

When Recorded Mail to:)
)
Scott A. Swain, Esq.)
2300 W. Sahara Avenue, #1000)
Las Vegas, Nevada 89102)

Space above for recorder's use

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)

**SHORT FORM
DECLARATION OF
LIVING TRUST**

I, JOAN B. KIDWILL, a resident of Las Vegas, Clark County, Nevada, declare and state that:

1. I have created living trust entitled THE JOAN B. KIDWILL TRUST pursuant to the terms and conditions of that certain written trust agreement executed by me on the 22nd day of May, 1995 (the "Trust").

2. I am the sole beneficiary of the Trust during my lifetime.

3. I am the initial trustee of the Trust.

4. If I shall for any reason, fail to qualify or cease to act as trustee, then JACEQUILINE EGGSTAFF, of Bullhead City, Arizona, shall act in my place and stead under the terms of the Trust in accordance with the laws of the State of Nevada in effect on the effective date of such failure. If JACEQUILINE EGGSTAFF shall, for any reason, fail to qualify or cease to act as successor trustee, then THOMAS C. KIDWILL, JR., of Las Vegas, Nevada, is appointed as successor Trustee. If THOMAS C. KIDWILL, JR. shall, for any reason, fail to qualify or cease to act as successor trustee, then GEOFFREY A. KIDWILL, of Las Vegas, Nevada, is appointed as successor Trustee.

5. All of the trustees, by the terms of the Trust, are vested with the powers provided to trustees under Nevada Revised Statutes 163.260 through 163.410, et. seq., including the power and authority to:

(a) invest and reinvest the single trust estate in every kind of property, real, personal or mixed, in every kind of investment, specifically including, but not limited to, corporate obligations of every kind, stocks, preferred or common, shares of investment trust, investment companies and mutual funds, mortgages, mortgage participation, bonds, debentures, notes and deeds of trust;

(b) borrow money and to encumber trust property by mortgage, deed of trust, pledge or otherwise (including, but not limited to, buying securities and/or commodities on margin with brokerage firms); and

(c) keep any or all securities or other property constituting a part or all of the trust property in the same name of trustees, without disclosing his or her fiduciary capacity, or to hold securities in the name of a nominee. The foregoing powers have been given to the trustees without the necessity of supervision of any court.

6. The trustees are authorized to delegate to any trustee then acting, the power and authority to draw checks on any trust bank accounts or to assign or convey trust property on behalf of all of the trustees by a written instrument either for a specified time or until the delegation is revoked on the face of such written instrument, and any bank, transfer agent or any other person may rely upon such written instrument without further inquiry as to the authority of the trustees to whom said power and authority has been delegated.

7. Persons or corporations dealing with the trustees are expressly exonerated for any duty to inquire into the authority or power of the trustees or to see to the application of money or property delivered to the trustees. The trustees are not authorized to furnish copies of the Trust to any persons except as is required by an order of a court having jurisdiction of the Trust or trustees, or if required under any law or regulation having the effect of law, or upon our expressed written permission.

8. The Trust is in full force and effect this date.

FURTHER, DECLARANT SAYETH NAUGHT.

Joan B. Kidwill
JOAN B. KIDWILL,
Trustor and Trustee

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)

On this 22nd day of May, 1995, personally appeared before me, a Notary Public, JOAN B. KIDWILL, personally known to me or proved to be the person who executed the above instrument, and acknowledged to me that she executed the same for purposes therein stated.

103541

FILED AND RECORDED AT REQUEST OF
McDonald, Carano, Wilson, McCune
May 26, 1995

11 MINUTES PART 113 OF OFFICE
BOOK 113 OF OFFICE
PAGE 624 LINCOLN
COUNTY, NEVADA.

Yuriko Setzer

By *Yuriko Setzer*, Deputy

Kelly Tobler
NOTARY PUBLIC

