

STATEMENT OF CHANGE OF REGISTERED OFFICE

Pursuant to the provisions of Chapters 271B or 273 of the Kentucky Revised Statutes, the undersigned registered agent submits the following statement for the purpose of changing the registered office address of the corporation named below in the Commonwealth of Kentucky.

State of Incorporation Kentucky

The name of the corporation is
RESTHAVEN MEMORIAL CEMETERY, INC.

The complete address of the current registered office is:

326 West Main Street
Frankfort, Kentucky 40601

The complete address of the current registered office is hereby changed to:

421 West Main Street
Frankfort, Kentucky 40601

The name of the current registered agent is:

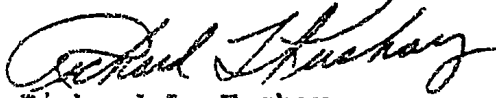
The Prentice-Hall Corporation System, Inc.

The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

The above corporation has been notified of the change.

Dated: December 12, 1995

THE PRENTICE-HALL CORPORATION SYSTEM, INC.



Richard L. Kushay
Assistant Vice President

RECEIVED & FILED
MAR 16 9 37 AM '96
JOHN Y. PROBERT III
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY