

AMENDMENT TO REVOCABLE INTERVIVOS TRUST AGREEMENT

This Amendment to the Lawrence Thompson Family Trust is made and entered into this the 14 day of July 1999 by Lawrence Thompson who is the Settlor and Trustee of the Lawrence Thompson Family Trust, dated March 5, 1999.

The said Revocable Intervivos Trust Agreement designated and known as the Lawrence Thompson Family Trust is hereby amended as follows:

1. Article IV, paragraph C. 3. is hereby amended to read as follows:

3. The trust will terminate when the Settlor's youngest child reaches the age of 25 years. The assets of the trust will be distributed *per stirpes* to Settlor's children, Amanda Thompson and Kelsie Thompson at termination, the children of a deceased child taking its parents' share. Prior invasions of principal on behalf of a child will be charged against that child's distributive share.

2. Article VII, paragraph C. is hereby amended to read as follows:

C. Lawrence Thompson is hereby appointed to serve as Trustee of this trust. In the event that Lawrence Thompson resigns or becomes unable to serve, regardless of the cause, Karen Thompson Atkins shall serve as successor Trustee. In the event that Karen Thompson Atkins should also resign or become unable to serve, regardless of the cause, Linda Thompson Lanning shall be appointed as successor Trustee. In the event that all of the above should resign or become unable to serve, regardless of the cause, a successor Trustee shall be appointed by a majority of the then adult income beneficiaries. In no event may a beneficiary be appointed nor may a beneficiary serve as successor Trustee.

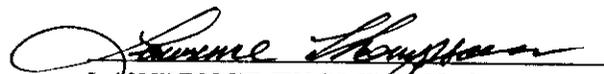
3. Except as specifically modified herein, the Revocable Intervivos Trust Agreement designated and known as the Lawrence Thompson Family Trust dated March 5, 1999 shall remain in full force and effect.

This the day and date stated above.

STATE MS.-DESOTO CO. *mlr*
FILED

SEP 7 10 38 AM '99

BK 82 PG 484
W.E. DAVIS CH. CLK.


LAWRENCE THOMPSON, SETTLOR

Lawrence Thompson
LAWRENCE THOMPSON, TRUSTEE

STATE OF MISSISSIPPI

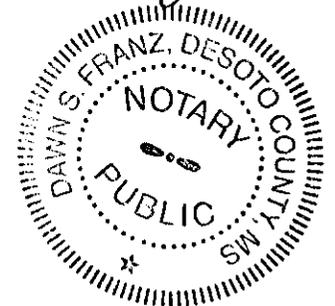
COUNTY OF DESOTO

THIS DAY PERSONALLY came and appeared before me the undersigned authority in and for the state and county aforesaid, the within named LAWRENCE THOMPSON, who acknowledged that he executed and delivered the above and foregoing instrument on the day and year therein mentioned in his capacity as Settlor of the Lawrence Thompson Family Trust.

This the 14th day of July 1999.

Dawn S. Franz
Notary Public

My Commission Expires:
8/30/2002



STATE OF MISSISSIPPI

COUNTY OF DESOTO

THIS DAY PERSONALLY came and appeared before me the undersigned authority in and for the state and county aforesaid, the within named LAWRENCE THOMPSON, who acknowledged that he executed and delivered the above and foregoing instrument on the day and year therein mentioned in his capacity as trustee of the Lawrence Thompson Family Trust.

This the 14th day of July 1999.

Dawn S. Franz
Notary Public

My Commission Expires:
8/30/2002

