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F98000003643

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, Florida 32301

City State Zip Phone  
904-222-1092

CORPORATION(S) NAME

800002572798-5  
-06/26/98--01001--022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

ADC TELECOMMUNICATIONS SALES, INC.

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- NonProfit
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- Foreign
- Limited Partnership
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DIVISION OF CORPORATIONS  
THANK YOU

**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. ADC Telecommunications Sales, 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. Minnesota  
(State or country under the law of which it is incorporated)
3. 41-1903805  
(FEI number, if applicable)
4. March 18, 1998  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. April 1, 1998  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 12501 Whitewater Drive  
Minnetonka, MN 55343  
(Current mailing address)
8. Retail and wholesale sales of amplification, transmission and switching equipment  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine  
Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.*

C T Corporation System

Michele R. Justesen  
(Registered agent's signature) (Officer)

Michele R. Justesen, Asst. Secy.  
(Type Name and Title of Officer)

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: See Attached

A. DIRECTORS

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

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

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

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

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

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

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

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

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B. OFFICERS

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

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. David F. Fisher, Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

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ADC TELECOMMUNICATIONS SALES, INC.

DIRECTORS

NAME	RESIDENCE ADDRESS	OFFICE ADDRESS
William J. Cadogan	11337 Mount Curve Road Eden Prairie, MN 55344	12501 Whitewater Drive Minnetonka, MN 55343
Robert E. Switz	301 Dearborn Court Edina, MN 55343	12501 Whitewater Drive Minnetonka, MN 55343
David F. Fisher	5047 Gladstone Ave. So. Minneapolis, MN 55419	12501 Whitewater Drive Minnetonka, MN 55343

OFFICERS

NAME	OFFICE	RESIDENCE ADDRESS	OFFICE ADDRESS
William J. Cadogan	President and CEO	11337 Mount Curve Rd. Eden Prairie, MN 55344	12501 Whitewater Drive Minnetonka, MN 55343
Robert E. Switz	CFO and Treasurer	301 Dearborn Court Edina, MN 55343	12501 Whitewater Drive Minnetonka, MN 55343
Lynn J. Davis	Sr. Vice President	5800 Dewey Hill Road Edina, MN 55435	12501 Whitewater Drive Minnetonka, MN 55343
William L. Martin	Sr. Vice President	5712 Hagen Court Dallas, TX 75252	2240 Campbell Creek Boulevard Richardson, TX 75082
Vivek Ragavan	Sr. Vice President	88 Balfour Dr. West Hartford, CT 06117	999 Research Parkway Meriden, CT 06450
David F. Fisher	VP and Secretary	5047 Gladstone Ave. S. Minneapolis, MN 55419	12501 Whitewater Drive Minnetonka, MN 55343
Bradley V. Crary	Asst. Treasurer	319 West Elmwood Place Minneapolis, MN 55419	12501 Whitewater Drive Minnetonka, MN 55343
Jeffrey D. Pflaum	Asst. Secretary	14085 Crocus Way Rosemount, MN 55068	12501 Whitewater Drive Minnetonka, MN 55343

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 PALM BEACH, FLORIDA

State of Minnesota

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TALLAHASSEE FLORIDA

Certificate of Good Standing

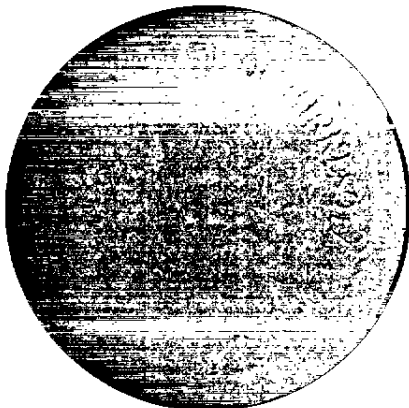
I, Joan Anderson Grove, Secretary of State of Minnesota do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: ADC Telecommunications Sales, Inc.

Date Formed: 03/18/1998

Chapter Governed By: 302A

This certificate has been issued on 04/07/98.



*Joan Anderson Grove*  
Secretary of State.