

L15000169029

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

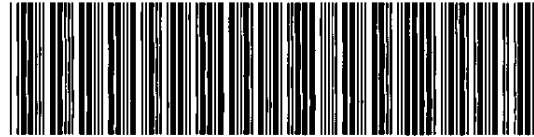
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K. SALY
EXAMINER

OCT -6 2015

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please*

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 779739 5018498

AUTHORIZATION : *Spencer*

COST LIMIT : \$ 150.00

ORDER DATE : September 10, 2015

ORDER TIME : 11:14 AM

ORDER NO. : 779739-005

CUSTOMER NO: 5018498

DOMESTIC CONVERSION FILING

NAME: HD SUPPLY POWER SOLUTIONS,
LTD.

EFFECTIVE DATE:

XX ARTICLES OF CONVERSION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER'S INITIALS: _____

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

FILED
2015 OCT -5 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
HD SUPPLY POWER SOLUTIONS, LTD.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited partnership
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida
on November 22, 2004 (Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
ANIXTER POWER SOLUTIONS, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 5th day of October, 2015

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Printed Name: Justin Choi

Title: EVP & Secretary of Anixter Inc., Sole Member
of Anixter Power Solutions, LLC

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: _____

Printed Name: Justin Choi

Title: Manager of APSGP, LLC, General Partner
of HD Supply Power Solutions, Ltd.

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION
OF
ANIXTER POWER SOLUTIONS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Anixter Inc., an entity authorized to contract and the sole member of Anixter Power Solutions, LLC, hereby present these Articles of Organization as the Articles of Organization of Anixter Power Solutions, LLC, a limited liability company formed under the provisions of Chapter 605, *Florida Statutes*.

ARTICLE I - NAME

The name of the limited liability company is Anixter Power Solutions, LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the Company's initial principal office is 2301 Patriot Boulevard, Glenview, IL 60026. The Company's principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSE AND POWERS

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, *Florida Statutes*, as such chapter presently exists and may hereafter be amended.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be the date these Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office of the Company is 1201 Hays Street, Tallahassee, FL 32301, and the name of the registered agent at that address is Corporation Service Company.

ARTICLE VI – MANAGEMENT

The Company shall be managed by a Board of Managers who shall be appointed, removed or replaced in accordance with the terms of the Operating Agreement of the Company. The names and addresses of the initial managers comprising the Board of Managers until successors or additional managers are elected or otherwise appointed in accordance with the Operating Agreement of the Company are as follows:

Theodore Dosch
2301 Patriot Boulevard
Glenview, IL 60026

Rodney Shoemaker
2301 Patriot Boulevard
Glenview, IL 60026

Justin Choi
2301 Patriot Boulevard
Glenview, IL 60026

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TALLAHASSEE, FLORIDA

[SIGNATURE PAGE FOLLOWS]

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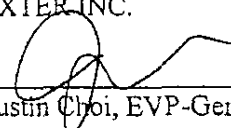
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Member of the Company has executed the
Articles of Organization on the date set forth below.

MEMBER:

ANIXTER INC.

By: 
Justin Choi, EVP-General Counsel and Secretary

Date: October 5, 2015

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Anixter Power Solutions, LLC. I am familiar with and accept the duties and obligations of such designation.

CORPORATION SERVICE COMPANY

By: 
Courtney Williams
Asst. Vice President

Its: _____
Date: 10.05, 2015

A2049305.DOC

[SIGNATURE PAGE FOR ARTICLES OF ORGANIZATION OF
ANIXTER POWER SOLUTIONS, LLC]