

FIRST MORTGAGE INVESTORS
TRUSTEES' CERTIFICATE TO
AMENDMENTS OF AUGUST 14, 1970 TO
DECLARATION OF TRUST

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, the Declaration of Trust, of First Mortgage Fund, made the 25th day of May, 1960, and recorded with the Suffolk County Registry of Deeds in Book 7561, page 134, which was amended in its entirety on the 13th day of September, 1961, by an amendment that changed the name of First Mortgage Fund to First Mortgage Investors and that was recorded with the Suffolk County Registry of Deeds in Book 7589, page 310, and which was amended further on the 24th day of November, 1969, by amendments recorded with the Suffolk County Registry of Deeds in Book 8332, page 562, provides in Section 10.1, as amended, in part as follows:

"The provisions of this Declaration of Trust may be amended or altered (except as to the exemption from personal liability of Trustees and Shareholders and the prohibition of assessment upon Shareholders), or the Trust may be terminated at any meeting of the Shareholders called for the purpose, by the affirmative vote of not less than a majority in interest of the Shares then outstanding hereunder and entitled to vote; . . . No amendment, alteration, or termination shall become effective unless and until, if effectuated by an instrument in writing, such instrument shall have been acknowledged by one or more of the signers thereof, and recorded in the Registry, or if effectuated by a vote at a meeting, a copy thereof shall have been so recorded with a certificate signed and acknowledged by a Trustee that

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