

206000027639

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000048625 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FILED
06 FEB 23 AM 9:19
TALLAHASSEE FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

BDV Acquisition Sub, Inc.

Certificate of Status	2
Certified Copy	1
Page Count	05
Estimated Charge	\$96.25

Electronic Filing Menu

Corporate Filing Menu

Help

J. Shivers FEB 24 2006

**ARTICLES OF INCORPORATION
OF
BDV ACQUISITION SUB, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation (the "Corporation"):

ARTICLE I

Name

The name of the Corporation is BDV Acquisition Sub, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The initial principal office and mailing address of the Corporation is 701 East Joppa Road, Towson, Maryland 21286.

ARTICLE III

Shares

The Corporation shall have authority to issue 100 shares of common stock, par value \$0.01 per share ("Common Stock"). Each holder of Common Stock shall be entitled to one vote for each share of Common Stock held on all matters submitted to the shareholders for a vote.

ARTICLE IV

Initial Registered Agent and Office

The street address of the Corporation's initial registered office is 1200 S. Pine Island Road, Plantation, Florida 33324, and the name of the Corporation's initial registered agent at that address is CT Corporation System.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Name

Olga M. Pina

Address

c/o Fowler White Boggs Banker P.A.
501 East Kennedy Blvd., Suite 1700
Tampa, FL 33602

FILED
06 FEB 23 AM 9:19
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VI
Initial Director

The Corporation initially shall have one (1) director, who shall serve until the first annual meeting of the shareholders or until his successor or successors are elected and qualify, whose name and address is:

Name

Address

Charles E. Fenton

701 East Joppa Road
Towson, Maryland 21286

ARTICLE VII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages, including but not limited to liability for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act, as amended from time to time.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraphs included in this Article VII shall not adversely affect any right or protection of a director or officer of the Corporation existing pursuant to such paragraphs at the time of such repeal or modification.

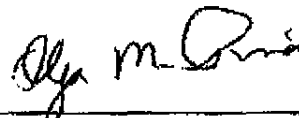
ARTICLE VIII
Amendments

The Corporation reserves the right at any time to amend, alter, or repeal any provision of these Articles of Incorporation, as the same may be amended from time to time.

ARTICLE IX
Effective Date

The effective date of filing of these Articles of Incorporation shall be upon filing.

Dated this 22nd day of February, 2006.



Name: Olga M. Pina
Title: Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for BDV Acquisition Sub, Inc., at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 22nd day of February, 2006.

REGISTERED AGENT:

CT Corporation System

By: Connie Bynum
Name: Connie Bynum
Title: Authorized Agent

#1803815v1

FILED
06 FEB 23 AM 9:19
TALLAHASSEE, FLORIDA