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1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0000
904-222-0001 FAX

000-342-8086

CSC networks

PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 005527 4374953

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 28, 1996

ORDER TIME : 9:35 AM

ORDER NO. : 005527

CUSTOMER NO: 4374953

CUSTOMER: Craig Johnson, Cpa
Compusa Inc.
14951 North Dallas Parkway
6th Floor
Dallas, TX 75240

500001884245
07/03/96--01063--021
*****70.00 *****70.00

W96-14062

FOREIGN FILINGS

NAME: COMPUSA MANAGEMENT COMPANY

XXXX QUALIFICATION (TYPE: BST)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBBIE SKIPPER

FILED
96 JUL -3 PM 2:20
DIVISION OF CORPORATION
SECRETARY OF STATE
DIVISION OF CORPORATIONS

LC
7/10



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 3, 1996

CSC NETWORKS

SUBJECT: COMPUSA MANAGEMENT COMPANY
Ref. Number: W96000014062

We have received your document for COMPUSA MANAGEMENT COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 496A00032867

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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

1. CompUSA Management Company
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)
2. Delaware. (business trust) 3. 75-2652813
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/31/96 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 6/30/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 14951 North Dallas Parkway
Dallas, Texas 75240
(Current mailing address)
8. General business
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 AM 9:40

9. Name and street address of Florida registered agent:

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

By: Cheryl L. Sparks
(Registered agent's signature) Cheryl L. Sparks
Asst. 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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Mark R. Walker, Sr. V.P. and Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Mark R. Walker, Senior V.P. and Secretary
(Typed or printed name and capacity of person signing application)

CompUSA Management Company

Officers:

President

James F. Halpin

14951 North Dallas
Dallas, Tx. 75240

Executive Vice President - Finance and
Treasurer

James E. Skinner

Same

Executive Vice President

Harold F. Compton

Same

Senior Vice President - Human Resources

Melvin D. McCall

Same

Senior Vice President, General Counsel
and Secretary

Vice President

Mark R. Walker

Same

Robyn Gatch-Priest

Same

Trustees:

James F. Halpin

Same

James E. Skinner

Same

Mark R. Walker

Same

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 10 AM 9:40

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMPUSSA MANAGEMENT COMPANY" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 10 AM 9:40



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8010114

DATE: 06-28-96