

09/15/2005 12:48 85926

CT CORPORATION SYSTEM

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Division of Corporations

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**F010000003024**

Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

**WITHDRAWAL OF FOREIGN CORPORATION**

**MEMEC US HOLDINGS, INC.**

CLERK OF STATE  
TALLAHASSEE, FLORIDA

05 SEP 15 PM 3:37

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9/15/2005

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

Memec US Holdings, Inc.

(Name of Corporation)

FO1000003024

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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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 for the corporation:

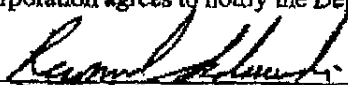
Avnet, Inc., Attn: Legal Dept., 2211 S. 47th Street

(Mailing Address)

Phoenix, AZ 85034

(City/ State /Zip)

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

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Ray Sadowski

(Typed or printed name of person signing)

9-14-05

(Date)

Senior Vice President of  
Avnet, Inc., successor in interest

(Title of person signing)

**FILING FEE \$35**