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Florida Department of State
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Division of Corporations
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DIVISION OF CORPORATION

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Cooper US, Inc.

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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. Cooper US, Inc.

(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. 20-1686977

(FEI number, if applicable)

4. 08/26/2004

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 600 Travis, Suite 5800, Houston, TX 77002

(Principal office address)

same

(Current mailing address)

8. The manufacturing, sale, and distribution of electrical products.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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, 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.

C T Corporation System

By: Denise Bell

(Registered agent's signature)

Denise Bell
Assistant Secretary

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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A. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Barbara A. Widra

(Signature of Director or Officer listed in number 12 of the application)

14. Barbara A. Widra, Asst. Secretary

(Typed or printed name and capacity of person signing application)

Exhibit A**Cooper US, Inc.****Directors****Kirk S. Hachigian****Director**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Terry A. Klebe**Director**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Diane K. Schumacher**Director**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Officers**Kirk S. Hachigian****President**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Terry A. Klebe**Senior Vice President and Chief Financial Officer**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Diane K. Schumacher**Senior Vice President, General Counsel and Chief Compliance Officer**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

David R. Sheil**Senior Vice President, Human Resources and Chief Administrative Officer**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Thomas E. Briggs**Vice President, Sales and Marketing, Cooper Connection**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Kenneth V. Camarco**Vice President, Business Systems**

Primary Address: 600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Grant L. Gawronski**Vice President, International Operations**

Primary Address: 600 Travis, Suite 5800

Exhibit A

Cooper US, Inc.

Houston, Texas 77002 (United States)

Alan J. Hill**Vice President and Treasurer**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**E. Daniel Leightman****Vice President, Taxes**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**Jeffrey B Levos****Vice President and Controller**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**Brian D. Rayl****Vice President, Personnel**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**Robert W. Teets****Vice President, Environmental Affairs and Risk
Management**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**Stephen M. Kole****Assistant Treasurer**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**Terrance V. Helz****Associate General Counsel and Secretary**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)**Barbara A. Widra****Assistant Secretary**

Primary Address:

600 Travis, Suite 5800
Houston, Texas 77002 (United States)

Delaware

PAGE 1

The First State

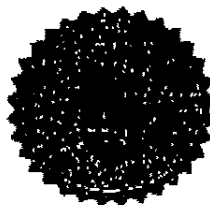
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COOPER US, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF FEBRUARY, A.D. 2005.

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

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

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*Harriet Smith Windsor*Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3662167

DATE: 02-03-05