Vulcan Materials CO
Form 424B5
June 19, 2008

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-147796

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price	Amount of Registration Fee(1)
6.30% Notes due 2013	$250,000,000	$9,825.00
7.00% Notes due 2018	$400,000,000	$15,720.00

(1) Calculated in accordance with Rule 457(r) of the Securities Act.

Prospectus Supplement to Prospectus dated December 3, 2007
$650,000,000

VULCAN MATERIALS COMPANY

$250,000,000 6.30% Notes due 2013
$400,000,000 7.00% Notes due 2018

We are offering $250,000,000 of our 6.30% notes due 2013 and $400,000,000 of our 7.00% notes due 2018.

We will pay interest on the 2013 notes semi-annually on June 15 and December 15 of each year commencing December 15, 2008. We will pay interest on the 2018 notes semi-annually on June 15 and December 15 of each year commencing December 15, 2008. The 2013 notes will mature on June 15, 2013 and the 2018 notes will mature on June 15, 2018. The notes will be issued only in denominations of $2,000 and $1,000 multiples above that amount.

We have the option to redeem all or a portion of the notes of either series at any time. See Description of the Notes Optional Redemption in this prospectus supplement. In addition, if a change of control repurchase event has occurred, unless we have exercised our right to redeem the notes or have defeased the notes, we will be required to offer to purchase the notes from holders on the terms described in this prospectus supplement. There is no sinking fund for the notes.

The notes offered by this prospectus supplement will not be listed on any securities exchange.

See Risk Factors beginning on page S-7 of this prospectus supplement and Risk Factors contained in Vulcan Materials Company s Annual Report on Form 10-K for the year ended December 31, 2007, incorporated by reference herein, to read about important factors you should consider before buying the notes.

Neither the Securities and Exchange Commission nor any other regulatory body has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus supplement or the accompanying prospectus. Any representation to the contrary is a criminal offense.

	Per 2013 Note	Total	Per 2018 Note	Total
Public offering price	99.799%	$ 249,497,500	99.895%	$ 399,580,000
Underwriting discount	0.600%	$ 1,500,000	0.650%	$ 2,600,000
Proceeds, before expenses, to Vulcan Materials Company	99.199%	$ 247,997,500	99.245%	$ 396,980,000

The initial public offering prices set forth above do not include accrued interest, if any. Interest on the notes offered by this prospectus supplement will accrue from June 20, 2008 and must be paid by the purchasers if the notes are delivered after June 20, 2008.

The underwriters expect to deliver the notes through the facilities of The Depository Trust Company and its participants, including Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme, against payment in New York, New York on or about June 20, 2008.

Joint Book-Running Managers

Banc of America Securities LLC
Goldman, Sachs & Co.
JPMorgan
Wachovia Securities

Morgan Keegan & Company, Inc. **UBS Investment Bank**
Citi **Mizuho Securities USA Inc.**
Fifth Third Securities, Inc. **The Williams Capital Group, L.P.**

Prospectus Supplement dated June 18, 2008.

You should rely only on the information contained or incorporated by reference in this prospectus supplement and the accompanying prospectus. We have not authorized anyone to provide you with different information. We are not making an offer of these securities in any jurisdiction where the offer is not permitted. You should not assume that the information contained in this prospectus supplement or the accompanying prospectus is accurate as of any date other than the date on the front of this prospectus supplement.

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Prospectus Supplement

Prospectus

No dealer, salesperson or other person is authorized to give any information or to represent anything not contained or incorporated by reference in this prospectus supplement or the accompanying prospectus. You must not rely on any unauthorized information or representations. This prospectus supplement and the accompanying prospectus are an offer to sell only the notes offered hereby, but only under circumstances and in jurisdictions where it is lawful to do so. The information contained in this prospectus supplement or the accompanying prospectus is current only as of the date of the applicable document.

