

the same matters as shareholder, director, or otherwise, provided, however, that he shall exercise such powers at all times in a fiduciary capacity primarily in the interest of the beneficiary hereunder.

The powers herein granted to the Trustee shall be deemed to be supplementary to and not exclusive of the general powers of trustees pursuant to law, and shall include all powers necessary to carry the same into effect.

4. LIMITATION ON POWERS. Notwithstanding anything herein contained to the contrary, no powers enumerated herein or accorded to trustees generally pursuant to law shall be construed to enable the Grantor, or the Trustee, or any other person to purchase, exchange, or otherwise deal with or dispose of the principal or income of the trust for less than an adequate or full consideration in money or money's worth, or to enable the Grantor or the Trustee to borrow the principal or income of the trust, directly or indirectly, without adequate interest or security. No person, other than the Trustee, shall have or exercise the power to vote or direct the voting of any stock or other securities or directing investments or reinvestments or by vetoing proposed investments or reinvestments, or to reacquire or exchange any property of the trust by substituting other property of an equivalent value.

5. SUCCESSOR TRUSTEE. The Trustee shall have the power at any time to designate a successor Trustee, and such successor Trustee shall have the same duties and powers as are assumed and conferred in this agreement upon the Trustee, including the power in any successor to himself appoint a successor. Any appointment of a successor Trustee shall be made in writing, shall be acknowledged, and shall state the time or the event when such appointment shall take effect. A copy of such appointment shall be delivered to the beneficiary. Upon the failure of any Trustee to designate a successor, the Trustee shall be the State Trust Company.

6. BOND. No bond or other security shall be required of the Trustee or of any successor Trustee.

7. IRREVOCABILITY. The trust shall be irrevocable, and the Grantor hereby expressly acknowledges that they shall have no right or power, whether

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