

1201 HAYS STREET
TALLAHASSEE, FL 323
904 241 1111
904 241 1111 FAX

800-342-8086



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000003

REFERENCE : 660607 06901H

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 16, 1995

ORDER TIME : 11:11 AM

ORDER NO. : 660607

100001562241

CUSTOMER NO: 06901H

CUSTOMER: Ms. Diane Muehleisen
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
830 Bear Tavern Road
Suite 305
Trenton, NJ 086281020

DOMESTIC FILING

NAME: DAISYTEK LATIN AMERICA, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

T. BROWN

AUG 16 1995

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG 16 PM 3:44

FILED

ARTICLES OF INCORPORATION
OF
DAISYTEK LATIN AMERICA, INC.

FILED
95 AUG 16 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "corporation") is DAISYTEK LATIN AMERICA, INC.

SECOND: The street address of the principal office of the corporation is 500 North Central Expressway, Plano, Texas 75074.

The mailing address of the corporation is 500 North Central Expressway, Plano, Texas 75074.

THIRD: The number of shares that the corporation is authorized to issue is 100 shares, all of which are of a par value of one cent (\$0.01) each and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is c/o The Prentice-Hall Corporation System, Inc., 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is The Prentice-Hall Corporation System, Inc.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these articles of Incorporation.

FIFTH: The name and the address of the incorporator are: Morris Bienenfeld, Esq., Wolff & Samson, 5 Becker Farm Road, Roseland, New Jersey 07068.

SIXTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of

any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

SEVENTH: The purposes for which the corporation is organized shall be to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, and the corporation shall have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on August // , 1995


Morris Bienenfeld, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

THE PRENTICE-HALL CORPORATION
SYSTEM, INC.

By: Tabatha F. Fiorelli - Asst V.P.
[Name] Tabatha F. Fiorelli
[Title] Asst. V.P.

Date: August 15, 1995

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Tallahassee
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000063464 (8)

For Corporation Name

DAISYTEK LATIN AMERICA, INC.

APPROVED
AND
FILED

96 DEC -2 AM 11:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



REINSTATEMENT 96

1. Principal Place of Business		2a. Mailing Address	
500 NORTH CENTRAL EXPRESSWAY PLANO TX 75074		500 NORTH CENTRAL EXPRESSWAY PLANO TX 75074	
2. Principal Place of Business		2a. Mailing Address	
21 State, Apt. #, etc.		21 State, Apt. #, etc.	
22 City & State		22 City & State	
23 Zip		23 Zip	
24 Country		24 Country	
3. Date Incorporated or Qualified 08/16/1995			
3a. Date of this Report			
4. FIC Number 65-0614404			
4. Applied For Not Applicable			
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required			
6. Election Campaign Financing Pay a Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees			
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
9. Name and Address of Current Registered Agent			
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301			
10. Name and Address of New Registered Agent			
81 Name 82 Street Address (P.O. Box Number in FL) ***375.00 ***375.00 83 84 City 85 Zip Code FL			

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: Prentice Hall Corp. John D. Kules DATE: 11-37-96

12. OFFICERS AND DIRECTORS		13. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	TITLE	NAME
See Additional officers added on Attachment		4/D David A. Heap	
		12 NAME	500 North Central Expressway
		13 STREET ADDRESS	Plano, Tx 75074
		14 CITY - ST - ZIP	
		21 TITLE	D/B Mark C. Layton
		22 NAME	500 North Central Expressway
		23 STREET ADDRESS	Plano, Tx 75074
		24 CITY - ST - ZIP	
		31 TITLE	D Edgar D. Janette, Jr.
		32 NAME	500 North Central Expressway
		33 STREET ADDRESS	Plano, Tx 75074
		34 CITY - ST - ZIP	
		41 TITLE	Thomas J. Madden
		42 NAME	500 North Central Expressway
		43 STREET ADDRESS	Plano, Tx 75074
		44 CITY - ST - ZIP	
		51 TITLE	Chris Vetr
		52 NAME	500 North Central Expressway
		53 STREET ADDRESS	Plano, Tx 75074
		54 CITY - ST - ZIP	
		61 TITLE	James R. Powell
		62 NAME	500 North Central Expressway
		63 STREET ADDRESS	Plano, Tx 75074
		64 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13, if changed, or on an attachment with an address.

SIGNATURE: Harvey Achatz DATE: 10-3-96 (972) 881-4700

**1996 Annual Report
Attachment**

13 Additions/Changes to Officers and Directors in 12 (continued)

7.1 Title	V
7.2 Name	Harvey H. Achatz
7.3 Street Address	500 North Central Expressway
7.4 City-St./Zip	Plano, Texas 75074
8.1 Title	V
8.2 Name	Randy L. Stancill
8.3 Street Address	500 North Central Expressway
8.4 City-St./Zip	Plano, Texas 75074