



03001181

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM TA-W

NOTICE OF WITHDRAWAL FROM REGISTRATION
AS TRANSFER AGENT

Pursuant To Section 17A of the Securities Exchange Act of 1934

PROCESSED
APR 17 2003
THOMSON
FINANCIAL



OMB APPROVAL	
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EFFECTIVE DATE	

84-5930

Read all instructions on reverse side before preparing form. Please print or type.

- Transfer Agent File No.: 2. Full name of registrant: BERNO, GAMBAL & BARBEE, INC.
- Name under which transfer agent activities are conducted, if different from above: N/A
- Address of registrants principal place of business: No. and street 1100 N. GLEBE ROAD, SUITE 1040 City ARLINGTON State VA Zip Code 22201
- Furnish registrants reasons for ceasing the performance of transfer agent functions or for otherwise requesting withdrawal of its registration. SEE ATTACHED SHEET
- Furnish the last date registrant performed transfer agent functions as defined by Section 3(a)(25) of the Act for any security, including debt and equity, registered under Section 12 of the Act or which would be required to be registered except for the exemption from registration provided by subsection (g)(2)(B) or (g)(2)(G) of that section. SEE ATTACHED SHEET
Does registrant have any intention of performing in the near future a transfer agent function for any such security?
- Is registrant directly or indirectly involved in any legal actions or proceedings or aware of any potential claims (including out-of-proof conditions) against it in connection with its performance of transfer agent functions for any security? If so, furnish complete information with respect to each.
 Yes No
- Are there any unsatisfied judgments or liens against registrant arising out of its performance of transfer agent functions for any security? If so, furnish complete information regarding each judgment or lien.
 Yes No
- For each issue shown on Schedule B of registrants Form TA-I, as amended, and for any issues for which registrant assumed transfer agent functions since the last amendment to Schedule B, furnish the name(s) and address(es) of any successor transfer agent(s) and state whether such transfer agent(s) is registered as a transfer agent pursuant to the Act. If there is no successor transfer agent(s), so state. SEE ATTACHED SHEET
- For each issue shown on Schedule B of registrants Form TA-I, as amended, and for any issues for which registrant assumed transfer agent functions since the last amendment to Schedule B, furnish the name(s) and address(es) of the person(s) who has or will have custody or possession of the books and records which registrant maintained in connection with its performance of transfer agent functions. SEE ATTACHED SHEET
- Furnish the address(es), if different from Item 10, where such books and records will be located. N/A

12. EXECUTION. The registrant submitting this Form and its attachments and the person executing it represent hereby that it and all materials filed in connection therewith contain a true, correct and complete statement of all required information. Registrant also consents hereby to make the books and records it is required to preserve by Rules 17A d-6 and 7 under the Securities Exchange Act of 1934 (17 CFR 240.17A d-6 and 7) available for examination by authorized representatives of the Securities and Exchange Commission during the period the rules require registrant to preserve such books and records and hereby authorizes the person having custody of such books and records to make them available to such representatives.

ATTENTION
Intentional misstatements or omissions of fact constitute federal criminal violations.
(See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).)

Dated the 4TH day of FEBRUARY, 2003
BERNO, GAMBAL & BARBEE, INC.
(Name of transfer agent)
William S. Berno
(Manual signature of principal officer or duly authorized principal)
WILLIAM S. BERNO
(Printed name of principal officer or duly authorized principal)
MANAGING DIRECTOR 703-528-7788
(Title) (Telephone number)

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Attachment to Form TA-W

Berno, Gambal & Barbee, Inc.

File No. 84-5930

Answer to Item 5:

Registration is being withdrawn because we have ceased transfer agency functions after creating a new subsidiary company, BGB Fund Services, Inc., which has been registered as a transfer agent and has assumed all transfer agency functions.

Answer to Item 6:

The last date that transfer agent functions were performed for any security was April 30, 2002. The registrant does not have any intention of performing transfer agent functions for any security in the near future.

Answer to Item 9:

One security issue: Aegis Value Fund, Inc., an open-end mutual fund

The successor transfer agent, registered pursuant to the Act, for the Aegis Value Fund is:

BGB Fund Services, Inc.
1100 N. Glebe Road, Suite 1040
Arlington, VA 22201
SEC File No. 84-6028

Answer to Item 10:

BGB Fund Services, Inc., address shown above, will have custody of the books and records which the registrant maintained in connection with its performance of transfer agent functions.