

F9500001915



ACCOUNT NO. : 072100000032
REFERENCE : 581487 86901A
AUTHORIZATION :
COST LIMIT : * PREPAID

ORDER DATE : April 18, 1995

ORDER TIME : 3:13 PM

ORDER NO. : 581487

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-04/19/95--01005--003
****131.25 ****131.25

CUSTOMER NO: 86901A

W95-8359

CUSTOMER: Ms. Amy Johnson
Prentice Hall Legal &
84 State Street

Boston, MA 02109

FOREIGN FILINGS

NAME: GULF STATES STEEL ACQUISITION
CORP.

X PROFIT
 NON-PROFIT

XXX CORPORATE
 LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XXXX CERTIFIED COPY
- PLAIN STAMPED COPY
- XXXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 19 PM 4: 08
mtb



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 19, 1995

CSC NETWORKS

SUBJECT: GULF STATES STEEL ACQUISITION CORP.
Ref. Number: W95000008359

We have received your document for GULF STATES STEEL ACQUISITION CORP. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

A brief description of the entity's nature of business must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 295A00018297

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95 APR 19 PM 4: 08

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

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

1. Gulf States Steel Acquisition Corp.
(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. Alabama
(State or country under the law of which it is incorporated)
3. 63-1141013
(FEI number, if applicable)
4. March 16, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See section: 607.1501, 607.1502, and 617.106, F.S.))
7. c/o Watermill Ventures
800 South Street, Waltham, MA 02154
(Current mailing address)
8. Any and all lawful ~~business~~ Business
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.
The Prentice-Hall Corporation System, Inc.
By: Marcia G. Harner, Asst Secy.
(Registered agent's signature)
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.

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DIVISION OF CORPORATIONS
APR 19 PM 4:09

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

A. DIRECTORS

Chairman: _____

Address: _____

Director
Vice Chairman: Dale S. Okonow

Address: 11 Marant Drive

Needham, MA 02192

Director: Steven E. Karol

Address: 17 Louisburg Square

Boston, MA

Director: William S. Karol

Address: 1242 South Street

Needham, MA 02191

B. OFFICERS

President: Steven E. Karol

Address: 17 Louisburg Square

Boston, MA

Vice President: William S. Karol Dale S. Okonow

Address: 1242 South Street 11 Marant Drive

Needham, MA 02192 Needham, MA 02192

Secretary: Dale S. Okonow Asst. Sec. Bruce E. Rogoff

Address: 11 Marant Drive 39 Westgate Road

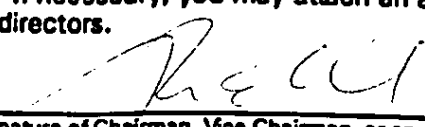
Needham, MA 02192 Wellesley, MA 02181

Treasurer: William S. Karol

Address: 1242 South Street

Needham, MA 02192

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)

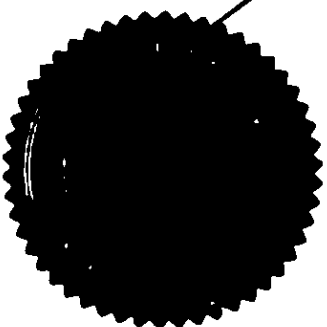
14. Steven E. Karol, President
(Typed or printed name and capacity of person signing application)

95 APR 19 PM 4:09
SECRETARY OF STATE
COMMUNICATIONS

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Gulf States Steel Acquisition Corp. incorporated in Etowah County, Gadsden, Alabama on March 16, 1995. I further certify that the records do not disclose that said Gulf States Steel Acquisition Corp. has been dissolved.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 19 PM 4:09



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 14, 1995

Date

Jim Bennett

Jim Bennett

Secretary of State