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Corp. I.D. # _____

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

International Metals Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of Rhode
Island, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is International Metals Inc.

SECOND: The address of its present registered office is 162 O'Connell Street
Providence, Rhode Island

THIRD: The address to which its registered office is to be changed is 115 Valley Street
East Providence, Rhode Island 02914

FOURTH: The name of its present registered agent is Walter Behm Jr.

FIFTH: The name of its successor registered agent is John J. Kelley, Jr.

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated 3-18, 1988

John J. Kelley, Jr.
By John J. Kelley, Jr.

Its President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Providence in said county on this 18th day
of MARCH, 1988, personally appeared before me
John J. Kelley, Jr., who, being by me first duly sworn, declared that he
is the PRESIDENT of INTERNATIONAL METALS, INC.
that he signed the foregoing document as PRESIDENT of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

De

David R. Coupe
Notary Public
DAVID R. COUPE

ENTERED MAR 29 1988