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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Re: **STEEL SERVICE CENTER INSTITUTE OF FLORIDA, INC.**

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,



Scott Van Malssen
Incorporator / President, SSCI - Florida, Inc.

MAILING ADDRESS OF CORPORATION

SSCI - Florida
c/o Scott Van Malssen
O'Neal Steel, Inc.
147 Dennard Street
Jacksonville, FL

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

**STEEL SERVICE CENTER INSTITUTE OF FLORIDA, INC.,
a Florida Corporation Not-for-Profit.**

The undersigned incorporated, for the purpose of forming a corporation not-for-profit pursuant to the laws of the State of Florida, Florida Statutes, Chapter 617, hereby adopts the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is " **STEEL SERVICE CENTER INSTITUTE OF FLORIDA, INC.**, a Florida corporation not-for-profit, hereinafter referred to as the " SSCI - Florida ".

ARTICLE II - DURATION

The SSCI - Florida shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The purpose for which the ASSOCIATION is organized are as follows:

1. To operate as a corporation not-for-profit pursuant to Chapter 617 of the Florida Statutes.
2. To promote and exercise the rights, duties and responsibilities of the SSCI- Florida as provided in the BYLAWS.
3. To promote the health, safety, welfare, comfort, and social and economic benefit of the members of the SSCI - Florida.

ARTICLE IV - POWERS AND DUTIES

The ASSOCIATION shall have the following POWERS AND DUTIES:

1. All of the common law and statutory powers of a corporation not-for-profit under the laws of the State of Florida.
2. To administer, enforce, carry out and perform all of the acts, functions, rights and duties provided in or contemplated by, the BYLAWS, including but not limited to, the following:
 - a. Own and convey property;
 - b. Operate and maintain common property;
 - c. Establish rules and regulations;
 - d. Sue and be sued;
 - e. Contract for services to provide for operation and maintenance if the SSCI - Florida contemplates employing a maintenance company;
 - f. Exist in perpetuity; however, the Articles of Incorporation must provide that if the SSCI - Florida is dissolved, the common property of the SSCI - Florida shall be conveyed or dedicated to a similar not-for-profit corporation;
 - g. To obtain insurance as provided by the BYLAWS;
 - h. To borrow money for the purposes of carrying out the powers and duties of the SSCI-Florida;
 - i. To employ personnel necessary to perform the obligations, services and duties required of or to be performed by the SSCI - Florida and for the proper operation of the properties for which the SSCI - Florida is responsible, or to contract with others for the performance of such obligations, services or duties;
 - j. To enforce the provisions of the BYLAWS and these ARTICLES OF INCORPORATION; and
 - k. Take any other action necessary for the purpose for which the SSCI - Florida is organized.

ARTICLE V - MEMBERS

1. The MEMBERS of the SSCI - Florida shall consist of all those specifically identified businesses, as further described in the BYLAWS, operating in the State of Florida which are involved in the manufacture, distribution, sale or servicing of steel products. Membership shall be established as to each MEMBER upon the recording of these ARTICLES OF INCORPORATION. Upon the transfer of ownership of fee title to, or fee interest in, a business entity which is a MEMBER of the SSCI - Florida, whether by conveyance, devise, judicial decree, foreclosure, or otherwise, and upon the recordation amongst the public records in the county in which the business entity is located of the deed or other instrument establishing the acquisition and designating the business entity affected thereby, the new OWNER designated in such deed or other instrument shall thereupon become a MEMBER of the SSCI - Florida, and the membership of the prior OWNER as to the business entity designated shall be terminated, provided, however, that the SSCI - Florida shall not have the responsibility or obligation of recognizing any such change in membership until it has been delivered a true copy of the applicable deed or other instrument, or is otherwise informed of the transfer of ownership of the business entity.

2. The share of each member in the funds and assets of the SSCI - Florida, and the COMMON SURPLUS, and any membership in the SSCI - Florida, cannot be assigned, hypothecated or transferred in any manner except as a appurtenance to the business entity for which that membership is established.

3. On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each MEMBER. In the event any MEMBER entity is owned by more than one person and/or entity, the vote for such MEMBER shall be cast in the manner provided by the BYLAWS. Any person or entity owning more than one MEMBER shall be entitled to one vote for each MEMBER owned.

