

04-050B
RETURN TO:
BRIDGFORTH & BUNTIN
P. O. BOX 241
SOUTHAVEN, MISSISSIPPI 38671
(662) 393-4450

P BK103 PG496

STATE MS.-DESOTO CO.

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CERTIFICATE OF TRUST

BK 103 PG 496
MEL. DAVIS CH. CLK.

The undersigned Trustee hereby certifies the following:

1. This Certificate of Trust relates to the **EVELYN GRAY STAR LANDING ROAD TRUST FBO ANDREW THOMAS JONES** (the "Trust") created by trust agreement dated December 18, 1991 (the "Trust Agreement").
2. The name of the Grantor is **EVELYN GRAY**.
3. The name of the Trustee is **WALK C. JONES, IV**.
4. The name of each Trustee empowered to act under the Trust Agreement at the time of the execution of this Certificate of Trust are:

Primary: **WALK C. JONES, IV**

Successor: **NANCY N. JONES**

First Alternate Successor: **MARK GOSHORN JONES and WILLIAM GRAY NAIL JONES**

Second Alternate Successor: **Survivor of MARK GOSHORN JONES and WILLIAM GRAY NAIL JONES**

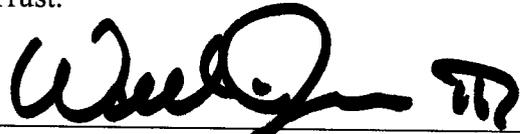
Third Alternate Successor: **JOHN B. MAXWELL, JR.**

Fourth Alternate Successor: **THOMAS R. BUCKNER**

Fifth Alternator Successor **FIRST TENNESSEE BANK, N.A.**
5. The Trustee is authorized by the Trust Agreement to retain, sell, exchange or otherwise dispose of any property at public or private sale, for cash or on terms, without the necessity of court approval or advertisement; to make leases for terms extending beyond the duration of any trust; and to make loans and renew any mortgages as well as borrow money, and to secure the same by mortgaging, pledging and/or conveying any property, except as limited by the following (if none, so indicate): **NONE**
6. The Trustee is authorized by the Trust Agreement to execute and deliver any written instruments which the Trustee may deem advisable to carry out any power granted to the

Trustee. All persons shall be fully protected in relying upon the power of the Trustee to execute every such instrument and no one shall be obligated to see to the application by the Trustee of any money or property received by the Trustee pursuant to the execution and delivery of any such instrument.

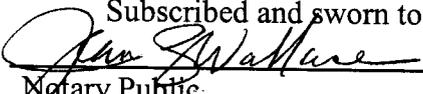
- 7. The undersigned hereby represents that the statements contained in this Certificate of Trust are true and correct, and that there are no other provisions in the Trust Agreement or amendments to it that limit the powers of the Trustee to sell, convey, pledge, mortgage, lease, manage, operate, control,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



 WALK C. JONES, IV, Trustee

State of North Carolina County of Buncombe

Personally appeared before me, the undersigned authority in and for said County and State, within my jurisdiction, the within named Walk C. Jones, IV, Trustee, who acknowledged that he executed the above and foregoing instrument.

Subscribed and sworn to before me this 7th day of June, 2004.


 Notary Public

My Commission Expires: 2/20/2008



**This instrument was prepared by
 Thomas R. Buckner, Attorney-at-Law
 6000 Poplar Avenue, Suite 400
 Memphis, Tennessee 38119-3972**