

## CERTIFICATE OF TRUST AGREEMENT

Pursuant to the provision of Section 91-9-7, MCA, the following information on a Trust Agreement and the formation of a Trust under said agreement is hereby furnished:

- (a) Name of the Trust: The Revocable Living Trust of Norma Becker a/k/a Norma Goldstein a/k/a Norma Dagani Utd dated August 23, 1995, as amended and restated August 1, 2003.
- (b) Office of the Trust: Norma Becker, Trustee  
11808 Dallyon Drive  
Warm Mineral Springs, FL 34287
- (c) Trustee: Norma Becker  
4430 Windslet Cove  
Southaven, MS 38672
- (d) Grantor: Norma Becker  
11808 Dallyon Drive  
Warm Mineral Springs, FL 34287
- (e) Real Property: All interests in real property owned by or conveyed to the trust are:  
  
Lot 207, Section C, Dickens Place, PUD, situated in Sections 9 and 16, Townshp 2 South, Range 7 West, as shown by plat of record in Plat Book 66, Pages 16-20, Chancery Clerk's Office for DeSoto County, MS, to which plat reference is hereby made for a more complete legal description.
- (f) Beneficiaries: Norma Becker

FNF SH

(g) Termination: Revocable at will by Grantor. Automatic termination at death of Grantor

(h) General Powers of Trustee: See Exhibit "A"

Executed this the 8<sup>th</sup> day of MARCH, 2005

Norma Becker  
Norma Becker, Grantor/Beneficiary

Norma Becker  
Norma Becker, Trustee

STATE OF MISSISSIPPI  
COUNTY OF DESOTO

THIS DAY personally appeared before me, the undersigned authority within and for the State and County aforesaid, NORMA BECKER, who acknowledged that she signed, executed and delivered the above and foregoing Warranty Deed on the day and year therein mentioned.

Given under my hand and official seal this 8<sup>th</sup> day of MARCH, 2005.



(SEAL)

Sherri Davis  
NOTARY PUBLIC

My Commission Expires:

STATE OF MISSISSIPPI  
COUNTY OF DESOTO

THIS DAY personally appeared before me, the undersigned authority within and for the State and County aforesaid, NORMA BECKER, who acknowledged that she is the Trustee of The Revocable Living Trust of Norma Becker a/k/a Norma Goldstein a/k/a Norma Dagoni Utd August 23, 1995, as amended and restated as of August 1, 2003, and that in said representative capacity she executed the above and foregoing Certificate of Trust on the day and year therein mentioned.

Given under my hand and official seal this 8<sup>th</sup> day of March, 2005.



(SEAL)

A handwritten signature in cursive script, appearing to read "Sherri T. Davis".

NOTARY PUBLIC

My Commission Expires:

**PREPARED BY AND RETURN TO:  
FIRST NATIONAL FINANCIAL TITLE SERVICES, INC.  
BRYAN PATRICK GRIFFIN, ATTORNEY  
6880 COBBLESTONE BLVD., SUITE 2  
SOUTHAVEN, MS 38672  
(662) 892-6536**

**FILE # S12301**

- ~~E. Neither the conservator nor the guardian of the grantor, nor any person other than the grantor except as otherwise provided in this item, may exercise any of the rights reserved to the grantor by the provisions of this item.~~
- ~~F. Upon written request by the grantor, the trustee will assent to or join in the execution of any document presented to the trustee by the grantor and designed to enable the grantor to exercise any of the rights reserved by the provisions of this item.~~

~~**ARTICLE VIII.  
DETERMINATION OF INCAPACITY**~~

~~For purposes of this trust agreement, the determination of whether or not the grantor is incapacitated shall be made, in writing, by two licensed physicians, not related by blood or marriage to the grantor, or any beneficiary of this trust. Such determination shall remain in effect until a determination that the grantor is no longer incapacitated is made, in writing, (1) by two licensed physicians, not related by blood or marriage to the grantor, or any beneficiary of this trust, or (2) by a court of competent jurisdiction.~~

**ARTICLE IX.  
TRUSTEE POWERS**

The trustee, and the trustee's successors, and parties serving in the their stead, shall be governed by the applicable provisions of the laws of FLORIDA, that are not in conflict with this document, and shall have all additional powers and protection granted by statute to a trustee at the time of application that are not in conflict with this document. In addition and not in limitation of any common-law or statutory authority, and without application to any

The Revocable Living Trust of NORMA BECKER a/ka/ NORMA GOLDSTEIN a/k/a NORMA DAGANI  
UTD August 23, 1995, AS AMENDED & RESTATED

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EXHIBIT A

court, the trustee and the trustee's successors and parties serving in their stead shall also have the powers and responsibilities described below, to be exercised in their absolute discretion until distribution of the trusts created under this document, and shall observe the instructions hereafter given.

