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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 29, 1997

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: WORTHINGTON VENTURES, INC.

Ref. Number: F93000001414

We have received your document for WORTHINGTON VENTURES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE DATE IN #4 OF THE APPLICATION MUST MATCH THE DATE OF THE AMENDMENT ON THE CERTIFICATE.

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

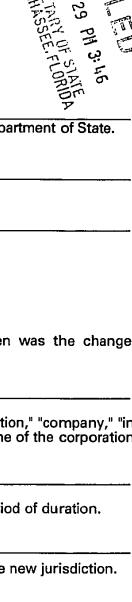
If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 297A00022241

please backdate CT-CORP

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA



SECTION I (1-3 must be completed)	RIE
Name of corporation as it appears within the r	ecords of the Department of State.
2. Incorporated under laws of: Delaware	
3. Date authorized to do business in Florida: March ;	17, 1993
SECTION II (4-7 complete only the applicab	le changes)
4. If the amendment changes the name of the of effected under the laws of its jurisdiction of incorpora	corporation, when was the change ation?
November 26. 1996	
Name of corporation after the amendment, addin corporated," or appropriate abbreviation, if not conta	g suffix "corporation," "company," "in lined in new name of the corporation
The Worthington Steel Company	
6. If the amendment changes the period of duration,	indicate new period of duration.
7. If the amendment changes the jurisdiction of incor	poration, indicate new jurisdiction.
$\mathcal{N}_{\mathcal{A}_{A}_{\mathcal{A}}}}}}}}}}$	
Mr abreach	April /L, 1997
Signature Name and Title	Date

(FLA.- 2251 - 3/19/93)

Donal H. Malenick, President

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE WORTHINGTON STEEL COMPANY", A PENNSYLVANIA CORPORATION, WITH AND INTO "WORTHINGTON VENTURES, INC." UNDER THE NAME OF "THE WORTHINGTON STEEL COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 1996, AT 3:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

A THE REAL PROPERTY OF THE PARTY OF THE PART

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

01-22-97