

instrument, and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

official
Witness my/hand and seal the day and year above set forth.

My commission expires July 8, 1923.

(SEAL) O. P. Hyde, Notary Public.

Filed for record in Tulsa County Okla. on Dec. 20, 1922, at 10:30 A.M. and duly recorded in book 432, page 5, By F. Delman, Depity, (SEAL) O.D. Lawson, County Clerk.

216981 - BH

COMPARED

AGREEMENT AND DECLARATION OF TRUST

of

FENTON OIL COMPANY.

State of Oklahoma)
County of Tulsa) SS

This agreement and declaration of trust, made in the City of Tulsa, the State of Oklahoma, U.S.A., this day of November, A.D. 1922, by Ross E. Fenton, establishing a trust estate and defining the interest, rights and duties of the holders from time to time of Trust Estate shares to be issued hereunder, together with their assigns, hereafter called "Subscribers" and himself together with his successors, hereinafter called "Trustee" witnesseth:

That whereas, the said Ross E. Fenton, for the purpose of acquiring, operating and disposing of real and personal property including oil and gas leases and to engage in the general oil and gas developing, operating, refining, marketing, transporting and distributing business and to produce and sell, market and distribute oil and has and their products and to buy, own and sell oil and gas leases and properties, oil refineries, gasoline plants, and pipe lines; to drill for oil and gas and to develop and operate oil and gas leases and to market the products hereof; to acquire, construct, and operate oil refineries and gasoline plants and operate pipe lines for transporting oil and gas and furnish and distribute gas for heating, lighting, power and general commercial purposes. to acquire and to hold franchise therefor from municipalities and to operate thereunder to sell, exchange, mortgage or convey real property, royalties, leases or securities thereunder wherever situated as Trustee, under the designation of "Fenton Oil Company" proposes to issue negotiable certificates to the extent of Ten Thousand (10,000) common shares of the expressed value of ten dollars (\$10.00) each in the beneficial interest of the Trust estate hereby established; it being hereby provided, that said shares may be issued unto the subscribers either for cash or by sale, and conveyance of them unto the Trustee of real and personal property, contracts, services rendered, of other valuable rights and things for the uses, purposes and benefit of this Trust, and hereby become and be fully paid-up and non-assessable; which shares shall define the interest of the subscribers and their assigns in such property; which property shall be detailed and described in "Schedule A" and recorded in the books of the Trustee, and the judgement of the Trustee regarding the value of the property acquired or service rendered shall be conclusive.

Now, therefore, the said Ross E. Fenton, as Trustee, hereby declare that he will hold said property so conveyed unto him, or acquired as Trustee, together with the proceeds and profits thereof, in Trust; that he will engage such property and funds to such business pursuits as he shall deem most advantageous to their Trust, to manage, control, operate and dispose of the same in any part of the world for the benefit of the holders from time to time of certificates for shares issued thereunder according to the priorities expressed in said certificates and in the manner and subject to the stipulations herein contained, to-wit: