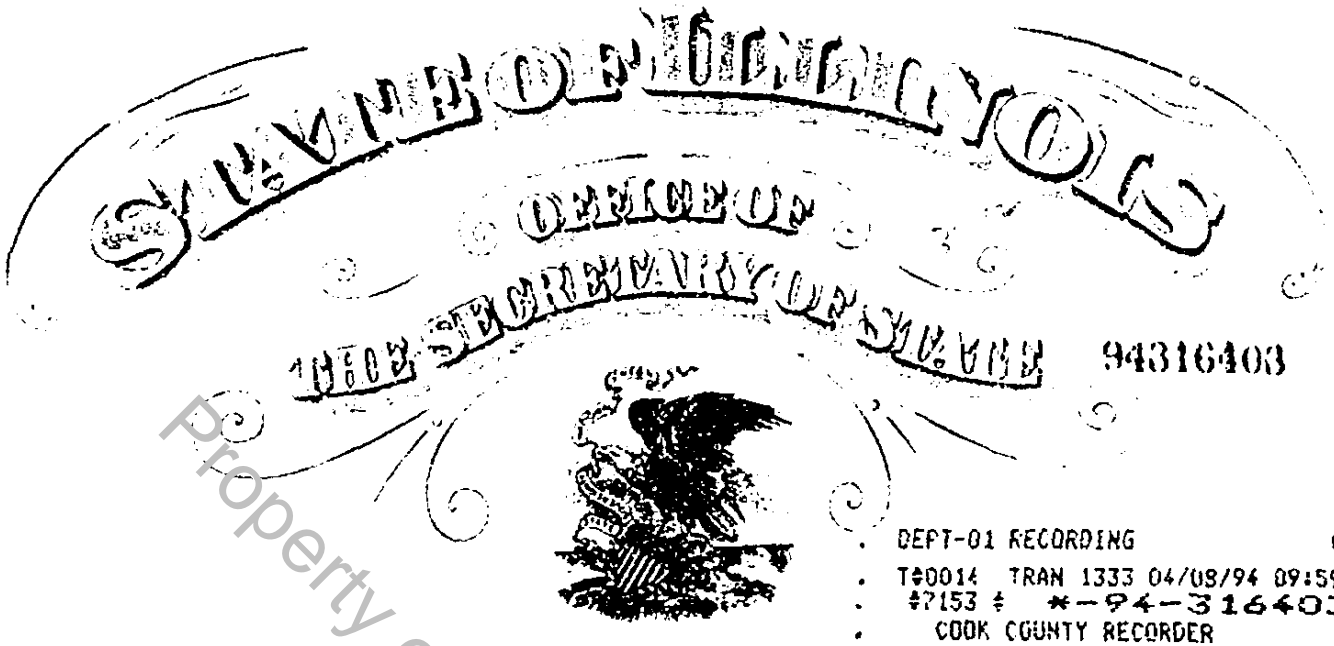


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File Number 5764-466-4



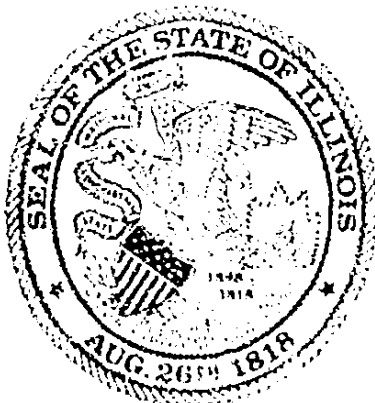
Whereas,

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF  
 WESCO DISTRIBUTION, INC.  
 INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED  
 IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS  
 CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the  
 State of Illinois, by virtue of the powers vested in me by law, do  
 hereby issue this certificate and attach hereto a copy of the  
 Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to  
 be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 23RD  
 day of MARCH A.D. 1994 and  
 of the Independence of the United States 29  
 the two hundred and 18TH



*George H Ryan*  
 SECRETARY OF STATE

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Form **BCA-13.40**  
(Rev. Jan. 1991)

## APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACTION BUSINESS IN ILLINOIS

File # 5764-466-4

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961

# FILED

MAR 23 1994

SUBMIT IN DUPLICATE

This space for use by  
Secretary of State

Date 3-23-94

Filing Fee \$25.00

Approved: hdy

Remit payment in check or money  
order, payable to "Secretary of State."

