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City

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CORPORATION(S) NAME

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Imaging Solutions, Inc

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DIVISION OF CORPORATION

ARTICLES OF MERGER
Merger Sheet

MERGING:

IMAGING SOLUTIONS INC., a Florida corporation, P93000086201

into

IKON OFFICE SOLUTIONS, INC., an Ohio corporation P01431

File date: June 23, 1998

Corporate Specialist: Joy Moon-French

ARTICLES OF MERGER
IMAGING SOLUTIONS INC.
("Domestic Corporation")
and
IKON OFFICE SOLUTIONS, INC.
("Foreign Corporation")

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED corporations, pursuant to Section 607.1107 of the Florida Business Corporation Act, hereby execute the following Articles of Merger:

FIRST The names of the corporations proposing to merge and the names of the states or countries under the laws of which such corporations are organized are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Imaging Solutions Inc.	Florida
IKON Office Solutions, Inc.	Ohio

SECOND The laws of the state under which such foreign corporation is organized permit such merger and such foreign corporation is complying with those laws in effecting the merger.

THIRD IKON Office Solutions, Inc. complies with Section 607.1105 F.S. as the surviving corporation of the merger and Imaging Solutions Inc. complies with the applicable provisions of Sections 607.1101 - 607.1104 F.S.

FOURTH The plan of merger is as follows:

PLAN OF MERGER

I.

Imaging Solutions Inc., a Florida corporation ("ISI"), shall merge with and into IKON Office Solutions, Inc., an Ohio corporation ("IKON"). IKON shall survive the merger and assume the liabilities of ISI. The separate corporate existence of ISI shall cease forth with upon the effective date of the merger. The name of the surviving corporation is IKON Office Solutions, Inc.

II.

IKON has 135,262,741 outstanding shares of common stock, no par value (hereinafter called "IKON Common Stock") and 38,772 outstanding shares of preferred stock, no par value. The number of outstanding shares of IKON Common Stock is subject to change prior to the effective date due to the issuance of additional shares under an employee stock ownership plan and a stock option plan.

III.

ISI has 50 outstanding shares of common stock, no par value. At the effective date of the merger, all outstanding shares of common stock of ISI, by virtue of the merger and without any further action on the part of the shareholder thereof, shall be canceled, retired and eliminated, and the shareholder of ISI shall receive 16,234 shares of IKON Common Stock for all of the shares of stock of ISI held by the shareholder. Each share of IKON Common Stock issued as of the effective date of the merger shall continue to represent one issued share of IKON.

IV.

The merger shall become effective upon filing with the Secretary of State.

V.

The Restated Certificate of Incorporation of IKON shall be the Restated Certificate of Incorporation of the corporation surviving the merger. No changes or amendments shall be made to the Restated Certificate of Incorporation because of the merger.

VI.

The Code of Regulations of IKON shall be the Code of Regulations of the corporation surviving the merger.

VII.

The directors and officers of IKON shall be the directors and officers of the corporation surviving the merger and shall serve until their successors are elected.

VIII.

Upon the merger becoming effective, the separate corporate existence of ISI shall cease and all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of ISI shall be transferred to, vested in and devolve upon IKON without further act or deed and all property, rights and every other interest of IKON and ISI shall be effectively the property of IKON as they were of IKON and ISI respectively.

IX.

The surviving corporation shall be governed by the laws of the State of Ohio, and may be served with process in the State of Florida. Its agent to accept service of process is CT Corporation System. The address to which a copy of such process shall be mailed is 1200 South Pine Island Road, Plantation, Florida 33324.

X.

The respective Boards of Directors of IKON and ISI have duly approved this Plan providing for the merger of ISI with and into IKON as the surviving corporation as authorized by the laws of the State of Ohio and the laws of the State of Florida.

FIFTH Approval of shareholders of IKON was not required pursuant to applicable provisions of the laws of the states of Ohio and Florida.

SIXTH: The plan of merger was adopted by the sole shareholder of Imaging Solutions Inc., incorporated on the 13th day of December, 1993 and by the Board of Directors of IKON on May 8, 1998.

Signed this 19 day of June, 1998.

IKON OFFICE SOLUTIONS, INC.

IMAGING SOLUTIONS, INC.

By: Karin M. Kibney
Secretary Karin M. Kibney

By: Mark Dreyer
President Mark Dreyer