

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

ALLIED ELECTRONICS, INC.
File number C 106137

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ALLIED ELECTRONICS, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ALLIED ELECTRONICS, INC. to transact business in this State under the name ALLIED ELECTRONICS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: April 28, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Subel*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

APR 20 11 41 AM '94

SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Allied Electronics, Inc.
2. The name which it shall use in Idaho is _____
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of the State of Delaware
4. The date of its incorporation is December 4, 1989 and the period of its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different than item 5, is c/o Avnet, Inc., 80 Cutter Mill Road, Great Neck, New York 11021
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
distributor of broad-line catalogues and direct marketing of electronic
components, test equipment and electronic equipment

(Continued on reverse)

Submit applications and certificate of status to:

IDAHO SECRETARY OF STATE
Office of the Secretary of State 19940428 0900 76023 4
Division of Corporations CK #: 42989 CUST# 4567
Statehouse, Room 203 CORP 10 20.00= 20.00
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19940428 0900 76023 2
CK #: 42988 CUST# 4567
CORP 10 100.00= 100.00

ACA593

File Two Copies along with a Certificate
of Corporate Status or Existence

(IDAHO - 2542 - 7/13/93)

Fee: \$100 if typed with no attachments
\$120 if not typed or if attachments are included

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>David R. Birk</u>	<u>Director</u>	<u>80 Cutter Mill Rd., Great Neck, NY 11021</u>
<u>Raymond Sadowski</u>	<u>Director</u>	<u>80 Cutter Mill Rd., Great Neck, NY 11021</u>
<u>Leon Machiz</u>	<u>Chief Executive Officer</u>	<u>80 Cutter Mill Rd., Great Neck, NY 11021</u>
<u>David Yaniko</u>	<u>President & Chief Operating Officer</u>	<u>7410 Pebble Drive, Fort Worth, Texas 76118</u>
<u>David R. Birk</u>	<u>Vice President & Secretary</u>	<u>80 Cutter Mill Rd., Great Neck, NY 11021</u>
<u>Raymond Sadowski</u>	<u>Vice President, Treasurer, Asst. Sec. & Controller</u>	<u>80 Cutter Mill Rd., Great Neck, NY 11021</u>
<u>Lisa M. Palumbo</u>	<u>Assistant Secretary</u>	<u>80 Cutter Mill Rd., Great Neck, NY 11021</u>

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 26, 1994

Allied Electronics, Inc.

(Corporation name)

By David R. Birk Vice President
its President/Vice President (please specify)

and Raymond Sadowski Assistant Secretary
its Secretary/Assistant Secretary (please specify)

STATE OF NEW YORK)
) ss:
COUNTY OF NASSAU)

I, Christina E. McCloskey, a notary public, do hereby certify that on this 26th day of April, 19 94, personally appeared before me Raymond Sadowski, who being by me first duly sworn, declared that (s)he is the Secretary & Controller of Allied Electronics, Inc.

that (s)he signed the foregoing documents as Assistant Secretary of the corporation and that the statements therein contained are true.

Christina E. McCloskey

Notary Public

CHRISTINA E. MCCLOSKEY
Notary Public, State of New York
No. 41-4901967
Qualified in Queens County
Commission Expires July 27, 1995

Office of the Secretary of StateAPR 24 11 41 AM '94
SECRETARY OF STATE

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "ALLIED ELECTRONICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF APRIL, A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

*William T. Quillen*

William T. Quillen, Secretary of State

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944069326

AUTHENTICATION:

DATE:

7096080

04-21-94