



**NATIONAL
CORPORATE
RESEARCH, LTD.**

AN AFFILIATE OF NATIONAL CODE CORPORATION

34 Executive Park
(714) 477-9540

Suite 110
(888) 600-9540

Irvine, California 92614
Facsimile (714) 477-9545

F 97000000 239

February 12, 1998

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900002430059--3
-02/13/98--01042--004
*****35.00 *****35.00

Re: MILGRAY ELECTRONICS, INC..

Dear Sir or Madam:

Enclosed herewith please find an original and a copy of the Application for Withdrawal for the above referenced corporation, along with a check made payable to the Secretary of State in the amount of \$35.00 for the filing.

Please file the application and conform the copy. Please send the evidence of this filing back to the following address:

Tom Totaro
National Corporate Research
34 Executive Park
Suite 110
Irvine, CA 92614

If you should have any questions or comments please do not hesitate to contact us. (888) 600-9540 Thank you.

Very truly yours,

Tricia Yawata

Tricia Yawata
Corporate Specialist

OK
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208
FFW with
2-13-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

MILGRAY ELECTRONICS, INC.
(Name of Corporation)

New York
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o Bell Industries, Inc.
2201 East El Segundo Boulevard
(Mailing Address)

El Segundo, California 90245
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

V.P. - Chief Financial Officer
Title

Tracy A. Edwards
Typed or printed name

January 30, 1998
Date

93 FEB 13 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED