

**UNIFORM COMMERCIAL CODE**  
**STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — OBA UCC-3**

**INSTRUCTIONS**

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer.
3. Enclose filing fee.
4. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 8" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of OBA Form UCC-3. Long schedules of collateral, etc. may be on any size paper that is convenient for the secured party.
5. At the time of filing, filing officer will return third copy as an acknowledgement.

**OHIO**

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code. | 3 Maturity date (if any):

1 Debtor(s) (Last Name First) and address(es) Southdown, Inc. (fka Southwestern Portland Cement Company) 1200 Smith Street, Suite 2400 Houston, TX 77002	2 Secured Party(ies) and address(es) Wells Fargo Bank, N.A. as agent 333 South Grand Avenue Los Angeles, CA 90071	For Filing Officer (Date, Time, Number, and Filing Office)
---	---	---

This statement refers to original Financing Statement No. 88-1026 Dated April 20, 1988

A. Continuation <input type="checkbox"/> The original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective.	B. Partial Release <input type="checkbox"/> From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the following:	C. Assignment <input type="checkbox"/> The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below, Secured Party's rights under the financing statement bearing the file number shown above in the following property:	D. Other: _____ (Such as "amendment") <b>TERMINATION</b>
---	--	--	--

**TERMINATED**  
 GREENE COUNTY RECORDER  
 LARRY B. MORRIS

OCT 07 1997  
 1997 OCT - 7 PM 4:01  
 GREENE COUNTY RECORDER

(Signature of Debtor, if required) _____ (Debtor)	WELLS FARGO BANK, N.A.
Dated: <u>September 30,</u> 19 <u>97</u>	By: <u>Ann Rhoads</u> (Signature of Secured Party) Ann Rhoads, Vice President

**FILING OFFICER COPY-NUMERICAL**

*This form of financing statement is approved by the Secretary of State.*

STANDARD FORM — UNIFORM COMMERCIAL CODE — OBA UCC-3

REORDER FROM  
**Registre, Inc.**  
 514 PIERCE ST.  
 P.O. BOX 218  
 ANOKA, MN. 55303  
 (612) 421-1713

**UNIFORM COMMERCIAL CODE  
STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — OBA UCC-3**

OHIO

**INSTRUCTIONS**

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer.
3. Enclose filing fee.
4. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 6" x 10". One copy of such additional sheets need be presented to the filing officer with a set of three copies of OBA Form UCC-3. Long schedules of collateral, etc. may be on any size paper that is convenient for the secured party.
5. At the time of filing, filing officer will return third copy as an acknowledgement.

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code.

3 Maturity date (if any):

1 Debtor(s) (Last Name First) and address(es)  
 Southdown, Inc.  
 (fka Southwestern Portland  
 Cement Company)  
 1200 Smith Street, Suite 2400  
 Houston, TX 77002

2 Secured Party(ies) and address(es)  
 Wells Fargo Bank, N.A.  
 as agent  
 733 South Grand Avenue  
 Los Angeles, CA 90071

For Filing Officer  
 (Date, Time, Number, and Filing Office)

This statement refers to original Financing Statement No. 88-0958

Dated April 13

1988

A. Continuation

The original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective.

B. Partial Release

From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the following:

C. Assignment

The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below, Secured Party's rights under the financing statement bearing the file number shown above in the following property:

D. Other: \_\_\_\_\_  
 (Such as "amendment")

**TERMINATION**

**TERMINATED**  
 GREENE COUNTY RECORDER  
 LARRY B. MORRIS

OCT 07 1997

1997 OCT -7 PM 4:01  
 GREENE COUNTY RECORDER

(Signature of Debtor, if required)

(Debtor)

WELLS FARGO BANK, N.A.

Dated: September 30, 1997

By:

(Signature of Secured Party)

**FILING OFFICER COPY-NUMERICAL**

*Ann Rhoads, Vice President*

*This form of financing statement is approved by the Secretary of State.*

STANDARD FORM — UNIFORM COMMERCIAL CODE — OBA UCC-3

REORDER FROM  
**Registre, Inc.**  
 514 PIERCE ST.  
 P.O. BOX 218  
 ANOKA, MN. 55303  
 (612) 421-1713

**UNIFORM COMMERCIAL CODE**  
**STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — OBA UCC-3**

**INSTRUCTIONS**

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer.
3. Enclose filing fee.
4. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 6" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of OBA Form UCC-3. Long schedules of collateral, etc. may be on any size paper that is convenient for the secured party.
5. At the time of filing, filing officer will return third copy as an acknowledgement.

