

US CONCRETE INC
Form 8-K
July 14, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **July 11, 2008**

U.S. CONCRETE, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-26025
(Commission File Number)

76-0588680
(IRS Employer
Identification No.)

2925 Briarpark, Suite 1050
Houston, Texas 77042
(Address of principal executive offices, including ZIP code)

(713) 499-6200
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement.

Effective as of July 11, 2008, U.S. Concrete entered into an amendment to its Amended and Restated Credit Agreement dated June 30, 2006, as previously amended effective March 2, 2007, and November 9, 2007, which provides U.S. Concrete with a revolving credit facility. The principal terms amended were:

- modifying a negative covenant to allow for limited repurchases of U.S. Concrete's 8 3/8% Senior Subordinated Notes due 2014; and
- increasing the aggregate consideration that may be paid for the repurchase of U.S. Concrete's common stock and 8 3/8% Senior Subordinated Notes due 2014, from \$20 million, to an aggregate of \$30 million, so long as U.S. Concrete has the available credit under the revolving credit agreement, after giving effect to such repurchase, of at least \$50,000,000 (an increase from \$40,000,000 before the amendment).

Otherwise, the principal terms of the credit agreement were not amended.

The terms of the amendment to U.S. Concrete's Amended and Restated Credit Agreement, a copy of which is filed as Exhibit 4.1 to this report, are hereby incorporated by reference into this Item 1.01.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

Please read Item 1.01 for a discussion of U.S. Concrete's entering into an amendment to its Amended and Restated Credit Agreement, which discussion is incorporated by reference into this Item 2.03.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

| Exhibit No. | Exhibit |
|-------------|--|
| 4.1 | Amendment No. 3 to Amended and Restated Credit Agreement, dated as of July 11, 2008, among U.S. Concrete, Inc., Citicorp North America Inc., Bank of America, N.A., JPMorgan Chase Bank and the Lenders and Issuers named therein. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

U.S. CONCRETE, INC.

Date: July 14, 2008

By: /s/ Robert D. Hardy
Robert D. Hardy
Executive Vice President and
Chief Financial Officer

Exhibit Index

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