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ARTICLES OF INCORPORATION
OF
CRYSTAL PARK HOMES ASSOCIATION

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ARTICLE I - NAME

The name of the corporation is Crystal Park Homes Association.

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ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its initial registered office in the State of Kansas is 6725 Maurer, Shawnee, Johnson County, Kansas 66217; the name of its initial resident agent at such address is David W. Hoelting.

ARTICLE III - PURPOSE

This corporation is organized NOT FOR PROFIT and the nature of its business or purposes to be conducted or promoted is a home owners' association to control and operate common areas and concerns, and to do all activities in furtherance of that purpose.

ARTICLE IV - MEMBERS AND VOTES

This corporation shall not have authority to issue capital stock. Members of the association shall consist of owners of the lots in Crystal Park Subdivision in Shawnee, Johnson County, Kansas, including all separate plats thereof. Voting rights of members shall be as follows: the incorporator herein, Hoelting Enterprises, shall have two hundred (200) votes for each lot owned by it. The owners of a fee simple interest to a lot shall be entitled to one (1) vote for each whole lot owned by said owners.

ARTICLE V - INCORPORATOR

The name of the incorporator is Hoelting Builders Associates, Inc., a Kansas corporation, whose mailing address is 6725 Maurer, Shawnee, Kansas 66217.

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ARTICLE VI - DURATION

The duration of the corporation shall be perpetual.

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ARTICLE VII - BYLAWS

The original Bylaws of the corporation shall be adopted by the initial director; thereafter, the power to make, alter or repeal the Bylaws shall be vested in the board of directors or the members.

ARTICLE VIII - MANAGEMENT BY MEMBERS

The business of this corporation shall be managed by a Board of Directors which shall consist of not less than one (1) nor more than nine (9) directors, each of whom shall be a member of the association, the number of which shall be established in the Bylaws of the corporation. David W. Hoelting shall serve as the initial director until his successor shall be elected and qualified.

ARTICLE IX - DISTRIBUTION OF ASSETS UPON DISSOLUTION

If the corporation is dissolved, its assets shall be dedicated to a public body or conveyed to a non-profit organization with similar purposes.

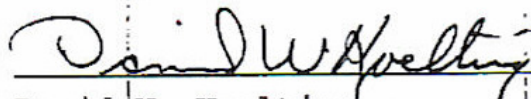
ARTICLE X - AMENDMENT

Amendment of these Articles of Incorporation requires at least two-thirds (2/3) of the votes of the members in favor.

IN WITNESS WHEREOF, Hoelting Builders Associates, Inc. has caused the foregoing Articles to be executed in duplicate, this 16th day of February, 1996.

HOELTING BUILDERS ASSOCIATES, INC.

BY



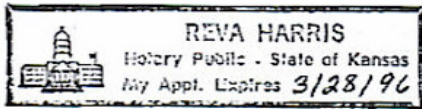
David W. Hoelting,
President

STATE OF KANSAS, JOHNSON COUNTY: SS

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The foregoing instrument was acknowledged before me by DAVID W. HOELTING, President of HOELTING BUILDERS ASSOCIATES, INC., on the 16th day of February, 1996.



Reva Harris Notary Public
My appointment expires: March 28, 1996