ARTICLE VI - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are as follows:

- (1) Scott Van Malssen
O'Neal Steel, Inc.
147 Dennard St.
Jacksonville, FL 32254

(2) Paul Loftin
Tampa Bay Steel
6901 East 6th Ave.
Tampa, FL 33619

(3) Larry Hatlestad
O'Neal Steel, Inc.
147 Dennard St.
Jacksonville, FL 32254

(4) Layton Lynch
5505 West Gray St.
McNichols Co.
Tampa, FL 33630

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Nicholas F. Mooney, Esquire
Hinshaw & Culbertson - Tampa Office
100 South Ashley - Suite # 100
Tampa, FL 33614
(813) 276-1662

ARTICLE VIII - BOARD OF DIRECTORS

1. The property, business and affairs of the SSCI - Florida shall be managed by a BOARD which shall consist of not less than seven (7) directors. The BYLAWS may provide for a method of determining the number of directors from time to time. In the absence of a determination as to the number of directors, the BOARD shall consist of ten (10) directors. Directors are required to be ACTIVE members of the SSCI - Florida.

2. All of the duties and powers of the SSCI - Florida existing under these ARTICLES OF INCORPORATION and the BYLAWS shall be exercised exclusively by the BOARD, its agents, contractors, or employees, subject to approval by the MEMBERS only when specifically required.

3. DIRECTORS may be removed and vacancies on the BOARD shall be filled in the manner provided in the BYLAWS.

4. The names and addresses of the initial DIRECTORS of the corporation are as follows:

- (1) Scott Van Malssen
O'Neal Steel, Inc.
147 Dennard St.
Jacksonville, FL 32254
- (2) Paul Loftin
Tampa Bay Steel
6901 East 6th Ave.
Tampa, FL 33619
- (3) Larry Hatlestad
O'Neal Steel, Inc.
147 Dennard St.
Jacksonville, FL 32254
- (4) Layton Lynch
McNichols Co.
5505 West Gray St.
Tampa, FL 33630
- (5) Pete McGivney
INFRA Metals
200 NE 7th Street
Hallandale, FL 33008
- (6) Pete Loe
Chatham Steel
P.O. Box 592009
Orlando, FL 32859
- (7) Shirley Rogers
Ameristeel
5100 W. Lemon Street
Tampa, FL
- (8) Wayne Thompson
SMI Steel - Alabama
P.O. Box 321188
Birmingham, AL

(9) Jim Boedeker
905 South 20th Street
NAMSCO
Tampa, FL

ARTICLE IX - OFFICERS

The officers of the SSCI - Florida shall be President, Vice-President, Secretary, and Treasurer, and such other officers as the BOARD may from time to time by resolution create. The officers shall be elected and serve as the BYLAWS provide, and the BYLAWS may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers. The names of the officers who shall serve until their successors are duly elected by the SSCI - Florida are as follows:

PRESIDENT.....Scott Van Malssen

VICE-PRESIDENT.....Paul Loftin

SECRETARY.....Layton Lynch

TREASURER.....Larry Hatlestad

ARTICLE X - INDEMNIFICATION

1. The SSCI - Florida shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the SSCI - Florida) by reason of the fact that he is or was a director, employee, officer or agent of the SSCI - Florida, against expenses (including attorneys' fees and appellate attorneys' fees), judgements, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with the action, suit or proceeding if he acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the SSCI - Florida; and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his or her conduct was unlawful; except that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance of his or her duty to the SSCI - Florida unless and only to the extent that the court in which the action or suit was brought shall determine, upon application, that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper. The termination of any action, suit or proceeding by judgement, order,

settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, in and of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in, or not opposed to, the best interests of the SSCI - Florida; and with respect to any criminal action or proceeding, that he or she had no reasonable cause to believe that his or her conduct was unlawful.

2. To the extent that a director, officer, employee or agent of the SSCI - Florida has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Paragraph 1 of Article X, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

3. Any indemnification under Paragraph 1 of Article X (unless ordered by a court) shall be made by the SSCI - Florida only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper under the circumstances because he or she had met the applicable standard of conduct set forth in Paragraph 1 of Article X. Such determination shall be made as follows:

(a) by the BOARD by a majority vote of a quorum consisting of DIRECTORS who were not parties to such action, suit or proceeding, OR

(b) if such quorum is not attainable or, even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel in written opinion, OR

(c) by approval of the members.

4. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the SSCI - Florida in advance of the final disposition of such action, suit or proceeding as authorized by the BOARD in the specific case upon receipt of an undertaking by or on behalf of the directors, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the SSCI - Florida as authorized herein.