**A. With respect to all assets in the trust estates:**

- 1. With regard to both real and personal property, for the purpose of obtaining funds for payment of taxes, claims, and the costs of administration of the grantor's probate estate, if authorized, and for making distributions, conversion into cash, management of the property and for every other proper purpose, the trustee may acquire, retain, invest, reinvest, exchange, lease, sell, borrow, mortgage, pledge, transfer, and convey in such manner and on such terms, without limit as to time, as the trustee may deem advisable, even for terms beyond the expected term of any trust, and no purchaser or lender shall be liable to see to the propriety of the transaction nor to the application of the proceeds.**
- 2. Distributions of income from the trusts created under this document, except discretionary distributions, shall be made not less frequently than quarter-annually and at the request in writing of a beneficiary or the beneficiary's guardian shall be made more frequently, though not more frequently than monthly.**
- 3. The trustee shall charge against income a reasonable allowance for depreciation on property held for the production of income and subject to**

depreciation under accounting principles.

4. The distribution of a gift of principal to a donee, who is a minor at the time of distribution, shall be made to the custodian for the minor under a Uniform Transfers To Minors Act, or similar applicable law. If there is none, the custodian shall be appointed by the trustee and a trustee may be appointed as guardian.
5. The trustee may disclaim a power that the trustee considers to be burdensome, unnecessary, or unwise.
6. Except for a charitable remainder trust, to hold, manage, invest, and account for the separate trusts in one or more consolidated funds, in whole or in part, as the trustee may determine. The division into the several shares comprising each consolidated fund need be made only on the trustee's books of account, in which each trust shall be allotted its proportionate part of the principal and income of the fund and charged with its proportionate part of the expenses of the fund. No such holding, however, shall defer the vesting in possession of any estate created under this document.
7. Notwithstanding that distribution of the trust estate may be of shares in certain trust assets, and distributions from the trusts created in this document are of shares in certain assets of the trusts, those shares need not be satisfied by distribution of undivided shares in those assets. Instead, the value of a share to be distributed and any pecuniary gift may be partially or wholly satisfied in cash, or in kind, or by both, and distributions in kind may

be of entire properties or undivided shares; provided, however, that distributions shall fairly reflect at the date of each distribution the net appreciation or depreciation in value of all of the assets then available for satisfaction of the gift or distribution.

8. With regard to all policies of insurance that are payable to any trustee named in this document, the trustee may:
  - a. Execute and deliver receipts and other documents and take such action as may be appropriate to obtain possession and control of the policies.
  - b. Execute and file proofs of claim required to collect the proceeds of insurance policies, and the receipt of the trustee shall constitute full acquittance to insurance companies for all proceeds so paid; provided, however, that the trustee shall be under no obligation to institute legal proceedings for the collection of proceeds of any policy until and unless the trustee has been indemnified to the trustee's satisfaction for all costs and expenses, including attorneys fees.
9. The trustee may purchase assets of the grantor's probate estate that are proper investments for the trust estate, the price of purchases to be not more than the fair market value determined by the trustee.
10. When any act or course of conduct is subject to a contingency, under the terms of this document, the trustee may act or continue a course of conduct as if the contingency has not occurred until the trustee receives actual notice

of the event controlling the contingency. This shall not relieve a person receiving an otherwise improper distribution from liability for return of the distribution nor affect the duty of the trustee to recover the distribution, if in the trustee's judgment, the trustee should do so.

