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**BASIC AMENDMENT
SUPERIOR ELECTRONICS GROUP, INC.**

Certificate of Status	0
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**ARTICLES OF AMENDMENT
TO AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
SUPERIOR ELECTRONICS GROUP, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

FIRST: The name of the corporation is Superior Electronics Group, Inc. (the "Corporation").

SECOND: The following amendment to the Amended and Restated Articles of Incorporation was adopted by the Stockholders of the Corporation (the number of votes cast being sufficient for approval) and the Directors of the Corporation by a Joint Written Consent of Directors and Stockholders of the Corporation in Lieu of a Special Meeting, dated as of August 21, 2000, in the manner prescribed by Sections 607.1003 and 607.1006 of the Florida Business Corporation Act:

ARTICLE 1 of the Amended and Restated Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE 1. - NAME

The name of the Corporation is BP Holdings, Inc."

THIRD: Except as hereby amended, the Amended and Restated Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 13 day of September, 2000.

SUPERIOR ELECTRONICS GROUP, INC.,

By: _____

Brett Price, President

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