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CORPORATION(S) NAME

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TALLAHASSEE, FLORIDA

Tech Data France II, Inc

700002628837--6

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TECH DATA FRANCE II, INC.**

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98 AUG 31 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Tech Data France II, Inc. (the "Corporation").
2. Article VI of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE VI
CAPITAL STOCK

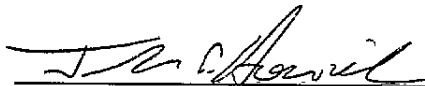
The corporation is authorized to issue One Million (1,000,000) shares of One Dollar (\$1.00) par value common stock.

3. This Amendment was recommended by the board of directors to the Corporation's shareholders on August 28, 1998.
4. This Amendment was approved by all of the holders of the Corporation's common stock, on August 28, 1998, by unanimous vote in favor of the Amendment.
5. The Amendment shall become effective upon filing with the Florida Secretary of State.

IN WITNESS WHEREOF, Tech Data France II, Inc. has caused these Articles of Amendment to be executed on this 28 day of August, 1998.

TECH DATA FRANCE II, INC.,
a Florida corporation

By: _____


Jeffery P. Howells, as its
Treasurer and Secretary