

**MEMORANDUM OF TRUST OF THE
MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT**

This MEMORANDUM OF TRUST is entered into between the Donor and the current Trustees of the MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT of August 2001, and do hereby attest that the above-named Trust provides in part as follows:

1. The name of the Trust is the MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT of August 2001.

2. The mailing address of the office of the Trust is 6750 Beaumont Circle, Southaven, Mississippi 38671.

3. The names and mailing addresses of the Trustees are: Margaret W. DeBerry, 6750 Beaumont Circle, Southaven, MS 38671; William Wallace DeBerry, 5826 Maxwell Drive, Olive Branch, MS 38654; and Marlan Ann Stepp, 39842 Edmondton, Canton, MI 48187.

4. The names and mailing address of the Grantors are: Benjamin W. DeBerry and Margaret W. DeBerry, 6750 Beaumont Circle, Southaven, MS 38671.

5. In addition to certain personal property, the Trust may invest in real property. The Trust currently owns certain real property in DeSoto County, Mississippi including, but not limited to 6750 Beaumont Circle, Southaven, Mississippi 38671, under the name of the BENJAMIN W. AND MARGARET W. DEBERRY REVOCABLE LIVING TRUST.

See

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- 6. There is no anticipated date of termination of the Trust.
- 7. The general powers granted unto the Trustee are stated in said Trust and include, but are not limited to, the Uniform Trustee's Powers pursuant to Section 91-9-101 of the Mississippi Code Annotated of 1972.
- 8. That the Trust was originally known as the BENJAMIN W. AND MARGARET W. DEBERRY REVOCABLE LIVING TRUST dated July 28, 1999.
- 9. That upon the death of Benjamin W. DeBerry who passed away on May 11, 2001, the name of the Trust was changed to the MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT of August 2001 by the FIRST AMENDMENT TO LIVING TRUST dated August 2001.

DATED this 21st day of August, 2006.

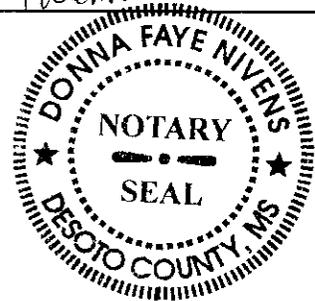
Margaret W. DeBerry
 Margaret W. DeBerry, Donor

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 21st day of August, 2006, within my jurisdiction, the within named MARGARET W. DEBERRY, who acknowledged that she executed the above and foregoing instrument.

Donna Faye Nivens
 Notary Public

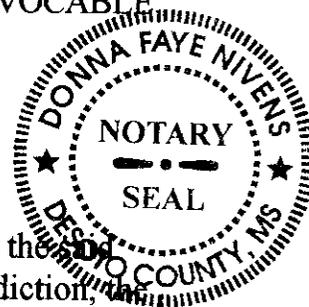
My Commission Expires:
MY COMMISSION EXPIRES:
FEBRUARY 11, 2007



Margaret W DeBerry

Margaret W. DeBerry, as Trustee of the
MARGARET W. DEBERRY REVOCABLE
TRUST AGREEMENT

STATE OF MISSISSIPPI
COUNTY OF DESOTO



Personally appeared before me, the undersigned authority in and for the Desoto County and State, on this the 21st day of August, 2006, within my jurisdiction, Ms within named MARGARET W. DEBERRY, who acknowledged that she is a Trustee of the MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT, and that for and on behalf of said Trust, and as its act and deed, she executed the above and foregoing instrument, after first having been duly authorized by said Trust so to do.

Donna Faye Nivens

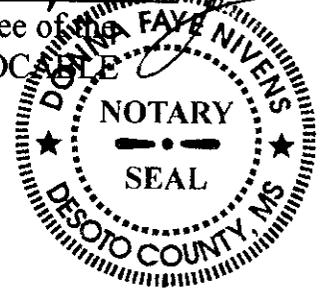
Notary Public

My Commission Expires:

MY COMMISSION EXPIRES:
FEBRUARY 11, 2007

William Wallace DeBerry

William Wallace DeBerry, as Trustee of the
MARGARET W. DEBERRY REVOCABLE
TRUST AGREEMENT



STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 21st day of August, 2006, within my jurisdiction, the within named WILLIAM WALLACE DEBERRY, who acknowledged that he is a Trustee of the MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT, and that for and on behalf of said Trust, and as its act and deed, he executed the above and foregoing instrument, after first having been duly authorized by said Trust so to do.