**OHIO**

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code. | 3 Maturity date (if any):

<b>1 Debtor(s) (Last Name First) and address(es)</b> Southdown, Inc. (fka Southwestern Portland Cement Company) 1200 Smith Street, Suite 2400 Houston, TX 77002	<b>2 Secured Party(ies) and address(es)</b> Wells Fargo Bank, N.A., as agent 420 Montgomery St., 4th Floor San Francisco, CA 94163	<b>For Filing Officer</b> (Date, Time, Number, and Filing Office)
---	--	--

This statement refers to original Financing Statement No. 93-2393 Dated November 26 1993.

<b>A. Continuation</b> <input type="checkbox"/> The original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective.	<b>B. Partial Release</b> <input type="checkbox"/> From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the following:	<b>C. Assignment</b> <input type="checkbox"/> The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below. Secured Party's rights under the financing statement bearing the file number shown above in the following property:	<b>D. Other:</b> <input checked="" type="checkbox"/> (Such as "amendment") <b>TERMINATION</b>
--	---	---	---

**TERMINATED**  
 GREENE COUNTY RECORDER  
 LARRY B. MORRIS

OCT 07 1993

GREENE COUNTY RECORDER  
 1993 OCT -7 PM 4:01

(Signature of Debtor, if required) _____ (Debtor)	WELLS FARGO BANK, N.A. By: <i>[Signature]</i> _____ (Signature of Secured Party)
Dated: <u>September 21</u> 19 <u>93</u>	By: <u>Ann Rhoads, Vice President</u>

**FILING OFFICER COPY-NUMERICAL**

*This form of financing statement is approved by the Secretary of State.*

RECORDER FROM  
 Registré, Inc.  
 514 PIERCE ST.  
 P.O. BOX 218  
 ANOKA, MN. 55303  
 (612) 421-1713

**UNIFORM COMMERCIAL CODE  
STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — OBA UCC-3**

**INSTRUCTIONS**

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer.
3. Enclose filing fee.
4. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 8" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of OBA Form UCC-3. Long schedules of collateral, etc. may be on any size paper that is convenient for the secured party.
5. At the time of filing, filing officer will return third copy as an acknowledgement.

**OHIO**

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code. | 3 Maturity date (if any):

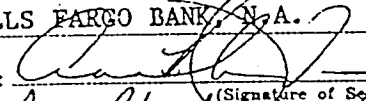
1. Debtor(s) (Last Name First) and address(es) Southdown, Inc. (fka Southwestern Portland Cement Company) 1200 Smith Street, Suite 2400 Houston, Texas 77002	2. Secured Party(ies) and address(es) Wells Fargo Bank, N.A., as agent 420 Montgomery St., 4th Floor San Francisco, CA 94163	For Filing Officer (Date, Time, Number, and Filing Office) <del>Filed for Record in                  CLARK COUNTY, OH                  NANCY PENCE                  On 10-07-1997 At 02:45 pm.                  TER RE EST .00</del>
--	--	--

This statement refers to original Financing Statement No. 93-33508 Dated November 29, 19 93

A. Continuation <input type="checkbox"/> The original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective.	B. Partial Release <input type="checkbox"/> From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the following:	C. Assignment <input type="checkbox"/> The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below. Secured Party's rights under the financing statement bearing the file number shown above in the following property:	D. Other: _____ (Such as "amendment")  <p align="center"><b>TERMINATION</b></p>
---	--	--	--

TERMINATED

9700003736  
 Filed for Record in  
 CLARK COUNTY, OH  
 NANCY PENCE  
 On 10-07-1997 At 02:47 pm.  
 TER .00

(Signature of Debtor, if required) _____ (Debtor)	NELLE FARGO BANK, N.A.
Dated: <u>September 30, 1997</u> , 19 <u>97</u>	By:  (Signature of Secured Party) Ann Rhoads, Vice President

**FILING OFFICER COPY-NUMERICAL**

*This form of financing statement is approved by the Secretary of State.*

STANDARD FORM — UNIFORM COMMERCIAL CODE — OBA UCC-3

REORDER FROM  
 Registre, Inc.  
 514 PIERCE ST.  
 P.O. BOX 214  
 ANOKA, MN, 55303  
 (612) 421-1713