

PO200107332

HODGES FINANCIAL SERVICES
585 SOUTH CR 427, SUITE 121
LONGWOOD, FL 32750-5462
407-830-6773
FAX 407-830-5805

September 19, 2002

FILED
02 OCT -2 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir:

Enclosed please find Articles of Incorporation for LIBERTE AVIATION
TECHNOLOGIES, INC. along with an extra copy, which we would like, returned to us
at:

HODGES FINANCIAL SERVICES
585 South CR 427, Suite 121
Longwood, FL 32750-5462

100008160161--8
-10/02/02--01060--010
*****78.75 *****78.75

We have enclosed a check in the amount of \$78.75 to cover the filing fee, certified copy,
and Registered Agent designation.

Thank you for your prompt attention in this matter.

Sincerely Yours,

George Hodges
George Hodges

10/2

ARTICLES OF INCORPORATION
OF
LIBERTE AVIATION TECHNOLOGIES, INC.

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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

ARTICLE I

Name

The name of the corporation shall be:

LIBERTE AVIATION TECHNOLOGIES, INC.

ARTICLE II

Principal Office

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

35 Tropical Drive
Ormond Beach, Florida 32176

The Board of Directors may from time to time move the principal office to any other address in Florida, and so notify the Secretary of State.

ARTICLE III

Duration

The duration of the corporation is perpetual. The effective date of this corporation is September 27, 2002.

ARTICLE IV

Purpose(s)

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V

Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000,000, all of which shall be common shares with no par value.

ARTICLE VI

Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

George Hodges
585 South CR-427, Suite 121
Longwood, Florida 32750-5462

ARTICLE VII

Directors

The business of the corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum as determined by the Board of Directors. The initial Director will be:

Larry W. Van Etten
35 Tropical Drive
Ormond Beach, Florida 32176

ARTICLE VIII

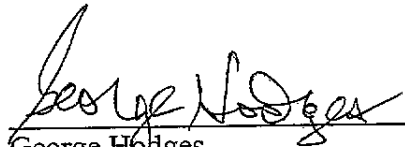
Incorporators

The name and street address of the incorporator is:

George Hodges
585 South CR-427, Suite 121
Longwood, Florida 32750-5462

The undersigned incorporator has executed these Articles of Incorporation this
1st day of **October, 2002**.

Signature of Incorporator:


George Hodges

CERTIFICATE OF REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

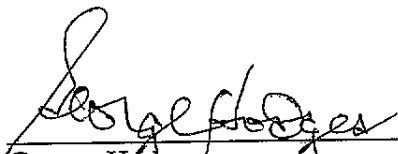
1. The name of the corporation is:

LIBERTE AVIATION TECHNOLOGIES, INC.

2. The name and address of the registered agent and office is:

George Hodges
585 South CR-427, Suite 121
Longwood, Florida 32750-5462

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.


George Hodges

10-1-02
Date

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SECRETARY OF STATE
TALLAHASSEE FLORIDA