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ABOUT THIS PROSPECTUS SUPPLEMENT

This document consists of two parts. The first part is the prospectus supplement, which describes the specific terms of this offering. The second part is the prospectus, which contains more general information, some of which may not apply to this offering. You should read both this prospectus supplement and the accompanying prospectus, together with the documents identified under the heading Where You Can Find More Information and Incorporation by Reference of Certain Documents on page S-31 of this prospectus supplement. If the information set forth in this prospectus supplement differs in any way from the information set forth in the accompanying prospectus, you should rely on the information set forth in this prospectus supplement.

You should rely only on the information contained in or incorporated by reference in this prospectus supplement and the accompanying prospectus. This prospectus supplement and the accompanying prospectus may be used only for the purpose for which they have been prepared. We have not authorized any other person to provide you with different information. If anyone provides you with different or inconsistent information, you should not rely on it.

We are not, and the underwriters are not, making an offer to sell these securities in any jurisdiction where the offer or sale is not permitted. You should not assume that the information appearing in this prospectus supplement, the accompanying prospectus or any document incorporated by reference is accurate as of any date other than the date of the applicable document. Our business, financial condition, results of operations and prospects may have changed since that date. Neither this prospectus supplement nor the accompanying prospectus constitutes an offer, or an invitation on our behalf or on behalf of the underwriters, to subscribe for and purchase any of the securities and may not be used for or in connection with an offer or solicitation by anyone, in any jurisdiction in which such an offer or solicitation is not authorized or to any person to whom it is unlawful to make such an offer or solicitation.

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SUMMARY

Unless otherwise stated or the context otherwise requires, references in this prospectus supplement to Vulcan, the company, we, our, or us refer to Vulcan Materials Company and its consolidated subsidiaries. When we use these terms in Description of the Notes and The Offering in this prospectus supplement and Description of Debt Securities in the accompanying prospectus, we mean Vulcan Materials Company only, unless otherwise stated or the context otherwise requires. We entered into an Agreement and Plan of Merger, or the merger agreement, dated as of February 19, 2007, as amended on April 9, 2007, with Legacy Vulcan Corp., a New Jersey corporation formerly named Vulcan Materials Company (Legacy Vulcan), Florida Rock Industries, Inc., a Florida corporation (Florida Rock), Virginia Merger Sub, Inc. and Fresno Merger Sub, Inc. Pursuant to the merger agreement, on November 16, 2007, our newly created wholly owned subsidiary, Virginia Merger Sub, Inc., merged with and into Legacy Vulcan (the Vulcan merger), and our newly created wholly owned subsidiary, Fresno Merger Sub, Inc., merged with and into Florida Rock (the Florida Rock merger). As a result of the Vulcan merger and the Florida Rock merger, each of Legacy Vulcan and Florida Rock became our wholly owned subsidiaries. These mergers are referred to in this prospectus supplement as the mergers. Pursuant to the mergers, the existing shareholders of Legacy Vulcan and Florida Rock became our shareholders. As a result of the mergers, each Legacy Vulcan shareholder received one share of our common stock for each share of outstanding common stock of Legacy Vulcan held and 30% of the outstanding shares of Florida Rock common stock were each converted into the right to receive 0.63 shares of our common stock. In addition, after the consummation of the transactions contemplated by the merger agreement, our name was changed from Virginia Holdco, Inc. to Vulcan Materials Company, and Legacy Vulcan s name was changed from Vulcan Materials Company to Legacy Vulcan Corp.

The following summary highlights selected information contained elsewhere in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference in this prospectus supplement and may not contain all the information you will need in making your investment decision. You should carefully read this entire prospectus supplement, the accompanying prospectus and the documents incorporated by reference in this prospectus supplement and the accompanying prospectus. You should pay special attention to the Risk Factors section of this prospectus supplement and the Risk Factors section in our Annual Report on Form 10-K for the year ended December 31, 2007, incorporated by reference herein.

