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03-30-1999 90017 036 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 809107

1. Corporation Name
LTV STEEL COMPANY, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business: 200 PUBLIC SQRE, TAX DEPT. STE 39209, CLEVELAND OH 44114-2308, US
 Mailing Address: 200 PUBLIC SQRE, TAX DEPT. STE 39209, CLEVELAND OH 44114-2308, US

3. Date Incorporated or Qualified: 10/31/1952
 4. FEI Number: 34-0486510
 5. Certificate of Status Desired: \$8.75 Additional Fee Required
 6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
 8. This corporation owes the current year Intangible Personal Property Tax: Yes No

2. Principal Place of Business: 21 200 PUBLIC SQUARE, 22 Suite, Apt. #, etc., 23 City & State, 24 Zip, 25 Country
 2a. Mailing Address: 26 200 PUBLIC SQUARE, 27 Suite, Apt. #, etc., 28 City & State, 29 Zip, 30 Country

9. Name and Address of Current Registered Agent: CT CORPORATION SYSTEM, 1200 S. PINE ISLAND ROAD, PLANTATION FL 33324
 10. Name and Address of New Registered Agent: 81 Name, 82 Street Address (P.O. Box Number is Not Acceptable), 83, 84 City, 85 Zip Code (FL)

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: _____ DATE: _____
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|-------------------|---|---|
| TITLE | CD | 1.1 TITLE | DIRECTOR <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HOAG, D.H. (CEO) | 1.2 NAME | |
| STREET ADDRESS | 200 PUBLIC SQUARE | 1.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEVELAND OH | 1.4 CITY-ST-ZIP | |
| TITLE | V | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HUGE, A. W. | 2.2 NAME | |
| STREET ADDRESS | 200 PUBLIC SQRE | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEVELAND OH | 2.4 CITY-ST-ZIP | |
| TITLE | VPC | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HENNING, G.T. | 3.2 NAME | |
| STREET ADDRESS | 200 PUBLIC SQRE | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEVELAND OH | 3.4 CITY-ST-ZIP | |
| TITLE | P | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | KELLY, J.P. | 4.2 NAME | |
| STREET ADDRESS | 200 PUBLIC SQRE | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEVELAND OH | 4.4 CITY-ST-ZIP | |
| TITLE | VPT | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SKUREK, J.C. | 5.2 NAME | |
| STREET ADDRESS | 200 PUBLIC SQRE | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEVELAND OH | 5.4 CITY-ST-ZIP | |
| TITLE | VPSM | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MORAN, G. J. | 6.2 NAME | |
| STREET ADDRESS | 200 PUBLIC SQRE | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEVELAND OH | 6.4 CITY-ST-ZIP | |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *Will Kelly* WILL KELLY ASSISTANT CONTROLLER 3/24/99 616-622-3945
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/98)

LTV STEEL COMPANY, INC.

FEIN: 34-0486510

809107
272949 90017.36

DIRECTORS

Director

NAME

Arthur W. Hüge

J. Peter Kelly

BUSINESS ADDRESS

200 Public Square, Cleveland OH 44114-2308

200 Public Square, Cleveland OH 44114-2308

OFFICERS

Chairman

President

Executive Vice President

Senior Vice President

Vice President

Treasurer

Controller

Secretary

Assistant Treasurer

Assistant Controller

Assistant Secretary

NAME

J. Peter Kelly *1

J. Peter Kelly

James F. Haeck

Richard J. Hipple

Arthur W. Hüge*2

Jeffrey A. Saxon

Robert T. Buck*3

Glenn J. Moran*4

David E. Althoff*5

Brian Attwood*6

Douglas A. Brook*7

David L. Carroll*8

George T. Henning*9

Robert A. Morrow*10

John C. Skurek*11

A. Cole Tremain*12

Linda K. Wiersema*13

John C. Skurek

George T. Henning

Glenn J. Moran

James W. Croll

Susan C. Leathers

John T. Delmore

Will L. Kelly

Hal C. Hedrick, Jr.

David B. Pollack

Kay Woods

Thaddeus A. Zalenski

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February 22, 1999

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