

*P 99000089/89*

*Peter Keating*  
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*528 North Halifax Avenue*  
*Daytona Beach, Florida 32118*  
*Phone 904 252-8891*

FILED

99 OCT -6 PM 2: 04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Peter Keating*

September 22, 1999

Florida Department of State  
The Honorable Katherine Harris  
Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

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-10/06/99--01047--001

\*\*\*\*122.50 \*\*\*\*\*78.75

RE: FBN Air, Inc.

Dear Ms. Harris:

Enclosed herewith you will please find an original and a copy of the Articles of Incorporation of the above styled Corporation for the filing of the same. I am also enclosing my check made payable to your order in the amount of \$122.50.

Kindly forward the Certificate of Incorporation, together with the Certified copy of the Articles of Incorporation to me in the manner usually provided for by your office.

Thank you for your usual cooperation in this matter.

Very truly yours,

*Peter Keating*

Peter Keating, Esq.

PK:ff  
Enclosures

PH 10/8/99 ✓

# ARTICLES OF INCORPORATION

OF

FBN AIR, INC.

FILED

99 OCT -6 PM 2: 04

The undersigned subscribers to these Articles of STATE  
Incorporation, each a natural person, each competent to contract, TALLAHASSEE, FLORIDA  
hereby form a corporation under the laws of the State of Florida.

## ARTICLE I.

### NAME

The name of the corporation is FBN AIR, INC.

## ARTICLE II.

### NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

## ARTICLE III.

### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of \$1.00 per share.

## ARTICLE IV.

### INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

**ARTICLE V.**

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI.**

**ADDRESS**

The initial street address of the principal office of the corporation in the State of Florida is 334 Warwick Avenue, Ormond Beach, Florida 32174. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VII.**

**DIRECTORS**

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders but shall never be less than one.

**ARTICLE VIII.**

**INITIAL DIRECTORS**

The name(s) and address(es) of the member(s) of the first Board of Directors are:

Leon Len Potts

334 Warwick Avenue  
Ormond Beach, FL 32174

Anne M. Potts

334 Warwick Avenue  
Ormond Beach, FL 32174

The above-named director(s) shall hold office for the first year of the existence of the corporation or until his (their) successors are elected or appointed and have qualified.

**ARTICLE IX.**

**SUBSCRIBERS**

The name and address of the subscriber of these Articles of


Incorporation, the number of shares he agrees to take and the value of consideration therefore are:


NAME	SHARES	CONSIDERATION
Leon Len Potts 334 Warwick Avenue Ormond Beach, FL 32114	250	\$250.00
Annie M. Potts 334 Warwick Avenue Ormond Beach, FL 32114	250	\$250.00

#### ARTICLE X.

##### AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the Stockholders sign a written statement manifesting their intention on a certain Amendment to these Articles of Incorporation be made.

  
LEON LEN POTTS  
Subscriber

  
ANNIE M. POTTS  
Subscriber

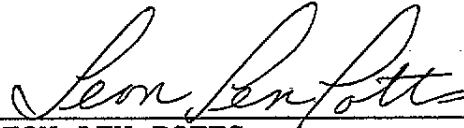
**CERTIFICATE**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

FBN AIR, INC., desiring to organize under the laws of the State of Florida with its registered office located at 334 Warwick Avenue, Ormond Beach, County of Volusia, State of Florida, has named LEON LEN POTTS, as its agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-captioned corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



LEON LEN POTTS  
Resident Agent

FILED  
99 OCT -6 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements and administer oaths, did appear, LEON LEN POTTS, who is well known to me or produced a N/A as identification and he is the person described as the subscriber in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal, in the County and State aforesaid, this 4th day of October, 1999.

Gail L. Keating  
NOTARY PUBLIC, State of Florida at Large  
Typed Name: Gail L. Keating  
Commission Number: CC:

[Seal]

My Commission Expires:



Gail L. Keating  
MY COMMISSION # CC832682 EXPIRES  
August 15, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements and administer oaths, did appear, ANNE M. POTTS, who is well known to me or produced a N/A as identification and she is the person described as the subscriber in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal, in the County and State aforesaid, this 4th day of October, 1999.

Gail L. Keating  
NOTARY PUBLIC, State of Florida at Large  
Typed Name: Gail L. Keating  
Commission Number: CC:

[Seal]

My Commission Expires:



Gail L. Keating  
MY COMMISSION # CC832682 EXPIRES  
August 15, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.