Vulcan Materials Company

We provide infrastructure materials that are required by the American economy. Headquartered in Birmingham, Alabama, we are the nation s largest producer of construction aggregates, primarily crushed stone, sand and gravel, a major producer of asphalt and concrete and a leading producer of cement in Florida. We are a New Jersey corporation that was incorporated on February 14, 2007 and has held Legacy Vulcan, formerly named Vulcan Materials Company, and Florida Rock as direct wholly owned subsidiaries since the completion of the mergers described above. Florida Rock is a leading producer of construction aggregates, cement, concrete and concrete products in the southeastern and mid-Atlantic states. The mergers further diversified the geographic scope of our operations, expanding our presence in attractive Florida markets and in other high-growth Southeastern and mid-Atlantic states, and adding approximately 1.7 billion tons of proven and probable mineral reserves in markets where reserves are increasingly scarce.

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We are traded on the New York Stock Exchange under the symbol VMC. Additional information about Vulcan Materials Company and its subsidiaries can be found in our documents filed with the Securities and Exchange Commission (SEC), which are incorporated herein by reference. See Where You Can Find More Information and Incorporation by Reference of Certain Documents in this prospectus supplement.

Our principal executive office is located at 1200 Urban Center Drive, Birmingham, Alabama 35242 and our telephone number is (205) 298-3000.

Our website is located at http://www.vulcanmaterials.com. We do not incorporate the information on our website into this prospectus supplement or the accompanying prospectus and you should not consider it part of this prospectus supplement.

Recent Developments

As of the date hereof, we have received commitments to fund a new $305 million Term Loan Credit Agreement with Wachovia Bank, National Association, as administrative agent, and various lenders. We anticipate that the transaction will close on or before June 23, 2008. These commitments are subject to customary conditions. The term loan will mature in 2011, and the terms are anticipated to be substantially similar to the five-year credit facility arranged in connection with the mergers. The proceeds will be used to repay borrowings outstanding under the bridge, 364-day or five-year credit facilities arranged in connection with the mergers or commercial paper issuances.

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The Offering

Issuer	Vulcan Materials Company
Notes Offered	$250,000,000 initial aggregate principal amount of 6.30% Notes due 2013 $400,000,000 initial aggregate principal amount of 7.00% Notes due 2018
Maturity	The 2013 notes will mature on June 15, 2013. The 2018 notes will mature on June 15, 2018.
Interest	The 2013 notes will bear interest at 6.30% per annum. We will pay interest on the 2013 notes semi-annually on June 15 and December 15 of each year commencing December 15, 2008. The 2018 notes will bear interest at 7.00% per annum. We will pay interest on the 2018 notes semi-annually on June 15 and December 15 of each year commencing December 15, 2008. Interest will be computed on the basis of a 360-day year comprised of twelve 30-day months. Interest on the notes offered by this prospectus supplement will accrue from June 20, 2008 and must be paid by the purchasers if the notes are delivered after June 20, 2008.
Optional Redemption	We may redeem the 2013 notes and the 2018 notes in whole at any time or in part from time to time at any time at the applicable make-whole premium redemption price described under Description of the Notes Optional Redemption in this prospectus supplement.
Change of Control	Upon a change of control repurchase event, we will be required to make an offer to repurchase all outstanding notes of each series at a price in cash equal to 101% of the aggregate principal amount of the notes repurchased, plus any accrued and unpaid interest to, but not including, the repurchase date. See Description of the Notes Change of Control Repurchase Event.
Ranking	The notes will be our general unsecured obligations and will rank equally with all of our other current and future unsecured and unsubordinated debt and senior in right of payment to all of our future subordinated debt. The notes are not guaranteed by any of our subsidiaries. The notes will be effectively subordinated to all of our secured debt (as to the collateral pledged to secure that debt) and to all indebtedness and other liabilities of our subsidiaries. As of March 31, 2008, we had approximately $3.8 billion of total unsecured debt (excluding intercompany liabilities), approximately $62.7 million of which was debt of our subsidiaries, and approximately $5.3 million of secured debt. The Indenture does not restrict the amount of secured or

