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MULTNOMAH COUNTY, OREGON
FILED

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SI COHN, CLERK
24 H. L. DEPUTY

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Vol. 146 Page 3617

IN THE CIRCUIT COURT OF THE STATE OF OREGON
FOR THE COUNTY OF MULTNOMAH
DEPARTMENT OF PROBATE

In the Matter of the Estate

of

FRANK CARLETON DILLARD,

Deceased.

No.

89833

PETITION FOR PROBATE OF WILL
AND APPOINTMENT OF EXECUTRICES
AND APPRAISERS

To the Honorable William L. Dickson, Judge of the above-entitled Court:
Come now CATHERINE McRAE DILLARD and SHIRLEY ANNE
PERKINS and present this, their petition, and respectfully show the
Court:

I

That the above-named Frank Carleton Dillard departed this
life in the city of Portland, county of Multnomah and state of Oregon on
the 15th day of December, 1961, being at the time of his death of the age
of 80 years.

II

That said deceased was at the time of his death and for many
years prior thereto a resident and inhabitant of the city of Portland,
county of Multnomah and state of Oregon, and left assets consisting of
personal property in said county and state and within the jurisdiction
of this Court of a probable value of \$150,000.00.

III

That the deceased left a Will bearing the date of June 23 ,
1960, which is now in the possession of your petitioners and which your
petitioners believe and allege to be the last will of the deceased, and the
same is herewith presented for probate.

IV

That at the time of the execution of the said Will, to-wit:
June 23 , 1960, the said Frank Carleton Dillard was of the age of 79 years,
and was of sound and disposing mind and memory, and not under or moved
by any restraint or undue influence, malice, fraud or misrepresentation

1. Petition for Probate of Will

JONES & BROWN
ATTORNEYS AT LAW
PUBLIC SERVICE BUILDING
PORTLAND 4, OREGON

and was in every way competent and qualified to dispose of his property and estate by will and to execute such Will; the said Will was signed by said testator, Frank Carleton Dillard and declared by him to be his Will on the 23rd day of June., 1960, in the presence of Garthe Brown and Preston C. Hiefield, Jr., subscribing witnesses, who, at his request and in his presence and in the presence of each other and on the day aforesaid, signed the same as subscribing witnesses.

V

That the heirs at law and next of kin of the deceased are as follows:

1. Catherine McRae Dillard, age 65 years, residing at 3300 N. E. Fremont Street, Portland, Oregon; wife;
2. Kathleen Jane Stone, age 42 years, 1570 Kensington Circle, Los Altos, California, daughter; and
3. Shirley Anne Perkins, age 36 years, 11404 S. W. Breyman Court, Portland, Oregon, daughter.

VI

That the legatees and devisees under the Will of the deceased are as follows:

1. Catherine McRae Dillard, age 65 years, residing at 3300 N. E. Fremont Street, Portland, Oregon, wife;
2. Kathleen Jane Stone, age 42 years, 1570 Kensington Circle, Los Altos, California, daughter;
3. Shirley Anne Perkins, age 36 years, 11404 S. W. Breyman Court, Portland, Oregon, daughter; and
4. The United States National Bank of Portland (Oregon), 321 S. W. Sixth Avenue, Portland, Oregon.

VII

That in the Will of the deceased your petitioners, CATHERINE McRAE DILLARD and SHIRLEY ANNE PERKINS, together with KATHLEEN JANE STONE, were appointed executrices of the estate of the deceased, to serve without bond; that Kathleen Jane Stone is not qualified to act because of her residence in the State of California, and, therefore, your petitioners are requesting the Court to appoint them to act jointly.

VIII

That your petitioner Catherine McRae Dillard is the wife of
2. Petition for Probate of Will

the deceased and is qualified to administer this estate and is willing to accept such appointment; that your petitioner Shirley Anne Perkins is the daughter of the deceased and is qualified to administer this estate and is willing to accept such appointment; that Kathleen Jane Stone is not qualified to act and, therefore, cannot accept the appointment.

IX

That it is necessary that three disinterested, competent and capable persons be appointed as appraisers to appraise this estate as provided by law.

