MEMORANDUM OF TRUST ROSEMARIE E. STEWART SEPARATE PROPERTY TRUST

KNOW ALL MEN BY THESE PRESENTS, that the undersigned ROSEMARIE E. STEWART, of Reno, Washoe County, Nevada has executed a Trust Agreement dated January 20, 1993, creating a revocable inter-vivos trust holding real and personal property entitled the ROSEMARIE E. STEWART SEPARATE PROPERTY TRUST; that I am the Trustor and with Jeffrey A. Stewart, my son, are the Co-Trustees of said trust and that I am the lifetime beneficiary of the trust.

By the terms of said trust instrument, the Co-Trustees are given powers to hold, manage and distribute the trust estate, including, in addition to other powers that may be granted by law, full power to invest and reinvest the trust estate; to buy, sell or lease real or personal property; to take any action with respect to foreclosures, reorganizations or other changes affecting the trust estate; to collect, pay, contest, compromise or abandon demands of or against the trust estate; and to execute contracts, deeds, notes, conveyances and other instruments. Unless otherwise instructed by the Co-Trustees herein, the assets of this Trust shall be held in the name of the ROSEMARIE E. STEWART SEPARATE PROPERTY TRUST, dated January 20, 1993, as amended from time to time. Withdrawals from the trust financial accounts, including all trust bank accounts, may be made upon the signature of any of the respective Co-Trustees.

Persons or corporations dealing with any Co-Trustee or Co-Trustees are expressly exonerated from any duty to inquire into the authority or power of the Co-Trustee of Co-Trustees or to see to the application of money or property delivered to the Co-Trustee or Co-Trustees.

This instrument is merely a memorandum of the aforesaid Trust Agreement and is subject to all the terms, conditions and provisions thereof, the same being incorporated by reference herein and made a part hereof. In the event of any inconsistency between the terms of this instrument and the said Trust Agreement, the terms of the Trust Agreement shall control.

Said Trust Agreement is in full force and effect as of this date.

Dated this 20th day of January, 1993.

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ROSEMARIE E. STEWART

Trustor and Co-Trustee

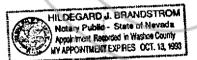
JEFFREY A. STEWART

Co-Trustee

STATE OF NEVADA

COUNTY OF WASHOE

On this 20th day of January, 1993, personally appeared before me, a Notary Public, ROSEMARIE E. STEWART, known to me to be the Trustor and Co-Trustee, who acknowledged that she executed the foregoing instrument.

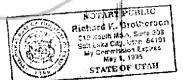


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NOTARY SUBLIC

STATE OF UTAH

COUNTY OF UTAH

On this 27th day of January, 1993, personally appeared before me, a Notary Public, JEFFREY A. STEWART, known to me to be the Co-Trustee, who acknowledged that he executed the foregoing instrument.



NOTARY PUBLIC

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