**B.** The trustee shall have the powers stated below:

1. The trustee may pay all or any portion of the trustee's compensation and expenses out of income or principal and to accumulate income for this purpose. Unless otherwise provided by this document, the amounts paid from income shall be charged against income, and those payments shall require no reimbursements or adjustment of the accounts of the trusts or of the shares that the beneficiaries shall be entitled to receive in income or principal.
2. In determining what is not income for all purposes related to payment to, or use, expenditure, or application for the beneficiaries under a trust, to set aside and keep on hand whatever reserves the trustee shall deem wise for a fiscal year of the trust for expenses during that and the succeeding fiscal year, including reasonable compensation for the trustee, and to provide for fluctuations in gross income within a fiscal year. This determination shall be final and binding upon all persons. Income received by a trust from another trust shall be treated as income, and income in respect of a decedent for tax purposes shall be treated as income for trust accounting purposes, except that capital gains shall be treated as principal.

3. The trustee is authorized to hold underproductive assets that are contributed to the trust or are part of the grantor's estate, and to pay the cost of carrying that property from income. No distributions are to be made in lieu of income from that property, no income is to be charged against the proceeds of that property and all net proceeds are to be treated as principal.
4. The trustee shall pay to the beneficiary of a trust, who is entitled to the next succeeding tenancy or estate, all of the dividends declared, but not paid, and interest, rent, and other items of income accrued, but not received, at the time of expiration of the preceding tenancy or estate.
5. Discretionary distributions of the principal of a share in a trust may be made, from time to time, to or for the direct or indirect benefit of a beneficiary of the share to whom distributions of income may be made, whether or not distributed, and even though it results in exhausting the beneficiary's share of the principal of a trust. The distributions shall be in such amounts as, in the discretion of the trustee, shall be necessary or desirable for reasonable support and maintenance of the beneficiary in good health, taking into consideration the standard of living to which the beneficiary or the beneficiary's family is accustomed at the time of the grantor's death. That discretion shall be exercised after taking into consideration all other income and cash resources known to the trustee that are available to the beneficiary for these purposes without borrowing or making sales of property, including borrowing and sales of investments unless in the judgment of the trustee the

borrowing or sales would be prudent. In exercising this discretion, the grantor directs the trustee to be primarily concerned with the interest of the income beneficiary, rather than that of the remaindermen.

6. Whenever the distribution of trust assets is subject to a power of appointment by will, the trustee shall be entitled to determine that the holder of the power left no will, and to make distribution as if the power is not exercised, if the trustee does not receive notice, within three months after the death of the holder of the power, that such will has been offered for probate or admitted to probate in a court of competent jurisdiction. Such a determination and distribution shall relieve the trustee from all liability for the distribution, but shall not prejudice the right of any person to recover property effectively appointed to such person, irrespective of the time of discovery of a will or of probate.
7. To pay the premiums, elect optional modes of settlement, and exercise all other rights of ownership of policies of insurance that are included in the trust estates.
8. The trustee is authorized to exercise any stock options that by their terms are exercisable by the trustee, if, in the trustee's opinion, that action will be beneficial to the trust. The trustee is authorized to borrow money on such terms as the trustee considers proper for the purpose of obtaining funds necessary to exercise those stock options, and to give as security for the loan or loans any part of the estate or trust assets for which this power is

exercised.

9. To buy, sell, trade, and otherwise deal in securities and interests in securities of any nature, including (without limitation) short sales, options, future, commodities, and other interests, on margin or otherwise; to maintain and operate margin accounts with brokers; and to pledge any securities held or purchased by the trustee with such brokers as security for loans or advances made to the trustee.
- C. The trustee has been given certain discretionary powers to pay over, use, apply, and expend principal and income to or for the direct or indirect benefit of the beneficiaries of certain trusts created under this document and to terminate certain of those trusts. No trustee, however, shall exercise or join in the exercise of any of those powers for the trustee's own benefit as a beneficiary, or for the benefit of any of the trustee's dependents as a beneficiary. Whenever the exercise of those discretionary powers is being considered, the trustee, insofar as concerns that consideration, shall consist only of a trustee other than the one who would be benefited as a beneficiary or other than the one of whom the beneficiary is a dependent. If a trustee must exercise a discretionary power for the benefit of the trustee, or for the benefit of the trustee's dependent, the power shall be exercised only in a fiduciary capacity and in strict observance of the limitations placed upon those powers.