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(Address)

(City/State/Zip/Phone #)

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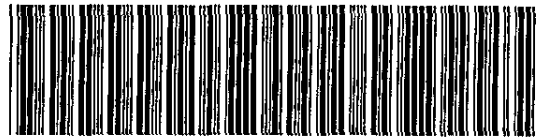
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STINSON
MORRISON
HECKER LLP

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1201 Walnut, Suite 2900
Kansas City, MO 64106-2150

Tel (816) 842-8600
Fax (888) 289-5257

November 18, 2004

VIA FEDERAL EXPRESS

Florida Secretary of State
Registration Section, Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Liberty Banshares Florida, Inc.

Ladies and Gentlemen:

Enclosed are duplicate copies of an Application by Foreign Corporation for Authorization to Transact Business in Florida for Liberty Banshares Florida, Inc. Also enclosed is a Certificate of Good Standing issued by the Secretary of State of Delaware and a check for \$78.75 in payment of a filing fee and certified copy. If there are any problems with filing this immediately upon receipt, please contact the undersigned at (816) 691-3416. Thank you for your assistance.

Very truly yours,

STINSON MORRISON HECKER LLP

Suzanne C. Williams
Paralegal

SCW:kt

Enclosures

KANSAS CITY
OVERLAND PARK
WICHITA
WASHINGTON, D.C.
PHOENIX
ST. LOUIS
OMAHA
JEFFERSON CITY

CCMDOCS 773565v1

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Liberty Banshares Florida, 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:

Suzanne Williams

(Name of Person)

Stinson Morrison Hecker LLP

(Firm/Company)

1201 Walnut, Suite 2900

(Address)

Kansas City, Missouri 64106

(City/State and Zip code)

For further information concerning this matter, please call:

Suzanne Williams

(Name of Person)

at (816) 691-3416

(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

**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. Liberty Banshares Florida, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. October 15, 2004

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4949 North Tamiami Trail, Suite 107, Naples, Florida 34103

(Principal office address)

6400 Westown Parkway, West Des Moines, Iowa 50266

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized.

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(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.

C T Corporation System

By: _____

(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:

FILED
04 NOV 19 PM 4:45
TALLAHASSEE FLORIDA


ACCEPTANCE OF APPOINTMENT

RE: Liberty Bancshares Florida, Inc.

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: November 12, 2004

C T CORPORATION SYSTEM

By 
Sean L. Emerick
Assistant Secretary

A. DIRECTORS

Chairman: See Exhibit A attached hereto.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Exhibit A attached hereto.

Address: _____

Vice President: _____

Address: _____

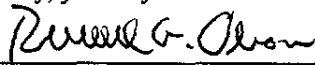
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Russell G. Olson, President
(Typed or printed name and capacity of person signing application)

Attachment

Application by Foreign Corporation for Authorization to Transact Business in Florida

Liberty Banshares Florida, Inc.

12.A. DIRECTORS

Chairman: W.A. Krause
Address: 6400 Westown Parkway
West Des Moines, IA 50266

Directors: Kyle J. Krause
Address: 6400 Westown Parkway
West Des Moines, IA 50266

J. David Carpenter
Address: 6400 Westown Parkway
West Des Moines, IA 50266

Christopher J. Risewick
Address: 6400 Westown Parkway
West Des Moines, IA 50266

Russell G. Olson
Address: 6400 Westown Parkway
West Des Moines, IA 50266

12.B. OFFICERS

President: Russell G. Olson
Address: 6400 Westown Parkway
West Des Moines, IA 50266

Secretary and
Assistant Treasurer: Cathy Jordan
Address: 6400 Westown Parkway
West Des Moines, IA 50266

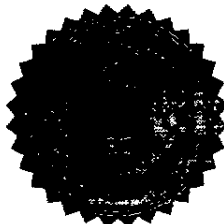
Treasurer and
Assistant Secretary: Kyle C. Cook
Address: 6400 Westown Parkway
West Des Moines, IA 50266

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIBERTY BANSHARES FLORIDA, 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 TWELFTH DAY OF NOVEMBER, A.D. 2004.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3868279 8300

AUTHENTICATION: 3474399

040817780

DATE: 11-12-04