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P98000067692

July 24, 1998

Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

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-07/30/98--01062--012
****122.50 ****122.50

RE: PREFERRED COPIER PRODUCTS, INC.

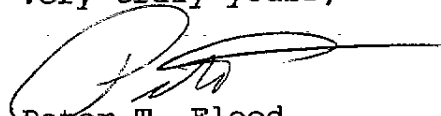
Dear Sir/Madame:

Enclosed herewith please find for filing the Articles of Incorporation for the above-referenced entity, together with a check in the amount of \$122.50 representing the filing fee.

Kindly file same in the usual manner and return a certified copy to the undersigned.

Thank you for your courtesy and attention to this matter.

Very truly yours,


Peter T. Flood

PTF:ldg
Enclosures

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
PREFERRED COPIER PRODUCTS, INC.

ARTICLE I. CORPORATE NAME.

The name of the corporation shall be; PREFERRED COPIER PRODUCTS, INC., 256 PRICE STREET, NAPLES, FLORIDA, 34113.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 20,000 shares of common stock with no par value.

The share authorization shall consist of one class of stock only, that being common stock.

The preferences, limitations and relative rights, qualifications or restrictions of this stock shall be as follows:

(a) Each share of common stock shall be entitled to one (1) vote.

(b) Such stock shall be deemed "Section 1244 stock" within the meaning of the Internal Revenue Code of 1954.

The common stock shall be issued when the Board of Directors so determine.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, and the date and time of its corporate existence shall commence upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

This Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: MARK WASSNER, 256 PRICE STREET, NAPLES, FLORIDA, 34113.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses are:

MARK WASSNER
256 PRICE STREET
NAPLES, FLORIDA 34113

ARTICLE VIII. INCORPORATORS

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

MARK WASSNER
256 PRICE STREET
NAPLES, FLORIDA 34113

ARTICLE IX.

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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

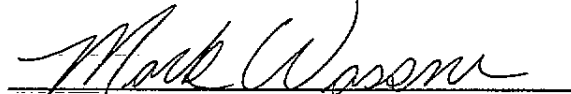
ARTICLE X.

This Corporation shall be a "Sub-Chapter S" Corporation for Federal Income Tax purposes.

ARTICLE XI.

These Articles of Incorporation are executed by **MARK WASSNER** its Incorporator, in compliance with sec. 607.164 of the Florida statutes.

The undersigned, as incorporator, has executed the foregoing Articles of Incorporation on the *22nd* day of July, 1998.


MARK WASSNER

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a Notary Public, personally appeared **MARK WASSNER**, to me known to be the person described as incorporator and who executed the foregoing Articles of Incorporation on this 22nd day of July, 1998.




NOTARY PUBLIC, State of Florida
My Commission Expires:

Having been named to accept service of process for the above stated corporation, as the registered agent, at the Corporation's principal office address which is **256 PRICE STREET, NAPLES, FLORIDA, 34113**, I hereby agree to act in this capacity, and I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation and I further agree to comply with the provisions of all statues relative to the proper and complete performance of my duties.

BY: 

MARK WASSNER

This instrument prepared by:
Peter T. Flood (443077)
125 North Airport Road, Suite 202
Naples, FL 34104
(941) 263-2177

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