

THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT

**RESOLUTION OF THE 3-TRAILS COMMUNITY IMPROVEMENT DISTRICT,
EXPRESSING THE INTENT TO PURSUE AND SUPPORT ECONOMIC AND OTHER
BENEFICIAL ACTIVITY WITHIN THE DISTRICT.**

WHEREAS, The Community Improvement District Act (the "Act"), Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri, provides for the governing body of a municipality to establish a community improvement district upon receipt of a proper petition submitted by owners of real property within the boundaries of such proposed community improvement district;

WHEREAS, on February 26, 2002, certain owners of real property submitted to the Municipal Clerk of the City of Kansas City, Missouri (the "City") a petition (the "Petition") to form The 3-Trails Community Improvement District (the "District");

WHEREAS, on July 7, 2002, following certification of the Petition and a public hearing held pursuant to the Act, the District was declared organized by Ordinance Number 020753 ("the "Ordinance") by the City Council of the City;

WHEREAS, Section 67.1461 of the Act authorizes the District, among other things: (1) to support business activity and economic development in the District, including, but not limited to, the promotion of business activity, development and retention, and the recruitment of developers and businesses; (2) to provide or support training programs for employees of businesses within the District; (3) to sell, lease, exchange, transfer, assign, mortgage, pledge, hypothecate or otherwise encumber or dispose of any real or personal property or of any interest in such property; and (4) to contract for or conduct economic, planning, marketing or other studies;

WHEREAS, the Petition authorizes the District, among other things to: (1) prepare a master plan for the District including the implementation of a comprehensive image and marketing program; (2) hire or contract for personnel to staff and provide services to the District; (3) provide cleaning and maintenance service to public areas within the District to improve the appearance and image of the District; (4) provide or contract for the provision of transportation within the District; and (5) assist in attracting additional investment in the District by the public and private sectors (the "Eligible Services");

WHEREAS, Section 67.1451 of the Act authorizes the Board of Directors to act on behalf of the District;

WHEREAS, in furtherance of the powers and duties of the District, including the undertaking of the Eligible Services, the Board of Directors desires to actively pursue all means and opportunities beneficial to the District;

WHEREAS, the Board of Directors is bound to act with fidelity, and utilize the utmost good faith in the exercise of the powers conferred upon it, occupies a position of the highest trust and confidence, and has a fiduciary duty to protect the best interests of the District; and,

WHEREAS, pursuant to the Act, the Petition and the Ordinance, the Board of Directors desires to adopt and implement a policy which provides for the support, encouragement and stimuli for any efforts in furtherance of economic and other beneficial activity within the District.

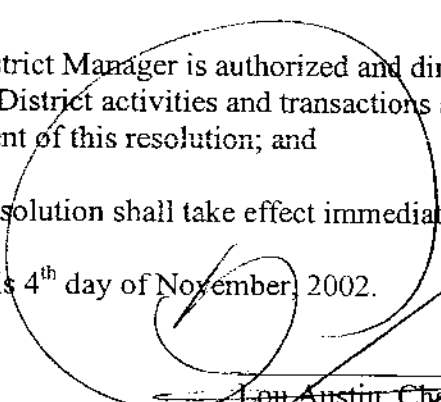
NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of The 3-Trails Community Improvement District, as follows:

1. That the Board of Directors, pursuant to its fiduciary duty to protect the District's interests at all times, adopts the following policy:

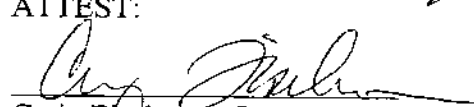
The Board of Directors of the 3-Trails Community Improvement District, its Officers, District Personnel, and Consultants, shall, at all times, support, encourage and stimulate any and all efforts to further economic and other beneficial activity within the District, including, but not limited to: (1) the promotion, development and retention of business activity within the District; (2) the recruitment of developers and businesses within the District; and, (3) the pursuit of every opportunity in furtherance of economic viability, growth, and maximum asset value for the District and any portion thereof, as mandated by the Act, the Petition, and the Ordinance;

2. That the District shall endeavor to actively pursue opportunities, relationships, discussions and intermediary and/or primary roles where the District's purposes may be furthered;
3. That, where appropriate, the District will be engaged in new and continued development of economic and community growth within the District and any portion thereof;
4. The District Manager is authorized and directed to take all action necessary to ensure that all District activities and transactions are, at all times, consistent with the purpose and intent of this resolution; and
5. This Resolution shall take effect immediately.

Adopted this 4th day of November, 2002.


Lou Austin, Chairman

ATTEST:


Craig Fishman, Secretary