

ID # 143239



February 26, 2015

State of Rhode Island
Secretary of State - Business Services Division
148 West River Street
Providence, RI 02904-2615

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2015 MAR -5 AM 11:14

RE: Schneider Electric USA, Inc. - Identification Number: 000143239

To the Business Services Division:

I am writing to correct the total number of shares currently on file with the Business Services Division of the Rhode Island Secretary of State for Schneider Electric USA, Inc, id no. 00143239. Currently the filings state that Schneider Electric USA, Inc. has 2,000 Common Shares authorized with a par value of \$0.01 and 2,000 Preferred Shares authorized with a par value of \$0.00, together totaling 4,000 authorized shares.

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Num of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$0.0100	2,000.00	0.00
PNP		\$0.0000	2,000.00	0.00

I would like to make an amendment that as of February 26, 2015, Schneider Electric USA, Inc. has 2,000 Common Shares authorized with a par value of \$0.01, 250 Series A Preferred Shares authorized with a par value of \$0.01, and 361 Series B Preferred Shares authorized with a par value of \$0.01, decreasing the total number of authorized shares to 2,611.

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Num of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$0.0100	2,000.00	1,276.00
PNP	A	\$0.0100	250.00	100.00
PNP	B	\$0.0100	361.00	361.00

Sincerely,

Robert Murray
Vice President
Schneider Electric USA, Inc.

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Palatine, IL 60067 USA
<http://www.schneider-electric.com>

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