

P BK105FG 436

CERTIFICATE OF TRUST FOR THE STANLEY L. GOODMAN DEFINED BENEFIT PENSION TRUST

Comes now, Stanley L. Goodman, as Grantor and Trustee and files this Certificate of Trust for the Stanley L. Goodman Defined Benefit Pension Trust dated December 28, 2002, who would show the following, to wit:

- 1. Name: Stanley L. Goodman Defined Benefit Pension Trust.
- 2. Original Trustee: Stanley L. Goodman.
- 3. Street and Mailing Address of Grantor/Trustee: 5355 Balboa Blvd., Encino, CA 91316.
- 4. Legal Description of All Interest in Real Property Owned or Conveyed to the Trust: None.
- 5. The Anticipated Termination of the Trust: This trust is intended to be permanent.
- 6. The General Power of Trustee: The Trustee shall bear all powers under the appropriate provisions of the Internal Revenue Code, ERISA and other applicable federal and state laws. Such powers include the power to invest and re-invest Trust assets and to purchase or acquire and retain for the account of the Trust such properties including real property. Further, the Trustee shall have the power to abandon any real or personal property which the Trustee shall deem to be worthless or not of sufficient value to warrant keeping or protecting and to enforce any mortgage, deed of trust, pledge or other security interest held to secure Trust loans, and to purchase at any sale thereunder any property subject to such encumbrances.

WITNESS our signature this 8th day of October, 2004

STANLEY L. GOODMAN, as Grantor and Trustee

Stanley L. Goodman

Dwyer

STATE MS.-DESOTO CO.
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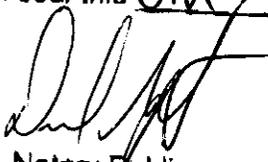
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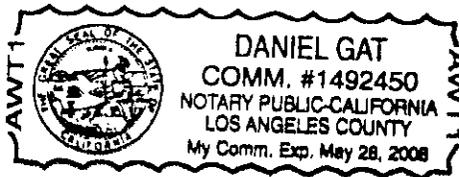
STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

PERSONALLY appeared before me, the undersigned authority in and for the state and county aforementioned, the within named Stanley L. Goodman who acknowledged that he signed and delivered the above and foregoing instrument on the day and year therein mentioned as his voluntary act and deed for the purposes expressed therein.

Given under my hand and official seal this 8th day of October, 2004.



Notary Public



Prepared By
BRIDGFORTH & BUNTIN
P. O. Box 241
Southaven, MS 38671
393-4450