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State of Delaware

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Office of the Secretary of State

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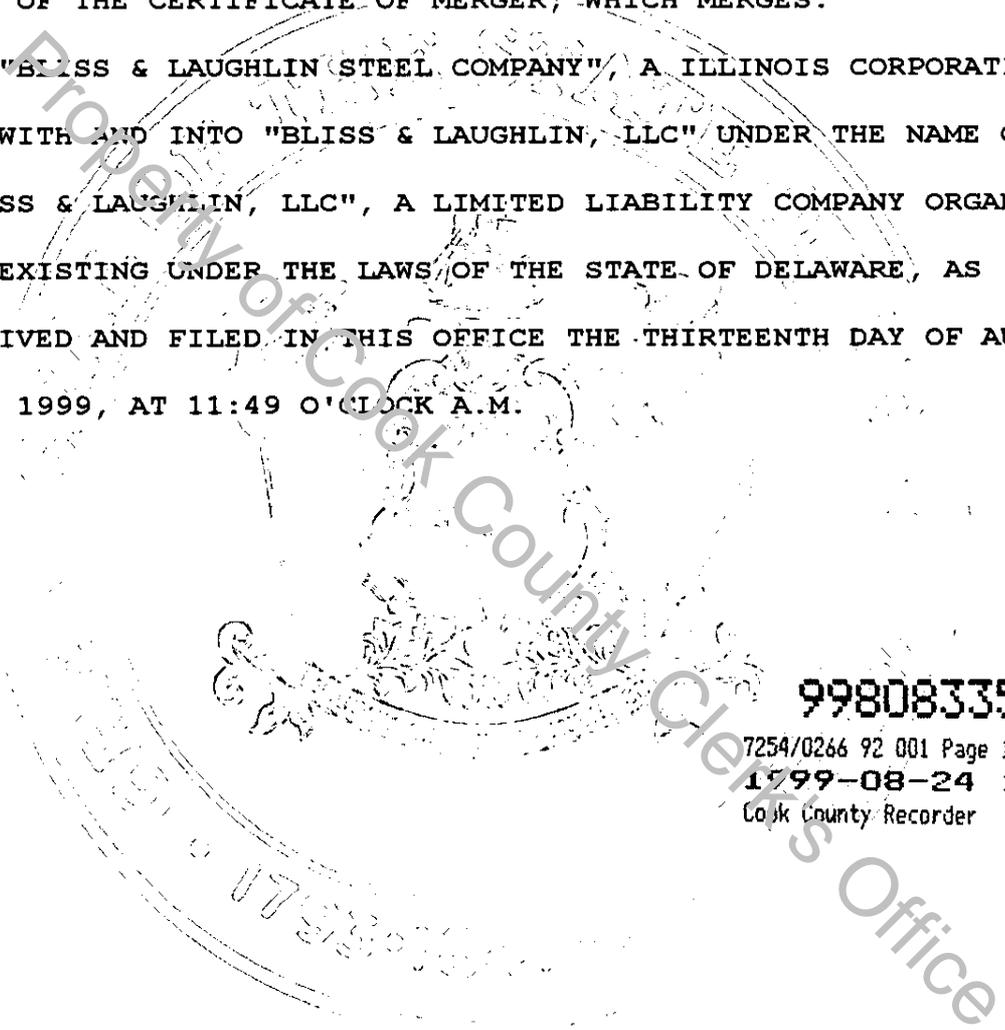
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

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"BLISS & LAUGHLIN STEEL COMPANY", A ILLINOIS CORPORATION, WITH AND INTO "BLISS & LAUGHLIN, LLC" UNDER THE NAME OF "BLISS & LAUGHLIN, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF AUGUST, A.D. 1999, AT 11:49 O'CLOCK A.M.

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Cook County Recorder 47.00



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9928518

BOX 333

DATE:

08-18-99

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CERTIFICATE OF MERGER

OF

BLISS & LAUGHLIN STEEL COMPANY

WITH AND INTO

99808335

BLISS & LAUGHLIN, LLC

Pursuant to Section 18-209 of the
Delaware Limited Liability Company Act

The undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of formation of each of the constituent entities to the merger are as follows:

<u>Name</u>	<u>State of Formation</u>
Bliss & Laughlin, LLC (the "Company")	Delaware
Bliss & Laughlin Steel Company ("B&L")	Illinois

SECOND: That the B&L Merger Agreement, dated as of August 13, 1999, among the Company, B&L and Bar Technologies Inc. ("BarTech"), a Delaware corporation to be renamed Republic Technologies International, Inc. of which both of the Company and B&L are wholly-owned subsidiaries (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by the Company in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act and by B&L in accordance with the requirements of Sections 5/7.10 and 5/11.20 of the Illinois Business Corporation Act.

THIRD: That the name of the surviving company of the merger is Bliss & Laughlin, LLC.

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FOURTH: That the executed Merger Agreement is on file at the principal place of business of the surviving company. The address of the principal place of business of the surviving company is 3770 Embassy Parkway, Akron, Ohio 44333-8367.

FIFTH: That a copy of the Merger Agreement will be furnished by the surviving company, on request and without cost, to any member of the Company or any person holding an interest in B&L.

Bliss & Laughlin, LLC

By: Joseph F. Lapinsky
Name: Joseph F. Lapinsky
Title: President and Chief Operating Officer

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