

STATE MS. - DESOTO CO. *W*
FILED

This Instrument Prepared By:
American Family Security and Elder
Care Group Legal Services Plan, Inc.
709 Taylor Street
P.O. Box 280240
Nashville, TN 37208
Tel. No. 1-877-465-7526
Tel. No. N/A

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W.E. DAVIS CH. CLK.

MEMORANDUM OF TRUST

1. On the 10 day of April, 1999, BALFORD T. BROWN and LILLIAN J. BROWN, husband and wife, entered into THE BALFORD T. BROWN AND LILLIAN J. BROWN LIVING TRUST (the "Trust").

2. BALFORD T. BROWN and LILLIAN J. BROWN were residing at 4670 Homestead, Olive Branch, Desoto County, Mississippi 38654, at the signing of the Trust and serve as the initial Co-Trustees (the "Trustees") of the Trust. Either co-trustee may sign individually on behalf of the trust.

3. The Trust includes sections naming the initial Trustees, creating the trust, empowering the trustee's, clearly stating the revocability of the Trust, and designating successor trustees. Other sections of the Trust are of a personal nature and set forth the distribution of the trust property.

4. Christopher B. Brown is the first successor trustee of the trust. Robin L. Wilford is the second successor trustee of the trust. Where applicable, the successor trustees are legal title holders of the Trust property, and are individuals eligible for membership in any credit union.

5. The signatories are currently the acting Trustees of the Trust and declare that the foregoing provisions are true and correct, under penalty of perjury.

6. Treasury Regulation Section 1.671-4(b) provides that pursuant to Treasury Regulation Section 301.6109-1(a)(2), the Trust does not need its own taxpayer identification number during the lifetime of the initial Trustee, and the social security number of either initial Trustee (Grantor) shall be used for tax reporting purposes.

Balford T. Brown
Balford T. Brown, Initial Co-Trustee

Lillian J. Brown
Lillian J. Brown, Initial Co-Trustee



STATE OF MISSISSIPPI)
COUNTY OF DESOTO)

Personally appeared before me, the undersigned, a Notary Public in and for said county and state, Balford T. Brown and Lillian J. Brown, with whom I am personally acquainted, and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand, at Olive Branch, Mississippi, this 4th day of May, 1999.

Donna Faye Nivens
Notary Public

MY COMMISSION EXPIRES:
My Commission expires: FEBRUARY 11, 2003