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	unsecured debt that we or our subsidiaries may incur. See Risk Factors Risks Related to an Investment in the Notes in this prospectus supplement.
Authorized Denominations	Minimum denominations of $2,000 and $1,000 multiples in excess thereof.
Use of Proceeds	We expect to receive net proceeds, after deducting underwriting discounts but before deducting other offering expenses, of approximately $644,977,500 from this offering. We intend to use the proceeds to repay borrowings outstanding under the bridge, 364-day or five-year credit facilities arranged in connection with the mergers or commercial paper issuances. See Use of Proceeds.
No Listing of the Notes	We do not intend to apply to list the notes on any securities exchange or to have the notes quoted on any automated quotation system.
Governing Law	New York

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FORWARD-LOOKING STATEMENTS

This prospectus supplement, including the documents we incorporate by reference, contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the Securities Act), and Section 21E of the Securities Exchange Act of 1934, as amended (the Exchange Act). Generally, these statements relate to future financial performance, results of operations, business plans or strategies, projected or anticipated revenues, expenses, earnings, or levels of capital expenditures. Statements to the effect that we or our management anticipate, believe, estimate, expect, plan, predict, intend, or project a particular result or course of ever objective, or goal, or that a result or event should occur, and other similar expressions, identify these forward-looking statements. These statements are subject to numerous risks, uncertainties, and assumptions, including but not limited to general business conditions, competitive factors, pricing, energy costs, and other risks and uncertainties discussed in the reports we periodically file with the SEC. These risks, uncertainties, and assumptions may cause our actual results or performance to be materially different from those expressed or implied by the forward-looking statements. We caution prospective investors that forward-looking statements are not guarantees of future performance and that actual results, developments, and business decisions may vary significantly from those expressed in or implied by the forward-looking statements. We undertake no obligation to update publicly or revise any forward-looking statement for any reason, whether as a result of new information, future events or otherwise.

In addition to the risk factors identified in our Annual Report on Form 10-K for the year ended December 31, 2007, the following risks related to our business, among others, could cause actual results to differ materially from those described in the forward-looking statements:

- the possibility that the industry may be subject to future regulatory or legislative actions;
- the outcome of pending legal proceedings;
- changes in interest rates;
- the timing and amount of federal, state and local funding for infrastructure;
- changes in the level of spending for residential and private nonresidential construction;
- the highly competitive nature of the construction materials industry;
- pricing of our products;
- our ability to secure and permit aggregate reserves in strategically located areas;
- weather and other natural phenomena;
- energy costs;
- costs of hydrocarbon-based raw materials;
- increasing healthcare costs; and
- other risks and uncertainties.

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RISK FACTORS

Any investment in the notes will involve risks. You should carefully consider the following risks, together with the information included in or incorporated by reference in this prospectus supplement and the accompanying prospectus before deciding whether an investment in the notes is suitable for you. In addition to the risk factors set forth below, we also specifically incorporate by reference into this prospectus supplement the section captioned Risk Factors contained in our Annual Report on Form 10-K for the year ended December 31, 2007, incorporated by reference herein. If any of these risks actually occurs, our business, results of operations or financial condition could be materially and adversely affected. In such an event, the trading prices of the notes could decline, and you might lose all or part of your investment.

Risks Related to an Investment in the Notes

The Indenture does not limit the amount of indebtedness that we may incur.

The Indenture (as defined under Description of the Notes) under which the notes will be issued does not limit the amount of indebtedness that we may incur. Other than as described under Description of the Notes Change of Control Repurchase Event in this prospectus supplement, the Indenture does not contain any financial covenants or other provisions that would afford the holders of the notes any substantial protection in the event we participate in a highly leveraged transaction.

The definition of a change of control requiring us to repurchase the notes is limited, so that the market price of the notes may decline if we enter into a transaction that is not a change of control under the Indenture governing the notes.

