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09/15/2008

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**Official Record**

Recording requested By  
JOHN HUSTON

**Lincoln County - NV**

**Leslie Boucher - Recorder**

Fee: \$45.00

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RPTT:

Recorded By: AE

Book- 244 Page- 0380



0132605

RETURN TO:

Jan Cole, Trustee  
J&J Family Trust  
6772 Running Colors Avenue  
Las Vegas, NV 89131  
702-270-9290

TRUST AND TRUST DECLARATION

**J&J FAMILY TRUST**  
**a Montana trust, June 23, 2004**



STATE OF MONTANA RICHLAND COUNTY  
RECORDED: 08/12/2008 2:08 KOI: MISC. REC  
PENNI D. LEWIS CLERK AND RECORDER  
FEE: \$42.00 BY: Bernae Young  
TO: JAN COLE 6772 RUNNING COLORS AVENUE, LAS VEGAS, NV 89131

JAN COLE  
6772 Running Colors Ave  
LAS VEGAS NV 89131

**J&J FAMILY TRUST**  
a Montana trust, June 23, 2004

We, Janice J. Cole and John H. Huston, husband and wife, of 8075 Ranch Destino Rd., Las Vegas, Nevada 89123, settlors, declare that, as of the above date hereof, Janice J. Cole and John H. Huston shall hold and administer as trustees all property transferred to this trust, and any other property, which may be added to this trust, as follows:

**ARTICLE I**  
**TRUSTEE DESIGNATION AND LIFETIME DISTRIBUTIONS**

1.1. Settlors as Initial Trustees. At the time of making of this trust, we, Janice J. Cole and John H. Huston, are husband and wife. While Janice J. Cole is alive, the word "trustee" shall refer to Janice J. Cole in her capacity as trustee except in the event of her resignation or incapacity. While John H. Huston is alive, the word "trustee" shall also refer to John H. Huston in his capacity as trustee except in the event of her resignation or incapacity. As used herein, incapacity shall mean a trustee's inability to manage her/his business and personal affairs resulting from her/her death or from her/his physical and/or mental disability as determined by her/his treating physician and as certified to by such physician in a written document delivered to the other trustee. If both Janice J. Cole and John H. Huston are unable or unwilling to serve as successor trustee, Janice J. Cole's sister, Iris J. Hawley, shall serve as successor trustee.

1.2. Withdrawals during Lifetime of Settlers. Janice J. Cole and John H. Huston shall have the power to withdraw any part or all of the net income and principal of the trust or demand payment of same to them, share and share alike, for their benefit. In the event of the death of either of Janice J. Cole or John H. Huston, the survivor shall have the power to withdraw any part or all of the net income and principal of the trust or demand payment of same to her/him, for her/his benefit. Any net income not withdrawn or so paid shall be added to principal.

1.3. Distributions if a Settlor is not Acting as Trustee. If neither Janice J. Cole nor John H. Huston is acting as trustee, the trustee shall pay to them or apply for their benefit, share and share alike, such part or all of the net income of the trust estate as the trustee deems appropriate, and shall accumulate and add to principal any undistributed net income. If the trustee considers the net income of the trust estate insufficient to provide for the Settlers' proper health, support, comfort, and enjoyment in accordance with the standards of living they enjoy at the date of this instrument, the trustee shall pay to them or apply for

their benefit as much of the principal of the trust estate, up to and including the whole of this trust, as is necessary in the trustee's discretion for these purposes, without taking into consideration other funds and assets available to them that are held free of this trust.

1.4 Trustee upon Settlers' Deaths. In the event of the death of both the Settlers, Janice J. Cole and John H. Huston, Iris J. Hawley shall be the successor trustee of this trust.

**ARTICLE II  
DISTRIBUTION UPON SETTLORS' DEATH**

Upon the death of both the Settlers, Janice J. Cole and John H. Huston, the trustee shall make the payments provided below as follows:

One-half (1/2) of all the assets of the trust to Janice J. Cole's only issue, Ramsey S. Cole, and one-half (1/2) of all the assets of the trust to John H. Huston's only issue, Matthew S. Huston and Lauren P. Huston, share and share alike.

**ARTICLE III  
ALLOCATION OF PRINCIPAL AND INCOME**

Except as otherwise provided in this instrument, either trustee shall have full power and authority to determine, in her/his absolute discretion, what shall constitute principal of the trust estate, gross income from the trust estate, and net income of the trust estate distributable under the terms of this instrument.

**ARTICLE IV  
ACCOUNTING**

Either trustee, at any time, shall be entitled to render to the current income beneficiary or beneficiaries of the trust estate an account of the acts of trustees and transactions with respect to the income and principal of the trust estate from the date of the creation of the trust or from the date of the last previous account of trustee. The beneficiary or beneficiaries shall have full power and authority on behalf of any person now or hereafter interested in the trust to finally settle and adjust such account. Approval of the account by the beneficiary or beneficiaries shall constitute a full and complete discharge and release of trustee from all further liability, responsibility, and accountability for or with respect to the acts and transactions of trustee as set forth in the account both as to income and principal.



**ARTICLE V  
FACILITY OF PAYMENT**

Any income or principal payment due to any beneficiary hereunder, which a trustee determines a beneficiary is unable to properly administer, shall be made in any one or more of the following ways: (1) to the legal guardian or conservator of such beneficiary; (2) to a relative or friend of the beneficiary to be expended for such beneficiary; or (3) by making direct expenditures for such beneficiary.

