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C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, Ste. 200
Address
Tallahassee, FL. 32301 (904) 656-8298
City State Zip Phone

700001457347
-04/14/95--01113--002
*****35.00 *****35.00
700001457347
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*****35.00 *****35.00

CORPORATION(S) NAME

Rio Algon Inc

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION 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. Rio Algom 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. 54-1154614
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 23, 1980 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))

7. Vincent Metals Division
724 24th Avenue S.E.
Minneapolis, Minnesota 55414
(Current mailing address)

8. Distribution of metal 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:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

Connie Bryan
(Registered agent's signature) (Officer)
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
(Type Name and Title of Officer)

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DIVISION OF
CORPORATIONS
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STATE

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: John A. H. Bush

Address: 140 Fallingbrook Road

Scarborough, Ontario M1N 2T6

Vice Chairman: D. Brent Cochrane

Address: 188 Airdrie Road

East York, Ontario M4C 1M8

Director: Donald A. Cumming

Address: 30 Somerset Cr.

Richmond Hill, Ontario L4C 8N3

Director: Colin A. Macaulay

Address: 70 Roxborough Drive

Toronto, Ontario M4W 1X1

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B. OFFICERS

President: Colin A. Macaulay

Address: 70 Roxborough Drive

Toronto, Ontario M4W 1X1

Vice President: Norm E. Smith

Address: 500 North Deep Lake Rd.

St. Paul, Minnesota 55110

Secretary: John A. H. Bush

Address: 140 Fallingbrook Road

Scarborough, Ontario M1N 2T6

Treasurer: Mike H. Goldberg

Address: 1055 Lamview Avenue

Shoreview, Minnesota 55126

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

13. *Norman E. Smith*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Norman E. Smith, Vice President
(Typed or printed name and capacity of person signing application)

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ADDITIONAL DIRECTORS OF RIO ALGOM INC.

Michael S. Parrett

**160 Timpson Drive
Aurora, Ontario L4G 5N2**

Karen J. Perry

**66 Southwood Drive
Toronto, Ontario M4E 2T9**

ADDITIONAL OFFICERS OF RIO ALGOM INC.

Assistant Secretary

David J. Carter

**115 Southvale Drive
Toronto, Ontario M4G 1G6**

Assistant Secretary

Karen J. Perry

**66 Southwood Drive
Toronto, Ontario M4E 2T9**

Assistant Secretary

D. Brent Cochrane

**188 Airdrie Road
East York, Ontario M4G 1M8**

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DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RIO ALGOM 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 ELEVENTH DAY OF APRIL, A.D. 1995.

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

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

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7468926

DATE:

04-11-95