

F 99000000174

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Capital Resources Group, Ltd.
(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:

000002600120--6
-07/28/98--01021--001
*****78.75 *****78.75

David S. Strutt

(Name of Person)

Capital Resources Group, Ltd.

(Firm/Company)

400 Locust Street, Suite 300

(Address)

Des Moines, IA 50309-2331

(City/State/Zip)

W94-17105

Should you need to call someone concerning this matter, please call:

David S. Strutt

(Name of Person)

at (515) 698-4274

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 12 AM 8:27

FILED

W1/12

CAPITAL RESOURCES GROUP, LTD.

400 Locust Street, Suite 300, Des Moines, IA 50309/Ph. 515-698-4274/Fax 515-698-4299

July 16, 1998

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

Re: Capital Resources Group, Ltd.

To Whom It May Concern:

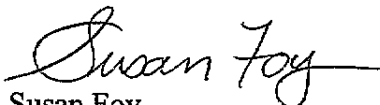
I have enclosed a completed Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida. I have also attached an Iowa Certificate of Existence for Capital Resources Group, Ltd. and a check in the amount of \$78.75 (\$70.00 registration, \$8.75 certificate).

Please issue a letter of acknowledgment and a certificate of status and mail to the following address:

Sue Foy
Capital Resources Group, Ltd.
400 Locust Street, Suite 300
Des Moines, IA 50309

If you have any questions or concerns, my phone number is 515-698-4269. Thank you.

Sincerely,



Susan Foy
Legal Secretary

encl.

skf/7.34



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 28, 1998

DAVID S. STRUTT
CAPITAL RESOURCES GROUP, LTD.
400 LOCUST STREET, SUITE 300
DES MOINES, IA 50309-2331

SUBJECT: CAPITAL RESOURCES GROUP, LTD.
Ref. Number: W98000017105

We have received your document for CAPITAL RESOURCES GROUP, LTD. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that in Florida the suffix "LTD." refers to limited partnerships rather than corporations. Although the name you adopt may include the suffix "LTD.," it must also include a corporate suffix such as "INC." or "INCORPORATED." We will cross reference your adopted name with your original name on our database; unless you indicate a preference for a different suffix for your original name, we will list it as CAPITAL RESOURCES GROUP, LTD. INC. You may wish to call to check the availability of the new name you wish to adopt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 598A00039664



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 10, 1998

DAVID S. STRUTT
CAPITAL RESOURCES GROUP, LTD.
400 LOCUST STREET, SUITE 300
DES MOINES, IA 50309-2331

SUBJECT: CAPITAL RESOURCES GROUP, LTD.
Ref. Number: W98000017105

*called 1/8 - will
resubmit w/ new
res. + CVS
-L*

Thank you for returning the resolution which we received today. We are sorry if our original letter was unclear, but the name CAPITAL RESOURCES GROUP is unavailable, no matter what corporate suffix follows it. In other words, the name you adopt must include some other word or words in addition to the corporate suffix "Inc."

Although we will cross-reference your original name as CAPITAL RESOURCES GROUP, LTD., INC., the name you adopt must be different. For example, the name you adopt might be CAPITAL RESOURCES GROUP LTD. OF IOWA, INC. Please note that you may not use "OF FLORIDA." Please feel free to call the number below to check any name you'd like to adopt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 298A00041469

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned DAVID S. STRUTT, do hereby certify
(Name)

that this Resolution of the Board of Directors of Capital Resources Group, Ltd.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of IOWA,

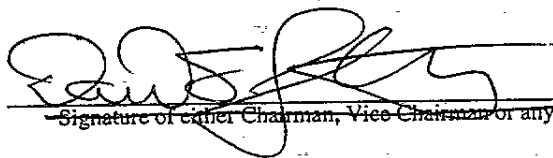
was duly adopted on December 21, 19 98.

Be it resolved, that Capital Resources Group, Ltd.,
(Corporate Name)

organized and existing in the State of IOWA, hereby adopts the name

Capital Resources Group Ltd. of Iowa, Inc. for use in Florida.

Dated: 12/21/98



Signature of either Chairman, Vice Chairman or any officer

Secretary

DAVID S. STRUTT

Type or print name

FILED
9 JAN 12 AM 8:27
CLERK OF STATE
TALLAHASSEE FLORIDA

**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. Capital Resources Group, Ltd.
(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. Iowa 3. 42-1463440
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 1, 1996. 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 1, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 400 Locust Street, Suite 300
Des Moines, IA 50309-2331
(Current mailing address)
8. Real Estate Development and Ownership
(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 W. 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.


(Registered agent's signature)

James M. Halpin, Assistant Secretary

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.

FILED
99 JAN 12 AM 8:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Richard J. Oggero

Address: 400 Locust Street, Suite 300
Des Moines, IA 50309-2331

Director:

Vice Chairman: Glenn H. De Stigter

Address: 400 Locust Street, Suite 300
Des Moines, IA 50309-2331

Director: Jerry D. Gosselink

Address: 800 Second Avenue
Des Moines, IA 50309

Director: David S. Strutt

Address: 400 Locust Street, Suite 300
Des Moines, IA 50309-2331

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Glenn H. De Stigter

Address: 400 Locust Street, Suite 300
Des Moines, IA 50309-2331

Vice President: Larry D. Mohr

Address: 444 N. 44th Street, Suite 105
Phoenix, AZ 85008-6523

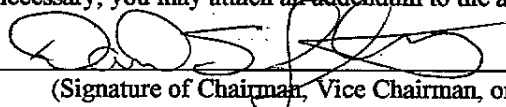
Secretary: David S. Strutt

Address: 400 Locust Street, Suite 300
Des Moines, IA 50309-2331

Treasurer: Donald R. Blum

Address: 400 Locust Street, Suite 300
Des Moines, IA 50309-2331

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. David S. Strutt, Secretary
(Typed or printed name and capacity of person signing application)

FILED
99 JAN 12 AM 8:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IOWA

No. 00095512
Date: 01/08/1999

SECRETARY OF STATE

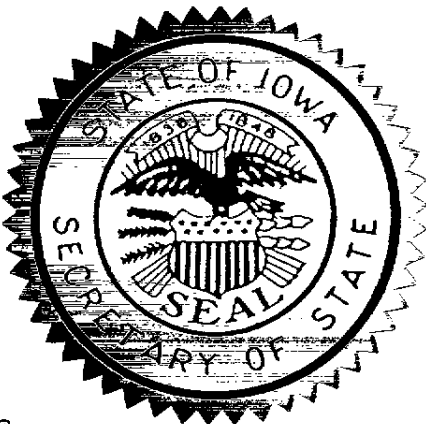
490 DP-000200388
THE WEITZ COMPANY, INC.
ATTN: SUE
400 LOCUST STE 300
DES MOINES, IA 50309

CERTIFICATE OF EXISTENCE

Name: CAPITAL RESOURCES GROUP, LTD.
Begin date: 19961101
Expiration: PERPETUAL

I, CHESTER J. CULVER, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report has been filed with the secretary of state, and that articles of dissolution have not been filed.

FILED
JAN 12 AM 8:27
SECRETARY OF STATE
DES MOINES, IOWA



Chester J. Culver

SECRETARY OF STATE