

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rorke Data, Inc.		12/21/2010	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Avnet, Inc.
Street Address:	2211 South 47th Street
City:	Phoenix
State/Country:	ARIZONA
Postal Code:	85034
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1977718	RORKE DATA
Registration Number:	1975863	RORKE DATA
Registration Number:	3272343	GALAXY

CORRESPONDENCE DATA

Fax Number: 8777697945
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 214-747-5070
 Email: tmdoctc@fr.com
 Correspondent Name: Jennifer Nagy
 Address Line 1: P.O. Box 1022
 Address Line 4: Minneapolis, MINNESOTA 55440-1022

ATTORNEY DOCKET NUMBER:	14400-0571001
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NAME OF SUBMITTER:	Jennifer Nagy
Signature:	/Jennifer Nagy/
Date:	04/02/2013
Total Attachments: 8 source=Rorke Data - MN Merger Confirmation#page1.tif source=Rorke Data - MN Merger Confirmation#page2.tif source=Rorke Data - MN Merger Confirmation#page3.tif source=Rorke Data - MN Merger Confirmation#page4.tif source=Rorke Data - MN Merger Confirmation#page5.tif source=Rorke Data - MN Merger Confirmation#page6.tif source=Rorke Data - MN Merger Confirmation#page7.tif source=Rorke Data - MN Merger Confirmation#page8.tif	

ARTICLES OF MERGER
of
RORKE DATA, INC.
(a Minnesota corporation)
into
AVNET, INC.
(a New York corporation)

Pursuant to the provisions of the Minnesota Business Corporation Act, the undersigned corporations adopt the following articles of (merger) (exchange):

1. The plan of merger is as follows: Rorke Data, Inc. will merge into Avnet, Inc.
2. The plan has been approved by (each constituent pursuant to Chapter 302A of the Minnesota Statutes) (the parent corporation in this parent-subsidary merger pursuant to Section 302A.621 of the Minnesota Statutes.)
3. If this a parent-subsidary merger include the following information: N/A
 - a. the number of outstanding shares of each class and series of each subsidiary and the number of shares of each class and series of the subsidiary owned by the parent corporation, and,
 - b. the date that a copy of the plan of merger was mailed to shareholders of each subsidiary.
4. If the survivor is to be a foreign corporation include the following:

Avnet, Inc., the surviving corporation agrees that:

It may be served with process in the state of Minnesota in any proceeding for the enforcement of an obligation of a constituent corporation and in any proceeding for the enforcement of the rights of a dissenting shareholder of a constituent corporation against it.

The secretary of state is irrevocably appointed as its agent to accept service of process in any such proceeding; and the address to which process may be forwarded is c/o Avnet, Inc., Legal Dept., 2211 South 47th Street, Phoenix, AZ 85034.

It will promptly pay to the dissenting shareholders of any corporation organized under the laws of Minnesota which is a party to the merger the amount, if any, to which they are entitled under section 302A.473 of the Business Corporation Act.

5. Any other provision permitted or required by law is: **The effective date of merger is December 31, 2010.**

Date: December 21, 2010

Rorke Data, Inc.

By David R. Birk

David R. Birk
Vice President

Date: December 21, 2010

Avnet, Inc.

By David R. Birk

David R. Birk
Sr. Vice President

AGREEMENT AND PLAN OF MERGER

of

BELL MICROPRODUCTS EUROPE, INC.
(a California corporation)

and

BELL MICROPRODUCTS INC.
(a California corporation)

and

BELL MICROPRODUCTS FUNDING CORPORATION
(a Delaware corporation)

and

BELL MICROPRODUCTS – FUTURE TECH, INC.
(a California corporation)

and

NOW DIRECT, INC.
(a Nevada corporation)

and

RORKE DATA, INC.
(a Minnesota corporation)

and

TALLARD TECHNOLOGIES, INC.
(a Florida corporation)

into

AVNET, INC.
(a New York corporation)

This Agreement and Plan of Merger (the "Agreement") is made and entered into on November 4, 2010 by and between Avnet, Inc., a New York corporation (Avnet), and Bell Microproducts Europe, Inc., a California corporation (BME), Bell Microproducts Inc., a California corporation (BMI), Bell Microproducts Funding Corporation, a Delaware corporation (BMFC), Bell Microproducts – Future Tech, Inc. a California corporation (BMFT), Now Direct, Inc., a Nevada corporation (NDI), Rorke Data, Inc., a Minnesota corporation (RDI) and Tallard Technologies, Inc., a Florida corporation (TTI), together (the Merging or Merged Companies).

RECITALS

Avnet was incorporated under the name Avnet Electronic Supply Co., Inc. on July 22, 1955. Avnet changed its name from Avnet Electronic Supply Co., Inc. to Avnet Electronics Corp. on July 22, 1958. Avnet changed its name from Avnet Electronics Corp. to Avnet, Inc. on December 2, 1964.

