

F97000006482

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: American Polysteel, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Leonard E. Ireland, Jr.
(Name of Person)
Clayton, Johnston, Quincey, Ireland, Felder, Gadd & Roundtree, P.A.
(Firm/Company)
111 S. E. First Avenue Post Office Box 23939
(Address)
Gainesville, FL 32601 Gainesville, FL 32602
(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Leonard E. Ireland, Jr. at (352) 376-4694
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

HC 12/9

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DIVISION OF CORPORATIONS
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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. American Polysteel, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. New Mexico 3. 85-0339786
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 30, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Plant construction began November 1997. Manufacturing to begin Spring 1998.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 5150F Edith, N.E.
Albuquerque, NM 87107
(Current mailing address)
8. Manufacture, sales and other uses of styrene products
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

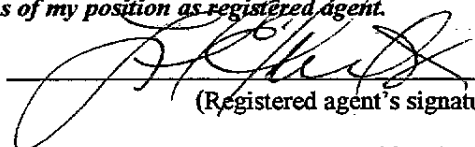
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Leonard E. Ireland, Jr.

Office Address: 111 S. E. First Avenue
Gainesville, Florida, 32601
(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.


(Registered agent's signature)

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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: John Lance Berrenberg

Address: 13620 Deer Trail Place, N.E.

Albuquerque, NM 87111

Vice Chairman: _____

Address: _____

Director: Terri W. Berrenberg

Address: 13620 Deer Trail Place, N.E.

Albuquerque, NM 87111

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: John Lance Berrenberg

Address: 13620 Deer Trail Place, N.E.

Albuquerque, NM 87111

Vice President: _____

Address: _____

Secretary: Terri W. Berrenberg

Address: 13620 Deer Trail Place, N.E.

Albuquerque, NM 87111

Treasurer: _____

Address: _____

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John Lance Berrenberg, President

(Typed or printed name and capacity of person signing application)

STATE OF NEW MEXICO



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OFFICE OF

THE STATE CORPORATION COMMISSION
CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:
AMERICAN POLYSTEEL, INC.

1291533

a corporation organized under the laws of
NEW MEXICO

is duly authorized to transact business in New Mexico, as
a Domestic Profit corporation, under the

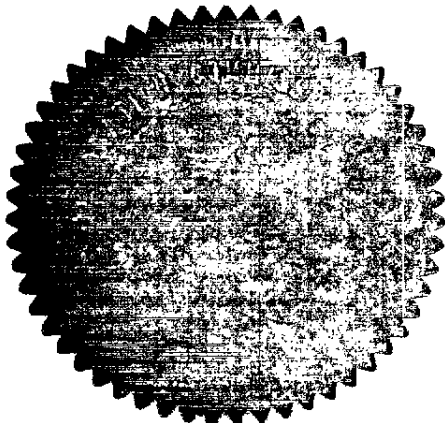
BUSINESS CORPORATION ACT
(53-11-1 to 53-18-12 NMSA 1978)

having filed its Articles of Incorporation DECEMBER 30, 1985
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the State
Corporation Commission, which have been assessed against the
aforesaid corporation, have been paid to date and aforesaid
corporation is in corporate good standing and duly authorized
to transact business as its corporate existence has not been
revoked in New Mexico. This Certificate is not to be construed
as an endorsement, recommendation or notice of approval of the
corporation's financial condition or business activities and
practices. This Certificate of Good Standing and Compliance
expires MARCH 15, 1998.

Dated: NOVEMBER 19, 1997

In Testimony Whereof, the State Corporation
Commission of the State of New Mexico has
caused this certificate to be signed by its
Chairman and the Seal of said Commission to be
affixed at the City of Santa Fe



Jim F. Serra

Chairman

Alfred P. [Signature]

Director