Four)

(Email Address) (Telephone #)

SECTION B. DESCRIPTION OF ACTIVITY

Application Type

New Revision/Modification Renewal Transfer Permit Number 19110301

Type of Mining Activity(ies)

Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction

Other (specify) _____

SECTION C. SITE INFORMATION

Operation/Site Name Bloomsburg Quarry

Operation/Site Location

County(ies)	Municipality(ies)
<u>Columbia</u>	<u>Helmock Township</u>
<u>Columbia</u>	<u>Madison Township</u>
_____	_____

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

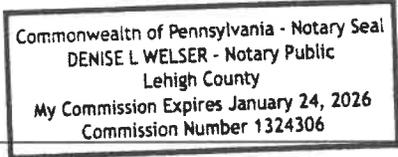
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

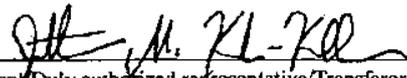
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 **3. Associated Mining Permit No. or ID: 19110301**
 Except for "new", list existing NPDES Permit No: PA0225002

4. Operation Name: Bloomsburg Quarry **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
 GP-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 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): 281.9
 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) 04/30/2022 End (or permit expiration) 04/30/2027

12. Physical Address of Permit Location (911 compliant):
 10 Ebner Drive, Bloomsburg, PA 17815

County	Municipality	City	Boro	Twp
<u>Columbia</u>	<u>Hemlock</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<u>Columbia</u>	<u>Madison</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Little Fishing Creek
 Is this stream subject to a TMDL? Yes No

15. Chapter 93 Receiving Water Designated Use: 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 been petitioned for redesignation? <input type="checkbox"/> Yes <input type="checkbox"/> 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
 Containment without discharge (reuse)

Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

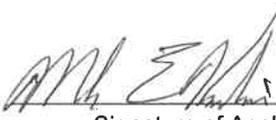
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

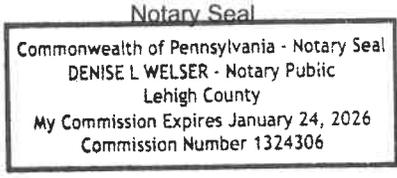
I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official


 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official



7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal

31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. SUR0015533
in the amount of \$1,957,229.27 issued by Argonaut Insurance Company
on behalf of Hanson Aggregates Pennsylvania LLC

in favor of Commonwealth of Pennsylvania, Department of Environmental Protection, Bureau of Mining and Reclamation

It is understood and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Argonaut Insurance Company under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Argonaut Insurance 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'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 authorized officer on the 19th day of November, 2021.

Argonaut Insurance Company



by: _____

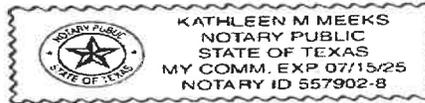
Gary E. Grose

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.



Kathleen M. Meeks

(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.



Austin W. King

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. APPLICANT INFORMATION							
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)						
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>							
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending					
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>							
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>							
SECTION B. DESCRIPTION OF ACTIVITY							
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>6375SM2</u>							
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____							
SECTION C. SITE INFORMATION							
Operation/Site Name <u>Bloomsburg Sand & Gravel</u>							
Operation/Site Location <table style="width:100%; border: none;"> <tr> <td style="width: 50%; border: none;"> Columbia <small>County(ies)</small> </td> <td style="width: 50%; border: none;"> Mt. Pleasant Township <small>Municipality(ies)</small> </td> </tr> <tr> <td style="border: none;"> Columbia <hr/> </td> <td style="border: none;"> Scott Township <hr/> </td> </tr> </table>				Columbia <small>County(ies)</small>	Mt. Pleasant Township <small>Municipality(ies)</small>	Columbia <hr/>	Scott Township <hr/>
Columbia <small>County(ies)</small>	Mt. Pleasant Township <small>Municipality(ies)</small>						
Columbia <hr/>	Scott Township <hr/>						

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

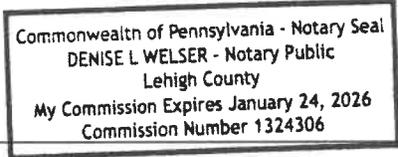
Vice President

Title and Seal

7660 Imperial Way, Allentown, PA 18195

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:
Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:
125 Locust Street, Harrisburg, PA 17101

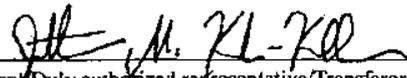
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature
(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