**ARTICLE VI  
INTEREST UNDER TRUST NOT ASSIGNABLE**

No interest under this instrument shall be assignable by any beneficiary, or be subject to claims of her or his creditors, including claims for alimony or separate maintenance.

**ARTICLE VII  
POWERS OF TRUSTEE**

In addition to the powers granted by law and those customarily exercised by fiduciaries, we grant to the trustees the following powers:

- (1) To obtain, hold, and retain original investments and to invest and reinvest in the trustee's discretion, irrespective of statutes or rules of law governing the investment of trust funds.
- (2) To retain all or any part of the original assets constituting this trust, as well as any assets in which the original assets may be converted by reason of corporate merger, exchange of stock, reorganization or similar conversion.
- (3) To sell any property at fair values for cash or on credit, at public or private sale; to sell and transfer securities; to exchange any property for other property; and to grant options to purchase or acquire any property.
- (4) To operate, maintain, repair, rehabilitate, alter, improve, or remove any improvements on real estate; to make leases and subleases for terms of any length; to subdivide real estate; to grant easements, give consents, and make contracts relating to real estate or its use; and to release or dedicate any interest in real estate.



(5) To borrow money on such terms and conditions as the trustee may deem proper and to pledge or mortgage estate or trust assets as security therefor.

(6) To lend money to any person, provided such loan shall be adequately secured and shall bear a reasonable rate of interest.

(7) To take any action with respect to conserving or realizing upon the values of any property and with respect to foreclosures, reorganizations, mergers, or other changes affecting the trust property; to collect, pay, contest, compromise, or abandon demands of or against the property wherever situated; and to execute contracts and other instruments, including instruments containing covenants, representations, and warranties binding upon and creating a charge against the property and containing provisions excluding personal liability.

(8) To exercise any options the settlors may have at the time of their deaths to purchase corporate stock or other assets from any corporation or to sell assets to any person, partnership, or corporation.

(9) To vote in person or by general or limited proxy, or refrain from voting, any corporate securities for any purpose.

(10) To receive additional property from any source and add it to the trust estate.

(11) To purchase casualty, health, and liability insurance as the trustee believes to be desirable.

(12) To employ such agents, attorneys, and employees as the trustee deems appropriate, including persons to attend to my maintenance, comfort, companionship, enjoyment and medical care.

(13) To exercise any power or discretion without qualifying before, being appointed by, or obtaining the order or approval of any court.

(14) While Janice J. Cole or John H. Huston is serving as trustee, to open checking and/or savings accounts and/or safe deposit boxes with any institution empowered to accept the same, and/or cash or margin accounts with any brokerage firm, in the trustee's name or on the trustee's signature alone (with or without disclosing fiduciary capacity) or in the name of the trust (where an account is in the trust's name, checks on that account and the authorized signature need not disclose the fiduciary nature of the account or refer to any trust or trustee) or in the name of the trustee's nominee, depositing in those accounts and/or safe deposit boxes, any part or all of the trust funds and making



withdrawals from and having access to those accounts and/or safe deposit boxes on the trustee's signature with the right and power to authorize withdrawals and/or access on the sole signature of any agent or agents designated in writing by the trustee.

(15) While Janice J. Cole or John H. Huston is serving as trustee, they shall have the power to carry in their name, in their capacity as trustee, or in the name of their nominee (with or without designation of fiduciary capacity) or unregistered (or in such form as will pass by delivery) securities or other properties requiring or permitting of registration or recording.

(16) In the exercise of the trustee's powers, the trustee shall use the judgment and care a prudent person would use if the prudent person were the owner of the trust assets.

(17) The trustee may rely upon any notice, certificate, affidavit, letter, telegram, or other paper document believed to be genuine, or upon any evidence deemed by the trustee to be sufficient, in making any payment or distribution.

(18) The trustee shall be entitled to reasonable compensation for services in administering and distributing the trust property, and to reimbursement for expenses.

(19) No trustee shall be required to give any bond as trustee.

**ARTICLE VIII  
IRREVOCABILITY OF TRUST**

The trust shall be irrevocable and shall not be revoked or terminated by Settlor or any other person, nor shall it be amended or altered by Settlers or any other person.

**ARTICLE IX  
GOVERNING LAW**

The validity of this trust and the construction of its beneficial provisions shall be governed by the laws of the State of Montana in force from time to time. This article shall apply regardless of any change of residence of a trustee or any

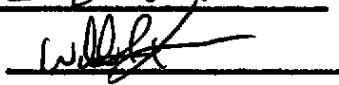



beneficiary, or the appointment or substitution of a trustee residing or doing business in another state.

We have executed this trust on June 23, 2004.

  
Janice J. Cole, Settlor  
and Initial Trustee

  
John H. Huston, Settlor  
and Initial Trustee

State of Nevada  
County of Clark  
  
This instrument was acknowledged before me on  
August 6, 2008 by Jan J Cole & John Huston  
  
(Signature of notarial officer)

 Notary Public - State of Nevada  
County of Clark  
**WILLIAM R. KANE**  
My Appointment Expires  
No: 05-101830-1 December 14, 2009