A PROPERTY OF

It is mutually agreed that this Trust will be used for the benefit of the two minor children and the use and the amount withdrawn for their benefit shall be determined by the two Trustees and that the Trustees agree that they will not arbitrarily withhold their consent for the use of said funds but will work together for the best interest of their two minor children.

That when the youngest child has reached the age of 21 years or sooner if the Trustees agree, that all of the monies, investments, either real or personal, shall be marshalled and sold and that all monies remaining in said Trust shall be divided equally between said children or the survivor thereof, and at that time both agree that the Trust shall be terminated and closed and both the Trustees be relieved of any further obligations under this Trust.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this _7th_ day of November___, 1980.

Steven II. Monipson (SEAL)

Steven H. Thompson Baughman

(SEAL)

Kathy Thompson Baughman

(COMMISSED ON NEXT PAGE)