OFFICIAL USE ONLY	
ID #	_____
Date Received	_____

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

<i>Please answer all questions completely. Refer to the instructions that come with this form.</i>				
Application Type: <input type="checkbox"/> New <input type="checkbox"/> Renewal <input checked="" type="checkbox"/> Modification				
Associated Permit/Authorization No.: 6375SM2				
SECTION A. APPLICANT INFORMATION				
A1. Operator/Permittee: Heidelberg Materials Northeast LLC			A2. Mining License No.: 24143	
A3. Email Address: andrew.gutshall@heidelbergmaterials.com			A4. Phone: 610-366-4819	
A5. Mailing Address:		City:	State:	ZIP + 4:
7660 Imperial Way		Allentown	PA	18195
SECTION B. PROJECT INFORMATION				
B1. Operation Name: Bloomsburg Sand & Gravel				
B2. Operation Type: <input type="checkbox"/> Coal <input checked="" type="checkbox"/> Noncoal				
<i>Choose coal/noncoal and appropriate authorization type</i>				
<input type="checkbox"/> Surface Mine		<input checked="" type="checkbox"/> Surface Mine		<input type="checkbox"/> GP-105 (Bluestone)
<input type="checkbox"/> Deep Mine (surface effects)		<input type="checkbox"/> GP-103 (Short Term Construction)		
<input type="checkbox"/> GFCC <input type="checkbox"/> Exploration		<input type="checkbox"/> GP-106 (Forfeited)		<input type="checkbox"/> Exploration
B3. Total Affected Area for stormwater coverage (Acres): <u>515.5</u> <i>Include associated haul roads. Note: This acreage may be greater than the acres for an associated mining permit.</i>				
B4. Estimated Timeframe: Start (or permit issuance) Date: _____ End (or permit expiration) Date: <u>03/27/2026</u>				
SECTION C. SITE INFORMATION				
C1. Operation Location or Physical Address: <u>800 Paper Mill Road, Bloomsburg, PA 17815</u>				
County	Municipality	City	Boro	Twp
Columbia	Scott	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Columbia	Mt. Pleasant	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
C2. Latitude: <u>41°</u> / <u>01'</u> / <u>46.75"</u> Longitude: <u>76°</u> / <u>26'</u> / <u>25.75"</u>				
Collection Method: <input type="checkbox"/> EMAP <input type="checkbox"/> GPS Device <input type="checkbox"/> Printed Map <input checked="" type="checkbox"/> Other: <u>Google Earth Pro</u>				
Check the horizontal reference datum (or projection datum) employed in the collection method.				
<input type="checkbox"/> NAD27 (topo maps)		<input type="checkbox"/> NAD83 (Emap)		<input checked="" type="checkbox"/> WGS84 (GEO84) (most GPS units)
C3. Map View of Area				
<input checked="" type="checkbox"/> Attach a copy of a map or aerial photo with an outline of the affected area associated with the mining activity.				
C4. Existing (or Premining) and Previous Uses of the Land Proposed for mining activity				
Existing Land Uses: <input type="checkbox"/> Agriculture <input type="checkbox"/> Forest/Woodland <input type="checkbox"/> Barren <input checked="" type="checkbox"/> Mining <input type="checkbox"/> Brownfield <input type="checkbox"/> Other				
Description: _____				
Proposed Post Mining Land Use: <input checked="" type="checkbox"/> Agriculture <input type="checkbox"/> Forest/Woodland <input type="checkbox"/> Wildlife Habitat <input type="checkbox"/> Commercial/Residential <input type="checkbox"/> Other				
Description: _____				
<input type="checkbox"/> Additional Explanation for this Section is Attached.				

CHANGE RIDER

To be attached to and form a part of Bond No. 106896652
in the amount of \$510,000.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown 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

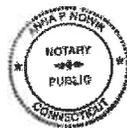
By:
Robert L. Raney, Senior Vice President

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.

Dated this 19th day of January, 2023.



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. APPLICANT INFORMATION									
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)								
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>									
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending							
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>									
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>									
SECTION B. DESCRIPTION OF ACTIVITY									
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>8173SM1</u>									
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____									
SECTION C. SITE INFORMATION									
Operation/Site Name <u>Downingtown Quarry</u>									
Operation/Site Location <table style="width: 100%; border: none;"> <tr> <td style="width: 50%; text-align: center;">County(ies)</td> <td style="width: 50%; text-align: center;">Municipality(ies)</td> </tr> <tr> <td style="text-align: center;"><u>Chester</u></td> <td style="text-align: center;"><u>East Caln Township</u></td> </tr> <tr> <td style="text-align: center;"><u>Chester</u></td> <td style="text-align: center;"><u>West Whiteland Township</u></td> </tr> </table>				County(ies)	Municipality(ies)	<u>Chester</u>	<u>East Caln Township</u>	<u>Chester</u>	<u>West Whiteland Township</u>
County(ies)	Municipality(ies)								
<u>Chester</u>	<u>East Caln Township</u>								
<u>Chester</u>	<u>West Whiteland Township</u>								

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

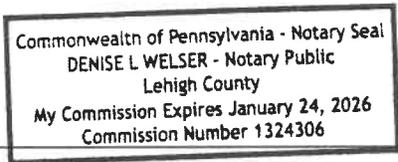
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
<i>Carol A. Long</i>
_____ Signature
Vice President
_____ Title

38416-6841 01/05/2023 10:27 AM Received by Pennsylvania Department of State

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15-
(7/1/201

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

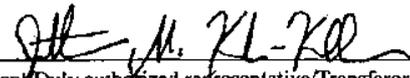
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022

B0413-2467 12/05/2022 10:53 AM Received by Pennsylvania Department of State



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 3. **Associated Mining Permit No. or ID:** 8173SM1
 Except for "new", list existing NPDES Permit No: PA0594148

4. **Operation Name:** Downingtown Quarry 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
 GP-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 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):** 303.62
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) 03/15/2019 End (or permit expiration) 03/15/2024

12. **Physical Address of Permit Location (911 compliant):**
 Downingtown, PA

County	Municipality	City	Boro	Twp
<u>Chester</u>	<u>East Caln</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<u>Chester</u>	<u>West Whiteland</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Valley Creek / Chester Creek Watershed
 Is this stream subject to a TMDL? Yes No TMDL exists for PCBs in Valley & Little Valley Creeks

15. Chapter 93 Receiving Water Designated Use: 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 been petitioned for redesignation? <input type="checkbox"/> Yes <input type="checkbox"/> 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
 Containment without discharge (reuse)

Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

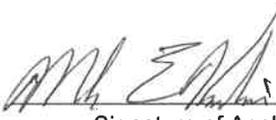
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

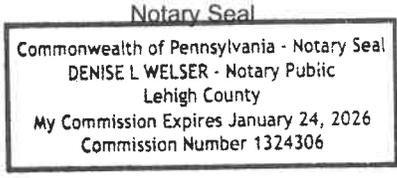
I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official


 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official



7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal

31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.

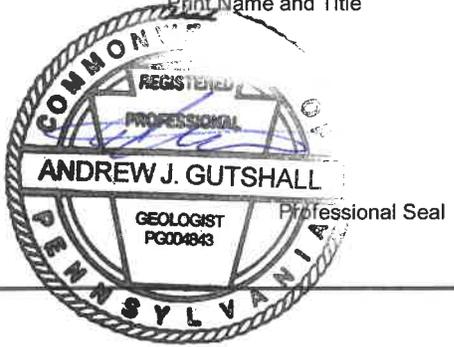

 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 30072586
in the amount of \$2,797,288.00 issued by Western Surety Company
on behalf of Hanson Aggregates Pennsylvania LLC

in favor of Commonwealth of Pennsylvania Department of Environmental Protection

It is understood and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Western Surety Company under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Western Surety Company

BY:


AnnMarie Keane

Attorney-in-Fact

Western Surety Company

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 Unlimited Amounts -

Surety Bond Number: 30072586

Principal: Heidelberg Materials Northeast LLC

Obligee: Commonwealth 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.

