

Division of Corporations

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**P000000011447****Florida Department of State**

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.****BP ASSOCIATES, INC.**

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ARTICLES OF INCORPORATION  
OF  
BP ASSOCIATES, INC.  
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of BP ASSOCIATES, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is BP ASSOCIATES, INC. and the street address of the initial principal office of the Corporation is 6184 NW 24<sup>th</sup> Terrace, Boca Raton, Florida 33496.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of One Penny (\$.01) par value Common Stock.

PREPARED BY: *Peter P. Lindley, Esquire*  
*English, McCaughan & O'Bryan, P.A.*  
*100 Northeast Third Avenue, Suite 1100*  
*Fort Lauderdale, Florida 33301*  
*(954) 462-3300*  
*Florida Bar No. 0144517*

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 6184 NW 24<sup>th</sup> Terrace, Boca Raton, Florida 33496, and the name of the initial Registered Agent of the Corporation at that address is Lewis Pollack.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Lewis Pollack	6184 NW 24 <sup>th</sup> Terrace Boca Raton, Florida 33496
Robert L. Burkett	2353 Pierpont Boulevard Ventura, CA 93001

ARTICLE VI


INCORPORATOR

The name and address of the Incorporator of the Corporation is Peter P. Lindley, Esquire, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles  
of Incorporation this 1<sup>st</sup> day of February, 2000.

  
\_\_\_\_\_  
PETER P. LINDLEY, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for BP ASSOCIATES, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: February L, 2000

By: Lewis Pollack, T.A.A.  
Lewis Pollack, Initial Registered Agent

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