

#249143 NS

CONFIDENTIAL

DECLARATION OF TRUST.

THIS DECLARATION OF TRUST, Made this 2nd, day of January, 1924, by E.K. Frank and W.W. Zingery both of Tulsa, Okla. hereinafter called Trustees.

WITNESSETH; That whereas, on the First day of January, 1924, there was conveyed to said Trustees certain moneys, rights and interests and property rights as set forth in "Schedule A", indentified by the signatures of the parties thereto to be held by them upon the trust hereinafter set forth, said conveyance being filed with said Trustees and reference to which is hereby made.

NOW THEREFORE, we, the said Trustees, acting and speaking in our own behalf and that of our future associates, trustees and their successors and associate trustees of us and all of them do hereby declare said trust as follows;

1. This declaration of Trust shall be binding upon said trustees as well as future subscribers to shares, present holders or future purchasers of shares hereunder.

2. This Association shall be designated, trade and do business as the Mid-continent Map Company, and so far as practicable all business thereof shall be transacted and trust property and trust funds held under that name.

PLACE OF BUSINESS.

3. The principal place of business of said Association shall be at Tulsa, Oklahoma.

NUMBER OF TRUSTEES AND DURATION OF TRUST.

4. The trustees shall be Two in number, except as hereinafter provided; each shall be a shareholder and all future trustees shall succeed to the title of the trust property and exercise full power and authority over the same as the original trustees hereto. They shall hold office until same becomes vacant by death, resignation or removal and in the event of any vacancy, the remaining trustees may fill such vacancy by appointment of a suitable person or persons. This trust shall continue for twenty-one years after the death of the last surviving original Trustee signing this agreement.

TRUSTEES TO HOLD TITLE.

5. The Trustees shall hold the legal title to all property at any time belonging to the trust, as joint tenants, and not as tenants, in common, in trust for the benefit of all shareholders from time to time of the Association, in proportion to the number of shares held by each, and they shall have absolute control management and disposition without giving bond.

AUTHORIZED SHARES.

6. The beneficial interests in this trust shall be divided into One Hundred Thousand shares and as evidence of the ownership of said shares the trustees shall cause to be issued to each shareholder a negotiable certificate or certificates in such form as they may by resolution adopt, said shares to have a nominal par value of \$1.00 each.

THE SHAREHOLDERS.

7. The shareholders of this Association shall have no legal right to trust property or to any title therein, or the right to call for a partition or division of the same, a dissolution of the trust, or an accounting, but shares hereunder shall be personal property, giving only the rights in the instrument and certificates thereof specifically set forth, carrying only the right to a division of the profits, and to a division of the trust funds upon the dissolution of the trust.

8. The death, insolvency or bankruptcy of any shareholder, the transfer of