WHEREFORE, your petitioners pray that the Will of the decedent be admitted to probate; that your petitioners, Catherine McRae Dillard and Shirley Anne Perkins, be appointed as executrices of this estate, to serve in such capacity without bond; that Letters Testamentary be issued to your petitioners, Catherine McRae Dillard and Shirley Anne Perkins, upon their signing the oath herein as provided by statute; that three disinterested, competent and qualified persons be appointed to act as appraisers of the assets of the estate herein; and your petitioners pray for such other and further and different orders as may be meet and proper in the premises.

Catherine McRae Dillard
Shirley Anne Perkins

STATE OF OREGON)
County of Multnomah) ss.

I, CATHERINE McRAE DILLARD, and I, SHIRLEY ANNE PERKINS, being first duly sworn, depose and say:

That I am one of the petitioners named in the foregoing petition and that the facts therein stated are true as I verily believe.

Catherine McRae Dillard
Shirley Anne Perkins

Subscribed and sworn to before me this 27th day of December,

O. B. [Signature]
Notary Public for Oregon
My Commission expires: 2-15-65

3. Petition for Probate of Will

OFFICE OF COUNTY CLERK
MULTNOMAH COUNTY, OREGON
FILED

DEC 28 1961

SI COHN, CLERK FRANK CARLETON DILLARD
Frank E. Dillard DEPUTY.

WILL
OF

3620 (4)
BOOK 105 PAGE 692
89838

I, FRANK CARLETON DILLARD, of the City of Portland, County of Multnomah and State of Oregon, declare this to be my Will.

I.

I declare that I am married to CATHERINE McRAE DILLARD and that we are the parents of SHIRLEY ANNE PERKINS and KATHLEEN JANE STONE.

II.

I nominate and appoint my wife, CATHERINE McRAE DILLARD, my daughter, SHIRLEY ANNE PERKINS, and my daughter, KATHLEEN JANE STONE, as Executrices of this Will. In the event any one or two of the aforesaid individuals are unwilling or unable to serve, then the remaining individuals or individual shall act as Executrix of this Will, as the case may be. I direct that no bond or other undertaking be required of any of the aforementioned individuals, whether acting alone or jointly. In the event none of the aforesaid individuals are able or willing to serve as Executrix, I nominate and appoint THE UNITED STATES NATIONAL BANK OF PORTLAND (OREGON), a national banking association, as Executor of this Will.

III.

I direct my Executor and/or Executrices to pay all my just debts, funeral and testamentary expenses, and to treat as an obligation of my estate and to pay out of my residuary estate, without any apportionment thereof, all estate and inheritance taxes, including collateral taxes paid to the State of Oregon, imposed and made payable by reason of my death whether or not property included in my estate for tax purposes is includible for other purposes.

IV.

At the time of the preparation of this Will, my wife and I are the owners of certain farm lands in Central Oregon. I give and devise unto my daughter, SHIRLEY ANNE PERKINS, all my right, title and interest in and to said farm lands, as well as all my right, title and interest in and to all of the equipment used in connection with the operation of said farm lands and all my right, title

1. WILL OF *Frank E. Dillard*

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and interest in and to all of the inventory of livestock and other items owned or used by me in connection with the operation of said farm lands, as and for her separate property. I am making this devise in favor of my daughter, SHIRLEY ANNE PERKINS, because my wife and I have made gifts of business assets to our other daughter in our lifetime, and we believe this devise will compensate for such gifts.

V.

I give and bequeath unto my wife, CATHERINE McRAE DILLARD, all of the interest I may own in the home in which we reside at the time of my death, as well as any beach home or mountain cabin which we may own at that time, and all of my interest in the household goods and equipment, furniture and fixtures, books, silverware, dishes, pictures, and objects of art in our home, my personal jewelry, clothing, watches and my automobile, provided she survives me. If my wife does not survive me, I give and bequeath the real and personal property mentioned in this paragraph to my daughters, SHIRLEY ANNE PERKINS and KATHLEEN JANE STONE, to be divided between them in such manner as my Executor, in its sole discretion, shall deem fair and equitable.

VI.

I discharge and forgive my daughter, SHIRLEY ANNE PERKINS, and my daughter, KATHLEEN JANE STONE, of all debts which either may owe me at the time of my death, including any interest due on such sums.

VII.

I give and bequeath unto my wife, CATHERINE McRAE DILLARD, all of the shares of stock which I may own at the time of my death in the following corporations:

United Air Lines Incorporated, a Delaware corporation
Standard Shares, a Delaware corporation
United States Steel Corporation, a New Jersey corporation
Otis Elevator Company, a New Jersey corporation
American Chain and Cable Company, Incorporated, a New York corporation
Phillips Screw Company, a Delaware corporation
Phillips Tutch Latch Company, Incorporated, a Delaware corporation
Overland Corporation, a Delaware corporation
Astoria Plywood Corporation, an Oregon corporation
Jack Waite Mining Company, an Arizona corporation

2. WILL OF

Frank E. Dillard

11

I give, devise and bequeath all the rest, residue and remainder of my estate of whatsoever kind and wheresoever situated to THE UNITED STATES NATIONAL BANK OF PORTLAND (OREGON), as Trustee, in trust for the uses and purposes hereinafter set forth. My Trustee shall transfer and add all of the rest, residue and remainder of my estate to the principal of the trust created by me under a certain agreement of trust, No. P-4495, dated the 24th day of July, 1953, as amended on the 12th day of March, 1957, the 21st day of December, 1957 and the 23rd day of June, 1960, wherein I am designated as Trustor, and THE UNITED STATES NATIONAL BANK OF PORTLAND (Oregon), is designated as Trustee, and shall hold the same, subject to the trusts and powers declared in said agreement of trust, concerning the trust estate to which the same shall thus attach.

IX.

I revoke all Wills and testamentary dispositions heretofore made by me.

X.

I hereby empower my said Executor and/or Executrices, to lease, encumber, sell, exchange or otherwise deal with or dispose of all my property, real or personal or any part thereof, in such manner, at such times, and upon such terms as it shall deem to be to the interest of my estate, to the same extent as I might act with respect to the said property, such sale or other disposition to be made at public or private sale in the discretion of my Executor, with or without notice, without any reference to the order of disposition of real and personal property and without any petition, citation, hearing, order, or any other action, I further authorize my Executor and/or Executrices to hold, manage and operate any property and any business belonging to my estate at the risk of my estate and not at the risk of my Executor and/or Executrices, the profits and losses therefrom to inure to or be chargeable to my estate as a whole.

IN WITNESS WHEREOF, I hereunto set my hand at Portland, Oregon, this 23rd day of June, 1960.

Frank Carleton Dillard

The foregoing instrument, consisting of four pages, including this page, was on this 23rd day of June, 1960, in our presence, signed, published and declared by FRANK CARLETON DILLARD to be his Will, and he was, at the time, of sound and disposing mind and memory and not acting under fraud, duress, or undue influence of any person whomsoever. In testimony whereof, we have at his request, in his presence and in the presence of each other subscribed hereto as witnesses.

Easthe Brown Residing at Portland, Oregon
Robert C. Hetfield Jr. Residing at Portland, Oregon

ENTERED IN "M" NAQ IN THE CIRCUIT COURT OF THE STATE OF OREGON 3624
FOR THE COUNTY OF MULTNOMAH
DEC 28 1961 DEPARTMENT OF PROBATE

In the Matter of the Estate)
of) No. 89883
FRANK CARLETON DILLARD,) ORDER ADMITTING WILL TO PRO-
Deceased.) BATE AND APPOINTING EXECUTRICES

Before the Honorable William L. Dickson, Judge of the above-entitled Court:

Now on this 27th day of December, 1961, this matter came on for hearing upon the petition of Catherine McRae Dillard and Shirley Anne Perkins for the probate of the Will of Frank Carleton Dillard, said petitioners appearing by their attorneys, Jones & Brown; and

It appearing that the above-named Frank Carleton Dillard died in the city of Portland, county of Multnomah and state of Oregon on the 15th day of December, 1961, being at the time of his death of the age of 80 years; and

It further appearing that the said deceased was at the time of his death and for many years prior thereto a resident and inhabitant of the city of Portland, county of Multnomah and state of Oregon, and left assets consisting of personal property in said county and state and within the jurisdiction of this Court of a probable value of \$150,000.00; and

It further appearing from the affidavits of Garthe Brown and Preston C. Hiefield, Jr. that said deceased, on June 23, 1960, in the presence of said Garthe Brown and Preston C. Hiefield, Jr. executed his Will and that it was executed in all particulars as required by law and that the deceased was, at the time he so executed the Will, of the age of 79 years, or thereabouts, and was of sound and disposing mind and memory and not under or moved by any restraint or undue influence, malice, fraud or misrepresentation and was in every way competent

