

shall pay over to the Cestui Que Trust, upon demand, any proceeds from the sale of said real estate and any income, rents or profits held by the Trustee.

(2) In order to carry out this trust and in connection with his duties hereunder, the Trustee is hereby authorized and empowered:

(a) To purchase or otherwise acquire and to retain title to and interest in such real estate as may be directed by the owners of at least 100% percent of the beneficial interest in the Trust Property;

(b) To sell, convey, exchange, lease, mortgage or otherwise dispose of, or grant options with respect to any or all real estate forming a part of the Trust Property, in such manner, at such time or times, for such purposes, for such prices and upon such terms, credits and conditions as may be directed by the owners of at least 100% percent of the beneficial interest in the Trust Property; provided, that in the event any of the Trust Property is to be sold to any one or more of the Cestui Que Trust, or any trust, partnership, corporation or other entity in which the said purchaser has a beneficial interest, the Trustee shall first obtain the written consent of all of the remaining Cestui Que Trust to such sale, and the terms thereof;

(c) To borrow money for any purpose connected with the purchase, protection, preservation of the Trust Property, and as security to mortgage any real estate forming a part of the Trust Property, upon such terms and conditions as may be directed by the owners;

(d) To execute and deliver any and all instruments in writing which may be necessary, proper and desirable to carry out any of the foregoing powers; and no party to any such instrument in writing signed by the Trustee shall be obliged to inquire into its validity, or be bound to see to the application by the Trustee of any money or other property paid or delivered to them by such party pursuant to the terms and conditions of any such agreement.

(3) The interests of the Cestui Que Trust shall be as follows:

John F. Wyatt	6.66%	Robert S. Smith	40%
Donald F. Bolt	20%	417 Properties	20%
O. W. Bannister, Jr.	6.66%		
[REDACTED]			
Leo H. Hill	6.66%		

beneficial

Leo H. Hill, O. W. Bannister, Jr. and John F. Wyatt collectively own a 20% interest. Each of the Cestui Que Trust, at or prior to the signing of this instrument, has paid over to the Trustee his proportionate share of the downpayment for application to the total purchase price payable for the Trust Property. Each Cestui Que Trust further agrees to promptly pay unto the Trustee his proportionate share of all additional funds necessary to closing of the acquisition of the Trust Property according to the terms of an agreement dated November 14, 1980 providing for purchase of the property, and required to make installment payments of the purchase price as they come due; and, within fifteen (15) days following notice from the Trustee, to pay unto the Trustee his proportionate share of all additional sums payable in connection with any other property acquisitions, or the maintenance of any property that may be covered by this trust, including any taxes or assessments imposed against the property by any governing authority.

0413

4328 RV-2