

F0300000/000

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

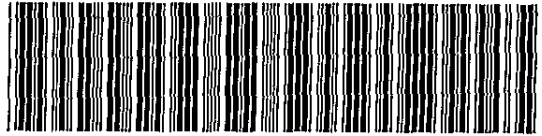
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100013037171

02/27/03--01039--005 **87.50

FILED
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

Ⓢ F03-1000
OR



February 26, 2003

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

Re: Application for Foreign Corporation for Authorization to Transact Business for Brooke Franchise Corporation

To Whom It May Concern:

Enclosed please find a transmittal letter, the application for authority, an application fee in the amount of \$87.50, an Acceptance of Appointment of Registered Agent, a Certificate of Corporate Good Standing, and a list of the directors and officers of the Company. Please contact Mark Kitchin at 1.800.642.1872 if you have any questions or require any further information. Thank you for your time and assistance.

Sincerely,


Mark Kitchin
Counsel

03 FEB 27 09:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Brooke Franchise Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mark Kitchin
(Name of Person)

Brooke Corporation
(Firm/Company)

10895 Grandview Dr.
(Address)

Overland Park, Kansas 66210
(City/State and Zip code)

For further information concerning this matter, please call:

Mark Kitchin at (913) 661.0123
(Name of Person) (Area Code & Daytime Telephone Number)

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

OCT 19 07 11 09:53

FILED

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Brooke Franchise Corporation
 (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Missouri 3. 43-1439353
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 22, 1986 5. Perpetual
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
 (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
 (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 10895 Grandview Dr., Bldg. 24, Suite 250, Overland Park, Kansas 66210
 (Principal office address)

Same
 (Current mailing address)

8. BFC will provide insurance and financial service franchise opportunities through a network of regional offices.
 (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road,

Plantation, Florida 33324
 (City) (Zip code)

RECEIVED
 DEPARTMENT OF STATE
 MAIL ROOM - FLORIDA
 06 FEB 27 AM 9:55
 FILED

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By: See Attached
 (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.


ACCEPTANCE OF APPOINTMENT

RE: Brooke Franchise Corporation

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: February 21, 2003

CT CORPORATION SYSTEM

By 
John J. Linnihan
Assistant Vice President

OFFICE OF STATE
REGISTRAR
TALLAHASSEE, FLORIDA
02 FEB 27 11 58 55

FILED

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

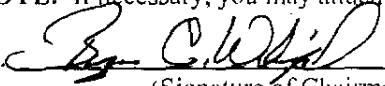
Address: _____

Treasurer: _____

Address: _____

FILED
13 FEB 27 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bryan Whipple - Vice President
(Typed or printed name and capacity of person signing application)

BROOKE FRANCHISE CORPORATION

OFFICERS AND DIRECTORS

<u>Name</u>	<u>Office/Title</u>	<u>Mailing Address</u>
Shawn Lowry	Director, President	10895 Grandview Dr., Bldg. 24, Suite 250, Overland Park, Kansas 66210
Dane Devlin	Director	10895 Grandview Dr., Bldg. 24, Suite 250, Overland Park, Kansas 66210
Mitch Holthus	Director	112 Gemini Silver Lake, Kansas 66539
Bryan Whipple	Vice – President	10895 Grandview Dr., Bldg. 24, Suite 250, Overland Park, Kansas 66210
Susan Merisko	Vice – President	5755 Mark Dabling Blvd., Suite 190, North Creek II Colorado Springs, CO 80919
Kenneth Clemmer	Vice – President	9550 Forest Lane, Suite 208 Dallas, Texas 75243
Joseph Craven	Vice – President	301 S. Perimeter Park Drive, Suite 100, Nashville, TN 37211
Chad Maxwell	Vice – President	10895 Grandview Dr., Bldg. 24, Suite 250, Overland Park, Kansas 66210
B.W. Ratterman III	Vice-President	301 S. Perimeter Park Drive, Suite 100, Nashville, TN 37211
Andrew Offutt	Vice – President	5755 Mark Dabling Blvd., Suite 190, North Creek II Colorado Springs, CO 80919

FILED
JAN 10 1997
FALLS CHURCH, VA
RECEIVED

No. 00296835

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

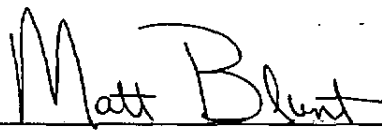
CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

BROOKE FRANCHISE CORPORATION

was incorporated under the laws of this State on the 22nd day of DECEMBER, 1986, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 25th day of FEBRUARY, 2003.


Secretary of State

