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REPLY TO: P.O. DRAWER 1308
WAUCHULA, FLORIDA 33873-1308

January 3, 2001

01 JAN -8 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: N700RB, INC.

8000003527308- -7
-01/08/01 -01077 -017
*****78.75 *****78.75

Gentlemen:

Enclosed are original and one copy of Articles of Incorporation. Please file the original and return a certified copy to me.

Also enclosed is check made payable to Secretary of State of Florida in the amount of \$78.75 as fee for same.

Sincerely,

Cindy Hartley
Cindy Hartley
Legal Assistant

/chh
Enclosures

J.B. 1/11

(5)

ARTICLES OF INCORPORATION
OF
N700RB, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is N700RB, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are to own, maintain and operate a civilian aircraft, and any other business authorized by Florida Statutes and permitted by law.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one hundred (100) shares. Such shares shall be of a single class, and shall have a par value of Ten (\$10.00) Dollars per share.

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ARTICLE FIVE

The street address of the initial principal office and mailing address of the corporation is 303 West Oak Street, Wauchula, Florida, and the name of its initial registered agent at such street address is **COLON LAMBERT**.

ARTICLE SIX

Pursuant to authority of Chapter 607.0732(1), Florida Statutes, or as it may hereafter be amended, the corporation shall have no board of directors, and all of the corporate power shall be exercised by, and the balance and affairs of the corporation shall be managed under the direction of the stockholders. The stockholders shall have the power and authority to adopt and to amend the bylaws of the corporation and to determine consideration for the issuance or disposition of any share.

ARTICLE SEVEN

The name and address of the shareholders and the number of shares of stock each agrees to take and the value of the consideration therefor are:

Name	Address	Shares	Consideration
Colon Lambert	303 West Oak Street Wauchula, FL 33873	50	\$500.00
Billy M. Lambert	753 Daffodil Street Lake Placid, FL 33852	50	\$500.00

ARTICLE EIGHT

The name and address of the incorporator are **COLON LAMBERT**, 303 West Oak Street, Wauchula, Florida 33873.

ARTICLE NINE

The initial officers of the corporation and their addresses are:

Name	Address	Office
Colon Lambert	303 West Oak Street Wauchula, FL 33873	President
Billy M. Lambert	753 Daffodil Street Lake Placid, FL 33852	Vice President

ARTICLE TEN

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stockholders at a meeting held for that purpose.

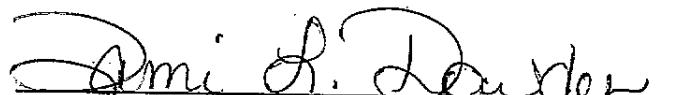
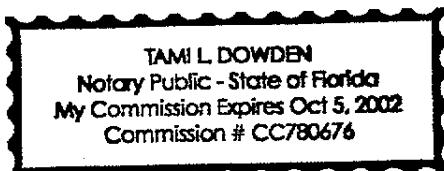
EXECUTED by the undersigned at Wauchula, Hardee County, Florida, this 21 day of December, 2000.


Colon Lambert
COLON LAMBERT

STATE OF FLORIDA :
COUNTY OF HARDEE :

I HEREBY CERTIFY that on this day before me, personally appeared COLON LAMBERT, incorporator of N700RB, INC., who acknowledged before me the execution of the foregoing Articles of Incorporation for the uses and purposes therein set forth.

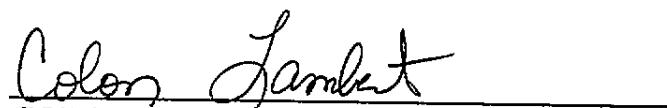
SWORN to and subscribed before me this 21 day of December, 2000.



Tami L. Dowden
Notary Public

ACCEPTANCE

I certify that I am a permanent resident of Hardee County, Florida, residing at the place indicated above. I hereby accept the foregoing designation as Registered Agent of N700RB, INC., this 21 day of December, 2000.



Colon Lambert
COLON LAMBERT

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