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F96000002113

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

100001796431

-04/26/96--01073--003

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

CORPORATION(S) NAME

British Steel Incorporated

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DIVISION OF CORPORATIONS

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious name Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> CUS | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | | <input checked="" type="checkbox"/> Pick Up |
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DIVISION OF CORPORATIONS
100001796431

**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. British Steel Incorporated
(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. New York
(State or country under the law of which it is incorporated)
3. 13-2667848
(FEI number, if applicable)
4. 3/5/1969
(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 817.156, F.S.))
7. 475 N. Martingale Rd., Suite 400
Schaumburg, IL 60173-2222
(Current mailing address)
8. Sale of Steel
(Purpose(s) of corporation authorized in home state or country to be carried out in the state Florida)

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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


(Registered agent's signature) (Officer)

Beth A. Pope, Assistant Secretary
(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:

A. DIRECTORS See Attached sheet

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See attached sheet

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. Terrence E. Schaefer V.P. of Finance / Asst. Secretary
(Typed or printed name and capacity of person signing application)

**British Steel Inc.
13-2667848
Directors and Officers**

| Name & Title | Business Address | Residence Address |
|--|--|--|
| J. Andrew Davis Chairman / Director | 475 North Martingale Rd. Suite 400 Schaumburg, IL 60173-2222 | 215 Club Circle Lake Barrington, IL 60010 |
| Thomas E. Kinloy President | 475 North Martingale Rd. Suite 400 Schaumburg, IL 60173-2222 | 220 Covington Barrington, IL 60010 |
| Mack E. McKnight Vice President | 5410 Havenwoods Houston, TX 77066 | 5410 Havenwoods Houston, TX 77066 |
| John P. Cruickshank Secretary / Director | 475 North Martingale Rd. Suite 400 Schaumburg, IL 60173-2222 | 1673 Carmel Court Hoffman Estates, IL 60194 |
| Terrence E. Schaefer V.P. of Finance / Asst. Secretary | 475 North Martingale Rd. Suite 400 Schaumburg, IL 60173-2222 | 2511 N. Chestnut Arlington Heights, IL 60004 |
| Jeffrey W. Hoyer Vice President of Sales | 475 North Martingale Rd. Suite 400 Schaumburg, IL 60173-2222 | 804 Windcrest Court Sleepy Hollow, IL 60118 |
| Richard W. Triffitt Director | British Steel Distribution 9 Albert Embankment London, England | Holly Lodge 2 Arnhill Road Gretton Northampton NN17 3DN U.K. |

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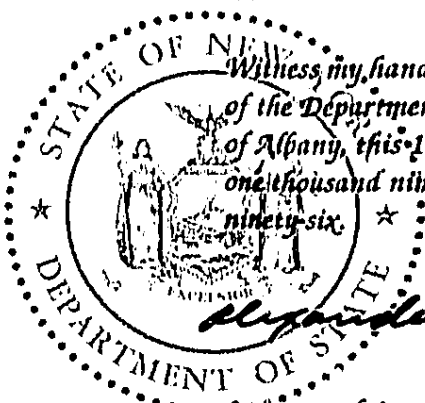
State of New York | **ss:**
Department of State

I hereby certify, that the certificate of incorporation of BRITISH STEEL INCORPORATED was filed on 07/25/1969, under the name of K. D. M. P. INC., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment K. D. M. P. INC., changing name to BRITISH STEEL CORPORATION INC., was filed 02/19/1970.

A Certificate of Amendment BRITISH STEEL CORPORATION INC., changing name to BRITISH STEEL INCORPORATED, was filed 09/06/1988.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 17th day of April
one thousand nine hundred and
ninety-six.
Elizabeth F. Trenchwell
Secretary of State

The seal of the State of New York Department of State is circular. It features the text "STATE OF NEW YORK" at the top and "DEPARTMENT OF STATE" at the bottom, separated by two stars. In the center is the Great Seal of the State of New York, which depicts a Native American holding a bow and arrow, with a sun rising behind a mountain range.

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