



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 International Projects Group, 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 3. 27-4219507
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 9, 2010 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. not prior to registration
(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 06001
(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)

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

Name: Corporation Services 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.

Stephanie Milnes Stephanie K. Milnes
Assistant Vice President

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.

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

**A. DIRECTORS**

Chairman: Please see attached Listing of Officers and Directors.

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

**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 or 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, VP, Legal, General Counsel & Corporate Secretary

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

EXHIBIT A

**CORPORATE INFORMATION SHEET  
OFFICERS AND DIRECTORS**

<b>REXEL INTERNATIONAL PROJECTS GROUP, INC.</b>			
<b>Officers</b>		<b>Appointment Date</b>	<b>Expiration Date</b>
Mitchell D. Williams	Chairman Board of Directors, SVP & CEO	December 13, 2010	Until such time as removed by the Board of Elections
Christopher P. Hartmann	Executive Vice President	December 13, 2010	Until such time as removed by the Board of Elections
Eric Packer	VP & General Manager	December 13, 2010	Until such time as removed by the Board of Elections
Kerry Warren	VP, Administration & Finance and CFO	December 13, 2010	Until such time as removed by the Board of Elections
Mark Testa	VP, Finance & Treasurer	December 13, 2010	Until such time as removed by the Board of Elections
John C. Gschwind	VP, Legal, General Counsel & Corporate Secretary	December 13, 2010	Until such time as removed by the Board of Elections
Robert Casagrande	VP, Information Technology & CIO	December 13, 2010	Until such time as removed by the Board of Elections
Bradford Greene	VP, Human Resources & Assistant Secretary	December 13, 2010	Until such time as removed by the Board of Elections
Amanda Matburg	VP, Tax & Assistant Secretary	December 13, 2010	Until such time as removed by the Board of Elections
Gary Hibbs	Assistant Treasurer	December 13, 2010	Until such time as removed by the Board of Elections
Terril Slusser	Assistant Treasurer	December 13, 2010	Until such time as removed by the Board of Elections
Paul Kalocsay	Assistant Secretary	December 13, 2010	Until such time as removed by the Board of Elections
<b>Directors</b>			
Mitchell D. Williams	Chairman & Director	December 13, 2010	Until such time as removed by the Board of Elections
Christopher P. Hartmann	Director	December 9, 2010	Until such time as removed by the Board of Elections
Michel Favre	Director	December 21, 2010	Until such time as removed by the Board of Elections
Pascal Martin	Director	December 21, 2010	Until such time as removed by the Board of Elections
Jeffrey Hall	Director	December 21, 2010	Until such time as removed by the Board of Elections
Eric Packer	Permanent Invitee	December 13, 2010	Until such time as removed by the Board of Elections
Benoit Dutoit	Observer	December 13, 2010	Until such time as removed by the Board of Elections

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REXEL INTERNATIONAL PROJECTS GROUP, 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 TWELFTH DAY OF JUNE, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "REXEL INTERNATIONAL PROJECTS GROUP, INC." WAS INCORPORATED ON THE NINTH DAY OF DECEMBER, A.D. 2010.

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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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9638274

DATE: 06-12-12