

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MIDREX DIRECT REDUCTION CORPORATION", CHANGING ITS NAME FROM "MIDREX DIRECT REDUCTION CORPORATION" TO "MIDREX TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MARCH, A.D. 2001, AT 3 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2307980 8100

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AUTHENTICATION: 1026234

DATE: 03-15-01

TRADEMARK
REEL: 2594 FRAME: 0865

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
MIDREX DIRECT REDUCTION CORPORATION**

Midrex Direct Reduction Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Board of Directors of the Corporation, by unanimous written consent, adopted a resolution proposing to the stockholder and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED, that the Corporation hereby elects to change its name to Midrex Technologies, Inc.

SECOND: That in lieu of a meeting and vote of stockholder, the stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

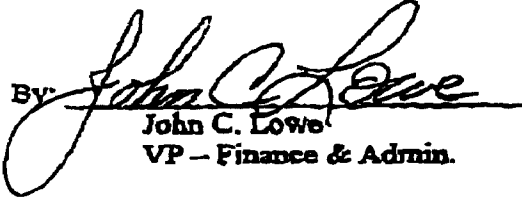
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:00 PM 03/15/2001
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IN WITNESS WHEREOF, the Corporation has caused this certificate to be
executed this 5th day of March, 2001

By: 
John C. Lowe
VP - Finance & Admin.