The term change of control (as used in the notes and the supplemental indenture) is limited in terms of its scope and does not include every event that might cause the market price of the notes to decline. In particular, we could effect a transaction like we just completed with the mergers on a highly leveraged basis that would not be considered a change of control under the terms of the notes. Furthermore, we are required to repurchase notes of a series upon a change of control only if, as a result of such change of control, such notes receive a reduction in rating below investment grade. As a result, our obligation to repurchase the notes upon the occurrence of a change of control is limited and may not preserve the value of the notes in the event of a highly leveraged transaction, reorganization, merger or similar transaction.

The notes are obligations exclusively of Vulcan Materials Company and not of our subsidiaries and payment to holders of the notes will be structurally subordinated to the claims of our subsidiaries creditors.

The notes will be our general unsecured obligations and will rank equally with all of our other current and future unsecured and unsubordinated debt and senior in right of payment to all of our future subordinated debt. The notes are not guaranteed by any of our subsidiaries. The notes will be effectively subordinated to all indebtedness and other liabilities of our subsidiaries. As of March 31, 2008, we had approximately $3.8 billion of total unsecured debt (excluding intercompany liabilities), approximately $62.7 million of which was debt of our subsidiaries.

The notes will be effectively junior to secured indebtedness that we may issue in the future and there is no limit on the amount of secured debt we may issue.

The notes are unsecured. As of March 31, 2008, we had approximately $5.3 million of secured debt, but we may issue secured debt in the future in an unlimited amount. Although

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the Indenture contains a covenant limiting our ability to issue debt secured by any shares of stock or debt of any restricted subsidiary or by any principal property , as defined in the Indenture relating to the notes, we had as of March 31, 2008 six such principal properties, which represented approximately 25% of our consolidated net tangible assets. We could secure any amount of indebtedness with liens on any of our other assets without equally and ratably securing the notes. Holders of our secured debt that we may issue in the future may foreclose on the assets securing that debt, reducing the cash flow from the foreclosed property available for payment of unsecured debt, including the notes. Holders of our secured debt also would have priority over unsecured creditors in the event of our bankruptcy, liquidation or similar proceeding.

There is no public market for the notes, which could limit their market price or your ability to sell them.

Each series of notes is a new issue of securities for which there currently is no trading market. As a result, we cannot provide any assurances that a market will develop for either series of notes or that you will be able to sell your notes. If any of the notes are traded after their initial issuance, they may trade at a discount from their initial offering price. Future trading prices of the notes will depend on many factors, including prevailing interest rates, the market for similar securities, general economic conditions and our financial condition, performance and prospects. Accordingly, you may be required to bear the financial risk of an investment in the notes for an indefinite period of time. We do not intend to apply for listing or quotation of either series of notes on any securities exchange or automated quotation system.

If active trading markets do not develop for the notes, you may be unable to sell your notes or to sell your notes at prices that you deem sufficient.

The notes are new issues of securities for which there currently are no established trading markets. We do not intend to list the notes on any securities exchange. While the underwriters of the notes have advised us that they intend to make a market in each series of notes, the underwriters will not be obligated to do so and may stop their market-making at any time. No assurance can be given:

- that a market for any series of notes will develop or continue;
- as to the liquidity of any market that does develop; or
- as to your ability to sell any notes you may own or the price at which you may be able to sell your notes.

Downgrades or other changes in our credit ratings that may occur as a result of the mergers or other events could affect our financial results and reduce the market value of the notes.

Our debt securities are currently rated investment grade by each of Moody s and S&P. A rating is not a recommendation to purchase, hold or sell our debt securities, since a rating does not predict the market price of a particular security or its suitability for a particular investor. Either rating organization may lower our rating or decide not to rate our securities in its sole discretion. The rating of our debt securities is based primarily on the rating organization s assessment of the likelihood of timely payment of interest when due on our debt securities and the ultimate payment of principal of our debt securities on the final maturity date. Any ratings downgrade could increase our cost of borrowing or require certain actions to be performed to rectify such a situation. The reduction, suspension or withdrawal of the ratings of our debt securities will not, in and of itself, constitute an event of default under the Indenture.