Page 1. Order Admitting Will to Probate 14

JONES & BROWN
ATTORNEYS AT LAW
PUBLIC SERVICE BUILDING
PORTLAND 4, OREGON

and qualified to dispose of his property and estate and to execute the said Will; and

It further appearing that the heirs-at-law and next of kind of the deceased are as follows:

1. Catherine McRae Dillard, age 65 years, residing at 3300 N. E. Fremont Street, Portland, Oregon, wife;
2. Kathleen Jane Stone, age 42 years, 1570 Kensington Circle, Los Altos, California, daughter; and
3. Shirley Anne Perkins, age 36 years, 11404 S. W. Breyman Court, Portland, Oregon, daughter; and

It further appearing that the legatees and devisees under the Will of the deceased are as follows:

1. Catherine McRae Dillard, age 65 years, residing at 3300 N. E. Fremont Street, Portland, Oregon, wife;
2. Kathleen Jane Stone, age 42 years, 1570 Kensington Circle, Los Altos, California, daughter;
3. Shirley Anne Perkins, age 36 years, 11404 S. W. Breyman Court, Portland, Oregon, daughter; and
4. The United States National Bank of Portland (Oregon), 321 S. W. Sixth Avenue, Portland, Oregon; and

It further appearing that Catherine McRae Dillard and Shirley Anne Perkins and Kathleen Jane Stone were nominated to be executrices and that Kathleen Jane Stone is a resident and inhabitant of the State of California and, therefore, is not qualified to act; and

It further appearing that Catherine McRae Dillard and Shirley Anne Perkins are in all respects competent to act as such executrices and to serve, without bond; and

It further appearing that the deceased provided for two of the aforesaid three to act in the event any one was unable or unwilling to serve in accordance with his Will.

NOW, THEREFORE, IT IS ORDERED, that the said document which purports to be the Will of Frank Carleton Dillard, deceased, be and the same is hereby admitted to probate as the Will of the said Frank Carleton Dillard; and

IT IS FURTHER ORDERED, that Catherine McRae Dillard, whose address is 3300 N. E. Fremont Street, Portland, Oregon, and
2. Order Admitting Will to Probate

Shirley Anne Perkins, whose address is 11404 S. W. Breyman Court,
Portland, Oregon, be and they are each appointed co-executrix, to serve
jointly in the administration of the Will and of the estate of Frank
Carleton Dillard, deceased, each to serve in such capacity without any bond
or other undertaking being required by them in their capacity as executrices
and that Letters Testamentary be issued to them jointly upon their taking
and filing the oath required by law.

Dated at Portland, Oregon, this 28th day of December, 1961.


JUDGE

Jones & Brown
623 Public Service Building
Portland, Oregon
CA 8-7664

Catherine McRae Dillard
3300 N. E. Fremont St.
Portland, Oregon
AT 8-1198

Shirley Anne Perkins
11404 S. W. Breyman Court
Portland, Oregon
NE 6-4431

JONES & BROWN
ATTORNEYS AT LAW
623 PUBLIC SERVICE BUILDING
PORTLAND 4, OREGON

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3. Order Admitting Will to Probate

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1 ENTERED IN JOURNAL IN THE CIRCUIT COURT OF THE STATE OF OREGON

2 FOR THE COUNTY OF MULTNOMAH

3 JAN 19 1966

DEPARTMENT OF PROBATE

4 In the Matter of the Estate

5 of

6 FRANK CARLETON DILLARD,
7 Deceased.

No. 89838

ORDER DISTRIBUTION
ORDER APPROVING FINAL
ACCOUNT AND ORDER OF
DISTRIBUTION

8 This matter coming on regularly at this time on the Final
9 Account and Petition for Distribution of Catherine McRae Dillard and
10 Shirley Ann Perkins, the duly appointed, qualified and acting executrices
11 of the above entitled estate; and

12 It appearing to the Court that the said executrices duly filed their
13 final account and petition for distribution on or about the 24th day of
14 November, 1965, and on that date an Order was filed herein fixing Wednes-
15 day, the 29th day of December, 1965, at the hour of (9:30 o'clock A.M. as
16 the time for hearing objections to and for the final settlement of the
17 final account and report; and

18 It further appearing that notice of said hearing was duly published
19 in accordance with the law and the said order, as more fully appears by
20 the affidavit of publication on file herein; and

21 It further appearing that the executrices gave due and legal notice
22 to creditors by publication of their appointment as executrices and that
23 more than six months have elapsed from the date of publication thereof to
24 the date of the filing of the final account and petition for distribution and
25 that all claims against the estate have been paid except attorney's fees in
26 the amount of \$18,930.61, costs advanced by said attorneys in the sum of
27 \$150.05, and the balance of the executrix' fee which is now due in the
28 amount of \$5,000.00; and

29 It further appearing that the executrices herein filed their first
30 semi-annual accounting on or about the 25th day of July, 1962, accounting
31 for the receipts received by them and the disbursements made by them
32 from December 15, 1961 through June 30th, 1962; and

Page 1. Order Approving Final Account and
Order of Distribution.

