

**CERTIFICATE
OF
TRUST AGREEMENT**

Comes now Richard L. Pasley and Charlene L. Pasley pursuant to Mississippi Code Annotated of 1972 Section 91-9-7 and files this Certificate of Trust Agreement for purpose of confirming the existence of the trust which has an ownership interest in real property. Pursuant to the above-identified statute Richard L. Pasley and Charlene L. Pasley state as follows:

1. The name of the trust is the Richard L. Pasley and Charlene L. Pasley Living Trust.
2. The street and mailing address of the Trustees and Grantors are as follows:
Richard L. Pasley and Charlene L. Pasley, 6503 Evergreen Drive, Southaven, MS 38671.
3. The Richard L. Pasley and Charlene L. Pasley Living Trust holds an interest in the following property identified by its legal description:

Lot 759, Section F, Carriage Hills Subdivision, situated in Section 24, Township 1 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Book 6, Pages 3-4, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 60, Gardens at Plum Point, in Section 6, Township 2 South, Range 7 West, DeSoto County, Mississippi as per plat thereof recorded in Plat Book 30, Page 27, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 605, Section C, Revised, Greenbrook Subdivision, in Section 19, Township 1 South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as shown on plat thereof recorded in Plat Book 11, Pages 13-14, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 110. Section "B", Revised Plan, Carriage Hills Subdivision, located in Section 24, Township 1 South, Range 8 West, DeSoto County, Mississippi, as recorded in Plat Book 3, pages 40-41 in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lots 2, 4 & 6, Greenbrook Parkway Townhomes, in Section 19, Township 1 South, Range 7 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 26, Page 44A, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Davis

Lot 1, Greenbrook Parkway Townshomes, situated in Section 19, Township 1 South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as shown by plat thereof recorded in Plat Book 26, Page 44A, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 2108, Section L, 2nd Revision, Greenbrook Subdivision, in Section 19, Township 1 South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 25, Page 38 in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 2267, Section F, DeSoto Village Subdivision, in Section 33, Township 1 South, Range 8 West, City of Horn Lake, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 13, Pages 1-5 in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 1568, Section H, Greenbrook Subdivision, situated in Section 30, Township 1 South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 11, Pages 21-22, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 111, Southern Pines Subdivision in Section 31, Township 1 South, Range 7 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 21, Pages 43-46 in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 89, Section A, Churchwood Estates located in Section 2, Township 2 South, Range 8 West, City of Horn Lake, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 12, Pages 45-46 in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 59, Gardens of Greenbrook, situated in Section 30, Township 1 South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 44, Page 25, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 1979, Section J, First Revision, Greenbrook Subdivision, in Section 30, Township 1 South, Range 7 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 15, Pages 16-17, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 32, Section A, Kentwood Subdivision, in Section 3, Township 2 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 39, Pages 4-5, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 7, Coral Meadows Subdivision, in Section 26, Township 1 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Book 35, Pages 14-15, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 37, Section A, Kentwood Subdivision, in Section 3, Township 2 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Book 39, Pages 4-5 in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 2005, Section J, First Revision, Greenbrook Subdivision, in Section 30, Township 1 South, Range 7 West, in the City of Southaven, DeSoto County, Mississippi, as shown by plat appearing of record in Plat Book 15, Pages 16 and 17, in the office of the Chancery Clerk of DeSoto County, Mississippi.

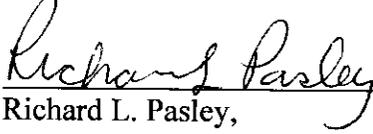
Lot 758, Section D, Greenbrook Subdivision, in Section 19, Township 1 South, Range 7 West, as shown by the plat recorded in Plat Book 9, Pages 42-43, in the office of the Chancery Clerk of DeSoto County, Mississippi.

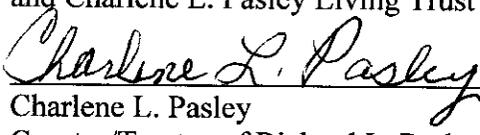
Lot 2268, Section F, DeSoto Village Subdivision, in Section 33, Township 1 South, Range 8 West, in the City of Horn Lake, DeSoto County, Mississippi, as shown by the plat appearing of record in Plat Book 13, Pages 1-5, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Lot 7 Common Area, Greenbrook Parkway Townhomes, in Section 19, Township 1 South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as shown by plat thereof recorded in Plat Book 26, Page 44A, in the office of the Chancery Clerk of DeSoto County, Mississippi.

4. The trust is revocable prior to the death of Richard L. Pasley and Charlene L. Pasley and thereafter shall terminate upon distribution of the assets held in trust to the beneficiaries named in said Richard L. Pasley and Charlene L. Pasley Living Trust Agreement.

5. The Trustees have broad powers including but not limited to those specifically permitted by the uniform Trustee Powers Act (Mississippi Code Annotated of 1972 Section 91-9-101 et sec).


 Richard L. Pasley,
 Grantor/Trustee of Richard L. Pasley
 and Charlene L. Pasley Living Trust


 Charlene L. Pasley
 Grantor/Trustee of Richard L. Pasley
 and Charlene L. Pasley Living Trust

STATE OF MISSISSIPPI
COUNTY OF DESOTO

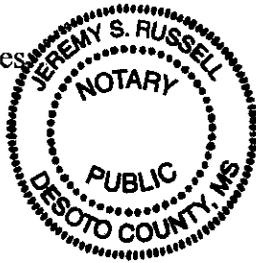
Personally appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, the within named Richard L. Pasley and Charlene L. Pasley who acknowledged that they signed and delivered the above and foregoing instrument on the day and year therein mentioned.

Given under my hand and seal this 18 day of June, 2007.



NOTARY

My Commission Expires



Notary Public State of Mississippi
At Large
My Commission Expires
January 1, 2011
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.