WESTERN SURETY COMPANY



Paul T. Bruflat

Paul T. Bruflat, Vice President

State of South Dakota }
County of Minnehaha } ss

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



M. Bent

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 19th day of January, 2023.



WESTERN SURETY COMPANY

L. Nelson

L. Nelson, Assistant Secretary

Authorizing By-Law

ADOPTED BY THE SHAREHOLDERS OF WESTERN SURETY COMPANY

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. APPLICANT INFORMATION					
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)				
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>					
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending			
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>					
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>					
SECTION B. DESCRIPTION OF ACTIVITY					
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>5273SM2</u>					
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____					
SECTION C. SITE INFORMATION					
Operation/Site Name <u>Glen Mills Quarry</u>					
Operation/Site Location <table style="width: 100%; border: none;"> <tr> <td style="width: 50%; border: none;"> Delaware <hr/> Delaware <hr/> </td> <td style="width: 50%; border: none;"> County(ies) Thornbury Township <hr/> Middletown Township <hr/> </td> </tr> </table>				Delaware <hr/> Delaware <hr/>	County(ies) Thornbury Township <hr/> Middletown Township <hr/>
Delaware <hr/> Delaware <hr/>	County(ies) Thornbury Township <hr/> Middletown Township <hr/>				

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

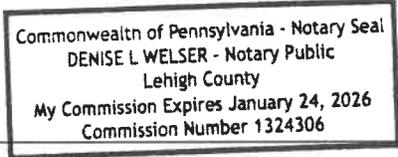
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

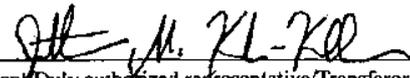
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 <input type="checkbox"/> New <input type="checkbox"/> Renewal <input checked="" type="checkbox"/> Modification <input type="checkbox"/> Transfer <input type="checkbox"/> 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: 5273SM2 Except for "new", list existing NPDES Permit No: PA0594130																							
4. Operation Name: Glen Mills Quarry		5. License No: 24143		6. Applicant Email: andrew.gutshall@heidelbergmaterials.com																					
7. Permit/Project Type: (check applicable) <input type="checkbox"/> Coal <input checked="" type="checkbox"/> Noncoal <input checked="" type="checkbox"/> Mining permit (surface or underground) <input type="checkbox"/> Exploration <input type="checkbox"/> GP-105 (Bluestone) <input type="checkbox"/> 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. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No																									
9. Production qualifications (Small business exemption) COAL: Will coal production be at least 100,000 tons per year? <input type="checkbox"/> Yes <input type="checkbox"/> No NONCOAL: Will production be at least \$100,000 (1980 dollars) per year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No																									
10. Total Affected Area (Acres): <u>247.3</u> Include <u>all</u> associated haul roads. Note: This acreage may be greater than the acres for the associated mining permit.																									
11. Estimated Timeframe: Start (or permit issuance) <u>06/19/2023</u> End (or permit expiration) <u>06/19/2028</u>																									
12. Physical Address of Permit Location (911 compliant): 533 Forge Rd, Glen Mills, PA 19342 <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%;">County</th> <th style="width: 30%;">Municipality</th> <th style="width: 10%;">City</th> <th style="width: 10%;">Boro</th> <th style="width: 10%;">Twp</th> </tr> </thead> <tbody> <tr> <td><u>Delaware</u></td> <td><u>Middletown</u></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td><u>Delaware</u></td> <td><u>Thornbury</u></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> <tr> <td>_____</td> <td>_____</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </tbody> </table>						County	Municipality	City	Boro	Twp	<u>Delaware</u>	<u>Middletown</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<u>Delaware</u>	<u>Thornbury</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
County	Municipality	City	Boro	Twp																					
<u>Delaware</u>	<u>Middletown</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>																					
<u>Delaware</u>	<u>Thornbury</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>																					
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																					
13. Map View of Area <input checked="" type="checkbox"/> Attach a map with outline of the affected area associated with the mining activity and label all outfalls. <input type="checkbox"/> Map is included as part of mining permit documents marked as Exhibit No. _____ Date: _____																									
14. Receiving Stream/Watershed Name: <u>Unnamed Tributary to Chester Creek / Chester Creek / Chester Creek Watershed</u> Is this stream subject to a TMDL? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No																									
15. Chapter 93 Receiving Water Designated Use: TSF, 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 been petitioned for redesignation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No																									
17. During mining, drainage will result in: <input checked="" type="checkbox"/> Point source discharge(s) (complete Section C: Outfall Information) <input checked="" type="checkbox"/> Surface Stream <input type="checkbox"/> Municipal or Private Storm Sewer -- Provide name of Storm Sewer Operator: <input type="checkbox"/> Non-discharge <input type="checkbox"/> Groundwater – infiltration <input type="checkbox"/> Containment without discharge (reuse) <input type="checkbox"/> Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.																									

SECTION E. CERTIFICATIONS

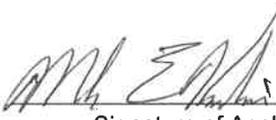
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

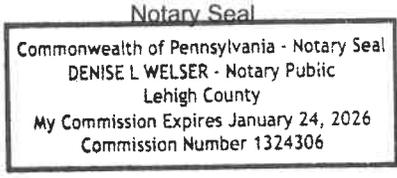
I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official


 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official



7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal

31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 9322413
in the amount of \$5,128,223.00 issued by Fidelity and Deposit Company of Maryland
on behalf of Hanson Aggregates Pennsylvania LLC

in favor of Pennsylvania Department of Environmental Protection

It is understood and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Fidelity and Deposit Company of Maryland under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 18th day of January, 2023.

