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(c) The following exhibits are filed as part of this report:

EXHIBIT NUMBER	EXHIBIT
4.1	Subscription Agreement dated April 30, 2002, between Stonestreet L.P. and the Company
4.2	Warrant dated April 30, 2002, to purchase 111,111 shares of common stock of the Company in favor of Stonestreet L.P.
4.3	Warrant dated April 30, 2002, to purchase 11,429 shares of common stock of the Company in favor of Vintage Partners L.L.C.
99.1	SBE Press Release dated May 1, 2002 announcing the investment by Stonestreet L.P.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SBE, INC.

Dated: May 2, 2002

By: /s/ David W. Brunton

David W. Brunton
Chief Financial Officer and
Vice President, Finance

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Exhibit 4.1 Subscription Agreement dated April 30, 2002, between Stonestreet

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L.P. and the Company

- Exhibit 4.2 Warrant dated April 30, 2002, to purchase 111,111 shares of common stock of the Company in favor of Stonestreet L.P.
- Exhibit 4.3 Warrant dated April 30, 2002, to purchase 11,429 shares of common stock of the Company in favor of Vintage Partners L.L.C.
- Exhibit 99.1 SBE Press Release dated May 1, 2002 announcing the investment by Stonestreet L.P.