Donna Faye Nivens

Notary Public

My Commission Expires:
MY COMMISSION EXPIRES:
FEBRUARY 11, 2007

Marlan Ann Stepp
Marlan Ann Stepp, as Trustee of the
MARGARET W. DEBERRY REVOCABLE
TRUST AGREEMENT

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 22 day of August, 2006, within my jurisdiction, the within named MARLAN ANN STEPP, who acknowledged that she is a Trustee of the MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT, and that for and on behalf of said Trust, and as its act and deed, she executed the above and foregoing instrument, after first having been duly authorized by said Trust so to do.

SHIRLEY J. RESS
NOTARY PUBLIC, STATE OF MI
COUNTY OF OAKLAND
My COMMISSION EXPIRES Dec 3, 2012
ACTING IN COUNTY OF
Shirley J. Ress
Notary Public

My Commission Expires:

12/3/2012

This Instrument Prepared By:
Eric L. Sappenfield
Attorney at Law
6858 Swinnea Road
5 Rutland Place
Southaven, MS 38671
662-349-3436

**AGREEMENT FOR THE
MARGARET W. DEBERRY REVOCABLE TRUST AGREEMENT**

The Trustees, being MARGARET W. DEBERRY, WILLIAM WALLACE DEBERRY, and MARLAN ANN STEPP, hereby grant and ratify their approval for the Contract for Sale and Purchase of Real Estate dated July 27, 2006, for the property known as 6750 Beaumont Circle, Southaven, Mississippi 38671, for the purchase price of One Hundred Twenty-Nine Thousand Five Hundred Dollars (\$129,500.00) as fully stated in said Contract for the Sale and Purchase of Real Estate.

The Trustees hereby also grant authority unto WILLIAM WALLACE DEBERRY as Trustee to execute any and all necessary closing documents including a Warranty Deed conveying the property therein to the subsequent purchaser.

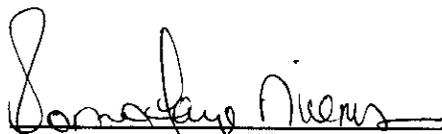
WITNESS our signatures on this 21st day of August, 2006.


Margaret W. DeBerry, Trustee of the
MARGARET W. DEBERRY REVOCABLE
TRUST AGREEMENT

STATE OF MISSISSIPPI
COUNTY OF DESOTO

SWORN TO AND SUBSCRIBED BEFORE ME this 21st day of
August, 2006.

My Commission Expires:
MY COMMISSION EXPIRES:
FEBRUARY 11, 2007


Notary Public

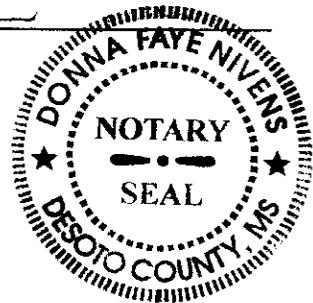
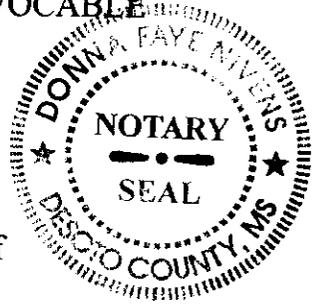


EXHIBIT
"A"

William Wallace DeBerry
William Wallace DeBerry, Trustee of the
MARGARET W. DEBERRY REVOCABLE
TRUST AGREEMENT

STATE OF MISSISSIPPI
COUNTY OF DESOTO



SWORN TO AND SUBSCRIBED BEFORE ME this 21st day of
August, 2006.

My Commission Expires:
MY COMMISSION EXPIRES:
FEBRUARY 11, 2007

Donna Faye Nivens
Notary Public

Marlan Ann Stepp
Marlan Ann Stepp, Trustee of the
MARGARET W. DEBERRY REVOCABLE
TRUST AGREEMENT

STATE OF MISSISSIPPI
COUNTY OF DESOTO

SWORN TO AND SUBSCRIBED BEFORE ME this 22 day of
August, 2006.

My Commission Expires:

12/3/2012

SHIRLEY J. RESS
NOTARY PUBLIC, STATE OF MI
COUNTY OF OAKLAND
MY COMMISSION EXPIRES Dec 3, 2012
ACTING IN COUNTY OF

Shirley J. Ress
Notary Public

This Instrument Prepared By:
Eric L. Sappenfield, PLLC
Attorney at Law
6858 Swinnea Road
5 Rutland Place
Southaven, MS 38671
662-349-3436

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6858 SWINNEA ROAD
5 RUTLAND PLACE
SOUTHAVEN, MS 38671
662-349-3436