

Declaration of Trust

Part 1. Trust Name

This revocable living trust shall be known as the Winona Burleson Johns AKA Elta Burleson Johns Revocable Living Trust.

Part 2. Declaration of Trust

Winona Burleson Johns AKA Elta Burleson Johns, called the grantor, declares that she has transferred and delivered to the trustee all her interest in the property described in Schedule A attached to this Declaration of Trust. All of that property is called the "trust property." The trustee hereby acknowledges receipt of the trust property and agrees to hold the trust property in trust, according to this Declaration of Trust.

The grantor may add property to the trust.

Part 3. Terminology

The term "this Declaration of Trust" includes any provisions added by valid amendment.

Part 4. Amendment and Revocation

A. Amendment or Revocation by Grantor

The grantor may amend or revoke this trust at any time, without notifying any beneficiary. An amendment must be made in writing and signed by the grantor. Revocation may be in writing or any manner allowed by law.

B. Amendment or Revocation by Other Person

The power to revoke or amend this trust is personal to the grantor. A conservator, guardian or other person shall not exercise it on behalf of the grantor, unless the grantor specifically grants a power to revoke or amend this trust in a Durable Power of Attorney.

Part 5. Payments From Trust During Grantor's Lifetime

The trustee shall pay to or use for the benefit of the grantor as much of the net income and principal of the trust property as the grantor requests. Income shall be paid to the grantor at least annually. Income accruing in or paid to trust accounts shall be deemed to have been paid to the grantor.

Part 6. Trustees

A. Trustee

Winona Burleson Johns AKA Elta Burleson Johns shall be the trustee of this trust.

B. Trustee's Responsibilities

The trustee in office shall serve as trustee of all trusts created under this Declaration of Trust, including children's subtrusts.

C. Terminology

In this Declaration of Trust, the term "trustee" includes successor trustees or alternate successor trustees serving as trustee of this trust. The singular "trustee" also includes the plural.

D. Successor Trustee

Upon the death or incapacity of Winona Burleson Johns AKA Elta Burleson Johns, the trustee of this trust and of any children's subtrusts created by it shall be Carl Bryan Schultz. If Carl Bryan Schultz is unable or unwilling to serve as successor trustee, David Douglas Johns shall serve as trustee.

E. Resignation of Trustee

Any trustee in office may resign at any time by signing a notice of resignation. The resignation shall be delivered to the person or institution who is either named in this Declaration of Trust, or appointed by the trustee under Section F of this Part, to next serve as the trustee.

F. Power to Appoint Successor Trustee

If no one named in this Declaration of Trust as a successor trustee or alternate successor trustee is willing or able to serve as trustee, the last acting trustee may appoint a successor trustee and may require the posting of a reasonable bond, to be paid for from the trust property. The appointment must be made in writing, signed by the trustee and notarized.

G. Bond

No bond shall be required for any trustee named in this Declaration of Trust.

H. Compensation

No trustee shall receive any compensation for serving as trustee, unless the trustee serves as a trustee of a child's subtrust created by this Declaration of Trust.

I. Liability of Trustee

With respect to the exercise or non-exercise of discretionary powers granted by this Declaration of Trust, the trustee shall not be liable for actions taken in good faith.

Such actions shall be binding on all persons interested in the trust property.

Part 7. Trustee's Management Powers and Duties

A. Powers Under State Law

The trustee shall have all authority and powers allowed or conferred on a trustee under Mississippi law, subject to the trustee's fiduciary duty to the grantors and the beneficiaries.

B. Specified Powers

The trustee's powers include, but are not limited to:

1. The power to sell trust property, and to borrow money and to encumber trust property, including trust real estate, by mortgage, deed of trust or other method.
2. The power to manage trust real estate as if the trustee were the absolute owner of it, including the power to lease (even if the lease term may extend beyond the period of any trust) or grant options to lease the property, to make repairs or alterations and to insure against loss.
3. The power to sell or grant options for the sale or exchange of any trust property, including stocks, bonds, debentures and any other form of security or security account, at public or private sale for cash or on credit.
4. The power to invest trust property in every kind of property and every kind of investment, including but not limited to bonds, debentures, notes, mortgages, stock options, futures and stocks, and including buying on margin.
5. The power to receive additional property from any source and add it to any trust created by this Declaration of Trust.
6. The power to employ and pay reasonable fees to accountants, lawyers or investment experts for information or advice relating to the trust.
7. The power to deposit and hold trust funds in both interest-bearing and non-interest bearing accounts.
8. The power to deposit funds in bank or other accounts, whether or not they are insured by the FDIC.
9. The power to enter into electronic fund transfers or safe deposit arrangements with financial institutions.
10. The power to continue any business of the grantor.

11. The power to institute or defend legal actions concerning this trust or the grantor's affairs.
12. The power to execute any documents necessary to administer any trust created by this Declaration of Trust.
13. The power to diversify investments, including authority to decide that some or all of the trust property need not produce income.

Part 8. Incapacity of Grantor

If the grantor becomes physically or mentally incapacitated, whether or not a court has declared the grantor incompetent or in need of a conservator or guardian, the successor trustee named in Part 6 shall be trustee.

The determination of the grantor's capacity to manage this trust shall be made by those of the people listed here who are reasonably available when the successor trustee (or any of them, if two or more are named to serve together) requests their opinion. These people are: Roger Freeman Johns, II, Stephen Bruce Johns and Philip Scott Johns. If a majority of them state, in writing, that in their opinion the grantor is no longer reasonably capable of serving as trustee, the successor trustee shall serve as trustee.

