

STATE OF KENTUCKY }  
COUNTY OF JEFFERSON } ss.:

I, the undersigned, a Notary Public within and for the State and County aforesaid, do hereby certify that there appeared this day before me WILLIAM E. EZZELL, HOMER A. HAIL, JAMES C. BISHOP, JOHN D. DUPUIS, IRWIN J. EISINGER and WILLIAM E. JONES, parties, as Trustees, to the foregoing FIRST AMENDED AND RESTATED DECLARATION OF TRUST OF KMC MORTGAGE INVESTORS, who executed same acknowledging it to be their free act and deed as individuals and as Trustees aforesaid.

My commission expires 1-18-76.

Witness my signature and Notarial Seal this 11 day of December, 1971.

ELIZABETH A. PIPER  
\_\_\_\_\_  
Notary Public  
State-at-Large, Kentucky

[SEAL]

STATE OF OHIO }  
CUYAHOGA COUNTY } ss.:

Before me, a Notary Public in and for said County and State, personally appeared Norman E. Burden who acknowledged that he did sign the foregoing instrument, and that the same is his free act and deed.

IN TESTIMONY WHEREOF, I have set my hand and official seal, this 9th day of December, 1971.

ROBERT DEAN AVERY  
\_\_\_\_\_  
ROBERT DEAN AVERY, Attorney  
NOTARY PUBLIC - STATE OF OHIO  
My commission has no expiration date.  
Section 147.03 R.C.

[SEAL]

This Instrument Was Prepared By:

IRWIN J. EISINGER  
\_\_\_\_\_  
Irwin J. Eisinger  
Greenebaum Grissom Doll Matthews & Boone  
300 Portland Federal Building  
Louisville, Kentucky 40202