

P BK 94 PG 614

STATE MS. - DESOTO CO.

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CERTIFICATE OF TRUST AGREEMENT

BK 94 PG 614
W.E. DAVIS CH. CLK.

P BK 94 PG 587

STATE MS. - DESOTO CO.

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THIS CERTIFICATE OF TRUST AGREEMENT, made as of this 7th day of June, 2002, at Southaven, Mississippi, between ALLAN MALLETT and BARBARA H. MALLETT of Bull Shoals, Arkansas, (hereinafter referred to as "Grantor") and ALLAN MALLETT and BARBARA H. MALLETT, (hereinafter referred to as "Co-Trustees").

For the purpose of evidencing of record the existence of the MALLETT FAMILY TRUST DATED MARCH 27, 2001, and the power of the Trustees hereunder to hold and deal with the assets of said trust, this instrument is being executed and may be recorded pursuant to the intention of the original MALLETT FAMILY TRUST DATED MARCH 27, 2001.

The undersigned Settlers and Co-Trustees, being first duly sworn on oath according to law, does hereby declare and certify the following:

1. This Affidavit of Trust relates to the MALLETT FAMILY TRUST, dated March 27, 2001 (the "Trust").
2. The name and address of the Grantors are: ALLAN MALLETT and BARBARA H. MALLETT of 142 Versailles Drive, Bull Shoals, AR 72619.
3. The name and address of the Co-Trustees empowered to act under the Trust at the time of the execution of this Certificate is: ALLAN MALLETT and BARBARA H. MALLETT, 142 Versailles Drive, Bull Shoals, AR 72619.
4. The name and address of the Successor Trustee is:
Peoples Bank and Trust Company of Mountain Home, Arkansas
105 East 9th Street, Mountain Home, Arkansas 72653
5. The Anticipated date of Termination of this trust shall be: Upon final distribution of all assets by the Trustee pursuant to the Trust Agreement.
6. The real property conveyed into this Trust in DeSoto County, Mississippi is described as follows:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF AS IF COPIED HEREIN VERBATIM.

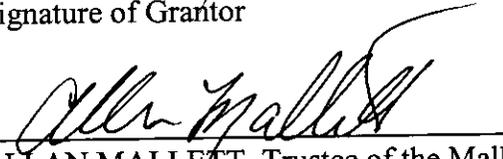
7. The trustee(s) are authorized by the Trust Agreement to sell, convey, pledge, mortgage, lease, manage, operate, control transfer title, divide, convert or allot the trust property, including real and personal property including but not limited to securities of all kinds,

and to sell upon deferred payments, except as limited by the following (if none, so indicate): NONE

8. The undersigned hereby represents that the statements contained in this Certificate of Trust are true and correct, and that there are no other provisions in the Trust Agreement or amendments to it that limit the powers of the Trustee to sell, convey, pledge, mortgage, lease, manage, operate, control, transfer title, divide, convert, allot or sell upon deferred payments trust property, including real and personal property including but not limited to securities of all kinds.
9. This trust has not been revoked, modified, or amended in any manner which would cause the representations in this certification of trust to be incorrect. This trust is being signed by all currently acting trustees of the trust.



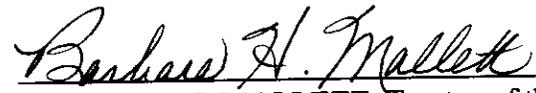
ALLAN MALLETT
Signature of Grantor



ALLAN MALLETT, Trustee of the Mallett
Family Trust dated March 27, 2001



BARBARA H. MALLETT
Signature of Grantor



BARBARA H. MALLETT, Trustee of the
Mallett Family Trust dated March 27, 2001

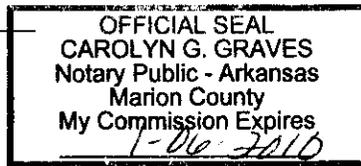
STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, duly commissioned and qualified, Allan Mallett and Barbara H. Mallett, the within named Settlers, with whom I am personally acquainted, or proved to me on this basis of satisfactory evidence, and who acknowledged that they executed and delivered the foregoing instrument on the date therein mentioned and for the purposes therein contained.

Sworn to and subscribed before me this the 14th day of June, 2002.

Carolyn Graves
Notary Public

My Commission Expires: _____



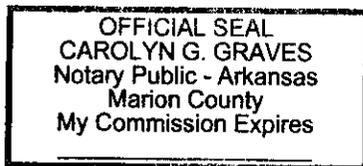
STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, duly commissioned and qualified, Allan Mallett and Barbara H. Mallett, the within named Co-Trustees of the Mallett Family Trust dated March 27, 2001, with whom I am personally acquainted, or proved to me on this basis of satisfactory evidence, and who acknowledged that they executed and delivered the foregoing instrument on the date therein mentioned and for the purposes therein contained, after having been duly authorized so to do.

Sworn to and subscribed before me this the 14th day of July, 2002.

Carolyn Graves
Notary Public

My Commission Expires: 1-06-2010



PREPARED BY AND RETURN TO:
HOLCOMB DUNBAR, P.A.
P. O. BOX 190
SOUTHAVEN, MS 38671-0190
(601) 349-0664

FILE #

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EXHIBIT A

The Harris gin lot in the Village of Walls in Section 33, Township 1 South, Range 9 West, Being in the NE 1/4 described as beginning at a stake 120 feet South of the South line of Third Street and in the East right of way line of the Y & MV Railroad; thence South 12 degrees 30 minutes West and parallel to the Y&MV Railroad right of way 75 feet to a stake; thence south 77 degrees 27 minutes East 180 feet to a stake; thence North with the East line of the Church property 80 feet to a point, thence North 77 degrees 27 minutes West 200 feet to the Point of Beginning, containing one third acres. The lot is bounded on the North by Reid, on the West by the railroad, on the East by the Church property and on the South by Percy George.

Being the same property conveyed in Book 213, Page 511, in the office of the Chancery Clerk of DeSoto County, Mississippi, the former description having erroneously stated that property began at a stake 120 feet South of the South line of Second Street, rather than Third Street.

INDEXING INSTRUCTIONS:

Northeast 1/4 of Section 33, Township 1 South, Range 9 West, DeSoto County, Mississippi