

of the Trustee in this respect to be conclusive and binding on all beneficiaries) shall be paid over and distributed to the Settlor's godchildren, Emily Clark and Judy Clark and their mother Alice Clark, or to such of them as are then living in equal shares.

(2) All the rest, residue and remainder of the assets constituting the Trust Estate shall be paid over and distributed to the Settlor's friends, Carolyn Old, Mary Verner Schleafer, Barbara Clark, Polly Watts, and Brownie Entsminger, or to such of them as are then living, in equal shares.

ARTICLE VI: Any corporate successor to the trust business of the corporate Trustee designated herein or at any time acting hereunder shall succeed to the capacity of its predecessor without conveyance or transfer.

ARTICLE VII: For its services as Trustee the Trustee shall receive an amount which shall be determined by its Standard Fee Schedule in effect and applicable at the time of the performance of such services. If no such schedule shall be in effect at that time, then it shall be entitled to reasonable compensation for the services rendered.

ARTICLE VIII: The Trustee is authorized in its absolute discretion with respect to any property, real or personal, at any time held under any provision of this Trust and without authorization by any Court and in addition to any other rights, powers, authority and privileges granted by any other provision of this Trust or by statute or general rules of law:

(1) To retain in the form received any property or undivided interests in property donated to, or otherwise acquired as a part of the Trust Estate, including residential property and shares of the Trustee's own stock, regardless of any lack of diversification, risk or nonproductivity, as

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