



State of Ohio
Department of State

Date 12/24/81

Number 586813

Anthony J. Celebrezze, Jr.
Secretary of State

Receipt No: 144823

F009-1707 160

F0009-1707

Received of
or filed by GESSNER, PLATT, DULL CO.

The sum of \$ 75.00 for filing ARF of
SHANNON STEEL, INC.

Returned to: 144823

GESSNER, PLATT, DULL CO.

ATT: R.M. PLATT, SR.

212 W. MAIN ST.

CORTLAND, OH 44410

ARF \$ 75.00

Name:
SHANNON STEEL, INC.

Total Fee: \$ 75.00



Department of State

F0009-1708

The State of Ohio**Anthony J. Celebrezze, Jr.**
Secretary of State

586813

 Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF

of:

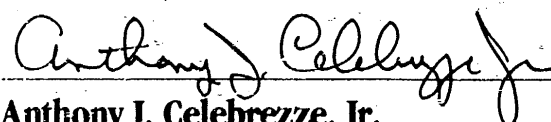
SHANNON STEEL, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll F 009 at Frame 1709 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 18TH day of DEC,
A.D. 1981.




Anthony J. Celebrezze, Jr.
Secretary of State

W0000-1709

ARTICLES OF INCORPORATION

OF

SHANNON STEEL, INC.

mg
12-18-81
75

The undersigned, a majority of whom are citizens of the United States, desiring to form a Corporation for profit under R.C. 1701.01, et seq., do hereby certify:

FIRST: The name of the Corporation shall be SHANNON STEEL, INC.

SECOND: Its principal office in the State of Ohio shall be located at 3880 Bellwood Drive, S.E., Warren, Trumbull County, Ohio, 44484.

THIRD: The purposes for which the Corporation is to be formed are:

(a) To acquire by purchase, gift, or otherwise, construct, hold, manage, develop, improve, alter, operate, sell, assign, exchange, mortgage, lease, and otherwise dispose of and deal in and with real property and any and every estate and interest therein, choses in action secured thereby, other personal property, collateral thereto, and any buildings or houses located on any such real property, wheresoever situated or located, within any state, territory, dependency, or colony of the United States, and the District of Columbia, and any and all foreign countries; to drill, exploit, produce, and sever products of all kinds and descriptions of and from real estate, including, without limitation, oil, all mineral and timber products, and to participate in and deal in all interests and ventures with respect thereto, whether real or personal property.

(b) To carry on the business of buying, selling, mining, producing and otherwise dealing in iron, steel and other industrial metals; of manufacturing and preparing for market, buying, selling and otherwise dealing in any of the products thereof, or any commodity of which iron, steel and other industrial metals are a component part, and the manufacturing, producing, buying, selling, and leasing any materials, supplies, and other articles necessary or convenient in carrying on said business.

(c) To manufacture, acquire by purchase, gift, or otherwise, hold, use, sell or otherwise dispose of, import, export, distribute, deal in and deal with, either as principal or agent, goods, wares, merchandise, and personal property of every kind and description; to acquire, use, hold, pledge, or dispose of and generally deal in and deal with any and all grants, options, concessions, franchises, and contracts of any and all kinds.

(d) To acquire by purchase, gift, or otherwise, invest in, hold, use, lease, sell, assign, pledge, mortgage, or otherwise dispose of personal property of any kind or description, or any or all interests therein.

(e) To borrow money for its corporate purposes; and, from time to time, to issue bonds, debentures, notes, or other evidences of indebtedness or obligations, secured or unsecured, of the Corporation, for moneys borrowed or in payment for property purchased or for any of the other objects or purposes of the Corporation; to secure the same by mortgage or mortgages upon, or by deed or deeds of trust of, or by pledge of, any and all of the property, real and

F009-1710

personal of the Corporation, wheresoever situated, acquired and to be acquired or otherwise; and to sell or otherwise dispose of any or all such bonds, debentures, notes, or other evidences of indebtedness or obligations in such manner and upon such terms as may be deemed judicious.

(f) To acquire by purchase, gift, or otherwise, hold, use, sell, assign, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses, and privileges, inventions, improvements, and processes, copyrights, trademarks, and trade names and good will relating thereto, and any and all interests in any thereof, relating to or useful in connection with any business of this Corporation.

