

Ron Thornburgh
Secretary of State



2nd Floor, State Capitol
300 S.W. 10th Ave.
Topeka, KS 66612-1594
(785) 296-4564

April 28, 1999

STATE OF KANSAS

FRIDEY ENTERPRISES, LLC
14873 W 95TH

LENEXA KS 66215

RE: WALNUT CREEK ESTATES HOMES ASSOCIATION, INC.

ID. # 2730547 (USE IN ALL CORRESPONDENCE WITH OUR OFFICE)

Enclosed is a certified copy of your non-profit articles of incorporation. Your corporation's identification number is at the top of this page. The identification number should be used in all correspondence with this office.

Every corporation must file an annual report with our office showing the corporation's financial condition on the last day of tax period. However, a report is not required if a corporation has not been incorporated for six months prior to its first tax year end. If your corporation operates on a tax period other than the calendar year, you must notify our office in writing prior to December 31.

If an annual report is required, it must be filed when your corporation files its Kansas income tax return. If your corporation applies to the Internal Revenue Service for an extension of its deadline for filing an income tax return an extension for the annual report will be granted by our office provided that a copy of the IRS extension form is filed with our office. The extension must be received in our office with 90 days after the due date of the annual report.

asr

Administration (785) 296-4564
FAX (785) 291-3051
Corporations (785) 296-4564
FAX (785) 296-4570

Web Site:
<http://www.ink.org/public/sos>
e-mail:
kssos@ssmail.wpo.state.ks.us

Elections (785) 296-4561
FAX (785) 291-3051
UCC (785) 296-4564
FAX (785) 296-3659

Exhibit A

Said corporation is organized exclusively for charitable, religious, educational, scientific, testing for public safety, prevention of cruelty to children or literary purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations which are described in section 501(c)(3) and exempt under section 501(a) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements or the making of oral statements on behalf of or in opposition to such candidate) of any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, educational, scientific, or any other purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the District Court in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Office of the Secretary of State/Corporation Division **Form CN**
Not for Profit Articles of Incorporation

We, the undersigned incorporators, hereby associate ourselves together to form and establish a corporation NOT for profit under the laws of the State of Kansas.

Article One: Name of the corporation

Walnut Creek Estates Homes Association, Inc.

DO NOT WRITE IN THIS SPACE

Article Two: Address of registered office in Kansas

25228 Crestview Court

(Street Address or Rural Route)

Paola

(City)

Miami

(County)

66071

(Zip Code)

Name of resident agent at above address

Walnut Creek Estates Homes Association, Inc.

Article Three: Nature of corporation business or purposes to be conducted or promoted is
see attached Exhibit A

Article Four: Will this corporation have authority to issue capital stock? Yes ___ No X

If *yes*, the total number of shares that this corporation shall be authorized to issue is as follows:

_____ shares of _____ stock, class _____	par value of _____ dollars each
_____ shares of _____ stock, class _____	par value of _____ dollars each
_____ shares of _____ stock, class _____	without nominal or par value
_____ shares of _____ stock, class _____	without nominal or par value

If applicable, state any designations, powers, preferences, rights, qualifications, limitations or restrictions applicable to any class of stock or any special grant of authority to be given to the board of directors

Article Five: Are conditions of membership to be fixed by the by-laws? Yes X No ___

If *no*, state conditions of membership _____

ARTICLE SIX: Name and mailing address of each incorporator is

John V. Fricke, 25474 Crestview Drive, Paola, Kansas 66071

Article Seven: Name and mailing address of each person who is to serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified is

John V. Fricke, 25474 Crestview Drive, Paola, Kansas 66071

Article Eight: Is this corporation to exist perpetually? Yes No
If no, the term for which this corporation is to exist is _____
Tax closing date, if known _____

In testimony whereof, we have hereunto subscribed our names this 26th day of April, A.D. 1999.

(Signatures must correspond exactly to the names of the incorporators listed in Article Six.)

John V. Fricke

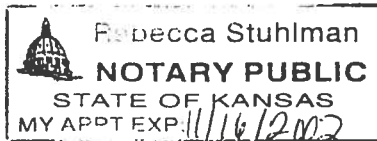
State of Kansas
County of Johnson } ss.

Before me, a notary public in and for said county and state, personally appeared

John V. Fricke

who are known to me to be the same persons who executed the foregoing Articles of Incorporation and duly acknowledged the execution of the same. In witness whereof, I have hereunto subscribed my name and affixed my official seal, this 26 day of April, A.D. 1999.

(Seal)



Rebecca Stuhlman
(Notary Public)

My appointment or commission expires 11/16/2002

Submit document in duplicate with \$20 filing fee to:
Corporation Division, Office of the Secretary of State,
300 SW 10th, 2nd Floor, State Capitol,
Topeka, KS 66612-1594
(785) 296-4564