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800-342-8086



**networks**

PRESIDENTIAL & LEGAL SERVICES

*Handwritten:* P600021936

DELETED FROM ALL MAILED COPIES

OFFICE OF THE ATTORNEY GENERAL

STATE OF FLORIDA

*Handwritten signature:* Patricia Pysko

ORDER OF COURT - 1996-0000000000

ORDER OF COURT - 1996-0000000000

ORDER OF COURT - 1996-0000000000

ORDER OF COURT - 1996-0000000000

ORDER OF COURT - 1996-0000000000  
THE STATE OF FLORIDA, by and through the  
Attorney General, vs. the  
Attorney General, et al.  
State of Florida, et al.  
TALLAHASSEE, FLORIDA

ORDER OF COURT - 1996-0000000000

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FILED  
96 MAR 11 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAR 11 AM 10:10  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

*Handwritten:* NR R95-5141

T. BROWN MAR 11 1996

ARTICLES OF INCORPORATION  
OF  
AMERISTEEL CORPORATION

FILED  
96 MAR 11 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

AmeriSteel Corporation

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

101 East Kennedy Boulevard  
Suite 2700  
Tampa, Florida 33602

ARTICLE III

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

## ARTICLE IV

### Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

## ARTICLE V

### Existence of Corporation

This corporation shall have perpetual existence.

## ARTICLE VI

### Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 101 East Kennedy Boulevard, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be J. Eric Taylor. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

## ARTICLE VII

### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of

Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

#### ARTICLE VIII

##### Initial Board of Directors

The initial Board of Directors of this corporation shall consist of the following member, such member to hold office until his successor has been duly elected and qualify. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
J. Eric Taylor	101 East Kennedy Boulevard Suite 2700 Tampa, Florida 33602

#### ARTICLE IX

##### Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
J. Eric Taylor	101 East Kennedy Boulevard Suite 2700 Tampa, Florida 33602

## ARTICLE X

### Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

## ARTICLE XI

### Amendment of Articles of Incorporation

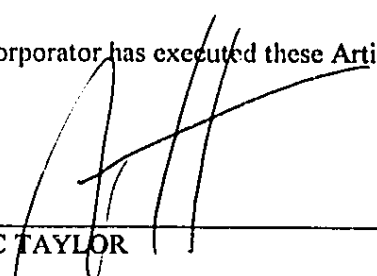
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

## ARTICLE XII

### Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

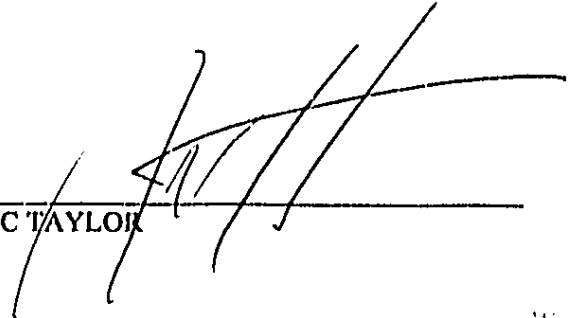
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

  
\_\_\_\_\_  
J. ERIC TAYLOR

AMERISTEEL CORPORATION  
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, J. Eric Taylor, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 8<sup>th</sup> day of March, 1996.

  
\_\_\_\_\_  
J. ERIC TAYLOR

FILED  
96 MAR 11 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000021936

**CSC networks**

PRIORITY MAIL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 07E10000003E

REFERENCE : 899800 5315A

AUTHORIZATION :

COST LIMIT : \$107.50

FILED  
96 APR -1 PM 1:09  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE

ORDER DATE : March 28, 1996

ORDER TIME : 1:39 PM

ORDER NO. : 899800

CUSTOMER NO: 5315A

CUSTOMER: J. Eric Taylor, Esq  
Trenam Kenner Scharf Barkin  
2700 Barnett Plaza  
101 East Kennedy Boulevard  
Tampa, FL 33602

6-00000000000000000000

DOMESTIC AMENDMENT FILING

NAME: AMERISTEEL CORPORATION

☒ ARTICLES OF AMENDMENT  
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
96 APR -1 PM 2:36  
DIVISION OF CORPORATION

NR  
ARG  
4/11

ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
AMERISTEEL CORPORATION

AmeriSteel Corporation, a corporation organized and existing under the laws of State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on March 11, 1996.
2. The amendment to the existing Articles of Incorporation being effected hereby is to delete in its entirety Article I of the Articles of Incorporation and to substitute in its place the following:

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ARTICLE I

Name

The name of this corporation shall be:

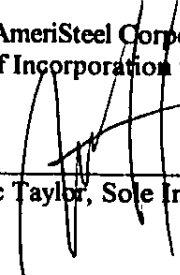
Florida Steel, Inc.

\*\*\*\*\*

3. This amendment to the Articles of Incorporation is being adopted and approved on March 27, 1996 by the sole incorporator of the Corporation, and without shareholder action, pursuant to Sections 607.1005 and 607.1006, Florida Statutes.

4. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid.

IN WITNESS WHEREOF, the sole incorporator of AmeriSteel Corporation approves, adopts and executes these Articles of Amendment of the Articles of Incorporation this 27 day of March, 1996.

  
\_\_\_\_\_  
J. Eric Taylor, Sole Incorporator

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FILED  
MAR 11 PM 1:04  
TALLAHASSEE, FLORIDA