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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City State Zip Phone

904-222-1092

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*****70.00 *****70.00

CORPORATION(S) NAME

Horsehead Industries, Inc.

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BF 1-26

(X) Profit
( ) NonProfit
( ) Limited Liability Company
(X) Foreign

( ) Amendment
( ) Dissolution/Withdrawal

( ) Merger
( ) Mark

( ) Limited Partnership
( ) Reinstatement

( ) Annual Report
( ) Reservation

( ) Other
( ) Change of R.A.
( ) Fictitious Name

( ) Certified Copy

( ) Photo Copies

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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Horsehead Industries, 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
(State or country under the law of which it is incorporated)

3. 22-2370906
(FEI number, if applicable)

4. 7/24/81
(Date of incorporation)

5. Perpetual
(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 817.155, F.S.))

7. 110 East 59th Street
New York, NY 10022
(Current mailing address)

8. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be engaged in Florida.
(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: CT CORPORATION SYSTEM

Office Address: 1200 S. Pine Island Rd.

Plantation, Florida, 33324
(Zip Code)

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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 obligation of my position as registered agent.

(Registered agent's signature) (Officer)

Richard P. Borovoy, Asst. Secy.
(Type Name and Title of Officer)

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: See attached

A. DIRECTORS

Chairman: ____________________

Address: ____________________

____

Vice Chairman: ____________________

Address: ____________________

____

Director: ____________________

Address: ____________________

____

Director: ____________________

Address: ____________________

____

B. OFFICERS

President: ____________________

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. NEIL KURLANDER, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

HORSEHEAD INDUSTRIES, INC.

BOARD OF DIRECTORS

William E. Flaherty	Director	110 E. 59th Street, New York, NY 10022
David O. Carpenter	Director	Two Driftwood Point, Westport, CT 06880
David N. Judelson	Director	375 Park Avenue, New York, NY 10152
Tinkham Veale II	Director	1700 Epping Road, Gates Mills, OH 44040

OFFICERS

William E. Flaherty	Chairman & Chief Executive Officer	110 E. 59th Street, New York, NY 10022
William M. Quirk	Senior Vice President	110 E. 59th Street, New York, NY 10022
Peter W. Nelson	Vice President, Business Development	110 E. 59th Street, New York, NY 10022
Ronald J. Statile	Vice President	110 E. 59th Street, New York, NY 10022
Robert P. Marshall	Vice President, General Counsel & Secretary	110 E. 59th Street, New York, NY 10022
Neil R. Kurlander	Vice President, Assistant General Counsel & Assistant Secretary	110 E. 59th Street, New York, NY 10022

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HORSEHEAD INDUSTRIES, 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-FOURTH DAY OF JANUARY, A.D. 1996.

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.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

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AUTHENTICATION: 7801990

DATE: 01-24-96