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BASIC AMENDMENT

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U.S. TONER & COPIERS, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF



Pursuant to Section 607.1006 of the Florida Business Corporation Act, U.S. TONER & COPIERS, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), the Articles of Incorporation of which were initially filed with the Department of State of the State of Florida on June 11, 1998, DOES HEREBY adopt the following Articles of Amendment to its Articles of Incorporation:

U.S. TONER & COPIERS, INC.

- 1. The name of the Corporation is U.S. TONER & COPIERS, INC.
- 2. Article I of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

ARTICLE I - NAME

The name of the Corporation is U.S. IMAGING SOLUTIONS, INC. (hereinafter called the "Corporation").

3. The Amendment hereby made to the Articles of Incorporation was duly adopted by a unanimous written consent executed by all of the Shareholders and all of the members of the Board of Directors of the Corporation as of the day of February, 2001, pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act. The number of votes cast was sufficient for approval of the Articles of Amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of U.S. IMAGING SOLUTIONS, INC., this 29 day of February, 2001.

CHARLIE ALVAREZ, President