Fidelity and Deposit Company of Maryland

BY:

AnnMarie Keane

Attorney-in-Fact

**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 AnnMarie Keane, 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 and undertakings**, and the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Companies, 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

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, depose 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.



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

EXTRACT FROM BY-LAWS OF THE COMPANIES

"Article V, Section 8, Attorneys-in-Fact. 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 or 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.



A handwritten signature in cursive script that reads "Brian M. Hodges".

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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small>			
<hr/> <small>(Email Address)</small>		<hr/> <small>(Telephone #)</small>	
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>5278SM2</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>Lake Ariel Quarry</u>			
Operation/Site Location _____ <small>County(ies) Municipality(ies)</small> Wayne Lake Township _____ _____			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

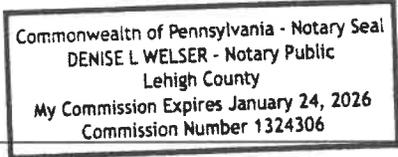
Vice President

Title and Seal

7660 Imperial Way, Allentown, PA 18195

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

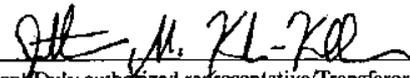
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 3. **Associated Mining Permit No. or ID:** 5278SM2 & 64980301
 Except for "new", list existing NPDES Permit No: PA0595764

4. **Operation Name:** Lake Ariel Quarry 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
 GP-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 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):** 107.8
 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) 06/25/2023 End (or permit expiration) 06/25/2028

12. **Physical Address of Permit Location (911 compliant):**
 621 Keystone Road, Lake Ariel, PA 18436

County	Municipality	City	Boro	Twp
<u>Wayne</u>	<u>Lake</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Middle Creek / Chapter 93.9b
 Is this stream subject to a TMDL? Yes No

15. **Chapter 93 Receiving Water Designated Use:** HQ-CWF, MF

16. **Existing Stream Use (if different from designated use):** N/A Has this stream been petitioned for redesignation? Yes No

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)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

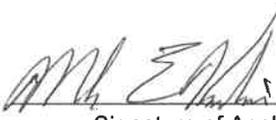
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official

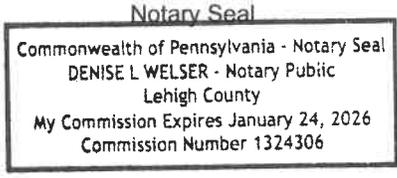

 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official

7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal



31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 107061364
in the amount of \$827,042.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

By:
Robert L. 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.

Dated this 19th day of January, 2023.



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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>			
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>64980301</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>Lake Ariel North</u>			
Operation/Site Location _____ <small>County(ies) Municipality(ies)</small> Wayne Lake Township _____ _____			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

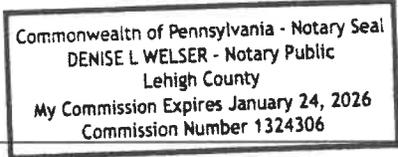
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

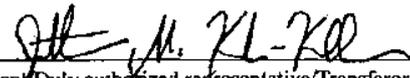
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022

CHANGE RIDER

To be attached to and form a part of Bond No. 106026123
in the amount of \$487,838.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

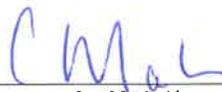
It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

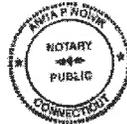
By:
Robert L. Raney, Senior Vice President

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.

Dated this 19th day of January, 2023.



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. APPLICANT INFORMATION							
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)						
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>							
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending					
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>							
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>							
SECTION B. DESCRIPTION OF ACTIVITY							
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>47140301</u>							
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____							
SECTION C. SITE INFORMATION							
Operation/Site Name <u>Milton Quarry</u>							
Operation/Site Location <table style="width: 100%; border: none;"> <tr> <td style="width: 50%; border: none;"> _____ <small>County(ies)</small> </td> <td style="width: 50%; border: none;"> _____ <small>Municipality(ies)</small> </td> </tr> <tr> <td style="border: none;"> Montour _____ Montour _____ </td> <td style="border: none;"> Limestone Township _____ Liberty Township _____ </td> </tr> </table>				_____ <small>County(ies)</small>	_____ <small>Municipality(ies)</small>	Montour _____ Montour _____	Limestone Township _____ Liberty Township _____
_____ <small>County(ies)</small>	_____ <small>Municipality(ies)</small>						
Montour _____ Montour _____	Limestone Township _____ Liberty Township _____						

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

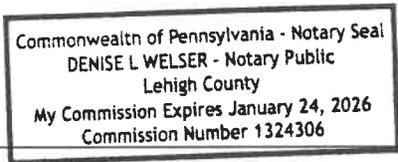
Vice President

Title and Seal

7660 Imperial Way, Allentown, PA 18195

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

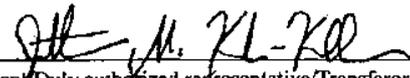
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 3. **Associated Mining Permit No. or ID:** 47140301
 Except for "new", list existing NPDES Permit No: PA0225495

4. **Operation Name:** Milton Quarry 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
 GP-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 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):** 437.95
 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) 02/09/2021 End (or permit expiration) 02/09/2026

12. **Physical Address of Permit Location (911 compliant):**
 3 Quarry Rd, Milton, PA 17847

County	Municipality	City	Boro	Twp
<u>Montour</u>	<u>Limestone</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<u>Montour</u>	<u>Liberty</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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:** Chillisquaque Creek & Unnamed Tributary to Chillisquaque Creek
 Is this stream subject to a TMDL? Yes No

15. **Chapter 93 Receiving Water Designated Use:** WWF, MF

16. **Existing Stream Use (if different from designated use):** N/A Has this stream been petitioned for redesignation? Yes No

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)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

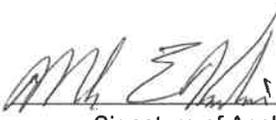
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

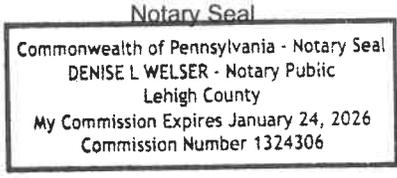
I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official


 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official



7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal

31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. SUR0002478
in the amount of \$5,330,536.00 issued by Argonaut Insurance Company
on behalf of Hanson Aggregates Pennsylvania LLC

in favor of Commonwealth of Pennsylvania, Department of Environmental Protection

It is understood and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Argonaut Insurance Company under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Argonaut Insurance 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'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 authorized officer on the 19th day of November, 2021. Argonaut Insurance Company



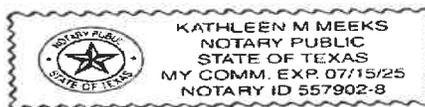
by: _____

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.



