

Filing fee: \$35.00

5 - 2

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF
ALCO STANDARD CORPORATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on October 20, 1980, authorizing it to transact business in Rhode Island under the name of Alco Standard Corporation

SECOND: The corporate name of the corporation has been changed to No change

(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is as above

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No change

(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.) (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
------------------	-------	--------	--

See Schedule SA/I

(A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 387,500,000

(B): An estimate of the value of its property to be located in Rhode Island during such year is \$ 2,500,000

(C): An estimate of the gross amount of business to be conducted in Rhode Island during such year is \$ 1,531,400,000

(D): An estimate of the net amount of business to be conducted in Rhode Island during such year is \$ 1,531,400,000

6/2/80
10/2/80
10/2/80
10/2/80
10/2/80

Dated June 15,

By

and

STATE OF PENNSYLVANIA
COUNTY OF CHESTER

} Sc.

At Valley Forge, Pennsylvania in said County on the 13th day
of June 19 , before me personally appeared Thomas J.
McCann, Jr., who being by me first duly sworn, declared that he is the
Vice President of Alco Standard Corporation,
that he signed the foregoing document as such Vice President
of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Barbara H. Moyer

Notary Public
BARBARA H. MOYER, NOTARY PUBLIC
TREDYFFRIN TWP., CHESTER COUNTY
MY COMMISSION EXPIRES APRIL 11, 1988
Member, Pennsylvania Association of Notaries

JUN 25 1984
[Signature]

SCHEDULE SA/I

AUTHORIZED

<u>Number of Shares</u>	<u>Class</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
50,000,000	Common	no par value
2,581,704 (1)	Preferred	no par value

50,000,000 (1) of which the following series have been authorized by the Board of Directors (which has the authority to establish leaving 2,216,371 yet to be serialized:

3,717	Series A	no par value
3,625	" H	"
31	" J	"
3,000	" K	"
10	" 1	"
8,700	" 2	"
31,271	" 3	"
60	" 4	"
16,250	" 5	"
1,000	" 6	"
23,675	" 7	"
44,500	" 8	"
18,444	" 9	"
211,000	" 10	"

ISSUED

<u>Number of Shares</u>	<u>Class</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
2,797	Common	no par value
711	Preferred	"
21	"	"
2,001	"	"
8,700	"	"
60	"	"
16,100	"	"
1,000	"	"
23,454	"	"
43,050	"	"
17,967	"	"
205,305	"	"

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

I, SHERROD BROWN,

Secretary of State of the State of Ohio, do hereby certify that the foregoing is an exemplified copy, carefully compared by me with the original record now in my official custody as Secretary of State, and found to be true and correct, of the

Certificate of
AMENDED ARTICLES OF INCORPORATION
OF
ALCO STANDARD CORPORATION
(Ohio corporation, # 230707)

filed in this office on the 3RD day of JANUARY A.D. 1984.
and recorded on (in) Roll (Volume) F0394 ,Frame (Page) 1972 of
the Records of Incorporations.

These AMENDED ARTICLES of Incorporation supersede and take the place of the existing Amended Articles of Incorporation of the Corporation filed September 30, 1982, and the Original Articles of Incorporation filed on November 24, 1952, as heretofore amended.

WITNESS my hand and official seal at

Columbus, Ohio, this 29TH day
MAY A.D. 1984.

Sherrod Brown

SHERROD BROWN

Secretary of State