(g) To acquire by purchase, gift, or otherwise, hold, guarantee, sell, assign, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, any scrip, warrants, rights, bonds, debentures, notes, trusts, and receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trust, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality, or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers, and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement, and enhancement in value thereof.

(h) To enter into, make, and perform contracts of every kind and description, with any person, firm, association, corporation, municipality, county, state, body politic, or government necessary or convenient to the conduct of business.

(i) To acquire by purchase, gift, or otherwise hold, use, sell, assign, mortgage, or otherwise dispose of all or any part of the business, good will, rights, property, and assets, and to assume all or any part of the liabilities of any corporation, association, partnership, or individual to the extent permitted under the laws of the State of Ohio.

(j) To cause to be formed, merged, consolidated, reorganized, or liquidated, and to promote, take charge of, and aid in any way permitted by law, the formation, merger, consolidation, reorganization, or liquidation of any corporation, association, or organization of any kind, domestic or foreign.

(k) To cause or allow the legal title or any estate, right, or interest in any property, whether real, personal, or mixed, owned, acquired, controlled, or operated by the Corporation, to remain, or to be vested or registered in the name or operated by any person, firm, association, or corporation, domestic or foreign, formed or to be formed, either upon trust for or as agents or nominees of the Corporation or upon any other proper terms or conditions which the Board of Directors may consider for the benefit of the Corporation.

(l) To enter into any legal arrangement for sharing profits, union of interests, reciprocal concession, or cooperation with any person, partnership, association, combination, organization, entity, government, state, or corporation carrying on or proposing to carry on any business or transaction deemed necessary,

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convenient, or incidental to carrying out any of the objects of the Corporation.

(m) To merge, amalgamate, or consolidate, in accordance with law, with any other corporation or corporations duly authorized by law to carry on, in whole or in part, any kind of business of a nature the same or similar to any business which the Corporation is duly authorized, by law, to carry on; and to form, organize, promote, manage, control, maintain, dissolve, merge, or consolidate one or more corporations, for such purpose or purposes as may aid or advance the objects and purposes of the Corporation, and to acquire by purchase or otherwise an interest in the shares of stock or securities of such corporations.

(n) To draw, make, accept, endorse, execute, and issue promissory notes, drafts, warrants, and all kinds of obligations and certificates and negotiable or transferable instruments.

(o) To acquire by purchase, gift, or otherwise hold, sell, and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, except as otherwise permitted by law; and provided further that shares of its own capital stock, belonging to it, shall not be voted on directly or indirectly.

(p) To have one or more offices, to carry on all or any of its operations and business; and without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories, or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony, or country.

(q) In general, to carry on any other similar business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Ohio upon corporations formed under the act hereinbefore referred to, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

THE FOREGOING shall be construed both as objects and powers; and the enumeration herein of any specific powers shall not be held to limit or restrict in any manner the exercise by the Corporation of the powers conferred upon corporations by the laws of the State of Ohio.

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in any manner now or hereafter prescribed by law and all rights conferred on any persons or organizations are granted subject to this reservation.

FOURTH: The total number of shares which the Corporation is authorized to have outstanding is 500 shares of Common Stock, without par value.

The stated capital with which the Corporation will begin business is not less than \$500.00.

Shareholders shall have no pre-emptive right to subscribe to any or all additional issues of stock of the Corporation of any or all classes.

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FIFTH: The following provisions are inserted for the regulation and conduct of the affairs of the Corporation and it is expressly provided that they are intended to be in the furtherance and not in limitation or exclusion of the powers conferred by statute:

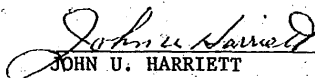
(1) No contract or other transaction of the Corporation with any other person, firm, or corporation, or in which the Corporation is interested shall be affected in any manner or invalidated by:

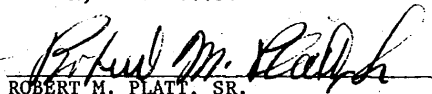
(i) the fact that any one or more of the directors of the Corporation is interested in or is a director or officer of another corporation; or

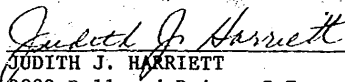
(ii) the fact that any director, individually or jointly with others, may be a party to or may be interested in any such contract or transaction, and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the Corporation for the benefit of himself or any firm, or corporation in which he may be in any wise interested.

