

STATE OF CALIFORNIA  
COUNTY OF LOS ANGELES

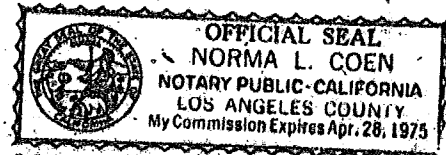
PROBATE

PERSONALLY APPEARED Before me, Cassandra  
L. LaRuffa, and made oath that she saw the within  
Peter A. Snowden, Secretary of Wells Fargo Mortgage  
Investors, sign, seal and as his act and deed deliver  
the within CERTIFIED COPY OF FIRST AMENDED AND RE-  
STATED DECLARATION OF TRUST OF WELLS FARGO MORTGAGE  
INVESTORS and that she with Deborah L. Rece witnessed  
the execution thereof.

*Cassandra L. LaRuffa*

SWORN TO Before me this  
11 day of November, 1972.

*Norma L. Coen* (SEAL)  
Notary Public for California  
My Commission Expires: 4/28/75



P. O. Box 30015, Terminal Annex, Los Angeles, Ca. 90031

First Amended and Restated Declaration of Trust  
Recorded November 15, 1972 at 3:53 P. M., #11605