

F 980000007048



ACCOUNT NO. : 072100000032
REFERENCE : 067805 4802844
AUTHORIZATION : Patricia T. [signature]
COST LIMIT : \$ 70.00

ORDER DATE : December 16, 1998
ORDER TIME : 2:21 PM
ORDER NO. : 067805-015
CUSTOMER NO: 4802844 300002724013--1
CUSTOMER: Suzanne Knoll, Legal Assistant
Neal Gerber & Eisenberg
Two North Lasalle Street
Suite 2300
Chicago, IL 60602

FOREIGN FILINGS

NAME: CABLE USA, INC.

12/29
FILED
98 DEC 28 AM 8:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Janna Wilson

RECEIVED
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UNITED STATES CONFIRMATION

**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. CABLE USA, INC.
(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
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 11/2/98
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 1/1/99
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2584 Horseshoe Drive
Naples, Florida 34104-6131
(Current mailing address)
8. Manufacture specialty wire and cable
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: The Prentice-Hall Corporation System, Inc.

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.


(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.

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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

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. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert W. Webb, Secretary
(Typed or printed name and capacity of person signing application)

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CABLE USA, INC.

Directors and Principal Officers

ROBERT A. PRITZKER
Director and Chairman
225 West Washington Street
Chicago, Illinois 60606

BRUCE C. MILLIKEN
President and General Manager
2584 South Horseshoe Drive
Naples, Florida 34104

R. C. GLUTH
Director, Vice President and Treasurer
225 West Washington Street
Chicago, Illinois 60606

HENRY J. WEST
Director and Vice President
225 West Washington Street
Chicago, Illinois 60606

ROBERT W. WEBB
Secretary and General Counsel
225 West Washington Street
Chicago, Illinois 60606

ESTEBAN A. MILLAN
Controller
2584 South Horseshoe Drive
Naples, Florida 34104

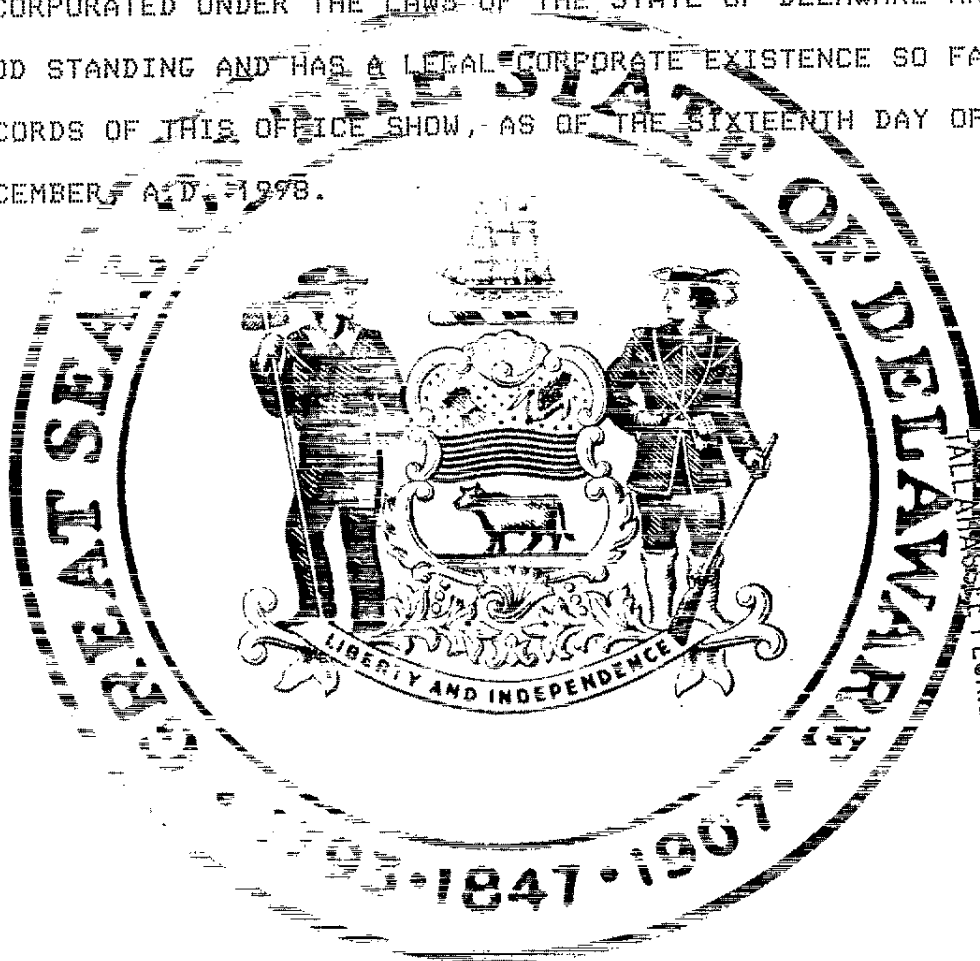
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TALLAHASSEE FLORIDA

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CABLE USA, 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 SIXTEENTH DAY OF DECEMBER, A.D., 1998.



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SECRETARY OF STATE
TALLMANSFEE, FLORIDA

Edward J. Freel

Edward J. Freel, Secretary of State



AUTHENTICATION:

2961477 8300

DATE:

9466899

981485780

12-16-98