

## Florida Department of State

Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : 120000000195  
Phone : (850) 521-1000  
Fax Number : (850) 521-1030

## FLORIDA PROFIT CORPORATION OR P.A.

BP ACQUISITION, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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03 JUN 2003 PM 5:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BP ACQUISITION, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be: BP Acquisition, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall:

c/o Kramer Levin Naftalis & Frankel LLP  
919 third Avenue  
New York, NY 10022

**ARTICLE III SHARES**

The Number of Shares of Stock that this corporation is authorized to have at any time one time is: 1,000 shares with \$.01 par value

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

CSC  
1201 Hayes Street  
Tallahassee, FL 32301


**ARTICLE V INCORPORATOR**

The name and street address of the Incorporator to these Articles of Incorporation is:

Sheri L. Hawkins  
c/o Kramer Levin Naftalis & Frankel LLP  
919 Third Avenue  
New York, NY 10022

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The undersigned incorporator has executed these Articles of Incorporation this 11th day of June, 2003.

  
Sherri L. Hawkins, Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDAACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

Carla LohiCarla Lohi  
Asst. Vice President