



HILLS MATERIALS COMPANY

P.O. Box 2720
Rapid City, South Dakota 57709-2720

RECEIVED
MAY 26 2015
MINERALS & MINING PROGRAM

May 20, 2015

SD Dept. of Environment & Natural Resources
PMB 2020
Joe Foss Building
Attn: Eric Holm
523 East Capitol Avenue
Pierre, SD 57501

Re: Mining Permit Transfers for Mines 14 & 444

Dear Mr. Holm:

We hope you find included with this letter all the necessary documents to complete the Transfer of Mining Permits 14 & 444. Including in this envelope are the following; Transfer of Mining Permit forms, new Bonds, bond release forms for the old bonds, checks for the transfer fees, and Certification of Applicant forms. Please advise us if any further action is needed from Simon Contractor of South Dakota DBA Hills Materials regarding this matter or let us know if you have any questions.

Sincerely,

Clint Allen
Hills Materials Company, EHS Manager
Clint.Allen@hillsmaterials.com
(605)394-3300



SIMON CONTRACTORS

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MAY 26 2015

MINERALS & MINING PROGRAM

1103 Old Town Lane, Ste. 201A • Cheyenne, WY 82009 • 307-635-9005 • 307-635-9010 FAX

May 6, 2015

SD Dept. of Environment & Natural Resources
Joe Foss Building
Attn: Ashley Brakke
523 East Capitol Avenue
Pierre, SD 57501

Re: Notification of "Responsible Official" and "Duly Authorized Representative" for Simon Contractors DBA Hills Materials Company

Dear Ashley Brakke,

I am writing this letter to inform you that as of March 30, 2015, John Krispin is now the Regional Manager for Simon Contractors of South Dakota DBA Hills Materials Company. I am requesting that John Krispin be listed as a "Responsible Official" and Clint Allen remain listed as a "duly authorized representative" for all of our permits with the South Dakota DENR including the Rapid City Title V Permit # 28.1150-02

Please contact Clint Allen, (605) 394-3300, if any further action is needed from Simon Contractors regarding this matter or if you have any questions.

Sincerely,

A handwritten signature in blue ink, appearing to read "Buddy League".

Buddy League
Simon Contractors
President

OFFICES: CHEYENNE, WY • NORTH PLATTE, NE • SCOTTSBLUFF, NE • RAPID CITY, SD
OGALLALA, NE • STERLING, CO • GILLETTE, WY

-AN EQUAL OPPORTUNITY, M/F, AFFIRMATIVE ACTION EMPLOYER-



SIMON CONTRACTORS

RAPID CITY

2391 Commerce Road • P O Box 397 • Rapid City, SD • 57709 605-342-3734 • 605-348-5613 FAX

SDDENR
Joe Foss Building
523 E Capitol
Pierre, SD 57501

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To whom it concerns,
Simon Contractors and Hills Materials have entered into mutual agreement where Simon Contractors will purchase Hills Materials. In the following documents is the transfer paperwork for the applicable environmental permits for the sites Simon Contractors has agreed to acquire.

We do not anticipate any changes in the operations and will continue as Simon Contractors DBA Hills Materials. Changes to permits should only reflect the new ownership.

Sincerely,
Buddy League
Executive Vice President
Simon Contractors

A handwritten signature in black ink, appearing to read "Buddy League", is written over a horizontal line.

Eric Levenson
President
Hills Materials

A handwritten signature in blue ink, appearing to read "Eric Levenson", is written over a horizontal line.

OFFICES: CHEYENNE, WY • NORTH PLATTE, NE • SCOTTSBLUFF, NE • RAPID CITY, SD
OGALLALA, NE • STERLING, CO • GILLETTE, WY

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MAY 26 2015

Department of Environment and Natural Resources
Minerals and Mining Program
523 East Capitol
Pierre, SD 57501-3182
Telephone: (605) 773-4201 Fax: (605) 773-5288

MINERALS & MINING PROGRAM

TRANSFER OF MINING PERMIT
Pursuant to SDCL 45-6B-47

Mine permit number: 014

Present operator: HILLS MATERIALS COMPANY

Address: PO BOX 2720
RAPID CITY SD 57709-2720

Telephone number: (605) 394-3300

Township/Range: T2N-R7E

Legal description: Portions of SW1/4 NE1/4, NW1/4 SE1/4,
NE1/4 SE1/4, & E1/2 NW1/4 Section 33
and Portions of SW1/4 SW1/4 & SE1/4
SW1/4 Section 28; T2N-R7E
Pennington

