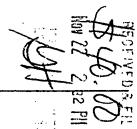
ARTICLES OF DISSOLUTION OF LOUISVILLE BRIDGE & IRON COMPANY



Pursuant to the provisions of KRS 271B.14-030, LOUISVILLE BRIDGE & IRON-COMBANY, & Kentecky corporation ("Corporation"), hereby adopts the following Articles of Dissolution:

- 1. Name. The name of the Corporation is Louisville Bridge & Iron Company.
- 2. Authorization. The dissolution of the Corporation was authorized by the shareholders at a special meeting on April 22, 1998.
- 3. Shares. The Corporation has 1,500 outstanding shares of Conumon Stock, having a par value of \$100 per share, each such share being entitled to one vote on the dissolution of the Corporation. 1440 2/3 shares were voted in favor of the dissolution of the Corporation at a shareholder's meeting held on April 22, 1998, such number of shares being sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Dissolution to be executed and acknowledged by its duly authorized officer, this 12^{HL} day of 1999.

LOUISVILLE BRIDGE & IRON COMPANY

William C. Gerlach, President

The foregoing instrument was prepared by:

Peggy B. Lyndrup

Greenebaum Doll & McDonald PLLC

3300 National City Tower

Louisville, Kentucky 40202

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GREENEBAUM DOLL & MCDONALD PLLC

3300 NATIONAL CITY TOWER 101 SOUTH FIFTH STREET LOUISVILLE, KENTUCKY 40202-3197 502/589-4200

JUDY SPALDING CORPORATE PARALEGAL 502/587-3586 FAX 502/540-2176 E-MAIL js@gdm.com

November 19, 1999

Secretary of State Corporate Division Capitol Building Frankfort, KY 40602-0718

Re: Lauisville Bridge & Iron Company

Dear Sir or Madam:

Enclosed for filing are an original and three copies of Articles of Dissolution of Louisville Bridge & Iron Company, along with a check in the amount of \$40.00 in payment of the filing fee.

Please return the copies, stamped as filed, to me in the enclosed, self-addressed envelope.

If you have any questions or need additional information, please call me. Thank you for your assistance in this matter.

Very truly yours.

Judy Spalding

Corporate Paralegal

/js Enclosures

cc: Peggy B. Lyndrup