

**CERTIFICATE OF TRUST
THE CHARLIE F. CALLINS AND LOURILLA V. CALLINS
REVOCABLE LIVING TRUST AGREEMENT**

The undersigned hereby certify that they created a Revocable Living Trust. This Trust is known as: **THE CHARLIE F. CALLINS AND LOURILLA V. CALLINS REVOCABLE LIVING TRUST**, dated the 6 day of April, 2000 CHARLIE F. CALLINS and LOURILLA V. CALLINS, Settlers and Trustees, reside at 8235 Juanita Drive, the City of Olive Branch, State of Mississippi, the County of DeSoto.

IT IS AGREED BETWEEN THE PARTIES HERETO AS FOLLOWS:

Description of Trust, in accordance with amended: Mississippi Code of 1972 ann. as amended in Section 91-9-1, et seq.

The parties hereto desire to confirm the establishment of a Revocable Trust on this date, for the benefit of the Settlers (as husband and wife) and containing herein the following provisions:

1. The Settlers are designated as the Trustees to serve until both of their deaths, resignations or incompetence.
2. Upon the end of the terms of the original Trustees, **CHARLES A. CALLINS, TERESA J. JACOBS, and PAULA L. CALLINS**, are designated as Joint Successor Trustees.
3. Upon the death of either Settlor, the surviving spouse retains the unlimited right to the Trust. She or he also retains a general power of appointment which can be exercised by will or by lifetime transfer over the Trust property.
4. Any Trustee/Settlor 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 corporate obligations of every kind, stocks, preferred or common, and to buy stocks, bonds and similar 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.
5. Following the death of both husband and wife, the Trust continues or is distributed in whole or in part for the benefit of the following income and principal Beneficiaries according to the terms of the Trust: **CHARLES A. CALLINS, TERESA J. JACOBS, and PAULA L. CALLINS.**

STATE MS.-DE SOTO CO.
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CERTIFICATE OF TRUST

Page 1

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6. While both Settlers are living and competent, except when there shall be a Corporate Trustee, either Trustee may add money to or withdraw money from any bank or savings and loan or checking account owned by the Trust without the approval of the other Trustee or other Trustor, provided, however, that the ownership of funds received and deposited, whether community property or non-community property shall remain the same and the Trustor removing or adding funds shall gain no additional ownership interest therein than was present prior to the withdrawal from or addition to the Trust Account.

7. All property transferred into the Trust which had an original source as community property shall remain community property unless other provisions shall have been made therefor.

8. All separate property transferred into the Trust remains separate property unless other provisions have been made therefore.

9. 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.

10. 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.

11. The following described immovable property is subject to this trust. Upon the death of the surviving trustor, the situs of the trust may be changed by a majority of the income beneficiaries designated in the trust:

1. Land and improvements on property located at 8235 Juanita Drive, Olive Branch, DeSoto County, Mississippi.
2. Condo located at 3530 Boxdale, Apt. #2, Memphis, Shelby County, Tennessee.

SEE ATTACHED EXHIBIT "A" FOR FULL LEGAL DESCRIPTIONS

12. The use of this Certificate of Trust is for convenience only and the Trust is solely controlled as to provisions and interpretations, and any conflict between this abstract and the Trust shall be decided in favor of the Trust.

IN WITNESS WHEREOF, the parties have hereto executed this Certificate of Trust this date.

WITNESSES:

[Handwritten signature]

[Handwritten signature]

WITNESSES:

[Handwritten signature]

[Handwritten signature]

SETTLORS/TRUSTEES:

[Handwritten signature]

CHARLIE F. CALLINS

8235 Juanita Drive
Olive Branch, Mississippi 38654
662-893-4944

[Handwritten signature]

LOURILLA V. CALLINS

8235 Juanita Drive
Olive Branch, Mississippi 38654
662-893-4944

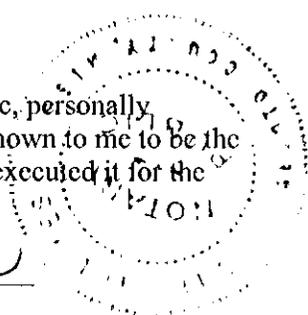
STATE OF MISSISSIPPI
COUNTY OF DeSOTO

On this the 6th day of April, 2000, before me, a Notary Public, personally appeared CHARLIE F. CALLINS AND LOURILLA V. CALLINS, personally known to me to be the persons whose name are subscribed to this instrument, and acknowledged that they executed it for the purposes herein expressed.

[Handwritten signature]

Notary Public, State of Mississippi

My Commission Expires ~~04~~ Commission Expires: November 13, 2003
Bonded Thru Dixie Notary Service, Inc.



After recording return to:

MISSISSIPPI FILING INSTRUCTIONS:

Pursuant to Code 89533:: Lot 7, WINDCREST SUBDIVISION, in Section 23, Township 1 South, Range 7 West, DeSoto County, Mississippi

MISCELLANEOUS INDEX

Mr. & Mrs. Charlie F. Callins
8235 Juanita Drive
Olive Branch, Mississippi 38654
662-893-4944

This instrument prepared by:
The Legal Department of
Mid-South Trust & Estate Planning
3220 N. Turnbull Drive
Metairie, Louisiana 70002
(504) 454-0667

CERTIFICATE OF TRUST

EXHIBIT "A"
REAL PROPERTY OF
CHARLIE F. CALLINS AND LOURILLA V. CALLINS

STATE OF MISSISSIPPI
COUNTY OF DeSOTO

The following described property located and situated in the County of DeSoto, State of Mississippi, to-wit:

Lot 7, WINDCREST SUBDIVISION, in Section 23, Township 1 South, Range 7 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 10, Pages 47-50 in the office of the Chancery Clerk of DeSoto County, Mississippi.

EXHIBIT "A"
REAL PROPERTY OF
CHARLIE F. CALLINS AND LOURILLA V. CALLINS

STATE OF TENNESSEE
COUNTY OF SHELBY

The following described real estate, situated in and being in the County of Shelby, State of Tennessee:

Unit 3530-2, Woodale Condominium created under Title 66, Chapter 27, Section 101, et seq, as amended, Tennessee Code Annotated, and as established by a Master Deed of record under Instrument # V9-2805, Register's Office of Shelby County, Tennessee, together with the undivided percentage interest in the Common Elements appurtenant to said Unit as set forth in Exhibit A-1 of said Master Deed. Reference is hereby made to the Plat of Woodale Condominium set forth in Exhibit A-2 of said Master Deed for a more complete identification and description of such Unit; being the same procperty conveyed to Julia M. Miller by warranty deed of record as Instrument No. W5-3461 in said Register's Office.

Being the same property conveyed bo Charlie F. Callins and Lourilla V. Callins by Julia M. Miller and husband Earl W. Miller by Warranty Deed dated April 13, 1990.

CERTIFICATE OF TRUST

Page 5