

CERTIFICATE OF TRUST

This **CERTIFICATE OF TRUST** (hereinafter "Certificate") is executed by the Grantor and the Primary Trustee of the **GLYNDELL W. AYCOCK REVOCABLE TRUST DATED AUGUST 14, 2001**, a revocable grantor trust established by inter vivos agreement (hereinafter "Trust Agreement") executed by the Grantor and the Primary Trustee (hereinafter "Trust") in accordance with § 91-9-7 of the Mississippi Code Annotated, as amended, and, by this Certificate, the Grantor and Primary Trustee hereby certify the following:

(a) The name of the Trust is the **GLYNDELL W. AYCOCK REVOCABLE TRUST DATED AUGUST 14, 2001**.

(b) The street and mailing address of the office of the Trust are:

1408 E. Raines Road
Memphis, TN 38116

The street and mailing address of the Primary Trustee are:

1408 E. Raines Road
Memphis, TN 38116

If the Primary Trustee is deceased, is incapacitated, resigns or is otherwise unwilling or unable to act as the Primary Trustee, then the name(s) and street and mailing address(es) of all trustee(s) who are authorized to act as successor trustee(s) pursuant to and under the Trust Agreement at the time of the execution of this Certificate are:

First Successor: RAMONA GORE
McInvale Road
Hernando, MS 38632

STATE MS. - DE SOTO CO. FILED
MAY 7 9 53 AM '02

Second Successor: DEBORAH A. HUNT
911 E. Parkway S.
Memphis, TN 38104

BK 94 PG 54
W.E. DAVIS CH. CLK.

Third Successor: RAYMOND S. AYCOCK, JR.
1408 E. Raines Road
Memphis, TN 38116

(c) The name and street and mailing address of the Grantor are:

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GLYNDELL W. AYCOCK
1408 E. Raines Road
Memphis, TN 38116

- (d) The legal description(s) of all interest(s) in real property which is(are) and shall be owned by or conveyed to the trust and which is(are) located in the Mississippi county of the chancery clerk's office in which this Certificate is and shall be filed is(are) attached to this Certificate as Exhibit A.
- (e) The anticipated date of termination of the Trust is perpetual.
- (f) The Trust Agreement grants the Trustee all powers granted to trustee(s) by the Uniform Trustees' Powers Law, §§ 91-9-101 et seq of the Mississippi Code Annotated, as amended, which are therein incorporated by reference, and all other powers granted to trustee(s) by law.

The Grantor and Primary Trustee further hereby certify that no provisions in the Trust Agreement, or any amendment to the Trust Agreement, exist which limit the powers and authority of the trustee(s) to sell, convey, pledge, mortgage, lease, manage, operate, control, transfer title, divide, convert, allot or sell upon deferred payments the Trust assets, including real and personal property.

The Grantor and Primary Trustee hereby certify that the statements and representations contained in this Certificate are true and correct, and that the Trust Agreement has not been altered, amended, modified or revoked in any manner which would cause the statements and representations in this Certificate to be incorrect.


GLYNDELL W. AYCOCK,
Grantor & Primary Trustee

STATE OF Mississippi)

) SS:

COUNTY OF DeSoto)

Personally came before me this 30th day of ^{April}~~March~~, 2002, the above named GLYNDELL W. AYCOCK, to me known to be the person who executed the foregoing instrument and acknowledged the same.

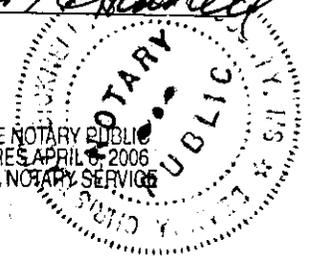
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Anna Christian Stegall

Notary Public

My Commission expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES APRIL 6, 2006
BONDED THRU STEGALL NOTARY SERVICE



Prepared by:

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MSB Number 8428

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EXHIBIT A

LEGAL DESCRIPTION

Lot 207, Section "C", Edgewater Subdivision, located in Section 20, Township 3 South, Range 7 West, DeSoto County, Mississippi, as recorded in Plat Book 74, Pages 39-40 in the office of the Chancery Clerk of DeSoto County, Mississippi.