FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * $\underline{TOOKER~GARY~L}$					2. Issuer Name and Ticker or Trading Symbol AVNET INC [AVT]								Relationshi heck all app X Direc	,	g Per	son(s) to Iss		
(Last)	(Fi NET, INC.	rst) ((Middle)			3. Date of Earliest Transaction (Month/Day/Year) 07/03/2006							Offic belov	er (give title v)		Other (s	specify	
2211 SOUTH 47TH STREET				4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) PHOENI	X A	Z	85034											X Forn	i filed by One i filed by Mor on		•	
(City)	(Si	ate) ((Zip)															
		Tab	le I - Non	-Deriva	ative	Sec	curitie	es A	cquired,	Dis	posed	of, or Be	eneficia	lly Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution Date			Code (Instr. 5)			red (A) or str. 3, 4 ar	Benefi	ies For cially (D) Following (I) (I		n: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D) Price		Transa	action(s) 3 and 4)			(instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date, T	4. Transactio Code (Inst				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				C	Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amount or Number of Shares					
Phantom Stock Units	\$0 ⁽¹⁾	07/03/2006			A		266		(1)		(1)	Common Stock	266	\$0	8,853		D	

Explanation of Responses:

1. In lieu of cash compensation for services on the Board of Directors of the Issuer, the reporting person has elected to receive phantom stock units under the Avnet, Inc. Deferred Compensation Plan for Outside Directors and are to be settled 1 for 1 in the Issuer's Common Stock after cessation of membership on the Issuer's Board or upon change in control of the Issuer.

Remarks:

<u>David R. Birk, by power of attorney</u> <u>07/05/2006</u>

** Signature of Reporting Person Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.