

LAW OFFICES

POLSINELLI, WHITE, VARDEMAN & SHALTON
A PROFESSIONAL CORPORATION

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KANSAS CITY, MISSOURI 64112-1802
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OVERLAND PARK, KANSAS
ST. LOUIS, MISSOURI
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Sender's Direct No.
(816) 753-1530

September 1, 1996

FIRST CLASS MAIL

Department of State
Division of Corporations
Foreign Application Section
409 E. Gaines, Street
Tallahassee, FL 32399

8000001357858
-09/26/96--01051--021
*****70.00 *****70.00

Re: Jessica Properties, Inc.

Dear Madam:

Enclosed for filing are an original and copy of an application by Foreign Corporation for Authorization to Transact Business in Florida together with a Certificate of Good Standing issued by the Kansas Secretary of State. Our firm's check in the amount of \$70.00 is enclosed.

Please return the file stamped copy and the certificate of authority to my attention. A preaddressed return stamped envelope is enclosed for your convenience.

If you have any questions, please direct them to my attention.

Very truly yours,

Cheryl Duren

Cheryl Duren
Legal Assistant

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Jessica Properties, 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. Kansas

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

3. 43-1185-700

(FEI number, if applicable)

4. June 28, 1996

(Date of Incorporation)

5. Perpetual

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

6. Not yet Transacting Business

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 8975 West 110th Street, Overland Park, Kansas 66210

(Current mailing address)

8. to engage in any lawful act or activity for which corporations may be organized under the Kansas General Corporation Code, including, without limitation, to own, lease, operate, manage, sell, mortgage, encumber and otherwise invest in, deal with, and dispose of real estate, and to serve as a corporate general partner for such purposes.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: CT Corporation Systems

Office Address: 1200 S. Pine Island Road

Plantation, Florida 33324

(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.

By: SEE ATTACHED ACCEPTANCE OF APPOINTMENT

(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.

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

A. DIRECTORS

Director: Robert D. Bowling
Address: 12308 Flint
Overland Park, KS 66213
Director: James J. Lloyd
Address: 800 Riverpoint Dr., #213
Naples, FL 33940
Director: Robert I. Clausen
Address: 3251 Pinetree Dr.
Columbia, MO 65201
Director: Richard W. Meier
Address: 807 NW Autum
Lees Summit, MO 64081

B. OFFICERS

President: Robert D. Bowling
Address: 12308 Flint
Overland Park, KS 66213
Vice President: James J. Lloyd
Address: 800 Riverpoint Dr., #213
Naples, FL 33940
Vice President: Robert I. Clausen
Address: 3251 Pinetree Dr.
Columbia, MO 65201
Secretary/Treasurer: Richard W. Meier
Address: 807 NW Autum
Lees Summit, MO 64081

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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 other officer listed in number 12 of the application)

14.

ROBERT D. BOWLING PRESIDENT
(Typed or printed name and capacity of person signing application)

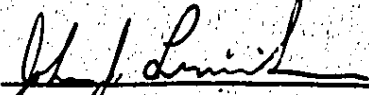
ACCEPTANCE OF APPOINTMENT

RE: JESSICA PROPERTIES, 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: July 17, 1996

C T CORPORATION SYSTEM

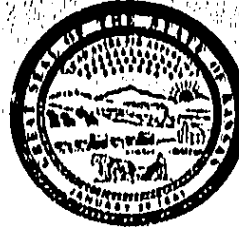


John J. Linnihan
Assistant Vice President

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STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH



To all to whom these presents shall come, Greetings:

I, RON THORNBURGH, Secretary of State of the state of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to corporations and that I am the proper official to execute this certificate.

I FURTHER CERTIFY THAT

JESSICA PROPERTIES, INC.

is a regularly and properly organized corporation under the laws of the state of KANSAS, having been incorporated in Kansas on the 28th day of June, A.D. 1996 and has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State.

In testimony whereof:
I hereto set my hand and cause
to be affixed my official seal.
Done at the City of Topeka, this
13th day of September, A.D. 1996



RON THORNBURGH
SECRETARY OF STATE

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