

SECRETARY OF STATE'S ANNUAL VERIFICATION REPORT

Due June 30 - (Corporations must file by this date to avoid bad standing status)

CAREFULLY READ CAREFULLY - Make check payable to Kentucky State Treasurer - Mail both annual report form and check to BOB BABBAGE, SECRETARY OF STATE, P. O. BOX 1150, FRANKFORT, KY 40602-1150 (502-564-2848)

RECORD # 28062

DUE - June 30, 1994

FILING FEE : 15.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS :

KENTUCKY INVESTORS, INC.
P. O. BOX 717
FRANKFORT, KY. 40602

(3) STATE OF INCORPORATION :

KENTUCKY

MAY 23 1994

OF STATE
HEALTH OF KY

(2) CORRECTED PRINCIPAL OFFICE ADDRESS :

(4) DATE OF INCORPORATION OR
CERTIFICATE OF AUTHORITY :

07-18-63

(5) REGISTERED AGENT AND REGISTERED ADDRESS :

ROBERT M. HARDY, JR.
200 CAPITAL AVE.
FRANKFORT, KY. 40601

A corporation may change its registered office or registered agent by filing a statement of change form per KRS 271B.5-020 (profit) and KRS 273.184 (non-profit). Forms are available by checking the request block below or writing to the Secretary of State's office.

YES, PLEASE SEND FORMS!

PLEASE TYPE OR PRINT (The annual report will not be accepted for filing if this section is not completed.)

List below names and business address of the corporation's directors and principal officers. If necessary attach a continuation sheet. (If you are the only officer, give your name and address and denote sole officer.)

PRESIDENT _____ (see attached list) _____
VICE PRESIDENT _____
SECRETARY _____
TREASURER _____
OTHER _____

I VERIFY THAT THE RECORDS OF THE SECRETARY OF STATE ARE TRUE AND CORRECT AND I AM AUTHORIZED TO SIGN THIS REPORT (ALL CORPORATIONS MUST SIGN ON AUTHORIZED SIGNATURE LINE)

AUTHORIZED SIGNATURE  TITLE Chairman PHONE (502) 223-2361

PROFESSIONAL SERVICE CORPORATIONS ONLY - KRS 274.105 Requires the names and addresses of all shareholders in addition to the directors and principal officers

Pursuant to KRS 274.105, I the undersigned, being President of the KRS Chapter 274 corporation, a professional service corporation, do hereby certify that all of the shareholders of the said corporation, not less than one half of the directors, and all officers other than secretary and treasurer, are duly qualified as provided in Chapter 274. (Please use the lines above or attach continuation sheet.)

PRESIDENT'S SIGNATURE _____

038040

KENTUCKY INVESTORS, INC.

Directors

Harry Lee Waterfield II
Robert M. Hardy, Jr.
David W. Reed
Gordon Duke
Warner Hines
H. Glenn Doran
Jerry F. Howell
Dr. Jerry F. Howell, Jr.
Helen S. Wagner

Officers

Harry Lee Waterfield II, Chairman of the Board and President
Nancy W. Walton, First Vice President
Jimmy R. McIver, Treasurer
Wilma Yeary, Secretary
Jane S. Jackson, Assistant Secretary
Robert M. Hardy, Jr., General Counsel
Howard L. Graham, Vice President, Corporate Services
Ernst & Young, Independent Auditors

Business address for all above:

200 Capital Avenue
Frankfort, Kentucky 40601