

**THE JEAN L. THOMAS TRUST
DECLARATION OF TRUST**

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1. JEAN L. THOMAS, of the town of Pioche, County of Lincoln, State of Nevada, referred to hereinafter as Grantor and/or Trustee, hereby declare that I am the Trustee of the property referred to in this Declaration of Trust agreement as the trust estate, which is fully set forth in the Schedule of Trust Estate Assets attached hereto and made a part hereof.

2. I hereby declare that I hold the trust estate created by this Declaration of Trust agreement and all right to, title to and interest in the trust estate for the use and benefit of: JEAN L. THOMAS, of Pioche, Nevada.

3. Upon my death, the Successor Trustee is hereby directed forthwith to transfer the trust estate and all right to, title to and interest in the trust estate to the named contingent beneficiaries in the following manner:

VALERIE S. LAYTON - Blue Diamond, County of Clark, State of Nevada

shall receive from the trust estate the real property described as:

Town of Pioche, County of Lincoln, State of Nevada

"The East Twenty-two (22) feet of Lot Numbered Eight (8) and all of Lots numbered Nine (9), Ten (10), and Eleven (11) in Block Numbered Twenty-Four (24) in the Town of Pioche, as said lots and block are delineated on the official plat of said town, now of record in the Office of the County Recorder of said Lincoln County, and to which plat and the records thereof reference is hereby made for further particular description.

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Together with all personal effects, household furnishings and other tangible personal property, including all tangible personal property normally kept at residence of SETTLOR, including, but not limited to furniture, furnishing, dishes and china, tableware, sporting goods, boats, trailers, guns, books, paintings, other art objects, jewelry, and collections of personal property, lawn furniture, tools, machinery and maintenance equipment, and items attached to the residence but not considered real estate; all insurance policies on said tangible personal property, and the proceeds from said policies resulting from claims therefrom; and including any automobiles in Trust Estate.

DEXTER C. THOMAS - Blue Diamond, County of Clark, State of Nevada

shall receive from the trust estate all funds found in any bank account of the Trust hereby created, specifically, but not limited to, the accounts in Security Pacific Bank at Pioche, Nevada, and further, any stocks, bonds, negotiable instruments or other indicia of money owed Trustee for the Trust hereby created.

4. In the event that the income to be received by any beneficiary from the trust estate or his or her share thereof, and from other sources known to the Trustee, shall be considered at any time by the Trustee to be insufficient for the support, maintenance and education of any such beneficiary or of any person being supported by any such beneficiary, the Trustee shall pay to such beneficiary from time to time such amounts from the beneficiary's share of the trust estate as the Trustee shall deem sufficient for such purposes.

5. The Grantor reserves the right during her life to amend, modify or revoke this Declaration of Trust Agreement, in whole or in part, without the consent of any beneficiary and

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2 without giving notice to any beneficiary hereunder, by a
3 writing or writings signed and acknowledged by the Grantor, to
4 be effective upon delivery to the Trustee.

5 6. Upon my death, I shall be succeeded as Trustee of the
6 trust estate created by this Declaration of Trust Agreement by
7 DEXTER C. THOMAS of Blue Diamond, Nevada. The Successor
8 Trustee shall serve all functions of the Trustee that are set
9 forth in the provisions of this Declaration of Trust Agreement.
10 In the event of the death of any of the foregoing beneficiaries
11 for whom a trust share is being retained, the Trustee shall
12 apportion and distribute the principal thereof, per stirpes,
13 among the then living lineal or legally adopted descendants of
14 that person, and if there be none, then, per stirpes, among the
15 then living contingent beneficiaries.

16 7. If the Successor Trustee is unable to serve as Trustee
17 for any reason, VALERIE S. LIPMAN ^{J.A.T.} of BLUE DIAMOND
18 shall serve as Contingent Successor Trustee.

19 8. The Trustee of this Declaration of Trust has all of
20 the discretionary powers necessary and appropriate to
21 administer this Trust, including but not limited to, the power
22 to sell, mortgage, encumber, pledge, hypothecate, lease, rent
23 or improve, invest and reinvest the trust estate property when
24 such action is deemed to be in the best interest and
25 furtherance of the Trust purposes.

26 The Trustee may pay income or principal to the
27 beneficiaries or for their benefit, and shall have no
28 obligation to confirm the use of such payments for the use and

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welfare of any beneficiary.

Any person serving as Trustee hereunder shall serve without bond.

9. No interest of a Beneficiary of this Trust can be alienated. No Beneficiary can assign, pledge, encumber or otherwise transfer an interest in the Trust estate, nor shall such interest be garnished, attached, or levied upon or otherwise subjected to any proceedings whether at law or in equity.

10. Each Beneficiary hereunder shall be liable for his/her proportionate share of any estate tax that may be imposed by any state or federal entity upon the share of the Trust estate held for or distributed to a Beneficiary upon the death of the Grantor or the survivor of the Grantor.

11. This Declaration of Trust Agreement shall be administered and interpreted in accordance with the laws of the State of Nevada.

12. This Trust shall be known as "THE JEAN L. THOMAS TRUST".

13. I hereby declare that this Declaration of Trust Agreement fully and accurately sets forth the manner in which my trust estate shall be held, managed, disposed by the Trustee.

March 11, 1972
Date

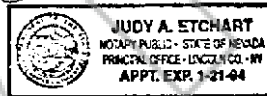
Jean L. Thomas
Grantor/Trustee

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County of Lincoln
Town of Pioche
State of Nevada

On March 11, 1992, JEAN L. THOMAS,
Grantor/Trustee of the trust estate created by this Declaration
of Trust Agreement, came before me and acknowledged that it was
her free act and deed to execute this agreement.

Judy A. Etchart
NOTARY PUBLIC



101091

FILED AND RECORDED AT REQUEST OF
Dexter C. Thomas
April 7, 1994

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LINCOLN COUNTY, NEVADA

Yuriko Setzer
By *Ledie Pruchal*, Deputy