In that event, the trustee shall manage the trust property. The trustee shall use any amount of trust income or trust property necessary for the grantor's proper health care, support, maintenance, comfort and welfare, in accordance with the grantor's accustomed manner of living. Any income not spent for the benefit of the grantor shall be accumulated and added to the trust property. Income shall be paid to the grantor at least annually. Income accruing in or paid to trust accounts shall be deemed to have been paid to the grantor.

The successor trustee shall manage the trust until the grantor is again able to manage her affairs. The determination of the grantor's capacity to again manage this trust shall be made in the manner specified just above.

Part 9. Death of a Grantor

When the grantor dies, this trust shall become irrevocable. It may not be amended or altered except as provided for by this Declaration of Trust. It may be terminated only by the distributions authorized by this Declaration of Trust.

The trustee may pay out of trust property such amounts as necessary for payment of the grantor's debts, estate taxes and expenses of the grantor's last illness and funeral.

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Certification of Grantor

I certify that I have read this Declaration of Trust and that it correctly states the terms and conditions under which the trust property is to be held, managed and disposed of by the trustee, and I approve the Declaration of Trust.

Winona B. Johns Dated: 1-22-07
Winona Burleson Johns AKA Elta Burleson Johns, Grantor and Trustee

CERTIFICATE OF ACKNOWLEDGMENT OF NOTARY PUBLIC

State of Mississippi)
) ss.
County of De Soto)

On January 22, 2007 before me, Stephen J. Collins, a notary public in and for said state, personally appeared Winona Burleson Johns AKA Elta Burleson Johns, personally known to me (or proved on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Stephen J. Collins
Notary Public for the State of Mississippi

[NOTARIAL SEAL]

My commission expires: 1-29-10



SCHEDULE A

1. The house and the three-acre parcel on which it is located at 6610 McCracken Road, Hernando, MS, 38632.
2. Checking Account No. 8603003280, Trustmark Bank, Hernando, MS.
3. The proceeds of CUNA Mutual Group Life Insurance Policy #111113252 SEC:PPD which may be claimed by calling 1-800-779-5433 OR 1-800-356-6006 or by writing the CUNA Mutual Group, PO Box 61, Waverly, IA 50677.
4. The proceeds of Monumental Life Insurance Company, Baltimore, MD. Policy number not specified and provided by Trustmark Bank, Hernando, MS which may be claimed by calling 1-800-832-6858.
5. The proceeds of Stonebridge Life Insurance Co, Plano, TX Life Insurance Policies including #52AR332127 which may be claimed by calling 1-800-527-5433 or by writing the Stonebridge Life Insurance Company, 2700 West Plano Parkway, Plano, TX 75075.
6. The proceeds of Elta B. Johns (SSN 267-32-1974) retirement-related life insurance policy #R06938030 which may be claimed by calling Blue Cross of MS at 1-80-257-5825 or the Office of Personnel Management at 1-888-767-6738.
7. All the furniture normally kept in the house at 6610 McCracken Road, Hernando, MS, 38632.
8. All the books and papers together with all associated materials associated with the ministry activities of the late Reverend Roger Freeman Johns.
9. All the photographs, memorabilia, books, papers, decorations, artwork, electronics, kitchen utensils, appliances, tools and clothing normally kept in the house at 6610 McCracken Road, Hernando, MS, 38632.

Assignment of Property

I, Winona Burleson Johns AKA Elta Burleson Johns, as grantor of the Winona Burleson Johns AKA Elta Burleson Johns Revocable Living Trust dated JANUARY 22, 2007, hereby assign and transfer all of my rights, title and interest in the following property:

1. The proceeds of CUNA Mutual Group Life Insurance Policy #111113252 SEC:PPD which may be claimed by calling 1-800-779-5433 OR 1-800-356-6006 or by writing the CUNA Mutual Group, PO Box 61, Waverly, IA 50677
2. The proceeds of Monumental Life Insurance Company, Baltimore, MD. Policy number not specified and provided by Trustmark Bank, Hernando, MS which may be claimed by calling 1-800-832-6858
3. The proceeds of Stonebridge Life Insurance Co, Plano, TX Life Insurance Policies including #52AR332127 which may be claimed by calling 1-800-527-5433 or by writing the Stonebridge Life Insurance Company, 2700 West Plano Parkway, Plano, TX 75075
4. The proceeds of Elta B. Johns (SSN 267-32-1974) retirement-related life insurance policy #R06938030 which may be claimed by calling Blue Cross of MS at 1-80-257-5825 or the Office of Personnel Management at 1-888-767-6738
5. All the furniture normally kept in the house at 6610 McCracken Road, Hernando, MS, 38632
6. All the books and papers together with all associated materials associated with the ministry activities of the late Reverend Roger Freeman Johns
7. All the photographs, memorabilia, books, papers, decorations, artwork, electronics, kitchen utensils, appliances, tools and clothing normally kept in the house at 6610 McCracken Road, Hernando, MS, 38632

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to Winona Burleson Johns AKA Elta Burleson Johns, as trustee of the Winona Burleson
Johns AKA Elta Burleson Johns Revocable Living Trust dated JANUARY 22,
2007.

Executed at HERNANDO, MS, on JANUARY 22,
2007.

Winona B. Johns

Winona Burleson Johns AKA Elta Burleson Johns, Grantor and Trustee

prepared by:

Carl B. Schultz

662-429-4366

6610 McCracken Rd.

Hernando, MS 38632