1 It appearing that on or about the 25th day of July, 1962, this
2 Court signed an Order approving the aforesaid first semi-annual account-
3 ing; and

4 It further appearing that on or about the 22nd day of July, 1963
5 the executrices herein filed their second annual accounting, accounting for
6 the receipts received by them and the disbursements made by them from
7 July 1, 1962 through June 30, 1963; and

8 It appearing that on or about the 22nd day of July, 1963, this Court
9 signed an Order approving the aforesaid second annual accounting; and

10 It further appearing that on or about the 26th day of July, 1964
11 the executrices herein filed their third annual accounting, accounting for
12 the receipts received by them and the disbursements made by them from
13 July 1, 1963 through June 30, 1964; and

14 It appearing that on or about the 26th day of July, 1964, this Court
15 signed an Order approving the aforesaid third annual accounting; and

16 It further appearing that on or about the 16th day of July, 1965
17 the executrices herein filed their fourth annual accounting, accounting for
18 the receipts received by them and the disbursements made by them from
19 July 1, 1964 through June 30, 1965; and

20 It appearing that on or about the 16th day of July, 1965, this Court
21 signed an Order approving the aforesaid fourth annual accounting; and

22 It further appearing that on or about the 24th day of November,
23 1965 the Final account and report was filed herein accounting for all of the
24 receipts received and all of the disbursements made by the executrices
25 from July 1, 1965 through November 24, 1965; and

26 It further appearing that the executrices herein have filed proper
27 vouchers accounting for all disbursements made by them from December 15,
28 1961 through November 24, 1965, evidencing the payments made by them
29 for the aforesaid period; and

30 It further appearing that the decedent filed all Federal income and
31 State income tax returns required of him prior to his death and that the
32 executrices herein have caused Federal income and Oregon income tax

Page 2. Order Approving Final Account and
Order of Distribution.

1 returns to be filed for the years 1961, 1962, 1963, 1964 and 1965 and in
2 addition thereto, your executrices did file a final Federal income and
3 Oregon income tax return for the period beginning January 1, 1961 and
4 ending with the date of the decedent's death in a joint return with
5 Catherine McRae Dillard, the widow of the decedent, reporting all of the
6 income received by him during the aforesaid year; and

7 It further appearing that the State of Oregon has audited the
8 returns filed by the decedent and the executrices and, after said audit,
9 issued their Certificate of Release, and said Certificate of Release has
10 been filed herein; and

11 It further appearing that a State Inheritance Tax return was filed
12 with the State Treasurer and that an Order determining inheritance tax
13 was made by the Court herein, determining inheritance tax in the amount
14 of \$117,511.92, which said sum was paid; and that the State Treasurer has
15 accepted the report as filed and the tax as determined and issued his
16 official receipt acknowledging payment of the sum aforesaid less the dis-
17 count given for prompt payment; and

18 It further appearing that the executrices filed a Federal estate tax
19 return and paid to the Internal Revenue Service the tax called for thereon
20 in the amount of \$158,735.99; and

21 It further appearing that said return was audited by the Internal
22 Revenue Service and as a result of said audit the executrices agreed to
23 certain adjustments affecting the value of the real properties held by the
24 decedent and his wife in joint tenancy and that as a result additional Federal
25 estate tax in the amount of \$6,293.88 was agreed to by the executrices and
26 the Internal Revenue Service. That the aforesaid sum, i. e. \$6,293.88,
27 together with interest as required by law, was paid and that your execu-
28 trices have received an estate tax closing letter and a letter releasing them
29 from personal liability in connection with the estate tax payments herein; and

30 It further appearing that certain of the assets owned by the decedent
31 were located in the state of California; that ancillary proceedings in said
32 state were duly filed; that the executrix in the State of California caused
Page 3. Order Approving Final Account and
Order of Distribution.

