

THE BILLY E. DEPRIEST
REVOCABLE LIVING TRUST AGREEMENT

The undersigned hereby certifies that he created a Revocable Living Trust. This Trust is known as: **THE BILLY E. DEPRIEST REVOCABLE LIVING TRUST**, dated the 21st day of January, 1999. Billy E. DePriest, Trustor and Trustee, having an address of 4215 Pleasant Hill Road, the City of Olive Branch, the State of Mississippi, County of DeSoto.

IT IS AGREED BY THE PARTY HERETO AS FOLLOWS:

Description of Trust

The party hereto desires to confirm the establishment of a Revocable Trust on this date, for the benefit of the Trustor and containing herein the following provisions:

1. The Trustor is designated as the Trustee to serve until his death, resignation or incompetence.
2. Upon the end of the terms of the original Trustee, the following persons are designated as Joint Trustees equally:

Trudy H. DePriest
Bobby M. DePriest
3. Any Trustee/Trustor has the power and authority to manage and control, buy, sell, and transfer the trust property, in such manner as the Trustee may deem advisable, and shall have, enjoy and exercise all powers and rights over and concerning said property and the proceeds thereof as fully and amply as though said Trustee were the absolute and qualified owner of same, including the power to grant, bargain, sell and convey, encumber and hypothecate, real and personal property, and the power to invest in investments on margin or other leveraged accounts, except to the extent that such management would cause includability of an Irrevocable trust in the Estate of a Trustee.
4. Following the death of the Trustee, the Trust continues or is distributed in whole or in part for the benefit of other named Beneficiaries according to the terms of the Trust.
5. While Trustor is living and competent, except when there shall be a Corporate Trustee, Trustee may add money to or withdraw money from any bank or savings and loan or checking account owned by the Trust.
6. Unless otherwise indicated to a prospective transferee, the Trustee has full power to transfer assets held in the name of the Trust and subsequent transferees are entitled to rely upon such transfers provided the chain of title is not otherwise deficient.
7. The Trust Agreement also states that any bank, corporation, brokerage firm or other entity or any Individual may conclusively presume that the Trustee has full power and authority and such person or institution shall be held harmless and shall incur no liability by reason of so presuming.
8. The assets affected by this Trust are located in the State of Mississippi, Tennessee and Kentucky.
9. The use of this summary is for convenience only and the Trust solely controls as to provisions and interpretations, and any conflict between the abstract and the Trust shall be decided in favor of the Trust.

IN WITNESS WHEREOF, the party's hereby executed this Summary of Trust this date.

STATE MS. - DESOTO CO. *md*
FILED

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W.E. DAVIS CH. CLK.

TRUSTOR/TRUSTEE:

Billy E. DePriest
Billy E. DePriest

STATE OF TENNESSEE
COUNTY OF SHELBY

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On this 22nd day of January, 1999, before me, a Notary Public, personally appeared Billy E. DePriest, personally known to me to be the person whose name is subscribed to this Instrument, and acknowledged that he executed it for the purposes herein expressed.

James E. Buchanan
Notary Public

My Commission Expires:

11/12/2000

This Instrument was prepared by
And return to:
James E. Buchanan
Attorney at Law
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