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FOREIGN PROFIT/NONPROFIT CORPORATION

RSAC Acquisition Corp.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. RSAC Acquisition Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware **3. 65-1269024**
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/12/2006 **5. Perpetual**
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 04/03/2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 350 South Grand Avenue, 51st Floor, Los Angeles, CA 90071
(Principal office address)

same
(Current mailing address)

8. The distribution of metal bar and tubular products.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's 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.

CT Corporation System

By: Michael J. Smith
(Registered agent's signature)

Michael J. Smith
Assistant Secretary

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 business addresses of officers and/or directors:

A. DIRECTORS SEE ATTACHMENT

Chairman: David H. Hannah
Address: 350 South Grand Avenue, 51st Floor
Los Angeles, CA 90071

Vice Chairman: _____
Address: _____

Director: Karla Renee McDowell Lewis
Address: 350 South Grand Avenue, 51st Floor
Los Angeles, CA 90071

Director: Gregg J. Mollins
Address: 350 South Grand Avenue, 51st Floor
Los Angeles, CA 90071

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B. OFFICERS SEE ATTACHMENT

President: David H. Hannah
Address: 350 South Grand Avenue, 51st Floor
Los Angeles, CA 90071

Vice President: _____
Address: _____

Secretary: Karla Renee McDowell Lewis
Address: 350 South Grand Avenue, 51st Floor Los Angeles, CA 90071
Treasurer: _____
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Karla Lewis
(Signature of Director or Officer listed in number 12 of the application)
14. Karla Lewis, Secretary
(Typed or printed name and capacity of person signing application)

Attachment to Florida
Officers & Directors

-
- | | | |
|----|-------------------|---------------------------------------|
| 1. | Full Name: | David H. Hannah |
| | Officer/Director: | Officer,Director |
| | Officer's Title: | President and Chief Executive Officer |
| | Director's Title: | Chairman |
| | Business Address: | 350 South Grand Avenue, 51st Floor |
| | City: | Los Angeles |
| | State: | CA |
| | ZIP Code: | 90071 |
| 2. | Full Name: | Karla Renee McDowell Lewis |
| | Officer/Director: | Officer,Director |
| | Officer's Title: | Chief Financial Officer and Secretary |
| | Director's Title: | Other Director |
| | Business Address: | 350 South Grand Avenue, 51st Floor |
| | City: | Los Angeles |
| | State: | CA |
| | ZIP Code: | 90071 |
| 3. | Full Name: | Gregg J. Mollins |
| | Officer/Director: | Director |
| | Officer's Title: | |
| | Director's Title: | Other Director |
| | Business Address: | 350 South Grand Avenue, 51st Floor |
| | City: | Los Angeles |
| | State: | CA |
| | ZIP Code: | 90071 |

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Delaware

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The First State

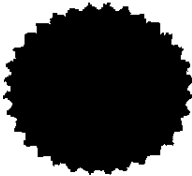
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RSAC ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF MARCH, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

RECEIVED
MAR 14 2006

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4587116

DATE: 03-13-06