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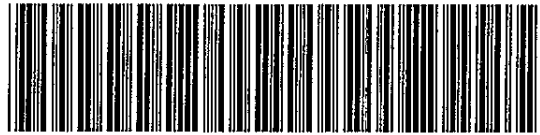
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

VIA FEDERAL EXPRESS
850.245.6052

Department of State
Division of Corporations
XXXXXX 409 E. Gaines Street
XXXXXX
Tallahassee, FL 32314 32399

SUBJECT: KRAUSE FAMILY FOUNDATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DALE S. HANSEN, c/o LATHROP & GAGE L.C.
Name (Printed or typed)

2345 GRAND BOULEVARD, SUITE 2400
Address

KANSAS CITY, MO 64108
City, State & Zip

816.460.5865
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF THE
KRAUSE FAMILY FOUNDATION, INC.**

A Florida "Not for Profit" Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, acting as incorporator of a corporation under Fla. Stat. ch. 617, hereby adopts the following articles of incorporation:

**ARTICLE I
Name of Corporation**

The name of the corporation is the **Krause Family Foundation, Inc.**

**ARTICLE II
Principal Office**

The principal office of the corporation is located at 3859 Isla Del Sol Way, Naples, Florida 34114.

**ARTICLE III
Mailing Address**

The mailing address of the corporation is 3859 Isla Del Sol Way, Naples, Florida 34114.

**ARTICLE IV
Registered Agent**

The name of the registered agent of the corporation is **Arthur B. Krause**. The address of the registered agent is 3859 Isla Del Sol Way, Naples, Florida 34114.

**ARTICLE V
Duration**

The duration of the corporation shall be perpetual.

**ARTICLE VI
Membership and Board of Directors**

The corporation shall not have members but, in lieu thereof, shall have only a self-perpetuating board of directors, in which board there shall be vested all of the power and authority to supervise, control, direct and manage the property, affairs and activities of the corporation. The rights, powers and privileges of the board of directors shall be fixed in the bylaws. The initial board of directors shall consist of six (6) persons, who shall hold office in the manner prescribed in the bylaws.

ARTICLE VII
Incorporator

The name and address of this corporation's incorporator is **Arthur B. Krause**. The address of the incorporator is 3859 Isla Del Sol Way, Naples, FL 34114.

ARTICLE VIII
Purposes

This corporation is organized exclusively for charitable, scientific, educational and religious purposes, with an emphasis on supporting educational institutions and programs including scholarship funds and endowed faculty positions. The terms charitable, scientific, educational and religious shall have the same meanings herein that they have in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect. Without limiting the generality of the foregoing, the purposes of this corporation shall include making grants to charitable organizations.

ARTICLE IX
Limitations

A. Purposes. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal and state income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

B. Exclusivity. The corporation is organized exclusively for charitable, scientific, educational and religious purposes.

C. No Private Inurement. The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The corporation shall not distribute any gains, profits or dividends to the directors or officers thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the corporation's charitable, scientific, educational and religious purposes. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

D. Lobbying and Political Campaigns. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

E. Dissolution. Upon winding up and dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, to be used exclusively for charitable, scientific, educational or religious purposes. If the corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be

directed by decree of the Circuit Court of the district in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

F. Private Foundation Provisions: In the event the corporation is considered to be a "private foundation" under the provisions of the Internal Revenue Code of 1986, as amended, the following provisions apply:

1. The corporation shall distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect;

2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect;

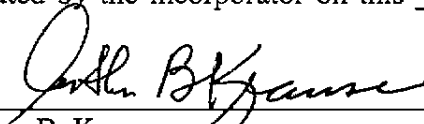
3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect;

4. The corporation shall not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect; and

5. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect.

Execution

These articles of incorporation are hereby executed by the incorporator on this 9th day of DECEMBER, 2004.



Arthur B. Krause

STATE OF Missouri

COUNTY OF Jackson

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ARTHUR B. KRAUSE, who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 9th
day of December, 2004.

Lisa A. Loree
Notary Public of the State of Florida

My Commission Expires:
1-6-08

LISA A. LOREE
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
My Commission Expires: Jan. 6, 2008

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for the Krause Family Foundation, Inc.,
a Florida not for profit corporation.

Date: 12/9, 2004

Arthur B. Krause
Arthur B. Krause

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA