

P2000107235

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/03/02--01014--005
*****70.00 *****70.00

SUBJECT: B. P. II, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Kevin R. Keogh, Esq., Florida Reg. No. 789836
Name (Printed or typed)

30195 Chagrin Blvd., Suite 300
Address

Cleveland, Ohio 44124
City, State & Zip

216/292-3300
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE FLORIDA

02 OCT -1 PM 12:43

FILED

NOTE: Please provide the original and one copy of the articles.

130
10/14

ARTICLES OF INCORPORATION
OF
B. P. II, INC.

02 OCT -1 PM 12:43
FILED
SECRETARY OF STATE
TALLAHASSEE FLA 32305

The undersigned, being a natural person and citizen of the United States, competent to contract and desiring to form a corporation for profit under Chapter 607 of the Florida Statutes, certifies that:

ARTICLE I - NAME

The name of the corporation is B. P. II, INC. (hereinafter, "Corporation").

ARTICLE II - PURPOSE

The purpose for which the Corporation is formed is to engage in any lawful act, activity or business for which Corporations may be formed under the laws of Florida and the United States.

Without limiting the generality of the foregoing, the purposes for which the Corporation is formed shall include the power to borrow money, to draw, make, accept, indorse, issue, sell or otherwise deal lawfully in promissory notes, bills of exchange, bonds and debentures, or any other negotiable or non-negotiable instruments, to secure the payment of any corporate indebtedness by the granting of any mortgage, deed or trust, pledge, security interest, or any other such instrument with respect to all or any part of the property of the Corporation, whether owned or to be acquired in the future, from time to time, and for any purpose of, or concerning the business of, the Corporation.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business/mailing address is 136 San Juan Drive, Islamorada, Florida 33036.

ARTICLE IV - SHARES

The maximum number of shares that the Corporation is authorized to have outstanding is ten thousand (10,000) shares, which are to be common stock without par value. One Thousand (1,000) of such shares shall be voting shares; the remaining nine thousand (9,000) shares shall be non-voting shares.

ARTICLE V - INITIAL OFFICERS/DIRECTORS

The name, address and title of the President is Robert F. Keller, 136 San Juan Drive, Islamorada, Florida 33036.

ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the registered agent is Robert F. Keller, 136 San Juan Drive, Islamorada, Florida 33036.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is Robert F. Keller, 136 San Juan Drive, Islamorada, Florida 33036.

ARTICLE VIII - STATED CAPITAL

The Corporation has no stated capital.

ARTICLE IX - CORPORATE REPURCHASE OF SHARES


The Corporation, through its Board of Directors, has the right and power to repurchase any of its outstanding shares at any price and upon any terms that is agreed upon between the Corporation and the selling shareholder or shareholders.

I have signed this instrument this 27th day of September, 2002.


Robert F. Keller, Incorporator

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being the Incorporator of B. P. II, INC., hereby appoints Robert F. Keller for the purpose of serving as Registered Agent for domestic Corporations, to be registered agent upon which process, notice or demand required or permitted by statute to be served upon B. P. II, Inc. may be served. The complete address of the agent is 136 San Juan Drive, Islamorada, Florida 33036.

By: 
Robert F. Keller, Incorporator

The undersigned Robert F. Keller, Inc., named herein as the registered agent for B. P. II, Inc., hereby acknowledges and accepts the appointment as registered agent for B. P. II, Inc., a Florida Corporation.

By: 
Robert F. Keller, Registered Agent