(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.



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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>			
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>7974SM2</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>Ottsville Quarry</u>			
Operation/Site Location _____ <small>County(ies) Municipality(ies)</small> Bucks Nockamixon Township _____ _____			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

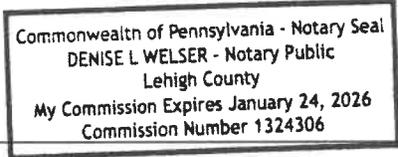
Vice President

Title and Seal

7660 Imperial Way, Allentown, PA 18195

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

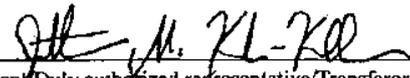
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 3. **Associated Mining Permit No. or ID:** 7974SM2
 Except for "new", list existing NPDES Permit No: PA0611999

4. **Operation Name:** Ottsville Quarry 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
 GP-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 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):** 83.5
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) 01/18/2019 End (or permit expiration) 01/18/2024

12. **Physical Address of Permit Location (911 compliant):**
 262 Quarry Road, Ottsville, PA

County	Municipality	City	Boro	Twp
<u>Bucks</u>	<u>Nockamixon</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Creek / Tinicum Creek Watershed
 Is this stream subject to a TMDL? Yes No

15. Chapter 93 Receiving Water Designated Use: EF	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 been petitioned for redesignation? <input type="checkbox"/> Yes <input type="checkbox"/> 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
 Containment without discharge (reuse)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

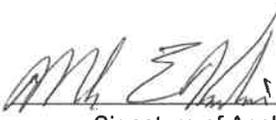
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official

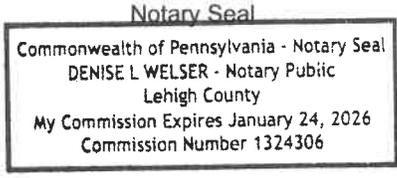

 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official

7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal



31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 106707326
in the amount of \$882,735.00 issued by Travelers Casualty and Surety Company of America
on behalf of Hanson Aggregates BMC, Inc.

in favor of Commonwealth of Pennsylvania Department of Environmental Protection

It is understood and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the _____
Travelers Casualty and Surety Company of America under said bond to the obligee
herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or
limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 18th day of January, 2023

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

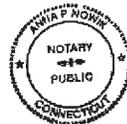
By: 
Robert L. Raney, Senior Vice President

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

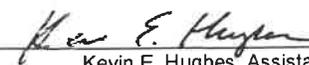
FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice 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.

Dated this 18th day of January, 2023.




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. APPLICANT INFORMATION

<p>Applicant Name Heidelberg Materials Northeast LLC</p> <hr/> <p>Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small></p> <hr/> <p style="text-align: center;"><small>(Address Line 2)</small></p> <hr/> <p>Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small></p> <hr/> <p>6103664600 Ext. _____ andrew.gutshall@heidelbergmaterials.com <small>(Telephone #) (Email Address)</small></p>	<p>Applicant Type</p> <p><input type="checkbox"/> Individual (INDIV)</p> <p><input type="checkbox"/> PA Corporation (PACOR)</p> <p><input type="checkbox"/> Non-PA Corporation (NPACO)</p> <p><input type="checkbox"/> General Partnership (PARTG)</p> <p><input type="checkbox"/> Limited Partnership (PARTL)</p> <p><input type="checkbox"/> Municipality (MUNI)</p> <p><input type="checkbox"/> Sole Proprietorship (SOLEP)</p> <p><input checked="" type="checkbox"/> Other (OTHER)</p> <hr/> <p>Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending</p>
---	---

Applicant Contact

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) (State) (Zip Code + Four)

(Email Address) (Telephone #)

SECTION B. DESCRIPTION OF ACTIVITY

Application Type

New Revision/Modification Renewal Transfer Permit Number 7973SM2

Type of Mining Activity(ies)

Surface Mining Underground Mining (Includes Surface Effects of Underground Mining) Incidental Coal Extraction

Other (specify) _____

SECTION C. SITE INFORMATION

Operation/Site Name Penns Park Quarry

Operation/Site Location

Bucks County(ies) Wrightstown Township Municipality(ies)

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

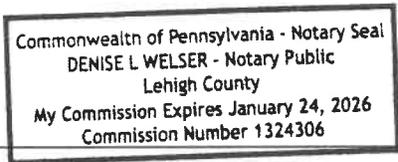
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

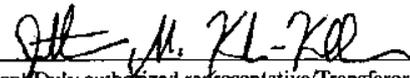
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 3. **Associated Mining Permit No. or ID:** 7973SM2
 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)**
 Coal Noncoal Mining permit (surface or underground)
 Exploration
 GP-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 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):** 154.9
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) 03/02/2023 End (or permit expiration) 03/02/2028

12. **Physical Address of Permit Location (911 compliant):**
 852 Swamp Rd, Newtown, PA 18943

County	Municipality	City	Boro	Twp
<u>Bucks</u>	<u>Wrightstown</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Neshaminy Creek / Neshaminy Creek Watershed
 Is this stream subject to a TMDL? Yes [Siltation & Total Suspended Solids (TSS)] No

15. Chapter 93 Receiving Water Designated Use: TSF, 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 been petitioned for redesignation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
 Containment without discharge (reuse)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

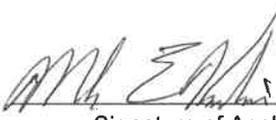
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

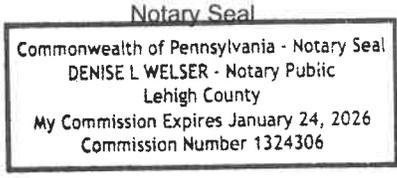
I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official


 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official



7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal

31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 107277020
in the amount of \$669,925.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

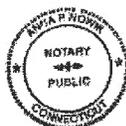
City of Hartford ss.

By: 
Robert L. 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 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.

Dated this 19th day of January, 2023.




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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small>			
<hr/> <small>(Email Address) (Telephone #)</small>			
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>7974SM1</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>Rock Hill Quarry</u>			
Operation/Site Location Bucks County(ies) East Rockhill Township Municipality(ies) <hr/> <hr/>			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

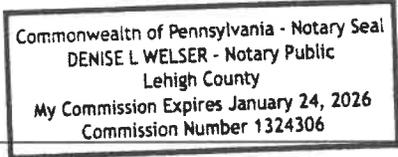
Vice President

Title and Seal

7660 Imperial Way, Allentown, PA 18195

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

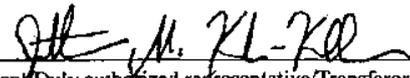
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022

CHANGE RIDER

To be attached to and form a part of Bond No. 106896662
in the amount of \$1,248,220.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

City of Hartford ss.

By:
Robert L. 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 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.

Dated this 19th day of January, 2023.



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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small>			
<hr/> <small>(Email Address) (Telephone #)</small>			
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>6575SM1</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>Stroudsburg Quarry</u>			
Operation/Site Location Monroe County(ies) Hamilton Township Municipality(ies)			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

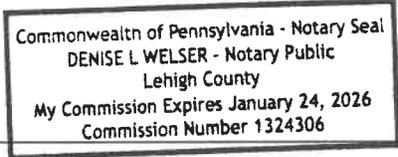
Vice President

Title and Seal

7660 Imperial Way, Allentown, PA 18195

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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

Carol A. Long

Signature

Vice President

Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

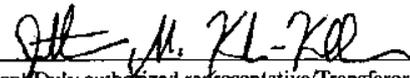
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 **3. Associated Mining Permit No. or ID: 6575SM1**
 Except for "new", list existing NPDES Permit No: PA0594415

4. Operation Name: Stroudsburg Quarry **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
 GP-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 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): 180.0
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) 07/10/2020 End (or permit expiration) 07/10/2025

12. Physical Address of Permit Location (911 compliant):
 5804 Cherry Valley Road, Stroudsburg, PA 18360

County	Municipality	City	Boro	Twp
<u>Monroe</u>	<u>Hamilton</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 Lake Creek (Outfall 001) and Unnamed tributary to Cherry Creek (Outfall 002)
 Is this stream subject to a TMDL? Yes No

15. Chapter 93 Receiving Water Designated Use: HQ-CWF, MF (UNT Lake Creek)
 HQ-CWF, MF (UNT Cherry Creek) **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 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
 Containment without discharge (reuse)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

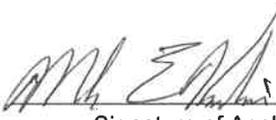
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official

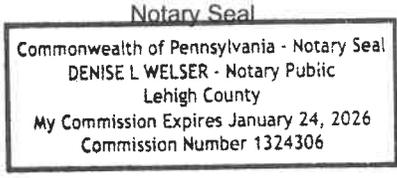

 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official

7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal



31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com



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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>			
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>64870301</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>Wayne Quarry</u>			
Operation/Site Location _____ <small>County(ies) Municipality(ies)</small> Wayne Lake Township _____ _____			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

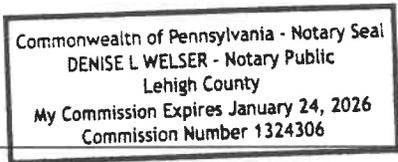
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

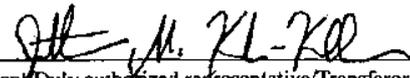
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 3. **Associated Mining Permit No. or ID:** 64870301
 Except for "new", list existing NPDES 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 Mining permit (surface or underground)
 Exploration
 GP-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 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):** 109.7
 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) 01/10/2019 End (or permit expiration) 01/10/2024

12. **Physical Address of Permit Location (911 compliant):**
 Keystone Road, Lake Ariel, PA

County	Municipality	City	Boro	Twp
<u>Wayne</u>	<u>Lake</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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. Mine Plan Map (Skelly & Loy) Date: _____

14. **Receiving Stream/Watershed Name:** Unnamed Tributary to Jones Creek
 Is this stream subject to a TMDL? Yes No

15. Chapter 93 Receiving Water Designated Use: HQ-CWF	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 been petitioned for redesignation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
 Containment without discharge (reuse)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

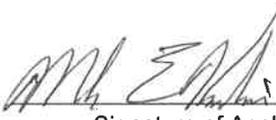
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official

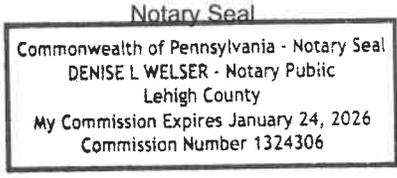

 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official

7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal



31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 106896653

in the amount of \$892,600.80 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC fka Hanson Aggregates Pennsylvania LLC

It is further expressly understood and agreed that the aggregate liability of the _____

Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 9th day of January, 2023.

Travelers Casualty and Surety Company of America

BY:  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 AnnMarie Keane of Morristown, 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

By:
Robert L. 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 Second Vice President, 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.

Dated this 9th day of January, 2023.



