

Document Number Only

098000001057

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

700002639837--3

-09/15/98--01058--014

****285.00 ****285.00

Magsteel Group, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 15 PM 4:08

- ☐ Profit
☐ NonProfit
☒ Limited Liability Co.
☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

- ☐ Limited Partnership
☐ Reinstatement

☐ Annual Report
☐ Name Registration
☐ Fictitious Name

☐ Other
☐ Change of R.A.
☐ UCC

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem
☐ Will Wait

☐ After 4:30
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- ☒ Walk In
☐ Mail Out

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

SEP 15 1998

Thanks,
Jeff

9

NYT
9/15/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 15, 1998

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MAYSTEEL GROUP, LLC
Ref. Number: W98000021062

RECEIVED
98 SEP 18 PM 3:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

We have received your document for MAYSTEEL GROUP, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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 (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 398A00046737

*Please back-date to
original date of presentation*
Thurs
gjh

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

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1. Maysteel Group, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.)

2. Wisconsin 3. 39-1938082
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. July 13, 1998 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will
cease to exist or "perpetual")

6. November 30, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))

7. N89W14700 Patria Drive, Menomonee Falls, WI 53052

(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Please see attached</u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official
having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign
language, a translation of the certificate under oath of the translator must be submitted.)

MAYSTEEL CORPORATION

OFFICERS

President	Kim A. Harter	N89W14700 Patrita Drive Menomonee Falls, WI 53052
Vice President	Thomas J. Hauske, Sr.	1000 West Bruce Street Milwaukee, WI 53204
Vice President	Anders Segerdahl	800 North Marshall Street Milwaukee, WI 53202
Vice President, Asst. Secretary & Treasurer	John Steelman	N89W14700 Patrita Drive Menomonee Falls, WI 53052
Secretary	Thomas F. Clasen	800 North Marshall Street Milwaukee, WI 53202

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**MAYSTEEL GROUP, LLC
MANAGERS**

Thomas F. Clasen	800 North Marshall Street Milwaukee, WI 53202
Kim A. Harter	N89W14700 Patrita Drive Menomonee Falls, WI 53052
Thomas J. Hauske, Jr.	800 North Marshall Street Milwaukee, WI 53202
Thomas J. Hauske, Sr.	1000 West Bruce Street Milwaukee, WI 53204
Charles D. Krull	10201 W. Lincoln Avenue Milwaukee, WI 53227
Randall M. Perry	800 North Marshall Street Milwaukee, WI 53202
Anders Segerdahl	800 North Marshall Street Milwaukee, WI 53202
John Steelman	N89W14700 Patrita Drive Menomonee Falls, WI 53052
R. Douglas Ziegler	215 North Main Street West Bend, WI 53095

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of Maysteel Group, LLC

Thomas F. Clasen certifies:

- 1) the above named limited liability company has at least two m.
- 2) the total amount of cash contributed by the member(s) is \$ 128,000.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 52,810,000.
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 52,938,000.
(This total includes amounts from 2 and 3 above.)



Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

THOMAS F. CLASEN

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

The cash and other assets of Maysteel Corporation as of November 30, 1998 will be conveyed to Maysteel Group, LLC as of such date. As of August 9, 1998 such cash and other assets consisted of the items appearing on the following balance sheet.

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MAYSTEEL CORPORATION
CONSOLIDATING BALANCE SHEET

Period 9 08/09/98
(\$000s)

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ASSETS

Current Assets:
Cash & Investments
Net Receivables
Inventory
Other Current
Intercompany
Total Current
Fixed Assets:
Beginning Cost
Capital Expenditures
Accumulated Depreciation
Net Fixed
Other Assets:
Deferred Financing
Other
Total Other

Mayville	Columbus	Allenton	Meno Falls	E-M Assy	Ireland	Corporate	Total
				\$6	(\$13)	\$135	\$128
2,284	1,757	4,143	2,061	875	1,689		12,809
1,372	466	2,597	1,534	995	1,079	(4,103)	3,940
4	(4)	18	6	3	203	1,155	1,385
			(1)	(54)		34	(21)
3,660	2,219	6,758	3,600	1,825	2,958	(2,779)	18,241
14,033	4,199	22,829	14,842	783	5,486	1,369	63,541
702	178	2,247	499	0	220	19	3,865
(11,067)	(2,456)	(14,951)	(8,903)	(580)	(1,761)	(1,040)	(40,758)
3,668	1,921	10,125	6,438	203	3,945	348	26,648
				1,683		8	8
0	0	0	0	1,683	0	6,158	7,841
\$7,328	\$4,140	\$16,883	\$10,038	\$3,711	\$6,903	\$3,735	\$52,738

LIABILITIES & EQUITY

Current Liabilities:
Line of Credit
Curr. Portion L. T. Debt
Trade Payables
Accrued Wages & Benefits
Accrued Expense
Income Taxes Payable
Intercompany
Total Current
Industrial Revenue Bonds
Deferred Taxes
Other Long Term
Less Current Portion
Total Liabilities
Equity:
Common Stock & Surplus
Cumulative Translation Adjustment
Beg. Retained Earnings
Net Income
Dividends
Total Equity

					\$2,118	\$2,600	\$4,718
						650	650
218	69	1,815	366	245	791	796	4,300
447	166	1,011	355	47		1,295	3,321
88	109	705	606	42	258	527	2,335
						559	559
					399	(399)	0
753	344	3,531	1,327	334	3,566	6,028	15,883
						6,900	6,900
					(146)	2,302	2,156
					932	3,748	4,680
						(650)	(650)
					4,352	18,328	28,969
					4,200	(1,848)	2,352
					(239)		(239)
					(1,444)	19,304	17,860
					34	3,972	4,006
						(210)	(210)
					2,551	21,218	23,769
					\$6,903	\$39,546	\$52,738

Current Ratio (adding back 50% of the LIFO Reserve)

1.28

Debt to Equity Ratio (adding back 50% of the LIFO Reserve)

1.12

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT
TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF
FLORIDA.

1. The name of the Limited Liability Company is:

Maysteel Group, LLC

2. The name and the Florida street address of the registered agent and office are:

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

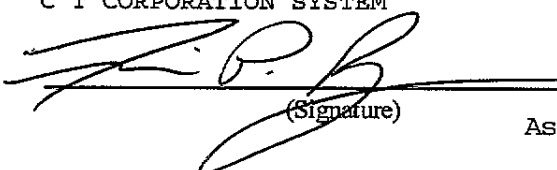
FL

33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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


Francis P. Regan

(Signature)

Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent

DFI/CCS/Corp
Fm 33 (DOM)
(7/96)

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United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

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To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

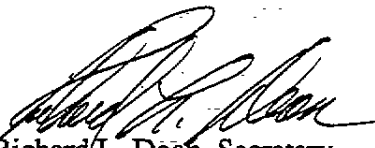
MAYSTEEL GROUP, LLC

is a domestic limited liability company organized under the laws of this state and that its date of organization is July 13, 1998.

I further certify that said company has not filed articles of dissolution with this department.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on September 10, 1998




Richard L. Dean, Secretary
Department of Financial Institutions

BY: *Robert Kois*

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.