

WHEN RECORDED, RETURN TO:

MULLEN, SULLIVAN & NEWTON
Attorneys at Law
P. O. Box 560
Lodi, CA. 94521

MEMORANDUM OF EXECUTION OF TRUST AGREEMENT

GORDON A. ROBY and CAROL ANN ROBY declare:

1. That GORDON A. ROBY and CAROL ANN ROBY, as Trus-tors, and GORDON A. ROBY and CAROL ANN ROBY, as Trustees, executed a revocable living Trust Agreement, and that said Trust Agreement is not of record in any Court. Said Trust Agreement is entitled "ROBY FAMILY TRUST DATED MAY 22, 1995." The Trustors declare that it is their intention to create a family trust and hereby transfer any and all interest in real or personal property herein now owned and hereafter acquired.

2. That the present beneficiaries under the terms of said Trust Agreement are GORDON A. ROBY and CAROL ANN ROBY.

3. That the assets owned by the Trust are any and all real and personal property that stand in the names of "GORDON A. ROBY and CAROL ANN ROBY, as Trustees of the ROBY FAMILY TRUST DATED MAY 22, 1995."

4. That there are no limitations and/or restrictions on the powers of the Trustees to deal with the real prop-erty and assets of the Trust and that the full powers expressly granted to the Trustees are the following:

(a) To manage, control, sell, convey, exchange, partition, divide, subdivide, improve, repair; to grant options and to sell upon deferred payments; to lease for terms within or extending beyond the duration of this Trust for any purpose, including exploration for, and removal of, gas, oil, and/or other minerals; to enter into community oil leases.

(b) To retain income producing property and to invest and reinvest as provided by law from time to time existing.

(c) To borrow, place, replace, renew or extend any encumbrance upon any real property; to institute, compromise, and defend actions and proceedings.

(d) To buy, sell, invest, reinvest, and trade in securities of any nature on margin or otherwise, including options, commodities, and short sales, and for such purpose to maintain and operate brokerage accounts with brokers; to vote and give proxies to vote trust securities, pay assessments, or other charges levied; exercise or not exercise, as the Trustees may deem advisable, subscriptions, conversion rights, or other rights or options that pass to holders of such stocks or securities; and to enter into shareholder agreements.

(e) To participate in voting trusts, pooling agreements, foreclosures, reorganizations, consolidations, mergers, and liquidations; and in connection therewith, to deposit securities with and transfer title and delegate discretions to, any protective or other committee as the Trustees may deem advisable.

(f) Upon any division or partial or final distribution of the Trust Estate, to partition, allot, and distribute the Trust Estate in undivided interests, or in kind, or partly in money and partly in kind, at valuations determined by the Trustees, and to sell such property as the Trustees may deem necessary to make division or distribution.

(g) To determine what is principal or income of the Trust Estate and apportion and allocate in their discretion receipts and expenses as between these accounts. Except insofar as the Trustees shall exercise this discretion, matters relating to the rights of beneficiaries among themselves as to principal and income shall be governed by the provisions of the Principal and Income Act from time to time existing.

(h) The interest of any beneficiary in the principal or income of these Trusts shall not be subject to claims of his, or her, creditors, or others, or liable to attachment, execution, or other process of law; and no beneficiary shall have any right to encumber, hypothecate, or alienate his, or her, interest in these Trusts in any manner. The Trustees may, however, deposit in any bank designated in writing by a beneficiary to his, or her, credit, income or principal payable to such beneficiary.

(i) To withhold from distribution, in the Trustees' discretion, at the time for distribution of any

property in this Trust, without the payment of interest, all or any part of the property, as along as the Trustees shall determine in the Trustees' discretion that such property may be subject to conflicting claims, to tax deficiencies, or to liabilities, contingent or otherwise, properly incurred in the administration of the Trust.

(j) To partition, allot, and distribute the Trust estate on any division or partial or final distribution of the Trust Estate, in undivided interests or in kind, or partly in money and partly in kind, and to sell any property the Trustees consider necessary for division or distribution. In making any division or partial or final distribution of the Trust Estate, the Trustees are not obligated to make a pro rata division or to distribute the same assets to beneficiaries similarly situated.

(k) The enumeration of certain powers of the Trustees shall not limit their general powers, the Trustees, subject always to the discharge of their fiduciary obligations being hereby given all the rights, powers, and privileges which an absolute owner of the same property would have.

5. In the event of the death or refusal or inability of either Trustor to act, then the Trustors nominate and appoint TERRANCE WILLIAM IRELAND to serve as Co-Trustee. Upon the death of both Trustors, the surviving Trustee may deal with, manage, convey, grant, encumber, and otherwise dispose of the Trust property on his single signature.

We declare under penalty of perjury that the foregoing is true and correct.

Executed on June 15, 1995, at Lodi, California.

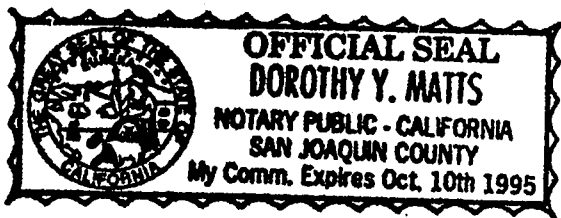

GORDON A. ROBY


CAROL ANN ROBY

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN JOAQUIN)

On June 15, 1995, before me, the undersigned Notary Public, personally appeared GORDON A. ROBY and CAROL ANN ROBY, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signature on the instrument, the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.



Dorothy Y. Matts

NOTARY PUBLIC

REQUESTED BY
Mullen Sullivan + Newton
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

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RECORDER

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