

P010000042981



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 131887 7132648

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizik

FILED
2001 APR 27 PM 4:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : April 27, 2001

ORDER TIME : 2:56 PM

ORDER NO. : 131887-005

CUSTOMER NO: 7132648

CUSTOMER: William R. Black, Esq
William R. Black, P.A.

Suite 102
2691 East Oakland Park Blvd.
Fort Lauderdale, FL 33306

RECEIVED
2001 APR 27 PM 3:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
NOT FILED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: BPL-USA, INC.

EFFECTIVE DATE:

700004086597--7

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 1130

EXAMINER'S INITIALS:

Jg
4/30/01

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2001 APR 27 PM 4:03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

BPL-USA, INC.

ARTICLE I - NAME

The name and principal place of business address of this corporation is:
BPL-USA, INC., 3201 N. Federal Highway, Ft. Lauderdale, Florida 33306.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: **2691 E. Oakland Park Blvd., Suite 102, Ft. Lauderdale, Florida 33306** and the name of the initial registered agent of this corporation at that address is: **William R. Black, Esquire.**

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased (or decreased) from time to time by the By-Laws.

<u>NAME</u>	<u>ADDRESS</u>
John C. Fisher, President/Director	3201 N. Federal Highway, #202 Ft. Lauderdale, FL 33306
Cesar Nieves, Secretary/Director	3201 N. Federal Highway, #202 Ft. Lauderdale, FL 33306
Chris Fisher, Treasurer/Director	3201 N. Federal Highway, #202 Ft. Lauderdale, FL 33306
William R. Black, Vice President/Director	2691 E. Oakland Park Blvd., #102 Ft. Lauderdale, FL 33306

ARTICLE VIII - INCORPORATOR

NAME/ADDRESS

William R. Black
2691 E. Oakland Park Blvd., #102
Ft. Lauderdale, FL 33306

ARTICLE IX - SUB-CHAPTER S AND CHAPTER 1244 PROVISIONS

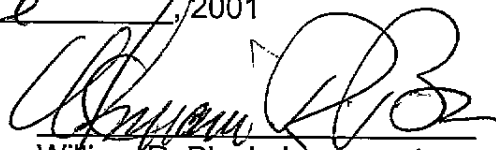
This corporation and each subscriber hereto shall take whatever action shall be necessary to cause the shares of the corporation issued to qualify as "Section 1244 stock" and, further, this corporation and each subscriber hereto shall take whatever action is necessary to cause the corporation to file an election to become a Subchapter

S corporation, as such terms are used and defined in the Internal Revenue Code of 1952, as amended.

ARTICLE X - AMENDMENT

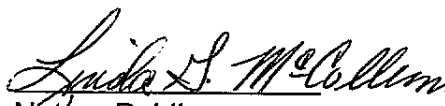
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of April, 2001

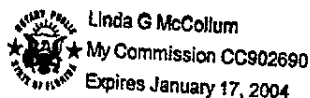

William R. Black, Incorporator

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

On this 2nd day of April, 2001, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared **William R. Black**, [XX] to me personally known, [] who presented driver's license no. _____, or [] other identification, and who did take an oath, and acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily.

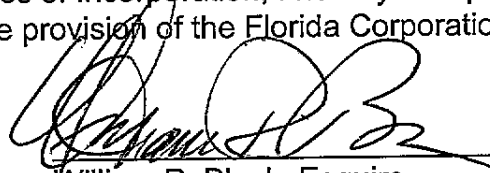

Notary Public

Notary Stamp



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping open said office.



William R. Black, Esquire
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA