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May 2, 2001

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

VIA AIRBORNE EXPRESS

Re: Boca Steel Sales, Inc..  
Articles of Incorporation

Dear Sir/Madam:

Enclosed herewith are the original Articles of Incorporation for the above-referenced name. I have enclosed a check in the amount of \$78.75 as your fee for same.

Thank you for your attention to this matter, and if you have any questions or concerns, please do not hesitate to contact this office.

Sincerely yours,

*Carol-Lee Green*  
Carol-Lee Green, Esq.

FILED  
01 MAY -3 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**BOCA STEEL SALES, INC.**

**MAX ZARETSKY**, the undersigned, hereby makes, subscribes acknowledges and files these Articles for the purpose of forming a corporation under the laws of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of this corporation shall be **BOCA STEEL SALES, INC.**

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE III - AUTHORIZED SHARES**

The maximum number of shares of stock with a nominal or par value that this corporation is authorized to have at any time, together with the distinguishing characters of each, into which same are divided, and the par value of shares of stock, other than shares which have no par value as follows: ONE THOUSAND (1,000) at ONE DOLLAR (\$1.00) par value shares.

**ARTICLE IV - INITIAL REGISTERED OFFICE  
AND AGENT AND BUSINESS ADDRESS**

The initial Registered Office of this corporation address shall be located at **21687 Town Place Drive, Boca Raton, FL 33433**, and the name of the initial Registered Agent of this corporation at said address shall be: **Max Zaretsky**. The business address of this corporation shall be **21687 Town Place Drive, Boca Raton, Florida 33433**.

**ARTICLE V - INITIAL BOARD OF DIRECTORS**

This corporation shall initially have one (1) director, **Max Zaretsky**, 21687 Town Place Drive, Boca Raton, Florida 33433. The number of persons serving as directors shall never exceed ten.

**ARTICLE VI - SPECIAL PROVISIONS**

The following special provisions shall govern this corporation:

- A. The time and place of the annual shareholders' meeting shall be fixed and provided for in the by-laws, and notice of same shall be given in one of the methods provided by law. Any shareholder may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.
- B. There shall be a President and Vice President of this corporation, and such assistants as the shareholders may, by resolution determine to be necessary and/or as provided by the by-laws. Any person

may hold two or more offices. The shareholders may, at any time, by majority vote at a duly called and noticed meeting declare any office vacant or remove any office and elect a successor thereto.

- C. The officers may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.
- D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.
- E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud shall be affected or invalidated by the fact that any officer or officers of the corporation is a party or parties to or interested in such person or persons, firm or corporation, and each and every person who may become an officer of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

#### ARTICLE VII

The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be: **Max Zaretsky**, 21687 Town Place Drive, Boca Raton, Florida 33433, (President and Treasurer); **Adele Zaretsky** (Vice-President and Secretary).

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is **Max Zaretsky**, 21687 Town Place Drive, Boca Raton, Florida 33433

#### AMENDMENT IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers and shareholders herein are granted subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporator, **Max Zaretsky**, subscribed to these Articles of Incorporation this 2<sup>nd</sup> day of May, 2001.

  
**MAX ZARETSKY**

STATE OF FLORIDA           )  
  )  
COUNTY OF PALM BEACH    )

I HEREBY CERTIFY that on this day before me, the undersigned officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared **Max Zaretsky**, to me known and known to me to be the person described in and who executed the foregoing, and he acknowledged before me that he executed the same, who is personally known to me ( ), who has produced \_\_\_\_\_ as identification and who ( ) did ( ) did not take an oath, and who executed the foregoing.

SWORN TO and subscribed before me this 2 day of May, 2001.

 Carol-Lee Green  
★ My Commission CC943515  
Expires June 08, 2004

  
Notary Public, State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **MAX ZARETSKY**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named

**MAX ZARETSKY  
21687 Town Place Drive  
Boca Raton, Florida 33433**

County of Palm Beach, State of Florida, as its agent to accept service of process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
**MAX ZARETSKY**

01 MAY -3 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**