5. The indemnification provided herein shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the laws of the State of Florida, any BYLAW, agreement, vote of members or otherwise; and as to action taken in an official capacity while holding office, shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

6. The SSCI - Florida shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the ASSOCIATION, or is or was serving at the request of the SSCI - Florida as a director,

officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him/her and incurred by him/her in any such capacity, as arising out of his/her status as such, whether or not the SSCI - Florida would have the power to indemnify him/her against such liability under the provisions of these Articles.

ARTICLE X - BYLAWS

The first BYLAWS shall be adopted by the BOARD and may be altered, amended or rescinded by the BOARD, and/or the members of the SSCI - Florida in the manner provide by the BYLAWS.

ARTICLE XI - AMENDMENTS

Amendments to these ARTICLES shall be proposed and adopted in the following manner:

1. A majority of the BOARD shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the members, which may be the a regular monthly meeting or a special meeting properly noticed to the SSCI - Florida by the BOARD.
2. Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member entitled to vote thereon within the time and in the manner provided in the BYLAWS for the giving of notice of a meeting of the members. If the meeting is a regular monthly meeting or a special meeting, the proposed amendment or summary may be included in the notice of such meeting.
3. At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of all voting members.
4. Any number of amendments may be submitted to the members and voted upon by them at any one meeting. No amendments shall make any changes in the qualifications for membership nor in the voting rights of members without approval of a majority of all voting members. No amendment shall be made that is in conflict with the DECLARATION.
5. Upon approval of an amendment to these ARTICLES, the articles of amendment shall be executed and delivered to the Department of State as provided by law.

ARTICLE XII - DISSOLUTION

The SSCI - Florida shall not be dissolved without the consent of a majority of all voting members. Upon dissolution of the SSCI - Florida, other than incident to a merger or consolidation, the assets of the SSCI - Florida shall be dedicated to a similar not for profit corporation to be used for purposes similar to those for which the SSCI - Florida was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21 day of June, 2001.



Scott Van Malssen

Incorporator

Identification by : V542-052-47-019-0



Paul Loftin

Incorporator

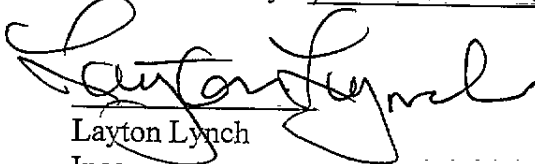
Identification by : L135-690-53-068-0



Larry Hatlestad

Incorporator

Identification by : H342-532-59-414-0



Layton Lynch

Incorporator

Identification by : L520-532-52-183-0

MAILING ADDRESS OF CORPORATION

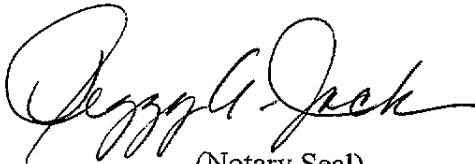
SSCI - Florida
c/o Scott Van Malssen
O'Neal Steel, Inc.
147 Dennard Street
Jacksonville, FL

STATE OF FLORIDA

COUNTY OF Sarasota

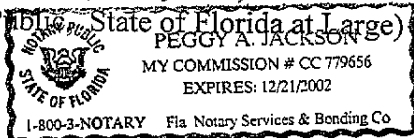
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **Scott Van Malssen, Paul Loftin, Larry Hatlestad and Layton Lynch**, personally known to me and/or as identified above and known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 21 day of June, 2001.



(Notary Seal)

Notary Public, State of Florida at Large)



My Commission Expires: _____

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**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Certificate of Registered Agent

of

STEEL SERVICE CENTER INSTITUTE OF FLORIDA, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

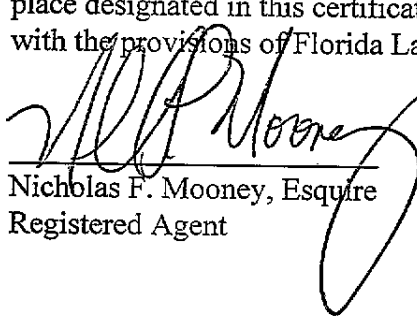
The above corporation, desiring to organize under the laws of the State of Florida with its registered office's indicated in the Articles of Incorporation at:

**Nicholas F. Mooney, Esquire
Hinshaw & Culbertson
100 South Ashley Street, Suite 830
Tampa, FL 33702**

has named **Nicholas F. Mooney, Esquire** located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Nicholas F. Mooney, Esquire
Registered Agent