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(City/State/Zip/Phone #)

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(Business Entity Name)

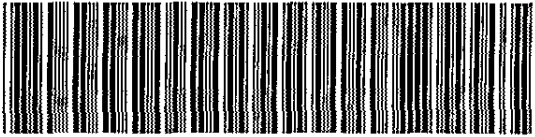
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DEPT OF CORPORATIONS
TALLAHASSEE, FLORIDA

W03-19775
J. BRYAN JUL 14 2003

J. BRYAN DEC 17 2003

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: William R. Cunningham Investments, Inc.
(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:

Gary Stark
(Name of Person)

Johnson & Stark
(Firm/Company)

407 N. Kingshighway
(Address)

Cape Girardeau, MO 63701
(City/State and Zip code)

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J. HIGHWAY CORPORATIONS
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Gary Stark at (573) 335-3300
(Name of Person) (Area Code & Daytime Telephone Number)

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 14, 2003

GARY STARK
JOHNSON & STARK
704 N. KINGSHIGHWAY
CAPE GIRARDEAU, MO 63701

SUBJECT: WILLIAM R. CUNNINGHAM INVESTMENTS, INC.
Ref. Number: W03000019775

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for WILLIAM R. CUNNINGHAM INVESTMENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3,450.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 003A00041292



**THE LAW OFFICE OF
KEVIN F. JURSKINSKI, P.A.**

Real Estate, Business, Sports And Entertainment Law
Florida Board Certified Real Estate Attorney

December 1, 2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
2003 DEC 16 PM 12:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: Application for Registration of Foreign Corporation
William R. Cunningham Investments, Inc.

Dear Sirs:

Please be advised that I represent the interest of William R. Cunningham Investments, Inc., a Delaware corporation. We have recently attempted to qualify the company in the State of Florida to enable it to transact business in the State of Florida.

The application was rejected (see attached) based upon the fact that the corporation had purportedly been "doing business" in the State of Florida since the year 2000 and was assessed a fine of \$1,150.00 per year, which had yet to be paid.

To make sure that there is no misunderstanding, my client's corporation did not, in fact, "transact business" in the State of Florida as defined under Florida Statute 607.1501. Specifically, my client owns real estate in Florida and has also advanced monies, which monies secured by mortgages and other security interests in Lee County, Florida.

It may have been a misunderstanding on the part of the office manager of my client when they submitted the application to register the company to transact business, but the company has not transacted business (as defined under the Statute) in the State of Florida since 2000.

Page Two
December 1, 2003

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TALLAHASSEE, FLORIDA

Specifically, F.S. 607.1501(2) indicates that:

“ The following activities, among others, do not constitute transacting business within the meaning of subsection (1):

- (g) Creating or acquiring indebtedness, mortgages, and security interests in real or personal property.
- (h) Securing or collecting debts or enforcing mortgages and security interests in property securing the debts.
- (m) Owning, without more, real or personal property.”

I would respectfully request that you honor my client's request that the company be authorized to transact business in the State of Florida without assessment of fines for doing business prior to registration. The company may wish, in the future, to do certain acts which may require to be registered and therefore we felt it appropriate to qualify the company. At this time, based upon the company's mere ownership of real estate or investment of real estate or acquiring indebtedness or security interest in real or personal property, such prior conduct does not constitute transacting business.

I would appreciate it if you would give this matter your immediate attention and advise accordingly since we do need to have this matter addressed since it has become an issue in a certain pending lawsuit in which my client initiated in regard to an investment that it had in regard to a parcel of real property.

Thanking you in advance for your immediate attention to this matter.

Sincerely,



KEVIN F. JURSI NSKI

KFJ/h
Enclosure

Cc: William R. Cunningham
Darlene (via fax # 618-833-8447)

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.


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SECTION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- 1. William R. Cunningham Investments, Inc.
(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. Delaware 3. 37-1396962
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 3/13/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. 7/28/2000
(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. 16920 Timberlakes Drive, Fort Myers, FL 33908
(Principal office address)
120 North Main Street, Anna, IL 62906
(Current mailing address)
- 8. Real Estate Investment
(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: Kevin F. Jursinski, P.A.
Office Address: 2222 Second Street
Fort Myers, Florida 33901
(City) (Zip code)

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.


(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.

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

A. DIRECTORS

Chairman: William R. Cunningham

Address: 16920 Timberlakes Drive

Fort Myers, FL 33908

Vice Chairman: _____

Address: _____

Director: Shirley R. Cunningham

Address: 16920 Timberlakes Drive

Fort Myers, FL 33908

Director: _____

Address: _____

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Shirley R. Cunningham

Address: 16920 Timberlakes Drive

Fort Myers, FL 33908

Vice President: _____

Address: _____

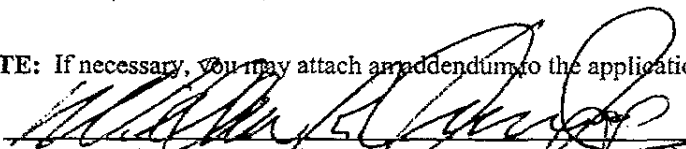
Secretary: William R. Cunningham

Address: 16290 Timberlakes Drive, Fort Myers, FL 33908

Treasurer: William R. Cunningham

Address: 16920 Timberlakes Drive, Fort Myers, FL 33908

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. William R. Cunningham, Secretary-Treasurer
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

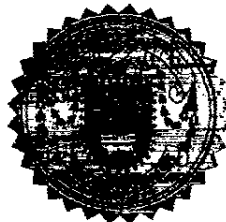
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WILLIAM R. CUNNINGHAM INVESTMENTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WILLIAM R. CUNNINGHAM INVESTMENTS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
2003 DEC 16 PM 12:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3192696 8300

AUTHENTICATION: 2491850

030416466

DATE: 06-24-03