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BUTLER & CO
7101 WEST MC NAB RD #103
TAMARAC, FL. 33321

APRIL 18 1995

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

400001500284
-05/26/95--01065--005
****122.50 ****122.50

DEAR SIR,

ENCLOSED, PLEASE FIND THE ARTICLES OF INCORPORATION FOR
OFFICE DEPOT PLAZA, INC.

ALSO ENCLOSED, PLEASE FIND OUR CHECK IN THE AMOUNT OF \$122.50
COVERING THE VARIOUS FEES TO INCORPORATE THE ABOVE.

PLEASE PROCESS THESE ARTICLES AND LET US KNOW IF THERE
ARE ANY PROBLEMS.

THANK YOU.

SINCERELY YOURS,

BRUCE S. BUTLER

ENCL:

APR 26 1995

WJW

ARTICLES OF INCORPORATION

ARTICLE I - NAME

THE NAME OF THE CORPORATION IS:
OFFICE DEPOT PLAZA, INC.

ARTICLE II - DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON THE
DATE OF THE FILING OF THESE ARTICLES WITH THE DEPARTMENT OF STATE.

ARTICLE III - PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY
OR ALL LAWFUL BUSINESS AS COMMERCIAL PROPERTY

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF \$1.00 PAR
VALUE COMMON STOCK WHICH SHALL BE DESIGNATED COMMON SHARES .

ARTICLE V - PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALES OF CASH OF ANY NEW STOCK OF
THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE
THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL
SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI - INITIAL REG. OFF. AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS
CORPORATION IS 7101 WEST MC NAB RD #103, TAMARAC, FL. 33321
AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS
CORPORATION AT THE ADDRESS IS BRUCE S. BUTLER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 2 DIRECTOR (S) CONSTITUTING THE
INITIAL BOARD OF DIRECTORS. THE NUMBER OF DIRECTORS MAY BE EITHER
INCREASED OR DECREASED FROM TIME TO TIME BY THE BYLAWS. THE NAME (S)
AND ADDRESS (ES) OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION
IS (ARE):

NAME
BRUCE S. BUTLER

ADDRESS
7101 WEST MC NAB RD #103, TAMARAC, FL. 33321

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES THE FOLLOWING IS SUBMITTED:

FIRST - THAT (NAME OF CORPORATION)
OFFICE DEPOT PLAZA, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
(CITY) TAMARAC, FL. AT 7101 WEST MC NAB RD SUITE 103
TAMARAC, FL 33321

STATE OF FLORIDA HAS NAMED BRUCE S. BUTLER
(NAME RESIDENT AGENT)

LOCATED AT 7101 WEST MC NAB RD #103, TAMARAC, FL. 33321
STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE



CORPORATE OFFICER

TITLE: PRESIDENT

DATE: APRIL 18, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE


(Resident Agent)

DATE

ARTICLE VIII - INCORPORATORS

THE NAME AND ADDRESS OF EACH PERSON SIGNING THESE ARTICLES IS:

NAME	ADDRESS
BRUCE S. BUTLER	7101 WEST MC NAB RD #103, TAMARAC, FL. 33321

ARTICLE IX - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 18 DAY OF APRIL, 1995

[Signature]
SUBSCRIBER

SUBSCRIBER

SUBSCRIBER

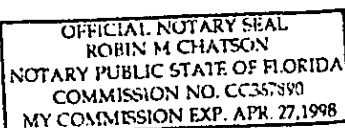
SUBSCRIBER

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED
BRUCE S. BUTLER

BE AND KNOWN BY ME THE PERSONS WHO EXECUTED THE FORGOING ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS 18 DAY OF APRIL 1995



[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE