

Faily Benson may be paid to Richard H. Benson as the parent and natural guardian of such child. If neither Joy Faily Benson or any of her children are alive at the time of distribution, this share shall be divided between Alice Jane Faily McCants and Jon J. Faily. If either Alice Jane Faily McCants or Jon J. Faily are deceased, their child or children shall take the parent's share.

(2) One third unto Alice Jane Faily McCants.

If Alice Jane Faily McCants is not alive at the time of distribution, this share shall be held in trust by Joy Faily Benson and Jon J. Faily, or either of them, for the support and education of the child or children of Alice Jane Faily McCants. When the youngest of the children of Alice Jane Faily McCants attains the age of 21 years, this share shall be distributed to such children and the trust shall cease. If Alice Jane Faily McCants is not survived by children, this share shall go unto Joy Faily Benson and Jon J. Faily. If Joy Faily Benson or Jon J. Faily are not alive, their child or children take the parent's share.

(3) One third unto Jon J. Faily. If Jon J. Faily is not living at the time of distribution, this share shall be disposed of as he may by Will direct; and in the event he shall die leaving no Will directing disposition of such share, the same shall be distributed to the persons comprising his heirs at law under the statute of descent and distribution of the state in which he shall reside at the time of his death.

(III) Alice Jane Faily McCants is hereby appointed Trustee. If for any reason she ceases to act as such Trustee, then in such event Joy Faily Benson is appointed Trustee, and if she should for any reason cease to act as such Trustee, Jon J. Faily is appointed Trustee.

*J.F.S.*