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1 the said properties to be sold; that the proceeds therefrom were distrib-
2 uted by said executrix to your executrices herein and are accounted for
3 in the accountings hereinbefore referred to; and

4 It further appearing that ancillary proceedings were necessary in
5 the State of Illinois in order to pass title to the interest in the oil proper-
6 ties located in the State of Illinois; that appropriate proceedings were filed
7 and that an Order of partial distribution was taken as to one oil property
8 in order to distribute it to the trustee under the will of the above named
9 decedent and that the other oil property was sold for the sum of \$1,500.00
10 inasmuch as the managers of that interest contended that title could not
11 be taken in the United States National Bank of Oregon as trustee; and

12 It further appearing that the ancillary proceedings in Illinois
13 were completed after the distribution of the oil interests as aforesaid and
14 the sale of the other interests as aforesaid and that all ancillary proceed-
15 ings commenced by your executrices herein have been completed and, in
16 addition, all inheritance taxes due to the State of Illinois and/or the State
17 of California have been fully paid and receipts evidencing payment thereof
18 have been filed herein; and

19 It further appearing that all claims against this estate and all
20 expenses in connection therewith have been paid except attorneys' fees in
21 the amount of \$18,930.61, the costs advanced by said attorneys in the
22 amount of \$150.05 and the executrix' fee in the amount of \$5,000.00; and

23 It further appearing that paragraphs IV, V, VI, VII and VIII of
24 the Will of the decedent read as follows:

25 "IV.

26 At the time of the preparation of this Will, my wife
27 and I are the owners of certain farm lands in Central
28 Oregon. I give and devise unto my daughter, SHIRLEY
29 ANNE PERKINS, all my right, title and interest in and
30 to said farm lands, as well as all my right, title and
31 interest in and to all of the equipment used in connection
32 with the operation of said farm lands and all my right,
title and interest in and to all of the inventory of live-
stock and other items owned or used by me in connection
with the operation of said farm lands, as and for her sep-
arate property. I am making this devise in favor of my
daughter, SHIRLEY ANNE PERKINS, because my wife
and I have made gifts of business assets to our other

Page

4. Order Approving Final Account and
Order of Distribution.

20

daughter in our lifetime, and we believe this devise will compensate for such gifts.

V.

I give and bequeath unto my wife, CATHERINE McRAE DILLARD, all of the interest I may own in the home in which we reside at the time of my death, as well as any beach home or mountain cabin which we may own at that time, and all of my interest in the household goods and equipment, furniture and fixtures, books, silverware, dishes, pictures, and objects of art in our home, my personal jewelry, clothing, watches and my automobile, provided she survives me. If my wife does not survive me, I give and bequeath the real and personal property mentioned in this paragraph to my daughters, SHIRLEY ANNE PERKINS and KATHLEEN JANE STONE, to be divided between them in such manner as my executor, in its sole discretion, shall deem fair and equitable.

VI.

I discharge and forgive my daughter, SHIRLEY ANNE PERKINS, and my daughter, KATHLEEN JANE STONE, of all debts which either may owe me at the time of my death, including any interest due on such sums.

VII.

I give and bequeath unto my wife, CATHERINE McRAE DILLARD, all of the shares of stock which I may own at the time of my death in the following corporations:

United Air Lines Incorporated, a Delaware corporation.
Standard Shares, a Delaware corporation.
United States Steel Corporation, a New Jersey corporation.
Otis Elevator Company, a New Jersey corporation.
American Chain and Cable Company, Incorporated, a New York corporation.
Phillips Screw Company, a Delaware corporation.
Phillips Tutch Latch Company, Incorporated, a Delaware corporation.
Overland Corporation, a Delaware corporation.
Astoria Plywood Corporation, an Oregon corporation.
Jack Waite Mining Company, an Arizona corporation.

VIII.

I give, devise and bequeath all the rest, residue and remainder of my estate of whatsoever kind and where-soever situated to THE UNITED STATES NATIONAL BANK OF PORTLAND (OREGON), as Trustee, in trust for the uses and purposes hereinafter set forth. My Trustee shall transfer and add all of the rest, residue and remainder of my estate to the principal of the trust created by me under a certain agreement of trust, No. P-4495, dated the 24th day of July, 1953, as amended on the 12th day of March, 1957, the 21st day of December, 1957 and the day of June, 1960, wherein I am designated as Trustor, and THE UNITED STATES NATIONAL BANK OF PORTLAND (OREGON) is designated as Trustee, and shall hold the same, subject to the trusts and powers declared in said agreement of

5. Order Approving Final Account and Order of Distribution.

trust, concerning the trust estate to which the same shall thus attach.