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RATIO OF EARNINGS TO FIXED CHARGES

The ratio of earnings to fixed charges for Vulcan is set forth below for the periods indicated. For purposes of computing the ratio of earnings to fixed charges, earnings were calculated by adding (1) earnings from continuing operations before income taxes; (2) minority interest in earnings of a consolidated subsidiary; (3) fixed charges; (4) capitalized interest credits; and (5) amortization of capitalized interest. Fixed charges consist of: (1) interest expense before capitalization credits; (2) amortization of financing costs; and (3) one-third of rental expense.

Year Ended December 31,					Three Months Ended March 31,
2003	**2004**	**2005**	**2006**	**2007**	**2008**
5.7x	7.3x	8.7x	12.9x	9.2x	1.3x

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USE OF PROCEEDS

We expect to receive net proceeds, after deducting underwriting discounts but before deducting other offering expenses, of approximately $644,977,500 from this offering. We intend to use the proceeds to repay borrowings outstanding under the bridge, 364-day or five-year credit facilities arranged in connection with the mergers or commercial paper issuances.

Banc of America Securities LLC and Goldman, Sachs & Co. are dealers with respect to our commercial paper program, and JPMorgan Chase Bank, N.A., an affiliate of J.P. Morgan Securities Inc., is the issuing and paying agent. Each of Bank of America, N.A., an affiliate of Banc of America Securities LLC, Goldman Sachs Credit Partners L.P., an affiliate of Goldman, Sachs & Co., JPMorgan Chase Bank, N.A., an affiliate of J.P. Morgan Securities Inc., and Wachovia Bank, National Association, an affiliate of Wachovia Capital Markets, LLC, is a lender under the credit facilities. In addition, certain of the co-managers or their affiliates are lenders under our credit facilities. Since more than 10% of the net proceeds from this offering, not including underwriting compensation, will be paid to affiliates of members of the Financial Institution Regulatory Authority (FINRA) who are participating in this offering, this offering is being conducted in compliance with FINRA Conduct Rule 2710(h). Certain of the underwriters and their respective affiliates may also participate in our new term loan.

The bridge credit facility matures on November 14, 2008, the 364-day credit facility matures on November 14, 2008, which may be extended under certain circumstances, the five-year credit facility matures on November 16, 2012, which may be extended under certain circumstances, and as of June 16, 2008 our outstanding commercial paper had an average maturity of 1 day.

At June 16, 2008, we had $180.0 million outstanding borrowings under the bridge credit facility at an interest rate of 2.69%, $487.0 million of outstanding borrowings under the 364-day credit facility at an interest rate of 2.58%, $1.4 billion of outstanding borrowings under the five-year credit facility at an interest rate of 2.57%, and $100.0 million of outstanding commercial paper issuances with a weighted average interest rate of 2.80%.

At June 16, 2008 we had open forward starting interest rate swap agreements with a total notional amount of $600.0 million. We intend to settle these swaps for a cash payment of approximately $27.0 million.

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CAPITALIZATION

The following table sets forth our capitalization, on a consolidated basis, as of March 31, 2008:

on an actual basis; and

as adjusted to give effect to the sale of the notes in this offering and the application of the net proceeds, after deducting underwriting discounts but before deducting other offering expenses, as described under Use of Proceeds.

The unaudited information set forth below should be read in conjunction with our Annual Report on Form 10-K for the year ended December 31, 2007, and our Quarterly Report on Form 10-Q for the quarter ended March 31, 2008, each incorporated by reference herein.

	As of March 31, 2008 (Amounts in thousands)	
	Actual	**As Adjusted**
Bank borrowings and commercial paper(1)	$ 2,192,689	$ 1,547,711
Current portion of long term debt	34,834	34,834
Total current debt and short-term borrowings	2,227,523	1,582,545
6.00% Notes due 2009	250,000	250,000
Floating Rate Notes due 2010	325,000	325,000
5.60% Notes due 2012(2)	299,494	299,494
6.30% Notes due 2013(3)		249,498
6.40% Notes due 2017(4)	349,812	349,812
7.00% Notes due 2018(5)		399,580
7.15% Notes due 2037(6)	249,307	249,307
Private placement notes	15,727	15,727
Medium-term notes	21,000	21,000
Industrial development revenue bonds	17,550	17,550
Other notes	1,782	1,782
Total long-term debt	1,529,672	2,178,750
Total debt	3,757,195	3,761,295
Shareholders equity	3,747,019	3,747,019
Total debt and shareholders equity	$ 7,504,214	$ 7,508,314

