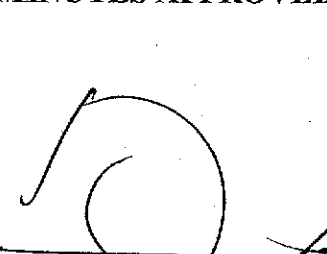


THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT

CERTIFICATION OF MINUTES

CERTIFICATION OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON OCTOBER 2, 2002. THE UNDERSIGNED CHAIRMAN AND SECRETARY OF THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT, A POLITICAL SUBDIVISION OF THE STATE OF MISSOURI, CERTIFY THAT THE ATTACHED MINUTES OF THE ABOVE REFERENCED BOARD OF DIRECTORS MEETING ARE TRUE AND ACCURATE TO THE BEST OF OUR KNOWLEDGE.

MINUTES APPROVED AT DIRECTOR'S MEETING HELD ON NOVEMBER 4, 2002.



LOU AUSTIN, CHAIRMAN



DATE

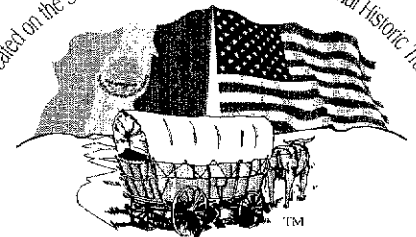


JANET LARIMER



DATE

Located on the Santa Fe, Oregon, and California National Historic Trails



3-Trails
Community Improvement District

NOTICE

THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT

MEETING OF THE BOARD OF DIRECTORS

PLEASE TAKE NOTICE that the Board of Directors of the 3-Trails Community Improvement District (the "District") will be held at 1:00 PM, on Wednesday, October 2, 2002, at the offices of the District, 5912 East Bannister Road, Kansas City, Jackson County, Missouri.

Matters to be addressed at this meeting include:

- A. Work session to discuss:
 - 1. Budget
 - 2. Strategic Planning

- B. Special assessment collection status report

Notice was mailed to:

Lou Austin
Ben Benjamin
Bob Faulkner
Craig Fischman
Troy Marquis
Doug Webb

Notice was also posted at the offices of the District, 5912 East Bannister Road, Kansas City, Missouri.

AGENDA

Meeting of the Board of Directors 3-Trails Community Improvement District

Date: October 2, 2002

Time: 1:00 p.m.

Place: 5912 East Bannister Road
Kansas City, Jackson County, Missouri

I. CALL TO ORDER

II. NEW BUSINESS

- A. Work Session
1. Budget
 2. Strategic Planning

III. OTHER BUSINESS

IV. MEETING ADJOURNED

**THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT
MINUTES OF THE MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT
October 2, 2002**

I. CALL TO ORDER

The initial meeting was called to order at 1:17 p.m. at 5912 East Bannister Road, Kansas City, Jackson County, Missouri

Members of the Board of Directors ("Board") for the 3-Trails Community Improvement District (the "District") were present as follows:

Board Members:*

Lou Austin, Chairman, District Manager
Craig Fischman, Secretary
Troy Marquis, Treasurer
Bob Faulkner
Ben Benjamin

*One board position is presently vacant

Others present:

Kathy Allen, Manager of Toy R Us
Janet Larimer, Bannister Mall
Dr. Bill Worley, Consultant

II. OLD BUSINESS

- A. Approval of Minutes: Directors in attendance postponed the review of minutes until the next meeting.

III. NEW BUSINESS

A. Work Session:

1. Budget: Directors in attendance received and reviewed the proposed draft of the Fiscal 2003 Budget. Corrections will be made to the budget for approval at next meeting.
2. Strategic Planning:
 - a. Copy of Bus Letter Submitted.
 - b. Jim Stevens Proposal: Mr. Stevens has not set a date as to when he will be coming to town.

- c. Dr. William Worley & Associates Scope of Work: Dr. Worley provided the board of Directors with an amended Scope of Work with material concerning the board and the district.
- d. Data Base: Dr. Worley will provide a data base for the board. The data base will provide the board with information regarding sales tax information and tenant and owner contacts within the CID District.
- e. Web Page: Brief discussion of the benefits of a Web Page. Further discussion will require another work session.
- f. Banking Account and Short Term Loan: Discussion on choosing a bank and the services it will provide. Will provide quotes from UMB and Hillcrest Bank. North American Savings Bank has been difficult to contact.
- g. Insurance Carrier: Discussion on choosing an insurance carrier. Will have an insurance broker here at the next meeting to discuss insurance coverage needed.

B. Special assessment collection status report: Received updated total assessment value of the district.

IV. OTHER BUSINESS

The Board agreed to hold a regular meeting on October 7, 2002, commencing at 1:00 p.m., at 5912 East Bannister Road, Kansas City, Jackson County, Missouri.

V. MEETING ADJOURNED

There being no other business to come before the meeting, Chairman Austin made a motion to adjourn the meeting. The motion was seconded, a vote was held, the motion carried and the meeting was adjourned.

Respectfully submitted,

Craig Fischman, Secretary