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June 29 , 1998

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Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee FL 32314

Re: Toner-- Cartridges-- Supplies--Inc...

Gentlemen:

Enclose please find the original and one copy of Articles of Incorporation,
together with my check in the amount of \$122.50.
This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation
and Fee for Registered Agent Designation for the above named corporation.


Louis D. Garcia

Mailing address of corporation
5509 S.W. 147 Place
Miami, Florida 33185

FILED
98 JUL 23 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUL 24 1998

FILED

98 JUL 23 PM 12:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TONER --CARTRIDGES-- SUPPLIES --INC.**

The undersigned subscriber(s) to these Articles of Incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

THE NAME OF THIS CORPORATION IS :

TONER --CARTRIDGES-- SUPPLIES--INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are : The domestic and export sales of toners, cartridges for fax, copiers, computers, and miscellaneous supplies for the above industry...

And, in general , to carry on any business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills or exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is : six hundred common shares with a par value of one dollar (\$1.00)

ARTICLE IV
AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than : Six Hundred dollars (\$600.00).

ARTICLE V

This corporations shall have perpetual existence.

ARTICLE VI

The initial post office address of the principal office of this corporation is in the State of Florida is:

5509 S.W. 147 Place Miami Florida 33185

The board of directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within the United States.

**ARTICLE VII
DIRECTORS(S)**

This corporation shall have 3 director initially. The number of directors may be increased or diminished from time to time by laws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

The name (s) and post office address (es) of the number of the first board of directors, who subject to the provisions of the Certificate of Incorporation, by By-Laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

**Saturnino Clares
1783.W. 41 Street
Hialeah FL 33012
Andres B. Exposito
7700 S.W. 178 Street
Miami FL 33157
Louis D. Garcia
5509 S.W. 147 Place
Miami FL 33185**

ARTICLE IX

SUBSCRIBERS

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof, are:

**Saturnino Clares
1783W. 41 Street
Hialeah FL 33012
200 Shares
Andres B. Exposito
7700 S. W. 178 Street
Miami FL33157
200 Shares
Louis D. Garcia
5509 S.W. 147 Place
Miami FL 33185
200 Shares**

**ARTICLE X
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board Of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by 100% of the stock to vote thereon.

ARTICLE XI

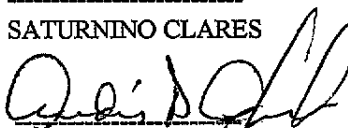
DESIGNATION OF REGISTERED RESIDENT AGENT

That Louis D. Garcia located at 3600 N.W. 87 Street .City of Miami, State of Florida, is hereby named Registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida at his registered office.

WE, THE UNDERSIGNED, being each and all of the original subscribers to the capital stock hereabout named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledges and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do hereabout set forth as to each of us, and accordingly have hereunto set forth as to each of us, and accordingly have hereunto set our hand and seals this 29th day of June 1998.



SATURNINO CLARES



ANDRES B. EXPOSITO



LOUIS D. GARCIA

ACKNOWLEDGMENT

Having been named to accept service of process for Toner--Cartridges-- Supplies--Inc. at the place designated in this article, I hereby accept to act in this capacity and agree to comply with this provision of said act relative to keeping open said office.

By: *[Signature]*
Registered Resident Agent

98 JUL 23 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA :

County OF DADE :

I hereby certify, that on this day before me, a notary public, duly authorized to administer oaths and take acknowledgments, personally appeared, to me well known to be the person (s) describe as subscribers in and who executed the foregoing Articles of Incorporation's. and acknowledged before me that they subscribed to those Articles of incorporation

Witness , by my hand and seal in the in the County and State named above, this 29th day of June, 1998

My commission expires :

[Signature]
NOTARY PUBLIC

OFFICIAL NOTARY SEAL
WAYNE MEREIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC610961
MY COMMISSION EXP. JAN. 14, 2001