GEORGE H. RYAN  
SECRETARY OF STATE

1. (a) CORPORATE NAME: CDW Acquisition Corporation

(b) and, if change of name, NEW CORPORATE NAME: WESCO Distribution, Inc.

2. (a) State or Country of Incorporation: Delaware

(b) Date of Incorporation: August 17, 1993

(c) Period of Duration: Perpetual

3. (a) Address of principal office, wherever located: (b) Address of principal office in Illinois:

One Riverfront Center

Pittsburgh, PA 15222

4. Name and address of registered agent and registered office in Illinois:

Registered Agent: The Corporation Trust Company

Registered Office: c/o CT CORPORATION SYSTEM, 208 S. LaSalle St.

Chicago, IL 60604 Cook

City Zip Code County

5. States and countries in which corporation is admitted or qualified to transact business:

See attached Rider

6. Names and residential addresses of officers and directors:

	Name	Number & Street	City	State	Zip Code
President	<u>see attached rider</u>				
Secretary					
Director					
Director					
Director					

If more than three, attach list.

SECRETARY OF STATE

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7. Purpose or purposes proposed to be pursued in transacting business in this State.  
(If not sufficient space to cover this point, add one or more sheets of this size).

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of the state of Delaware and permitted under the Illinois Business Corporation Act.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	Stock	\$ .01	1,000	1,000

9. Paid-in Capital: \$990

("Paid-in Capital" replaces the terms "Stated Capital" and "Paid-in Surplus" and is equal to the total of these accounts.)

10. This application is accompanied by a copy of the Articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a replacement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

11. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated February 28, 1, 19 94 WESCO Distribution, Inc.  
(Exact Name of Corporation)

attested by William A. Barbe by Alexander E. Briquam  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

William A. Barbe Alexander E. Briquam  
(Type or Print Name and Title) (Type or Print Name and Title)

9-12-16-03

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## RIDER FOR QUESTION #5

ALABAMA  
ALASKA  
ARIZONA  
ARKANSAS  
CALIFORNIA  
COLORADO  
CONNECTICUT  
DISTRICT OF COLUMBIA  
FLORIDA  
GEORGIA  
HAWAII  
IDAHO  
INDIANA  
IOWA  
KANSAS  
KENTUCKY  
MAINE  
MARYLAND  
MASSACHUSETTS  
MICHIGAN  
MINNESOTA  
MISSISSIPPI  
MISSOURI  
MONTANA  
NEBRASKA  
NEVADA  
NEW HAMPSHIRE  
NEW JERSEY  
NEW MEXICO  
NEW YORK  
NORTH CAROLINA  
NORTH DAKOTA  
OHIO  
OKLAHOMA  
OREGON  
PENNSYLVANIA  
RHODE ISLAND  
SOUTH CAROLINA  
TENNESSEE  
TEXAS  
UTAH  
VERMONT  
VIRGINIA  
WASHINGTON  
WISCONSIN  
WYOMING

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## LIST OF OFFICERS AND DIRECTORS

### Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Roy W. Haley	President	592 Shadow Way Court, Houston, TX 77024
Richard J. Marshuetz	Vice President and Chief Financial Officer	74 Brevoort Road, Chappaqua, NY 15014
Mark Keough	Vice President	176 Goldhurst Terrace, London, NW63HN, United Kingdom
William A. Barbe	Vice President and Secretary	323 W. 84th Street, New York, NY 10024
Alberto Cribiore	Vice President and Treasurer	1050 Fifth Avenue, New York, NY 10028
Michael J. Dubilier	Vice President	64 W. 21st Street, New York, NY 10010
Alexander F. Brigham	Vice President and Assistant Secretary	27 W. 72nd Street, New York, NY 10023

### Directors

<u>Name</u>	<u>Address</u>
Donald J. Gogel	42 Masterton Road, Bronxville, NY 10708
William A. Barbe	323 W. 84th Street, New York, NY 10024
Alberto Cribiore	1050 Fifth Avenue, New York, NY 10028

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