Avnet desires to take legal ownership of all the assets, rights, privileges, powers and franchises and be subject to all of the liabilities, restrictions, disabilities and duties of the Merging Companies, all as provided under the Business Corporation Law of the State of New York.

NOW, THEREFORE, Avnet hereby prescribes the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: Avnet hereby merges into itself the Merging Companies and the Merging Companies shall be and hereby are merged into Avnet, which shall be the surviving corporation.

SECOND: The Certificate of Incorporation of Avnet as in effect on the date of the merger shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

THIRD:

(a) BME has an authorized capitalization of 1,000 shares of capital stock, of which all are designated as common stock, of which 10 are issued and outstanding. All of such shares of common stock are owned by BMI.

(b) BMI has an authorized capitalization of 1,000 shares of capital stock, of which all are designated as common stock, of which 100 are issued and outstanding. All of such shares of common stock are owned by Avnet.

(c) BMFC has an authorized capitalization of 100 shares of capital stock, of which all are designated as common stock, of which 100 are issued and outstanding. All of such shares of common stock are owned by BMI, a wholly owned subsidiary of Avnet.

(d) BMFT has an authorized capitalization of 1,000 shares of capital stock, of which all are designated as common stock, of which 100 are issued and outstanding. All of such shares of common stock are owned by BMI, a wholly owned subsidiary of Avnet.

(e) NDI has an authorized capitalization of 100 shares of capital stock, of which all are designated as common stock, of which 100 are issued and outstanding. All of such shares of common stock are owned by Avnet.

(f) RDI has an authorized capitalization of 100,000 shares of capital stock, of which all are designated as common stock, of which 100 are issued and outstanding. All of such shares of common stock are owned by BMI, a wholly owned subsidiary of Avnet.

(g) TTI has an authorized capitalization of 15,000 shares of capital stock, of which all are designated as common stock, of which 12,048 are issued and outstanding. All of such shares of common stock are owned by Avnet.

FOURTH: The by-laws of Avnet as they shall exist on the effective date of this Plan of Merger shall be and remain the by-laws of the surviving corporation until the same shall be altered, amended and repealed as therein provided.

FIFTH: The directors and officers of Avnet shall continue in office until the next annual qualified meeting of the shareholders and until their successors shall have been elected and qualified.

SIXTH: Upon the merger becoming effective, all of the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merged Companies, shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the Merged Companies shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged entity respectively.

SEVENTH:

(a) The surviving corporation may be served with process in the State of California in any proceeding for enforcement of any obligation of BME, BMI and BMFT as well as for enforcement of any obligation of the surviving corporation arising from the merger, and it does hereby appoint the Secretary of State of California as its agent to accept service of process in any such suit or any other proceedings.

(b) The surviving corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of BMFC as well as for enforcement of any obligation of the surviving corporation arising from the merger, and it

does hereby appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or any other proceedings.

(c) The surviving corporation may be served with process in the State of Nevada in any proceeding for enforcement of any obligation of NDI as well as for enforcement of any obligation of the surviving corporation arising from the merger, and it does hereby appoint the Secretary of State of Nevada as its agent to accept service of process in any such suit or any other proceedings.

(d) The surviving corporation may be served with process in the State of Minnesota in any proceeding for enforcement of any obligation of RDI as well as for enforcement of any obligation of the surviving corporation arising from the merger, and it does hereby appoint the Secretary of State of Minnesota as its agent to accept service of process in any such suit or any other proceedings.

(e) The surviving corporation may be served with process in the State of Florida in any proceeding for enforcement of any obligation of TTI as well as for enforcement of any obligation of the surviving corporation arising from the merger, and it does hereby appoint the Secretary of State of Florida as its agent to accept service of process in any such suit or any other proceedings.

(f) The address to which a copy of such process shall be mailed by each of the respective Secretary of State offices noted above is c/o Avnet, Inc., 2211 South 47th Street, Phoenix, Arizona, 85034, until the surviving corporation shall have hereafter designated in writing to the Secretary of State a different address for such purpose.

EIGHTH. The Merger shall be effective on December 31, 2010.

This Agreement and Plan of Merger was duly adopted by the Board of Directors of Avnet, Inc. on November 4, 2010.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be duly executed as of the date first above written.

[Signature page follows]

AVNET, INC.,
a New York corporation

By: David R. Birk
Name: David R. Birk
Title: Senior Vice President

BELL MICROPRODUCTS EUROPE, INC.
a California corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

BELL MICROPRODUCTS INC.
a California corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

BELL MICROPRODUCTS FUNDING
CORPORATION
a Delaware corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

BELL MICROPRODUCTS – FUTURE
TECH, INC.
a California corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

NOW DIRECT, INC.
a Nevada corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

RORKE DATA, INC.
a Minnesota corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

TALLARD TECHNOLOGIES, INC.
a Florida corporation

By: David R. Birk
Name: David R. Birk
Title: Vice President

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 22 2010

Mark Ritchie
Secretary of State

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