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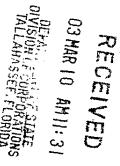
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CT CORPORATION

March 10, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re:

Order #: 5803699 SO

Customer Reference 1: Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

BPA Credit Corp. (FL) Incorporation Florida

Please return a certified copy along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton Sr. Fulfillment Specialist Jeff_Netherton@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILEU 03 MAR 10 AM 10: 37 SEURLTARY UF STATE TALLAHASSEE, FLORIDA

ARTICLE 1 NAME

The name of the corporation shall be:

BPA Credit Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: 500 West Cypress Creek Road Suite 230 Fort Lauderdale, FL 33309

ARTICLE III ____PURPOSE

The purpose for which the corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

ARTICLE IV SHARES

The number of shares of stock is ten million (10,000,000).

ARTICLE V INTHAL DIRECTORS

Scott C. Calahan, Director
Linda B. Calahan, Director
Sue E. Sim, Director
500 West Cypress Creek Rd, #230, Fort Lauderdale, FL 33309
500 West Cypress Creek Rd, #230, Fort Lauderdale, FL 33309
500 West Cypress Creek Rd, #230, Fort Lauderdale, FL 33309

ARTICLE VI ____ REGISTERED AGENT

The name and Florida street address of the registered agent is: CT Corporation System, c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is: Scott Calahan 500 West Cypress Creek Road, Suite 230 Fort Lauderdale, Fl 33309

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

CT Corporation System

By:	
Signature/Registered Agent	3/10/03
Signature/Registered Agent	/ Ďate
Signature/Incorporator	3-6-02
Signature/Incorporator	Date