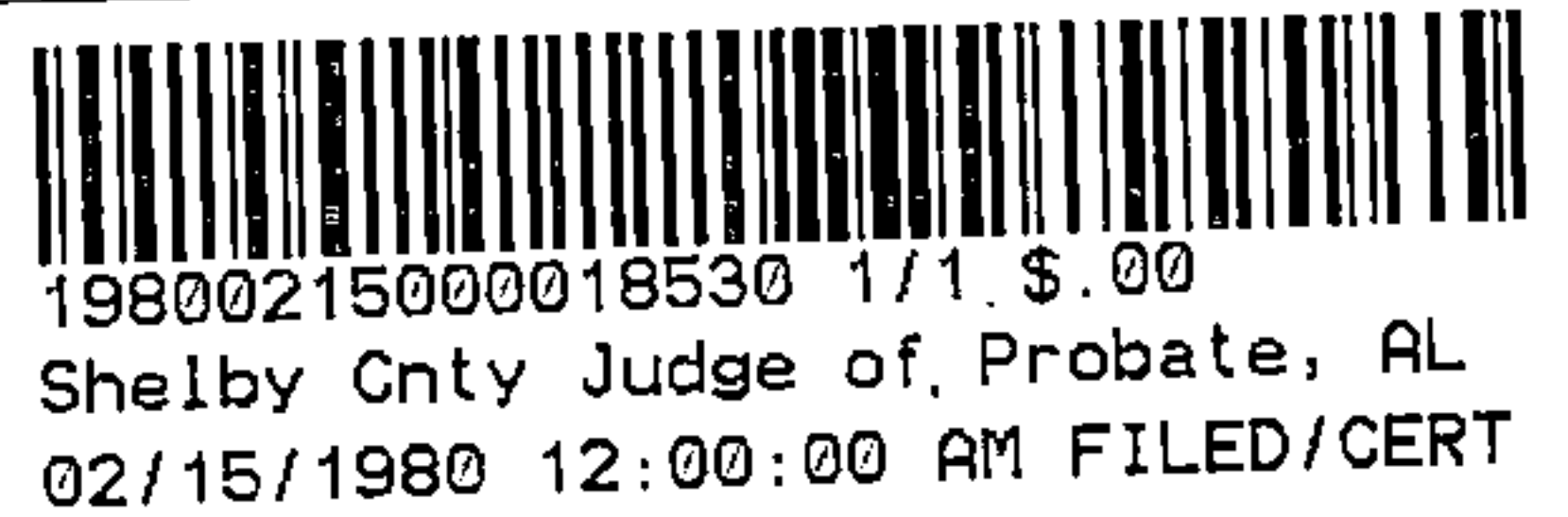


CERTIFIED COPY OF RESOLUTION



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The undersigned, Assistant Secretary of First Mortgage Investors (the "Trust"), a Massachusetts business trust, hereby certifies that set forth below is a true and correct copy of a resolution adopted by the Trustees of the Trust at a meeting duly call and held on April 20, 1979 and that said resolution has not been amended or rescinded and is in full force and effect on the date hereof:

RESOLVED:

1. That pursuant to Article 1 of the Declaration of Trust, as amended, whenever in the opinion of the Managing Trustee or Secretary, it will be of practical advantage to the Trust to take and hold title to property of the Trust in the name of a nominee, title shall be taken substantially in the following form:

1(a) "To X, as nominee of the Trustees of First Mortgage Investors, with power to satisfy, discharge, release, subordinate, foreclose, assign, and/or transfer the within mortgage (or other instrument), and to execute deeds of conveyance and deed restrictions and to designate a substitute nominee in his stead."

As an alternative to the form contained in Paragraph 1(a) of this resolution, title to property of the Trust may be taken substantially in the following form:

1(b) "To X, as nominee of the Trustees of First Mortgage Investors, with power to satisfy, discharge, release, subordinate, foreclose, assign, and/or transfer the within mortgage (or other instrument), and to execute deeds of conveyance and deed restrictions and to designate a substitute nominee in his stead, and to assign to and confer upon such substitute nominee all of the right, title, and interest of X as nominee and with the same powers that are conferred upon said nominee."

That whenever title is thus taken in the name of a nominee, such nominee shall execute a designation or designations of a substitute nominee or nominees, in form approved by counsel to the Trust, and all such designations shall be deposited with and retained by the Trust for use in case the original nominee is not available to foreclose, execute a required satisfaction, discharge, release, subordination, assignment, transfer and/or deeds of conveyance and deed restrictions.

3. That the following persons and only such persons may be named as nominees of the Trustees of First Mortgage Investors to take and hold title to property of the Trust, with powers indicated in Paragraph 1(a) of this resolution (or in the alternative form contained in Paragraph 1(b) of this resolution), or may be designated as substitute nominees for any such nominees:

- | | | |
|-----------------------|------------------------|----------------------|
| (1) David Blumberg | (4) Dennis P. Coyle | (7) Martin W. Taplin |
| (2) Frank J. Callahan | (5) Kenneth A. Luban | (8) Martin V. Zeller |
| (3) Jack R. Courshon | (6) Harper Sibley, Jr. | |

4. That, without regard to the identity of the nominee in whose name title to property of the Trust may be or may have been taken, and notwithstanding other provisions of this resolution or the designation of a particular substitute nominee pursuant to this resolution or to previous resolutions superseded by this resolution, each of the persons named in Paragraph 3 above shall have power, on behalf of the Trustees of First Mortgage Investors, to satisfy, discharge, release, subordinate, foreclose, assign, and/or transfer any mortgage (or other instrument), and to execute deeds of conveyance and deed restrictions, and in addition, to execute financing statements, loan agreements, contracts, leases, condominium declarations, plats, and any and all legal documents, and to endorse checks payable to any of said persons as nominee of the Trustees of First Mortgage Investors.

DATED at Miami Beach, Florida, this 5th day of FEBRUARY, 1980.

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1980 FEB 15 AM 8:11

(SEAL)

ODOM, MAY & DeBUYS, ATTORNEYS
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Assistant Secretary of
FIRST MORTGAGE INVESTORS