F13000003417

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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mRD
8/12/13

CORPORATION SERVICE COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : I20000000195

REFERENCE : 756399 5034134

AUTHORIZATION : Lynell Coleman

COST LIMIT : $ 78.75

ORDER DATE : August 7, 2013

ORDER TIME : 9:13 AM

ORDER NO. : 756399-005

CUSTOMER NO: 5034134

FOREIGN FILINGS

NAME: REXEL HOLDINGS USA CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ______ CERTIFIED COPY
________ PLAIN STAMPED COPY
________ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Annette S. Kuhlman -- EXT# 52244

EXAMINER: ____________________

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. REXEL HOLDINGS USA CORP.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE
(State or country under the law of which it is incorporated)

3. 20-5021845
(FEI number, if applicable)

4. 06/06/2006
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 14951 DALLAS PARKWAY, DALLAS, TX 75254
(Principal office address)

1000 BRIDGEPORT AVENUE, 5TH FLOOR, SHELTON, CT 06484
(Current mailing address)

8. DISTRIBUTION OF ELECTRICAL AND DATACOM SUPPLIES
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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TALLAHASSEE, FLORIDA

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: [signature]

Sue G. Knight
Assistant Vice President

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: ______

Address: ______

Vice Chairman: ______

Address: ______

Director: CHRISTOPHER P. HARTMANN

Address: 14951 DALLAS PARKWAY
DALLAS, TX 75254

Director: KERRY WARREN

Address: 14951 DALLAS PARKWAY
DALLAS, TX 75254

B. OFFICERS

Exec V. CEO & President: CHRISTOPHER P. HARTMANN

Address: 14951 DALLAS PARKWAY
DALLAS, TX 75254

Vice President: KERRY WARREN

Address: 14951 DALLAS PARKWAY
DALLAS, TX 75254

Secretary: JOHN C. GSCHWIND

Address: 1000 BRIDGEPORT AVENUE, SHELTON, CT 06484

Treasurer: TERRIL SLUSSER

Address: 14951 DALLAS PARKWAY, DALLAS, TX 75254

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. ______
Signature of Director or Officer

The officer of director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. JOHN C. GSCHWIND, CORPORATE SECRETARY
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

ENTITY NAME: REXEL HOLDING USA CORP.
FEIN: 20-5021845

Officer	Title	Address
James F. Hibberd	Senior Vice President	1000 Bridgeport Avenue, 5th Floor, Shelton, CT 06484
Mark Daniel	Senior Vice President	14951 Dallas Parkway, Dallas, TX 75254
Amanda Malburg	Vice President, Tax & Assistant Secretary	14951 Dallas Parkway, Dallas, TX 75254
Bradford Greene	VP, Human Resources & Assistant Secretary	1000 Bridgeport Avenue, 5th Floor, Shelton, CT 06484
Steve Mendyka	VP, Information Technology & Chief Information Officer	14951 Dallas Parkway, Dallas, TX 75254
Lisa Scinta	VP, Operations & Logistics	14951 Dallas Parkway, Dallas, TX 75254
Gary Hibbs	VP, Treasury & Assistant Treasurer & Assistant Secretary	14951 Dallas Parkway, Dallas, TX 75254
Lou-Anne F. Annino	VP, Pricing & eCommerce Strategy	1000 Bridgeport Avenue, 5th Floor, Shelton, CT 06484
John Kudlacek	VP, Supplier & Industry Relations	14951 Dallas Parkway, Dallas, TX 75254
Paul Kalocsay	Assistant Secretary	1000 Bridgeport Avenue, 5th Floor, Shelton, CT 06484

Delaware

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REXEL HOLDINGS USA CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF AUGUST, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "REXEL HOLDINGS USA CORP." WAS INCORPORATED ON THE SIXTH DAY OF JUNE, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
1776 DELAWARE 1970

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 0648223

DATE: 08-07-13