(2) Each person who acts as a director or officer of the Corporation or who may serve at the Corporation's request as a director or officer of another Corporation in which the Corporation owns shares of capital stock or of which the Corporation is a creditor, shall be indemnified against expenses actually and necessarily incurred by such person in connection with the defense of any action, suit, or proceeding to which such person is made a party by reason of being or having been a director or officer of the Corporation, or of such other corporation, except in relation to matters as to which any such person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusively of any other rights to which such person may be entitled under any Regulation, By-Law, agreement, vote of stockholders, or otherwise.

IN WITNESS WHEREOF, we have hereunto set our hands this 16th day of December, 1981.


JOHN U. HARRIETT
3880 Bellwood Drive, S.E.
Warren, Ohio 44484


ROBERT M. PLATT, SR.
106 E. Market Street
Warren, Ohio 44481

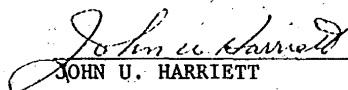

JUDITH J. HARRIETT
3880 Bellwood Drive, S.E.
Warren, Ohio 44484

F0009-1713

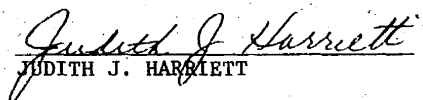
ORIGINAL APPOINTMENT OF AGENT

The undersigned, being at least a majority of the incorporators of SHANNON STEEL, INC., hereby appoint JUDITH J. HARRIETT, a natural person, resident in the County in which the Corporation has its principal office, as the person upon whom any process, notice, or demand required or permitted by statute to be served upon the Corporation may be served. Her complete address is 3880 Bellwood Drive, S.E., Warren, Trumbull County, Ohio, 44484.

SHANNON STEEL, INC.


JOHN U. HARRIETT

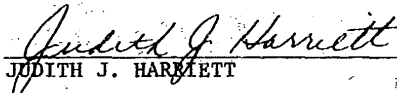

ROBERT M. PLATT, SR.


JUDITH J. HARRIETT

SHANNON STEEL, INC.

Gentlemen:

I hereby accept appointment as agent of your Corporation, upon whom process, tax notices, or demands may be served.


JUDITH J. HARRIETT

FC669-1714

STATE OF OHIO)
) SS
TRUMBULL COUNTY)

On this 16th day of December, 1981, personally appeared before me, a Notary Public in and for the State of Ohio, the above named JOHN U. HARRIETT, ROBERT M. PLATT, SR., and JUDITH J. HARRIETT, who severally acknowledged the signing of the foregoing Articles of Incorporation to be their free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of December, 1981.

William L. G. [Signature]
NOTARY PUBLIC

F0009-1715

GESSNER, PLATT, DULL Co. L.P.A.
Attorneys at Law

JOHN F. GESSNER
ROBERT M. PLATT, SR.
DAVID A. DULL, SR.
GEORGE E. GESSNER
ROBERT M. PLATT, JR.

212 WEST MAIN STREET
CORTLAND, OHIO 44410
637-3906
AND
106 EAST MARKET STREET
WARREN, OHIO 44461
393-9955

December 16, 1981

Secretary of State
14th Floor
State Office Tower
Columbus, OH 43216

Attn: Corporate Division

Reference: Shannon Steel, Inc.

Dear Sir:

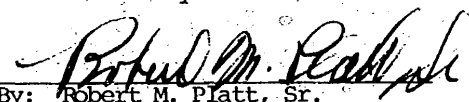
Enclosed are the Articles of Incorporation for Shannon Steel, Inc., together with a check in the amount of \$75.00 to cover the filing fee.

When the Articles are filed, would you please return them to this office.

Thank you for your very kind attention in this matter.

Very truly yours,

GESSNER, PLATT & DULL CO. L.P.A.
Attorneys at Law


By: Robert M. Platt, Sr.

RMP:sms

Enclosures