

withdrawing Cestui Que Trust to be determined by three appraisers, one of whom shall be selected by the remaining Cestui Que Trust, one of whom shall be designated by the administrator or executor of the deceased Cestui Que Trust or the withdrawing Cestue Que Trust, and the third to be selected by the two designated appraisers. The fair market value as determined by the three appraisers shall be communicated in writing to each of the remaining Cestui Que Trust, who shall have a period of 180 days in which to purchase their proportionate interest from the administrator or executor of the deceased Cestui Que Trust or from the withdrawing Cestui Que Trust; and it is further provided that, upon the failure of any of the remaining Cestui Que Trust to purchase their proportionate interest within the 180 day option period, the remaining Cestui Que Trust, exclusive of such of the Cestui Que Trust who have failed to exercise their option to purchase their proportionate interest of the deceased Cestui Que Trust or withdrawing Cestui Que Trust, shall have an option for an additional period of 30 days to purchase such remaining outstanding interest of the deceased Cestui Que Trust or withdrawing Cestui Que Trust. It is further provided and agreed that, upon the failure of the surviving or remaining Cestui Que Trust to exercise the foregoing options to purchase the interest of the deceased or withdrawing Cestui Que Trust in its entirety, then and in that event this Trust shall terminate and the Trustee shall transfer, convey and dispose of the Trust corpus, together with any accumulated income therefrom to the Cestui Que Trust, their heirs, successors or assigns as their interest may appear.

Each of the undersigned Cestui Que Trust shall have votes with regard to management of the Trust Property and shall own interests in the within trust as follows: Robert S. Small, Jr. - one (1) vote, 25% ownership; Hugh Z. Graham, Jr. - one (1) vote, 25% owndership; Walter S. Griffin - two (2) votes, 50% owndership.

FIFTH: The Trustee shall be permitted to resign, in his sole discretion, by delivery of an instrument in writing, signed by him, to a majority of the Cestui Que Trust. Upon the death or resignation of the Trustee, or should the Trustee cease to serve for any reason, the Cestui Que Trust may appoint a successor Trustee upon whom they must agree unanimously. Should the Cestui Que Trust fail to agree upon a successor Trustee, the appointment shall be decided by a court of competent jurisdiction.

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