



FO1000000555

ACCOUNT NO. : 072100000032

REFERENCE : 981556 4802694

AUTHORIZATION : *Patricia Pigatto*

COST LIMIT : \$ 70.00

ORDER DATE : January 29, 2001

ORDER TIME : 9:46 AM

ORDER NO. : 981556-005

CUSTOMER NO: 4802694

CUSTOMER: Ms. Lori Lee
Edwards & Angell
2800 Bankboston Plaza
Providence, RI 02903

FOREIGN FILINGS

800003601248--4

NAME: WESTBURY ALLOYS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley -- EXT# 1130

EXAMINER: _____

RECEIVED
JAN 30 AM 10:37
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

01 JAN 30 PM 12:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

W/1/30
FILED

5p

**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. Westbury Alloys, Inc.
(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 3. 11-3434410
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/23/97 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.)
7. 750 Shames Drive, Westbury, New York 11590
(Principal office address)
750 Shames Drive, Westbury, New York 11590
(Current mailing address)
8. Refining and reclamation business
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
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,

 A.C.T. V.P.
(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.

FILED
01 JAN 30 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: See attached officers/directors rider

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. _____

Mark R. Buckley, Treasurer

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

FILED
01 JAN 30 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WESTBURY ALLOYS, INC.

Officers and Directors

Officers

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Mandel Sherman	President	750 Shames Drive Westbury, NY 11590
Mark R. Buckley	Chief Financial Officer and Treasurer	750 Shames Drive Westbury, NY 11590
Michael Huber	Chief Operating Officer	750 Shames Drive Westbury, NY 11590
David Sass	Secretary	c/o McLaughlin & Stern, LLP 260 Madison Avenue 18 th Floor New York, NY 10016

Directors

Mandel Sherman	750 Shames Drive, Westbury, NY 11590
Michael Reiss	750 Shames Drive, Westbury, NY 11590
Michael O'Hanlon	750 Shames Drive, Westbury, NY 11590
John Conley	750 Shames Drive, Westbury, NY 11590
Harry Roberts	750 Shames Drive, Westbury, NY 11590

FILED
01 JAN 30 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Delaware

PAGE 1

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WESTBURY ALLOYS, 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 TWENTY-NINTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
01 JAN 30 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2799492 8300

AUTHENTICATION: 0941320

010045726

DATE: 01-29-01