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Vulcan Materials Form 4 June 04, 2008	s CO										
FORM 4 Check this bo if no longer subject to Section 16. Form 4 or Form 5	STATES IENT OF	Wa 7 CHAN	shington NGES IN SECUI	N OMB Number: Expires: Estimated a burden hou response	urs per						
obligations may continue. <i>See</i> Instruction 1(b). (Print or Type Respo	n			•	•	pany Act y Act of 1	of 1935 or Secti 940	on			
1. Name and Addre KOROLOGOS MCLAUGHLIN	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol Vulcan Materials CO [VMC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 1200 URBAN CENTER DRIVE			3. Date of Earliest Transaction(Month/Day/Year)06/02/2008				X_ Director 10% Owner Officer (give title Other (specify below) below)				
BIRMINGHAM		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of. or Beneficia	llv Owned		
	ransaction Date nth/Day/Year)		ed Date, if	3.	4. Securiti nAcquired (Disposed ((Instr. 3, 4	es (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Report o	n a separate line	for each cla	uss of sec	urities bene	Person inform require	ns who res ation cont ed to respo ys a curre	or indirectly. Spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pri
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr

	Derivative Security					(A) orDisposed(D)(Instr. 3, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock (Deferred Stock Units)	<u>(1)</u>	06/02/2008		A <u>(2)</u>		1,400		<u>(3)</u>	(3)	Common Stock	1,400
Repor	ting Ow	ners									
Reporting Owner Name / Address		D. (Relationship								
1200 URB	GOS ANN MO AN CENTER HAM, AL 352	DRIVE	Director	10% Owner	Offi	icer Oth	ier				
Signat	ures										
By: Amy l	M. Tucker,		06/04	/2008							

Attorney-in-Fact **Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Convertible on a 1-for-1 basis.
- (2) Annual deferred stock grant made to the reporting person under the Vulcan Materials Company 2006 Omnibus Long-Term Incentive Plan.

Deferred Stock Units vest on June 1, following a three-year award period. Vested shares will be delivered to the reporting person in the month of March following the year in which the reporting person ceases to be a member of the Board of Directors, unless the reporting

(3) Inform of Match following the year in which the reporting person ceases to be a member of the Board of Directors, timess the reporting person has elected to defer payment of the award, or unless payment is made earlier due to the death or disability of the reporting person or a change in control of Vulcan. The fair market value of the award is not determinable until the payment date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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