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APPOINTMENT OF SUBSTITUTE TRUSTEE

AND AMENDMENT TO "333 TRUST AGREEMENT"

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WHEREAS, a trust agreement dated the 27th day of January, 1976, was executed by Mary Jo Freeman, Donna Sue Freeman, J. Brent Hurd, Billy J. Simons, Douglas P. Dabbs, David M. Knight, Guy E. Freeman, William H. Freeman, Robert C. Hoffman, and J. R. Freeman, Trustee, with respect to certain property held by J. R. Freeman, Trustee for the 333 Joint Venture; and,

WHEREAS, effective as of June 16, 1976, the 5% interest of David M. Knight was acquired by Robert C. Hoffman; and,

WHEREAS, effective as of May 1, 1978, the 5% interests of Billy J. Simons, Douglas P. Dabbs, William H. Freeman, and Guy E. Freeman, and the 25% interest of Donna Sue Freeman, were acquired by J. Brent Hurd; and,

WHEREAS, effective as of May 1, 1978, the 25% interest of Mary Jo Freeman was acquired by Barbara Hurd; and,

WHEREAS, effective as of May 1, 1979, the 20% interest of Robert C. Hoffman was acquired by J. Brent Hurd as to 12%, and Barbara Hurd as to 8%; and,

WHEREAS, as of this current date, the interests of the 333 Joint Venture are owned in its entirety by J. Brent Hurd, owning 67%, and Barbara Hurd, owning 33%; and,

WHEREAS, the undersigned do wish to amend the original Trust Agreement dated January 27, 1976, to reflect said changes:

NOW THEREFORE, the undersigned do hereby appoint J. Brent Hurd as Substitute Trustee in the place and stead of J. R. Freeman, Trustee, with the same powers and limitations set out in the January 27, 1976 Trust Agreement, for the use and benefit of 333 Joint Venture.

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WITNESS our hands this the 26th day of February, 1980.

2-26-80 — J. Brent Hurd
J. Brent Hurd

3/4/80 — Barbara Hurd
Barbara Hurd

2-26-80 — J. Brent Hurd Substitute Trust
J. Brent Hurd, Substitute Trustee

2-27-80 — J. R. Freeman Trustee
J. R. Freeman, Trustee

2-27-80 — Mary Jo Freeman Phipps
Mary Jo Freeman (Phipps)

2-26-80 — Donna Sue Freeman
Donna Sue Freeman

3-7-80 — Billy J. Simons
Billy J. Simons

3-28-80 — David W. Knight
David W. Knight

2-27-80 — Douglas P. Dabbs
Douglas P. Dabbs

3-3-80 — Guy E. Freeman
Guy E. Freeman

3-5-80 — William H. Freeman
William H. Freeman

2-26-80 — Robert C. Hoffman
Robert C. Hoffman

STATE OF TENNESSEE

COUNTY OF DAVIDSON

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Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named J. Brent Hurd, Substitute Trustee, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tn., this the 27th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: January 22, 1984

NANCY C. BARGE NOTARY PUBLIC

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named J. R. Freeman, Trustee. the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this the 29th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: January 22, 1984

STATE OF TENNESSEE

COUNTY OF DAVIDSON

BOOK 5584 PAGE 374

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named J. Brent Hurd, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tn., this the 27th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: Jan. 22, 1984

NANCY C. BARGE * NOTARY PUBLIC * TENNESSEE

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Barbara Hurd, the bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this the 6th day of March, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: January 22, 1984

NANCY C. BARGE * NOTARY PUBLIC * TENNESSEE

STATE OF TENNESSEE

COUNTY OF DAVIDSON BOOK 5584 PAGE 375

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Billy J. Simons, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this the 4th day of March, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: January 22, 1984

NANCY C. BARGE NOTARY PUBLIC

STATE OF ~~TENNESSEE~~ Pennsylvania

COUNTY OF ~~DAVIDSON~~ Allegheny

Personally appeared before me, Joyce Anderson, a Notary Public in and for said County and State, the within named David W. Knight, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Pittsburgh, Pa., this the 26th day of March, 1980.

Joyce Anderson
NOTARY PUBLIC

COMMONWEALTH OF PENNSYLVANIA NOTARIAL SEAL

JOYCE ANDERSON, Notary Public
Pittsburgh, Allegheny County, PA
My Commission Expires March 15, 1982

My Commission Expires:

STATE OF TENNESSEE

COUNTY OF DAVIDSON

BOOK 5584 PAGE 376

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Douglas P. Dabbs, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tn., this the 27th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: Jan. 22, 1984

NANCY C. BARGE NOTARY PUBLIC DAVIDSON COUNTY

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Guy E. Freeman, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this the 4th day of March, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: January 22, 1984

NANCY C. BARGE NOTARY PUBLIC DAVIDSON COUNTY

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named William C. Freeman as attorney-in-fact for Donna Sue Freeman, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tn., this the 29th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: Jan. 22, 1984

NANCY C. BARGE NOTARY PUBLIC

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Mary Jo Freeman (Phipps), the bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this the 29th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: January 22, 1984

NANCY C. BARGE NOTARY PUBLIC

STATE OF TENNESSEE

COUNTY OF DAVIDSON

BOOK 5584 PAGE 378

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named William H. Freeman, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this the 6th day of March, 1980.

Nancy C. Barge
NOTARY PUBLIC

RUSH

My Commission Expires: January 22, 1984

NANCY C. BARGE NOTARY PUBLIC

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IDENTIF. REFERENCE

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STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Robert C. Hoffman, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tn., this the 27th day of February, 1980.

Nancy C. Barge
NOTARY PUBLIC

My Commission Expires: Jan. 22, 1984

NANCY C. BARGE NOTARY PUBLIC