

TRANSMITTAL LETTER
F00000006348

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Phoenix Metals International, Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are
foreign corporation to transact business in Florida: 000003365228--2
-08/21/00--01035--004
****131.25 *****87.50

Please return all correspondence concerning this:

Donald R. Milks

(Name of Person)

Phoenix Metals International, Incorporated

(Firm/Company)

5449 Maule Way

(Address)

Mangonia Park, Florida 33407

(City/State/Zip)

FILED
00 NOV 14 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Name	Donald R. Milks
Availability	
Document Examiner	DCC
Updater	COURIER ADDRESS:
Updater Verifier	Qualification/Tax Lien Sec. Division of Corporations 409 E. Gaines St Tallahassee, FL 32399
Telephone Number	
Verifier	DCC

(Name of Person)

at 561-863-1333

(Area Code & Daytime Telephone Number)

MAILING ADDRESS: ✓

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

①cert

6 pages

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Phoenix Metals International, Inc.

**5449 Maule Way
Mangonia Park, FL 33407
(561) 863-1333 Phone
(561) 863-7722 Fax**

November 1, 2000

Florida Department of State
Qualification/ Tax Lien Section
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

Attn: Diane Cushing, Corporate Specialist

Ref: Letter Number 300A00045636

Dear Ms. Cushing,

We have enclosed at your request, the original Certificate of Good Standing from the State of Delaware and a copy of your letter, number 300A0045636 dated August 25, 2000.

Thank you for your cooperation and assistance.

Sincerely,



Donald R. Milks
President

/jlb



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 25, 2000

DONALD R. MILKS
PHOENIX METALS INTERNATIONAL, INCORPORATED
5449 MAULE WAY
MANGONIA PARK, FL 33407

SUBJECT: PHOENIX METALS INTERNATIONAL, INCORPORATED
Ref. Number: W00000020974

We have received your document for PHOENIX METALS INTERNATIONAL, INCORPORATED and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 300A00045636

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:

1. Phoenix Metals International, Incorporated
(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. Delaware
(State or country under the law of which it is incorporated)
3. 65-1030396
(FEI number, if applicable)
4. July 20, 2000
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. August 1, 2000
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 5449 Maule Way
Mangonia Park, Florida 33407
(Current mailing address)
8. Manufacture of Metal Roofing Products
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Donald R. Milks

Office Address: 5449 Maule Way

Mangonia Park, Florida, 33407
(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.

Donald R. Milks
(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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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Ronald S.W. Knighton

Address: 616 North Golden Avenue, Fullerton, CA 92832

Vice Chairman: Jan L. af Petersen

Address: 810 Espanola Way, Miami Beach, FL 33139

Director: Dennis McGowan

Address: 12710 N.E. Morris Court, Portland, OR 97230

Director: Donald R. Milks

Address: 5449 Maule Way

Mangonia Park, Florida 33407

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Donald R. Milks

Address: 5449 Maule Way, Mangonia Park, FL 33407

Vice President: Ronald S.W. Knighton

Address: 616 North Golden Avenue, Fullerton, CA 92832

Secretary: Jan L. af Petersen

Address: 810 Espanola Way, Miami Beach, FL 33139

Treasurer: Dennis McGowan

Address: 12710 N.E. Morris Court, Portland, OR 97230

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

13. Donald R. Milks Pres.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Donald R. Milks, Director
(Typed or printed name and capacity of person signing application)

DO NOT
4 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

State of Delaware
Office of the Secretary of State

PAGE 1

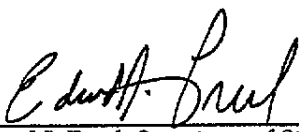
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PHOENIX METALS INTERNATIONAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PHOENIX METALS INTERNATIONAL INC." WAS INCORPORATED ON THE TWENTIETH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
00 NOV 14 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

3262754 8300

AUTHENTICATION: 0764760

001546398

DATE: 10-31-00