



THE UNITED STATES
CORPORATION
COMPANY

F01000000828

ACCOUNT NO. : 072100000032

REFERENCE : 977450 4305026

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
FEB 12 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Patricia Pignatelli

ORDER DATE : January 25, 2001

ORDER TIME : 1:02 PM

ORDER NO. : 977450-020

CUSTOMER NO: 4305026

100003674761--5

CUSTOMER: Julianne M. Ells, Legal Asst
Sullivan & Worcester LLP
One Post Office Square
23rd Fl
Boston, MA 02109

FOREIGN FILINGS

NAME: AMERICAN STEEL AND ALUMINUM
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
01 FEB 12 PM 1:43
DIVISION OF CORPORATION

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER:

File 2nd

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

1. American Steel and Aluminum Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Massachusetts 3. 04-2232435
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 26, 1965 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
1050 University Avenue
7. Norwood, MA 02062
(Principal office address)
8. _____
(Current mailing address)
See attached purpose rider
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Louise B. Smith
(Registered agent's signature)
Louise B. Smith Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Peter V. Balboni

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMERICAN STEEL AND ALUMINUM CORPORATION

Purpose Rider

To manufacture, warehouse, fabricate, buy, sell, import, export, trade and deal in, steel, aluminum, other metals, products, goods, materials, merchandise, and machinery of every kind and description and to engage in all activities related thereto.

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

American Steel and Aluminum Corporation

List of Officers and Directors

Officers:

D. Bryan Jones	Chairman of the Board	1050 University Avenue Norwood, MA 02062
Stephen D. Shaw	President	1050 University Avenue Norwood, MA 02062
Mark Willwerth	Division President	1050 University Avenue Norwood, MA 02062
Robert C. Pierson	Division President	1050 University Avenue Norwood, MA 02062
Peter V. Balboni	Vice President Finance; Treasurer	1050 University Avenue Norwood, MA 02062
Christopher H. Pickwood	Clerk	1050 University Avenue Norwood, MA 02062
Pamela A. Hanner	Assistant Clerk; Assistant Treasurer	1050 University Avenue Norwood, MA 02062
Thomas V. McKenna	Assistant Treasurer	1050 University Avenue Norwood, MA 02062

Directors:

D. Bryan Jones	1050 University Avenue Norwood, MA 02062
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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts

February 2, 2001

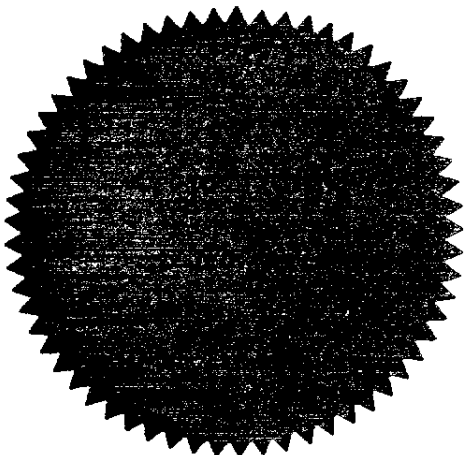
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

AMERICAN STEEL AND ALUMINUM CORPORATION

is a domestic corporation organized on **April 26, 1965**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