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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC		Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)	
Mailing Address 7660 Imperial Way _____ (Street # and Name or P.O. Box) _____ (Address Line 2) Allentown PA 18195 _____ (City) (State) (Zip Code + Four)		Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
6103664600 (Telephone #)	Ext. _____	andrew.gutshall@heidelbergmaterials.com (Email Address)	
Applicant Contact Gutshall Andrew J _____ (Last Name) (First Name) (MI) Area Environmental Manager _____ (Title)			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above _____ (Street # and Name or P.O. Box) _____ (City) (State) (Zip Code + Four)			
_____		_____	
(Email Address)		(Telephone #)	
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>40000301</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>White Haven Quarry</u>			
Operation/Site Location _____ County(ies) Municipality(ies) Luzerne Dennison Township _____ _____			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

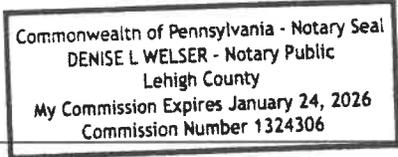
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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
Carol A. Long
Signature
Vice President
Title

38416-6841 01/05/2023 10:27 AM Received by Pennsylvania Department of State

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

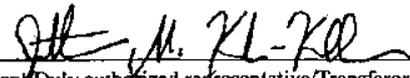
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022



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 3. **Associated Mining Permit No. or ID:** 64730304 & 40000301
 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)**
 Coal Noncoal Mining permit (surface or underground)
 Exploration
 GP-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 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
<u>Luzerne</u>	<u>Dennison</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 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
 Containment without discharge (reuse)
 Other (Including off-site discharges) – Describe and attach documentation to support a legal right to discharge.

SECTION E. CERTIFICATIONS

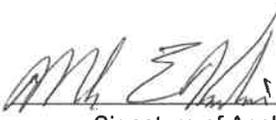
The information on the NPDES form must be certified as correct by one of the following, as applicable.

- a) In the case of corporations, by principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the NPDES form originates.
- 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 either a principal executive officer, ranking elected official or other duly authorized employee.

30. Applicant Affidavit

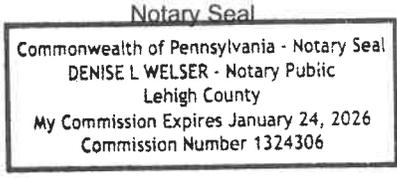
I certify under penalty of law that this application and all related attachments were prepared by me or under my direction or supervision. Based on my own knowledge and on inquiry of the person or persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate and complete. I verify that the activity is eligible to participate in the NPDES permit, and that the BMPs, E&S Plan, and other plans and controls described are being or will be, implemented to ensure that water quality standards and effluent limits are attained. Furthermore, I agree to accept all conditions and limitations imposed by the associated permit. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment or both for knowing violations pursuant to Section 309(c)(4) of the Clean Water Act and, 18 Pa. C.S. §§4903-4904.

Sworn and Subscribed to Before Me This
1st day of March 2023
 (month) (year)


 Signature of Applicant or Responsible Official


 Signature of Notary Public

Mark E. Kendrick
 Name (Typed) of Applicant or Responsible Official



7660 Imperial Way
 Address of Applicant

Allentown, PA 18195
 Address of Applicant

Vice President
 Applicant Title and Corporate Seal

31. Preparation of this report (to be completed by the person who prepared this application)

I do hereby certify to the best of my knowledge, information and belief that the submitted information is true and correct, represents actual field conditions and are in accordance with the appropriate Chapters of the Department's rules and regulations. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.


 Signature

Andrew J. Gutshall, P.G.
 Area Environmental Manager
 Print Name and Title 03/01/2023
 Date Signed

Heidelberg Materials Northeast LLC
 Company

7660 Imperial Way
 Address

Allentown, PA 18195 (610) 366-4819
 City, State, Zip Phone



Email Address: andrew.gutshall@heidelbergmaterials.com

CHANGE RIDER

To be attached to and form a part of Bond No. 106896648
in the amount of \$365,565.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

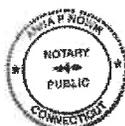
By: 
Robert L. Raney, Senior Vice President

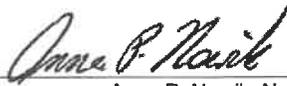
City of Hartford ss.

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.

Dated this 19th day of January, 2023.




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. APPLICANT INFORMATION			
Applicant Name Heidelberg Materials Northeast LLC	Applicant Type <input type="checkbox"/> Individual (INDIV) <input type="checkbox"/> PA Corporation (PACOR) <input type="checkbox"/> Non-PA Corporation (NPACO) <input type="checkbox"/> General Partnership (PARTG) <input type="checkbox"/> Limited Partnership (PARTL) <input type="checkbox"/> Municipality (MUNI) <input type="checkbox"/> Sole Proprietorship (SOLEP) <input checked="" type="checkbox"/> Other (OTHER)		
Mailing Address 7660 Imperial Way <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(Address Line 2)</small> Allentown PA 18195 <small>(City) (State) (Zip Code + Four)</small>			
6103664600 Ext. _____ <small>(Telephone #)</small>	andrew.gutshall@heidelbergmaterials.com <small>(Email Address)</small>	Surface Mining Operator's License # 24143 <input type="checkbox"/> Pending	
Applicant Contact Gutshall Andrew J <small>(Last Name) (First Name) (MI)</small> Area Environmental Manager <small>(Title)</small>			
Mailing Address <input checked="" type="checkbox"/> Check here if the address is the same as listed above <hr/> <small>(Street # and Name or P.O. Box)</small> <hr/> <small>(City) (State) (Zip Code + Four)</small> <hr/> <small>(Email Address) (Telephone #)</small>			
SECTION B. DESCRIPTION OF ACTIVITY			
Application Type <input type="checkbox"/> New <input checked="" type="checkbox"/> Revision/Modification <input type="checkbox"/> Renewal <input type="checkbox"/> Transfer Permit Number <u>64730304</u>			
Type of Mining Activity(ies) <input checked="" type="checkbox"/> Surface Mining <input type="checkbox"/> Underground Mining (Includes Surface Effects of Underground Mining) <input type="checkbox"/> Incidental Coal Extraction <input type="checkbox"/> Other (specify) _____			
SECTION C. SITE INFORMATION			
Operation/Site Name <u>White Haven Quarry</u>			
Operation/Site Location _____ <small>County(ies) Municipality(ies)</small> Luzerne _____ _____ _____ _____			

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

11th Day of January 2023
(month) (year)



Signature of Applicant or Responsible Official



Notary Public

Mark E. Kendrick

Name (Typed)

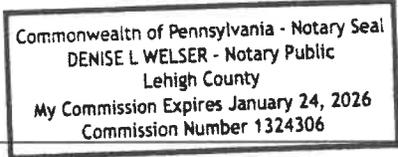
Vice President

7660 Imperial Way, Allentown, PA 18195

Title and Seal

Address

Address



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.

