

ACCOUNT NO.

072100000032

REFERENCE : 981556

4802694

AUTHORIZATION

COST LIMIT

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)

E RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley -- EXT# 1130

EXAMINER:

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.				
	words or abbre		NCORPORATED", "COMPANY", "CORPORATION" or e as will clearly indicate that it is a corporation instead of a in the name at present.)			
2.		Delaware	3. 11–3434410			
	(State or count	try under the law of which it is in	corporated) 3 11-3434410 (FEI number, if applicable)			
4.		9/23/97	5. Perpetual			
	(Da	te of incorporation)	5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")			
6.		Upon qualification				
			oration has not transacted business in Florida, insert "upon qualification.") ONS 607.1501, 607.1502 and 817.155, F.S.)			
7.	750 Shames Drive, Westbury, New York 11590					
		(Princ	ipal office address)			
		750 Shames Drive, Wes	bury, New York 11590			
		(Curr	ent mailing address)			
8.		Refining and reclamat	on business			
	(Purpose	(s) of corporation authorized in h	ome state or country to be carried out in state of Florida)			
9.	Name and st	reet address of Florida regis	tered agent: (P.O. Box or Mail Drop Box NOT acceptable)			
	Name:	Corporation Service C	ompany · · · · · · · · · · · · · · · · · · ·			
Ofi	ffice Address:	1201 Hays Street	ompany Florida 32301			
		Tallahassee	, Florida 32301			
		• • • • • • • • • • • • • • • • • • • •	(Zip code)			

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 .

(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.

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

A. DIRECTORS	
Chairman: See attached officers/directors rider	
Address:	
Vi Oh-i	
Vice Chairman:	
Address:	
Director:	
Address:	
Director:	17 SE
	是是
Address:	33 3
	SSE FLU S.
B. OFFICERS	F1.0
President: See attached officers/directors rider	
Address:	, , , , , , , , , , , , , , , , , , ,
Vice President:	
Address:	
Address:	
Secretary:	
Address:	
Treasurer:	
Address:	
NOTE: If necessary, you may attach an addengum to the application listing additional officers at	nd/or directors.
13. While K. Smilly C.F.O.	
(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)	

WESTBURY ALLOYS, INC.

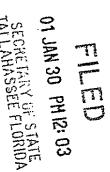
Officers and Directors

Officers

Name	Title	Business Address
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



State of Delaware Office of the Secretary of State

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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.

OT JAN 30 PM 12: 03
SECRETARY OF STATE
AND ANASSEE FLORIDA



Warriet Smith Windson, Secretary of State

AUTHENTICATION: 0941320

DATE: 01-29-01

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