County:

Name and address of surface owner:

Transfer to:

Address:

Telephone number:

Name and address of Resident Agent
if you are an out-of-state corporation:

Resident Agent Telephone number:

Name and address of mineral owner:

INSTRUCTIONS:

This transfer form must be accompanied by a fee of \$100 pursuant to SDCL 45-6B-47, a replacement surety, copies of written instruments of consultation with the surface and mineral owners (if not the operator) indicating pending transfer of the mining permit, and certified mail receipts confirming mailing of such consultation to them.

I [Signature] agree to the transfer of mining permit 014 to SIMON CONTRACTORS OF SD INC
Signature of Present Operator dba HILLS MATERIALS COMPANY
New Operator

This transfer releases HILLS MATERIALS COMPANY of all liability with regard to reclamation of the affected area. I understand that the surety submitted to cover reclamation will be released only upon approval of the transfer by the Board of Minerals and Environment.

Date: APRIL 23, 2015

STATE OF SOUTH DAKOTA
COUNTY OF PENNINGTON

On this 23 day of APRIL before me personally appeared Eric Levenson who acknowledged that he is authorized to execute the transfer of this mining permit.

[Signature]
Notary Public Shannon M. Caperton
My Commission Expires: January 30, 2021

I JOHN KRISPIN agree to the transfer of mining permit 014 from HILLS MATERIALS COMPANY.
Signature of New Operator

This transfer releases HILLS MATERIALS COMPANY of all liability with regard to reclamation of the affected area. I understand that in agreeing to this transfer Simon Contractors of SD Inc. dba Hills Materials CO is assuming all responsibility and liability for this mining permit and reclamation of the area affected under this permit. I understand that a replacement surety must be provided prior to the transfer. It is also understood that any changes to the existing operating or reclamation plans of this permit must be submitted to the Department of Environment and Natural Resources for approval. All terms and conditions established in this permit shall be followed.

Date: APRIL 23, 2015

STATE OF SOUTH DAKOTA
COUNTY OF PENNINGTON

On this 23 day of APRIL before me personally appeared JOHN KRISPIN who acknowledged that he is authorized to execute the transfer of this mining permit.

[Signature]
Notary Public Shannon M. Caperton
My Commission Expires: January 30, 2021

FOR DEPARTMENT USE ONLY

Chairman, Board of Minerals and Environment

Date Approved: _____

All applications filed pursuant to Titles 34A and 45 shall include a certification, sworn to under oath and signed by the applicant, that he is not disqualified by reason of this section from obtaining a permit. In the absence of evidence to the contrary, that certification shall constitute a prima facie showing of the suitability and qualification of the applicant. If at any point in the application review recommendation, or hearing process, the secretary finds the applicant has intentionally made any material misrepresentation of fact in regard to this certification, consideration of the application may be suspended and the application may be rejected as provided for under this section.

Applications rejected pursuant to this section constitute final agency action upon that application and may be appealed to circuit court as provided for under chapter 1-26."

Pursuant to SDCL 1-40-27, I certify that I have read the forgoing provision of state law, and that I am not disqualified by reason of that provision from obtaining the permit for which application has been made.

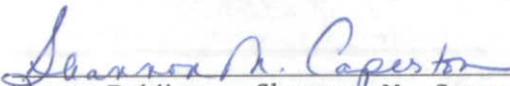
I declare and affirm under the penalties of perjury that this claim (petition, application, information) has been examined by me, and to the best of my knowledge and belief, is in all things true and correct.

Dated this 23 day of APRIL, 2015.

Applicant



Subscribed and sworn before me this 23 day of APRIL, 2015.


Notary Public Shannon M. Caperton

My commission expires: January 30, 2021

(SEAL)

**PLEASE ATTACH SHEET DISCLOSING ALL FACTS PERTAINING TO
SDCL 1-40-27 (1)(a) THROUGH (e).
ALL VIOLATIONS MUST BE DISCLOSED, BUT WILL NOT
AUTOMATICALLY RESULT IN THE REJECTION OF AN APPLICATION.**