It further appearing that the estate is now ready for distribution;

NOW, THEREFORE, IT IS ORDERED that the final account and petition for distribution be and the same is in all respects fully allowed, approved and settled as and for the final account and petition for distribution and that payment of executrix' fee be allowed to Shirley Ann Perkins in accordance with the final account and petition for distribution in the total amount of \$10,000.00; that said sum be paid by your executrices prior to the closing of this estate; that your executrices make payment to the firm of Garthe Brown in the amount of \$19,080.66, said sum being the attorneys fees due said attorneys as approved by this Court in the amount of \$17,500.00, plus additional sums previously due them for services rendered prior to the decedent's death and in connection with the sale of the California businesses, making a total fee in the amount of \$18,930.61, plus costs advanced by them in the amount of \$150.05, or a total amount of \$19,080.66. That in accordance with the final account and petition for distribution the payments on the guarantees to H. H. Wiecks in the sum of \$1,836.62 and to C. R. Yunker in the amount of \$447.29 be approved by this court and payment thereof be made to them as aforesaid prior to distribution hereunder.

That upon the payment of the executrix' fees as aforesaid, the attorneys' fees as aforesaid and the payments to H. H. Wiecks and to C. R. Yunker as aforesaid, that distribution of the estate be made as follows:

To Shirley Ann Perkins - all of the right, title and interest in and to the equipment, livestock inventory and other items used in the operation of the farm lands owned by the decedent in Central Oregon.

To Catherine McRae Dillard, all of the interest of the decedent in the home in which she resides, in any beach home or mountain cabin owned at the time of the death of the decedent, all of the interest of the decedent in the household goods and equipment, furniture and fixtures, books, silverware, dishes, pictures, objects of art, jewelry, clothing, watches and automobile.

Page 6. Order Approving Final Account and Order of Distribution

To Catherine McRae Dillards, all of the shares of stock owned by the decedent in the following corporations:

United Air Lines, Incorporated, a Delaware corporation.
Standard Shares, a Delaware corporation.
United States Steel Corporation, a New Jersey corporation.
Otis Elevator Company, a New Jersey corporation.
American Chain and Cable Company, Incorporated, a New York corporation.
Phillips Screw Company, a Delaware corporation.
Phillips Tutch Latch Company, Incorporated, a Delaware corporation.
Overland Corporation, a Delaware corporation.
Astoria Plywood Corporation, an Oregon corporation.
Jack Waite Mining Company, an Arizona corporation.

To the UNITED STATES NATIONAL BANK OF OREGON, all the rest, residue and remainder of the estate in the hands of the executrices.

That upon the legatees and devisees acknowledging receipt of their bequests and devises as aforesaid, that the executrices thereafter, upon filing the receipts herein, prepare a closing order and present the same to this Court for the approval and authorization to close this estate.

Dated this 19th day of January, 1966.

William D. Brown
Judge

STATE OF OREGON, ss.
County of Multnomah,

Nº 7906

I, Si Cohn, County Clerk, Ex-Officio Recorder of Conveyances and Ex-Officio Clerk of the Circuit Court of the State of Oregon, for the County of Multnomah, which Court has exclusive jurisdiction of all probate proceedings in said County, do hereby certify that the foregoing copy of Petition for Probate of Will, Will, Order Admitting Will to Probate, and Order Approving Final Account and Distribution, In

the Matter of the Estate of FRANK CARLETON DILLARD, deceased has been compared by me with the original, and that it is a correct transcript therefrom, and of the whole of such original Petition, Will and Orders

as the same appears on file and of record in my office and in my custody. In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court, this 10 day of Mar. A. D. 1966

By *B. L. Tucker*, Deputy.
SI COHN, County Clerk.

STATE OF OREGON; COUNTY OF KLAMATH, ss.

Filed for record at request of Garthe Brown
this 25 day of April 1966 at 10:40 A. M., and
duly recorded in Vol. M-66, of Deeds on Page 3617.
Fee \$25.50
DOROTHY ROGERS, County Clerk
By *James H. Brown*