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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BELL MICROPRODUCTS INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

100001725181
-02/27/96--01077--007
*****70.00 *****70.00

MAY MOORE

(Name of Person)

BELL MICROPRODUCTS INC.

(Firm/Company)

1941 Ringwood Avenue

(Address)

San Jose, CA 95131

(City/State/Zip)

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TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

May Moore

(Name of Person)

at (408) 467-2713

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Bell Microproducts, 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. California
(State or country under the law of which it is incorporated)
3. 94-3057566
(FEI number, if applicable)
4. Oct. 23, 1987
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 1941 Ringwood Avenue
San Jose, CA 95131
(Current mailing address)
8. Distribution of High Technology Equipment
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

Thomas W. Lukas
(Registered agent's signature) (Officer)

Thomas W. Lukas, Assistant Vice President
(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: W. Donald Bell
Address: 1941 Ringwood Avenue
San Jose, CA 95131

Director: Glenn E. Penisten
~~XXXXXX~~
Address: Alpha Partners 2200 Sand Hill Road, Suite 250
Menlo Park, CA 94025

Director: Gordon Campbell
Address: C/O Chips & Technology
3050 Zanker Road, San Jose, CA 95134

Director: John H. Beedle
Address: In-Stat
7148 E. Helm Avenue, Scottsdale, AZ 85252

B. OFFICERS

President: W. Donald Bell
Address: 1941 Ringwood Avenue
San Jose, CA 95131

Vice President: Bob Sturgeon
Address: 1941 Ringwood Avenue
San Jose, CA 95131

Acting Secretary: Remo Canessa
Address: 1941 Ringwood Avenue
San Jose, CA 95131

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Acting Treasurer: Remo Canessa

Address: 1941 Ringwood Avenue

San Jose, CA 95131

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. Remo Canessa, Acting Secretary and Treasurer

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 22nd day of October

BELL MICROPRODUCTS INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

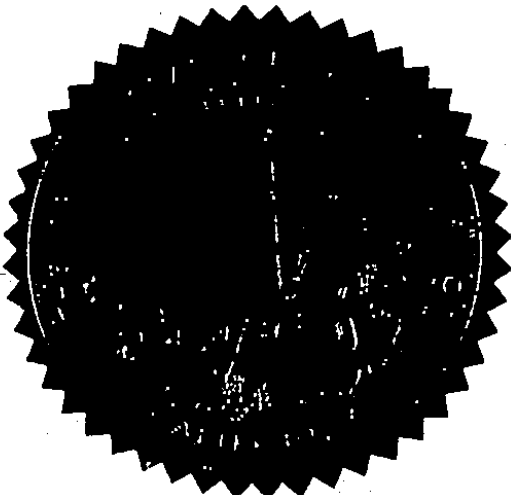
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
30th day of January, 1996



Bill Jones
BILL JONES
Secretary of State

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TALLAHASSEE, FLORIDA