

13309

96 FEB 13 AM 1:00

DT-111-J

Vol 96 Page 4092

Declaration of Trust

WHEREAS, WE, Melvin E. Keefer and Margaret L. Keefer, of the
City/Town of Klamath Falls, County of Klamath, State of Oregon,
are the owners of certain securities, including common and preferred stocks, bonds, debentures and mutual fund shares;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that we do hereby acknowledge and declare that we hold
and will hold said securities and all our right, title and interest in and to such securities, IN TRUST

1. For the use and benefit of the following Primary Beneficiary:

(Name) Eugenia M. Keefer

(Address) 1096 Prospect Place Vista California 92083
Number Street City State Zip

or, if such beneficiary be not surviving, for the use and benefit of the following two (2)
Contingent Beneficiaries in equal shares, or the survivor of them/percentages:

M.L.K. M.E.K.
Kimberly C. Layne - our grandniece
David E. Layne - our grandnephew

If because of our physical or mental incapacity certified in writing by a physician, the Successor Trustee hereinafter named shall assume active administration of this trust during our lifetime, such Successor Trustee shall be fully authorized to invest, reinvest or otherwise manage the trust's assets as he shall deem appropriate, paying to us or disbursing on our behalf such sums from income or principal as may appear necessary or desirable for our comfort or welfare. Upon the death of the survivor of us, unless all the beneficiaries shall predecease us, or unless we all shall die as a result of a common accident or disaster, the Successor Trustee is hereby directed forthwith to transfer said securities and all our right, title and interest in and to said securities unto the beneficiary or beneficiaries absolutely and thereby terminate this trust; provided, however, that if any beneficiary hereunder shall not have attained the age of 21 years, the Successor Trustee shall hold such beneficiary's share of the trust assets in continuing trust until such beneficiary shall have attained the age of 21 years. During such period of continuing trust, the Successor Trustee, in his absolute discretion, may retain the specific securities herein described if he believes it in the best interest of the beneficiary so to do, or he may sell or otherwise dispose of them, investing and reinvesting the proceeds as he may deem appropriate. Prior to the date upon which such beneficiary attains the age of 21 years, the Successor Trustee may apply or expend any or all of the income or principal directly for the maintenance, education and support of the beneficiary without the intervention of any guardian and without application to any court. Such payments of income or principal may be made to the parents of such beneficiary or to the person with whom the beneficiary is living without any liability upon the Successor Trustee to see to the application thereof. If such beneficiary survives us but dies before attaining the age of 21, at his or her death the Successor Trustee shall transfer, pay over and deliver the trust property being held for such beneficiary to such beneficiary's personal representative, absolutely.

2. For the purposes of specific identification, the assets held pursuant to this trust shall be all those securities registered in the name of:

"Melvin E. Keefer and Margaret L. Keefer, Trustees uldi
(or "U-A") dated September 6, 1990."

together with any unregistered securities bearing a certificate specifically identifying them as assets of this trust.

3. Each beneficiary hereunder shall be liable for his proportionate share of any taxes levied upon the total taxable estate of the survivor of us by reason of such surviving Settlor's death.

4. All interests of a beneficiary hereunder shall be inalienable and free from anticipation, assignment, attachment, pledge or control by creditors or a present or former spouse of such beneficiary in any proceedings at law or in equity.

5. This trust is created with the express understanding that the issuer, transfer agent or custodian of any securities held hereunder shall be under no liability whatsoever to see to its proper administration. On the contrary, upon the transfer of the right, title and interest in and to such account by any trustee hereunder, said issuer, transfer agent or custodian shall conclusively treat the transferee as sole owner of the account. In the event that any shares, cash or other property shall be distributable at any time under the terms of the said securities, the said issuer, transfer agent or custodian is fully authorized to transfer, pay over and deliver the same to whosoever shall then be Trustee hereunder, and shall be under no liability to see to the proper application thereof. Until the issuer, transfer agent or custodian shall receive from some person interested in this trust written notice of any death or other event upon which the right to receive may depend, said issuer, transfer agent or custodian shall incur no liability for payments made in good faith to persons whose interest shall have been affected by such event. The issuer, transfer agent or custodian shall be protected in acting upon any notice or other instrument or document believed by it to be genuine and to have been signed or presented by the proper party or parties.

Return: Margaret L. Keefer

5845 Mack Ave
Klamath Falls, OR 97603

6. We reserve unto ourselves the power and right to pledge any of the securities held hereunder as collateral for a loan.

7. We reserve unto ourselves the power and right to collect any dividends, interest, capital gains distributions or other income which may accrue from the trust property during our lifetime and to pay such income to ourselves as individuals, and no beneficiary named herein shall have any claim upon any such income and/or profits distributed to us.

8. We reserve unto ourselves the power and right at any time during our lifetime to amend or revoke in whole or in part the trust hereby created without the necessity of obtaining the consent of the beneficiaries and without giving notice to the beneficiaries. The sale by us of the whole or any part of the securities held hereunder shall constitute as to such whole or part a revocation of this trust.

9. The death during our lifetime, or in a common accident or disaster with us, of all of the beneficiaries designated hereunder shall revoke such designation, and in the former event, we reserve the right to designate new beneficiaries. Should we for any reason fail to designate such new beneficiaries, this trust shall terminate upon the death of the survivor of us and the trust property shall revert to the estate of such survivor.

10. In the event of the physical or mental incapacity or death of one of us, the survivor shall continue as sole Trustee. In the event of the physical or mental incapacity or death of the survivor, we hereby nominate and appoint as Successor Trustee hereunder the Primary Beneficiary named above. If such Primary Beneficiary be not surviving or is a minor or otherwise legally incapacitated, we nominate and appoint as such Successor Trustee the Contingent Beneficiary named first above. If the Contingent Beneficiary named first above is not surviving or is a minor or otherwise legally incapacitated, then we nominate and appoint as such Successor Trustee the Contingent Beneficiary named second above. If all three such beneficiaries be not surviving or are minors or otherwise legally incapacitated, then we nominate and appoint

(Name) Elizabeth L. Powell

(Address) P. O. Box 887 Oak Harbor Washington 98277
 Number Street City State Zip

to be Successor Trustee.

11. This Declaration of Trust shall extend to and be binding upon the heirs, executors, administrators and assigns of the undersigned and upon the Successors to the Trustees.

12. The Trustees and their successors shall serve without bond.

13. This Declaration of Trust shall be construed and enforced in accordance with the laws of the State of Oregon.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this sixth
 day of September, 1990.

(First Settlor sign here) Margaret L. Keefe L.S.

(Second Settlor sign here) Melvin E. Keefe L.S.

I, the undersigned legal spouse of one of the above Settlers, hereby waive all community property, dower or curtesy rights which I may have in the hereinabove-described property and give my assent to the provisions of the trust and to the inclusion in it of the said property.

(Spouse sign here) Margaret L. Keefe L.S.

Witness: (1) George F. Gilbert

Witness: (2) Elizabeth H. Gilbert

STATE OF Oregon

COUNTY OF Klamath

City or Town Klamath Falls

On the 6th day of September, 1990, personally appeared

Margaret L. Keefe and Melvin E. Keefe

known to me to be the individuals who executed the foregoing document, and acknowledged the same to be their free act and deed, before me.

(Notary Seal)

Charlotte Storz
 Notary Public

9-20-93

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Margaret Keefe the 13th day
 of Feb A.D., 19 96 at 11:00 o'clock A M., and duly recorded in Vol. M96
 of Miscellaneous on Page 4092.

FEE \$10.00
 cc 1.50

Bernetha G. Letsch, County Clerk
 By Quandine Mendenhall