(1) As of the date hereof, we have received commitments to fund a new $305,000 Term Loan Credit Agreement with Wachovia Bank, National Association, as administrative agent, and various lenders. We anticipate that the transaction will close on or before June 23, 2008. These commitments are subject to customary conditions. The term loan will mature in 2011, and the terms are anticipated to be substantially similar to the five-year credit facility arranged in connection with the mergers. The proceeds will be used to repay borrowings outstanding under the bridge, 364-day or five-year credit facility arranged in connection with the mergers or commercial paper issuances.

(2) Includes a decrease in valuation for unamortized discounts of $506,.

(3) Includes a decrease in valuation for unamortized discounts of $502,.

(4) Includes a decrease in valuation for unamortized discounts of $188,.

(5) Includes a decrease in valuation for unamortized discounts of $420,.

(6) Includes a decrease in valuation for unamortized discounts of $693,.

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SELECTED CONSOLIDATED FINANCIAL INFORMATION

The selected historical financial data set forth below for each of the five years ended December 31, 2007 have been derived from our audited consolidated financial statements and those of our predecessor, Legacy Vulcan, and reflect the results from our continuing operations. The statement of earnings data set forth below for the year ended December 31, 2007 includes Florida Rock for the period from November 16, 2007 through December 31, 2007. The data as of March 31, 2008 and 2007 and for the three months then ended have been derived from our unaudited condensed consolidated financial statements and those of our predecessor, Legacy Vulcan, and in management s opinion, reflect all adjustments, consisting only of those of a normal recurring nature, necessary to present fairly the results of operations and financial position for the periods presented. The following data are only a summary and should be read in conjunction with our audited consolidated financial statements which may be found in our Annual Report on Form 10-K for the year ended December 31, 2007, and our unaudited condensed consolidated financial statements which may be found in our Quarterly Report on Form 10-Q for the three months ended March 31, 2008, each of which is incorporated by reference herein. Operating results for the three months ended March 31, 2008 are not necessarily indicative of the results for the full year ending December 31, 2008.

The following data should be read in conjunction with (i) the audited consolidated statements of income and cash flows and accompanying notes for each of the years in the three-year period ended September 30, 2007 of Florida Rock, which became our wholly-owned subsidiary on November 16, 2007, incorporated by reference in this prospectus supplement included in our Current Report on Form 8-K/A filed on November 21, 2007, and (ii) our unaudited pro forma condensed combined statements of earnings and accompanying notes, also incorporated by reference in this prospectus supplement included in our Current Report on Form 8-K/A filed on June 17, 2008. See Where You Can Find More Information and Incorporation by Reference of Certain Documents beginning on page S-31.

	Three Months Ended March 31,		Years Ended December 31,				
	2008	2007	2007	2006	2005	2004	2003
	(Amounts in thousands)						
Statement of Earnings Data:							
Net sales	$ 771,762	$ 630,187	$ 3,090,133	$ 3,041,093	$ 2,614,965	$ 2,213,160	$ 2,086,944
Depreciation, depletion, accretion and amortization	95,856	60,801	271,475	226,351	222,400	211,327	216,122
Operating earnings(1)	66,758	137,146	714,417	695,089	476,836	403,729	378,318
Interest expense, net	42,787	5,312	41,593	20,139	20,519	34,681	49,635
Earnings from continuing operations before income taxes(2)	21,320	133,036	667,502	703,491	480,695	377,362	335,080
Earnings from continuing operations	$ 14,485	$ 89,339	$ 463,086	$ 480,178	$ 344,128	$ 262,496	