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Ownership Information

Heidelberg Materials
Berliner Str. 6
Heidelberg, Germany 69120

Parent

(f.k.a. Heidelberg Cement AG)

Heidelberg Materials US, Inc.
300 E John Carpenter Freeway
Irving, TX 75062

Parent

(f.k.a. Lehigh Hanson, Inc.)

Heidelberg Materials Northeast LLC
7660 Imperial Way
Allentown, PA 18195

Applicant

(f.k.a. Hanson Aggregates Pennsylvania LLC)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

Organizational Chart

CORPORATE STRUCTURE

/

(Various Holding Companies)

/

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.)

Heidelberg Materials Northeast LLC

Module 3: Ownership / Compliance Information

3.1(a) Ownership Interest

General Partners, Management Information

Officers:

<u>Name</u>	<u>Office</u>
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)

¹ 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

Delaware

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.




Jeffrey W. Bullock, Secretary of State

4638601 8100
SR# 20224358859

Authentication: 205196583
Date: 12-28-22

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

1. Name of Limited Liability Company: _____
Hanson Aggregates Pennsylvania LLC

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
the 12/19/2022 day of December, A.D. 2022.

By: Carol A. Lowry
Authorized Person(s)

Name: Carol Lowry
Print or Type

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

Carol A. Long
Signature

Vice President
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-
File #: 0003573905
Date Filed: 12/5/2022

Return document by email to:
assist@esquireassist.com

Name Reservation/Transfer
DSCB:15
(7/1/2015)

208

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check One:

Name Reservation

Transfer of Name Reservation

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 208 (relating to Reservation of name), the undersigned hereby states that:

1. The name to be reserved/transferred is: HEIDELBERG MATERIALS NORTHEAST LLC

2. The name of the person or association reserving/transferring the name is:

Esquire Assist, Ltd. FOR: Capitol Services, Inc.

3. The address of the person or association reserving/transferring the name is:

125 Locust Street, Harrisburg, PA 17101

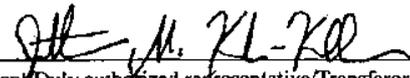
For TRANSFER of Name Reservation ONLY

4. The name of the person or association to whom the name reservation is being transferred is:

5. The address of the person or association to whom the name reservation is being transferred is:

IN TESTIMONY WHEREOF, the undersigned person or association has caused this Name Reservation/Transfer of Reservation to be signed on this date:

Name of Applicant/Transferor*



Applicant/Duly authorized representative/Transferor Signature

(A transfer of name reservation must be signed by the person who initially reserved the name.)

Authorized Representative

Title (for association applicant only)

PA DEPT OF STATE

DEC 05 2022

CHANGE RIDER

To be attached to and form a part of Bond No. 106896647
in the amount of \$708,905.00 issued 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 and agreed that the bond described above is hereby modified so as to

The Principal Name to:

Heidelberg Materials Northeast LLC

It is further expressly understood and agreed that the aggregate liability of the Travelers Casualty and Surety Company of America under said bond to the obligee herein mentioned shall not exceed the amount stated above.

Nothing herein contained shall be held to vary, alter, waive, or extend any of the terms, agreements, conditions or limitations of the above-mentioned bond, other than as above stated.

Signed, sealed and dated this 19th day of January, 2023.

Travelers Casualty and Surety 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 AnnMarie Keane of Morristown, 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

By:
Robert L. 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.

Dated this 19th day of January, 2023.



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.**

ORIGIN ID: ABEA (610) 366-4819
ANDREW GUTSHALL
LEHIGH HANSON, INC.
7600 IMPERIAL WAY

SHIP DATE: 08MAR23
ACTWTG: 1.00 LB
CAD: 2003779/NET4580

ALLENTOWN, PA 18195
UNITED STATES US

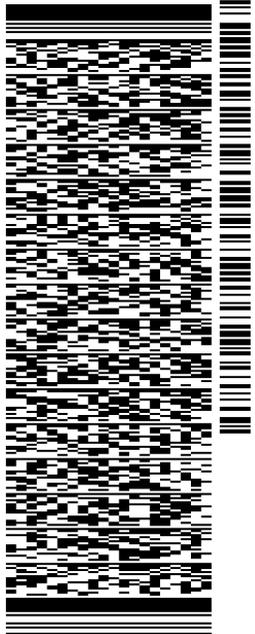
BILL SENDER

TO MICHAEL KUTNEY, P.G.
PA DEP - POTTSVILLE DMO
5 W LAUREL BLVD

POTTSVILLE PA 17901

REF: (570) 621-3118
INV: PO: DEPT:

581J7/9982/FE2D



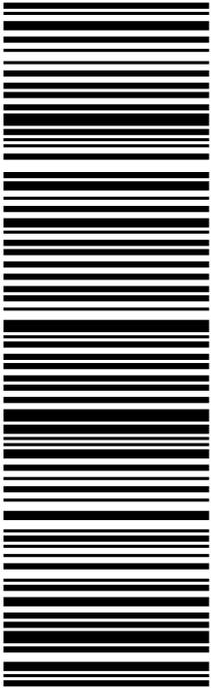
TRK# 7715 0656 0312
#0201

FRI - 10 MAR 4:30P

** 2DAY **

15 RDGA

17901
PA-US ABE



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 Service Guide. 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
To: 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/Services: 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