

CERTIFICATE OF INCUMBENCY

STATE OF UTAH)
) :ss.
COUNTY OF IRON)

KATHIE D. COON, being first duly sworn, deposes and says:

1. That KATHIE D. COON and WILLIAM T. COON created THE WILLIAM T. AND KATHIE D. COON FAMILY TRUST, dated June 6, 1989, wherein KATHIE D. COON and WILLIAM T. COON were designated as the original Trustees.

2. That WILLIAM T. COON died on 9 June 2000, and a certified copy of his death certificate is attached hereto as Exhibit A and incorporated herein by reference.

3. That KATHIE D. COON is named in said trust as the sole Successor Trustee of the trust; and hereby files this certificate and accepts the sole Trusteeship of THE WILLIAM T. AND KATHIE D. COON FAMILY TRUST, dated June 6, 1989

4. The real property subject to this Certificate is located in Lincoln County, State of Nevada, and is more particularly described as follows:

The Southwest Quarter (SW ¼) of the Northeast Quarter (NE ¼) of the West Half (W ½) of the Southeast Quarter (SE ¼) of Section 17 and the Northwest Quarter (NW ¼) of the Northeast Quarter (NE ¼) of Section 20, all in Township 5 North, Range 69 East, M.D.B. & M.

Together with all rights and privileges thereunto belonging or in any way appertaining.

5. That in addition to any other powers given by law or otherwise, and not by way of limitation to any such power, KATHIE D. COON, Trustee of THE WILLIAM T. AND KATHIE D. COON FAMILY TRUST, dated June 6, 1989, and any successor Trustee(s) thereto,

are authorized and empowered, at any time and from time to time, in said Trustee's absolute discretion:

5.1. To hold and retain all or any property received from the estate or any other source, without regard to any law or rule of court concerning diversification, risk, or non-productivity.

5.2. To continue, hold, and operate any business, business interests or business property, including any farm or closely-held corporation or partnership, and to do all things needful and desirable in carrying out the purposes of such businesses, including the power to incorporate or liquidate or participate with others in the incorporation or liquidation of the business interests or properties; to put additional capital into the same, for such time and in such amount or amounts as the Trustees deem advisable; and to sell or otherwise dispose of any such interest when and upon such terms as the Trustees shall determine.

5.3. The Trustee shall observe the standards in dealing with the trust assets that would be observed by a prudent person dealing with the property of another, and if the trustee has special skills or is named trustee on the basis of representations of special skills or expertise, the trustee is under a duty to use those skills. From time of creation of the trust until final distribution of the assets of the trust, the Trustee shall have the power to perform, without court authorization, every act which a prudent person would perform for the purposes of the trust, including the following powers, subject to a duty to act with due regard to the trustee's obligation as a fiduciary according to the standard set forth above:

(a) collect, hold, and retain trust assets received from a trustor until, in the judgment of the trustee, disposition of the assets should be made. The assets may be retained even though they include an asset in which the trustee is personally interested;

- (b) receive additions to the assets of the trust;
- (c) continue or participate in the operation of any business or other enterprise and effect incorporation, dissolution, or other change in the form of the organization of the business or enterprise;
- (d) acquire an undivided interest in a trust asset in which the trustee, in any trust capacity, holds an undivided interest;
- (e) invest and reinvest trust assets in bonds, notes, stocks of corporations regardless of class, real estate or any interest in real estate, interests in trusts or in any other property, or individual interests in property wherever it is located;
- (f) invest and reinvest trust assets in securities of an open-end or closed-end type management investment company or investment trust which is registered under the Investment Company Act of 1940, as amended, including securities of any investment company or investment trust that is affiliated with or a subsidiary of the trustee, or to which the trustee or its affiliate or subsidiary provides a service such as that of an investment advisor, custodian, transfer agent, registrar, sponsor, distributor, manager, or otherwise, for which it receives reasonable remuneration for such service;
- (g) deposit or invest trust funds in a bank, including a bank operated by the trustee;
- (h)
 - (i) acquire or dispose of an asset, for cash or on credit, at public or private sale;
 - (ii) manage, develop, improve, exchange, partition, change the character of, or abandon a trust asset or any interest therein; and
 - (iii) encumber, mortgage, or pledge a trust asset for a term within or extending beyond the term of the trust, in connection with the exercise of any power vested in the trustee;

- (i) make ordinary or extraordinary repairs or alterations in buildings or other structures, or demolish any improvements, raze existing or erect new party walls or buildings;
- (j)
 - (i) subdivide, develop, or dedicate land to public use;
 - (ii) make or obtain the vacation of plats and adjust boundaries;
 - (iii) adjust differences in valuation on exchange or partition by giving or receiving consideration; or
 - (iv) dedicate easements to public use without consideration;
- (k) enter, for any purpose into a lease as lessor or lessee with or without an option to purchase or renew for a term within or extending beyond the term of the trust;
- (l) enter into a lease or arrangement for exploration and removal of minerals or other natural resources or enter into a pooling or unitization agreement;
- (m) grant an option involving disposition of a trust asset, or take an option for the acquisition of any asset;
- (n) vote a security, in person or by general or limited proxy;
- (o) pay calls, assessments, and any other sums chargeable or accruing against or on account of securities;
- (p) sell or exercise stock subscription or conversion rights, consent, directly or through a committee or other agent, to the reorganization, consolidation, merger, dissolution, or liquidation of a corporation or other business enterprise;
- (q) hold property in the name of a nominee or in other form without disclosure of the trust so that title to the property may pass by delivery, but the trustee is liable for any act of the nominee in connection with the property so held;
- (r) insure the assets of the trust against damage or loss and the trustee against liability

with respect to third persons;

