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THE JOHN LEE MILLER TRUST

**CERTIFICATE OF TRUSTEE'S POWER AND AUTHORITY
AND ABSTRACT OF TRUST**

Effective Place of Execution: Lincoln County, Nevada

Effective Date of Original Abstract: April 1, 1997

Trustors:

John L. Miller

(Hereinafter referred to as *Trustor*)

Trustees:

John L. Miller

(Hereinafter referred to as *Trustee*)

The following provisions are found in that certain Trust Agreement named and described above, by and between the above-designated Trustors and Trustee, and may be relied upon as a full statement of the matters covered by such provisions by anyone dealing with Trustee or any successor Trustee. However, in the unlikely event there is a clerical error causing a discrepancy between the original Trust and this Certificate of Trustee's Power and Authority and Abstract of Trust, the original Trust Agreement will control the interpretation and administration of the Trust.



1.1. **Trust Property.** Concurrently with the execution of this Trust, Trustor has conveyed and delivered to Trustee the property described in a Schedule of Trust Assets, and Trustee hereby acknowledges receipt of that property and agrees to hold and dispose of that property and all additions thereto and income therefrom IN TRUST upon the terms and conditions hereinafter set forth. Additional property from time to time may be transferred to Trustee with Trustee's consent by Trustor or by any other person, estate or trust. Any such additional property shall become a part of the Trust estate and shall be held, managed, invested and disposed of on the same terms and conditions as hereinafter provided.

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1.2 **Identification of Beneficiaries.** The beneficiaries of this Trust, in order of priority, are:

a. John L. Miller, the Trustor, (hereinafter referred to as *Trustor Lifetime Beneficiary*);

b. Beneficiaries other than the Trustors, (hereinafter referred to as *Primary Beneficiaries*), as follows:

Colleen J. Copron Per Capita
P.O. Box 460
Panaca, NV 89042-0460

Lloyd J. Miller Per Capita
6236 Rassler Ave.
Las Vegas, NV 89107

Irene A. Hopkins Per Capita
15900 Woodlark Dr.
Brandy Wine, MD 20613

Allison A. Hopkins Per Capita
15900 Woodlark Dr.
Brandy Wine, MD 20613

Cristina R. Hopkins Per Capita
15900 Woodlark Dr.
Brandy Wine, MD 20613

John A. Hopkins, III Per Capita
15900 Woodlark Dr.
Brandy Wine, MD 20613

And any child or children of Trustor born or legally adopted after the effective date of this Trust.

1.3 Designation of Successor Trustees. If the Trustee dies or otherwise ceases to function as Trustee, the following shall serve as Successor Trustee in the following order:

Colleen J. Copron
P.O. Box 460
Panaca, NV 89042-0460

Irene A. Hopkins
15900 Woodlark Dr.
Brandy Wine, MD 20613

1.4 Acts of Trustees. During the lifetime of both Trusstors, if there are two Trustees, then the act of either of the Trustees shall constitute the act of the Trust. On the death or incapacity of one or both Trustees, if there are two Trustees, both must consent and act to bind the Trust. If there are three or more Trustees, then the act of a majority of the Trustees shall constitute the act of the Trust. Unanimous approval of Trustees shall be necessary only when expressly provided for elsewhere in this Trust.

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1.10 Place of Constructive Notice of Trust. The parties to this Trust designate the County Recorder of Lincoln County, Nevada, as the location where title companies and others may check to ascertain if this Trust has been modified in any material respect. A signed Abstract of certain terms of this Trust shall be filed or recorded with that public office, if required by law, as notice of the existence of this Trust, its Trustor, Trustee, beneficiaries, Trustee powers and other relevant provisions. All parties dealing with this Trust may rely on the Abstract, Amended Abstract and other documents filed or recorded with that public office in ascertaining the status of this Trust and may assume, if there are no recordings to the contrary, that no material modifications have been made to the Trust since the last recording.

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3.1 Power in Trustor During Lifetime of Trustor. In addition to any powers reserved to the Trustor elsewhere in this Trust, Trustor reserves the right at any time or times to amend or revoke this Trust Agreement and the Trusts hereunder, in whole or in part, by an instrument in writing, signed by Trustor and delivered in Trustor's lifetime to Trustee.

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4.2 Trustee Powers. In the investment, administration and distribution of the Trust estate and the several shares thereof, the Trustee (subject only to the duty to apply the proceeds and avails of the Trust estate to the purposes herein specified) may perform every act in the management of the Trust property which individuals may perform in the management of like property owned by them free of trust. Trustee may exercise every power with respect to each item of property in the Trust estate, real or personal, which individual owners of like property may exercise, including, by way of illustration but not by way of limitation, the following powers:

4.2.a To Acquire Stock Rights. To acquire stock and securities of Trustee by the exercise of rights issued in connection with the stock of Trustee comprising a portion of the Trust estate; to vote in person or by general or limited proxy with respect to any shares of stock or

In confirmation and affirmation of the foregoing, the undersigned Trustors and Trustees hereby state that the assertion by any Trustee hereinabove designated that (a) he or she is acting alone or with another as a qualified Trustee, or (b) he or she is acting with full delegated powers from a Co-Trustee, shall be sufficient on its face, and no person shall be put to further inquiry into the right of such Trustee to so act.

Reproductions of this executed original (with reproduced signatures) shall be deemed to be original counterparts of this Certificate and Abstract.

IN WITNESS WHEREOF, the parties execute this Trust intending that it be effective on the Effective Date and at the Effective Place of Execution.

John L. Miller
John L. Miller
(Trustor)

John L. Miller
John L. Miller
(Trustee)

State of Nevada }
County of Lincoln }

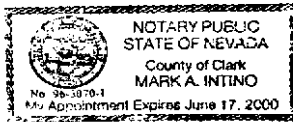
On 7-3-97, before me, personally appeared John L. Miller, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacities, and that by his/her/their signature(s) on the instrument the person(s), or entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

6-17-2000
Notary Expiration Date

Mark A. Intino
Notary Public

No. **109178**
filed and recorded at request of
John L. Miller
July 7, 1997



At 35 minutes past 11 O'clock a.m.
Lincoln County Nevada Recorder.

James Setzer
COUNTY RECORDER