- (s) (i) borrow money to be repaid from trust assets or otherwise;
- (ii) advance money to be repaid from trust assets or otherwise; or
- (iii) advance money for the protection of the trust, and for all expenses, losses, and liabilities sustained in the administration of the trust or because of the holding or ownership of any trust assets, for which advances with any interest the trustee has a lien on the trust assets as against the beneficiary;
- (t) (i) pay or contest any claim;
- (ii) settle a claim by or against the trust by compromise, arbitration, or otherwise; and
- (iii) release, in whole or in part, any claim belonging to the trust to the extent that the claim is uncollectible;
- (u) pay taxes, assessments, compensation of the trustee, and other expenses incurred in the collection, care, administration, and protection of the trust;
- (v) allocate items of income or expense to either trust income or principal, as provided by law, including creation of reserves out of income for depreciation, obsolescence, amortization, or for depletion in mineral or timber properties;
- (w) notwithstanding the provisions of Utah Code Ann. § 75-5-102, pay any sum distributable to a beneficiary under legal disability, without liability to the trustee, by paying the sum to the beneficiary or by paying the sum for the use of the beneficiary either to a legal representative appointed by the court, or if none, to a relative;
- (x) effect distribution of property and money in divided or undivided interests and adjust resulting differences in valuation;

- (y) (i) employ persons, including attorneys, auditors, investment advisors, or agents, even if they are associated with the trustee, to advise or assist the trustee in the performance of the trustee's administrative duties;
- (ii) act without independent investigation upon their recommendations; and
- (iii) instead of acting personally, employ one or more agents to perform any act of administration, whether or not discretionary;
- (z) prosecute or defend actions, claims, or proceedings for the protection of trust assets and of the trustee in the performance of his duties; and
- (aa) execute and deliver all instruments which will accomplish or facilitate the exercise of the powers vested in the trustee.

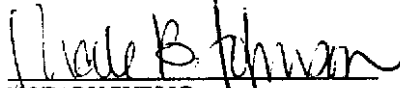
DATED this 29 day of May, 2001.



 KATHIE D. COON

STATE OF UTAH)
 : ss.
 COUNTY OF IRON)

Subscribed and sworn to before me this 29 day of May, 2001.



 NOTARY PUBLIC

My Commission Expires:

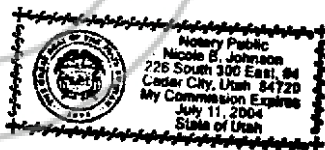


EXHIBIT "A" TO CERTIFICATE OF INCUMBENCY
- Death Certificate -

COPY

STATE OF UTAH - DEPARTMENT OF HEALTH
CERTIFICATE OF DEATH

LOCAL FILE NUMBER: 27-993 STATE FILE NUMBER: []

1. NAME OF DECEASED: WILLIAM THOMAS COON 2. SEX: Male 3. RACE: White 4. DATE OF BIRTH: May 2, 1935 5. DATE OF DEATH: June 9, 2000 6. TIME OF DEATH: 0920

7. PLACE OF BIRTH: Las Vegas, NV 8. PLACE OF DEATH: 915 South 1450 East, New Harmony, Washington, Utah

9. OCCUPATION: Excavating Contractor 10. CAUSE OF DEATH: Metastatic Squamous Cell Cancer of Skin

11. SIGNATURE OF DECEASED: [] 12. SIGNATURE OF REGISTRAR: Barry E. Nangle

13. DATE OF DEATH: June 12, 2000

14. IMMEDIATE CAUSE OF DEATH: Metastatic Squamous Cell Cancer of Skin

15. UNDERLYING CAUSE OF DEATH: []

16. MANNER OF DEATH: []

17. PLACE OF DEATH: []

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This is to certify that this is a true copy of the certificate on file in this office. This certified copy is issued under authority of section 28-2-22 of the Utah Code Annotated, 1953 As Amended.

Date Issued: Washington

County

Registrar

Barry E. Nangle

Barry E. Nangle

DIRECTOR OF VITAL RECORDS

By [Signature]



LL 700545



NO. 116477

FILED AND RECORDED AT REQUEST OF
W. KENT CORRY PC
JUNE 15, 2001

AT 10 MINUTE PAST 04 O'CLOCK
PM IN ROOM 155 OF OFFICIAL
RECORDS BUREAU 538

CLERK, NEVADA

LESLIE BOUCHER

COUNTY RECORDER

Terese Swears, DEPUTY

155 545