

H. S. Hughes, Annie J. Hooker, Dimple M. Bush, all of the holders of certificates of beneficial interest in the trust, witnesseth, that,

Whereas, the grantor of said trust, S. D. Hooker on the 10th day of January, 1923, did execute, together with H. S. Hughes and J. H. Goodwin, a Declaration of Trust, and did file the same on said date in the office of the County Clerk of Tulsa County, Oklahoma, and

Whereas, on the 13th day of February, 1923, S. D. Hooker the grantor of said Declaration of Trust, did transfer to S. D. Hooker, J. H. Hooker, J. H. Goodwin, M. S. Hunter, H. S. Hughes, R. A. Whitaker, S. P. Jones, G. A. Gregg, J. Alston Atkins, as trustees the following described property, to-wit:

All the stock in trade, fixtures, good will, notes, accounts, receivable, cash on hand, and cash in Security National Bank of Tulsa, Oklahoma, of and pertaining to the two dry goods stores owned and operated by S. D. Hooker, and located at 119 N. Greenwood Street and 1020 N. Greenwood Street, in the City of Tulsa, and State of Oklahoma, and

Whereas, the said grantor, the said Trustee, and the said holders certificates of beneficial interest are desirous of amending said Declaration of Trust.

Now, therefore, we, the said grantor, the said Trustees, and the said holders of certificates of beneficial interest do hereby amend the said Declaration of Trust as follows:

1.

This amended Declaration of Trust shall be binding upon the trustees hereunder, present or future, and the holders of certificates of beneficial interest hereunder, present or future. And it is hereby expressly provided that any provision of the said Declaration of Trust which is inconsistent with the provisions of this Amended Declaration of Trust is null and void.

II.

Twenty one (21) years after the filing of the said Declaration of Trust, this trust shall come to an end. And it is hereby expressly provided that the provision of the said Declaration of Trust stating the following:

"This Trust shall continue for twenty-one years after the death of the last surviving original trustee signing this agreement." is hereby revoked.

III.

The trustees of this trust shall be nine in number until the trustees see fit to change that number.

IV.

The Trustees shall have power and are authorized to carry on in the name of the trust the following business or businesses:

1. The buying and selling, or either, at wholesale or retail, or by mail order, the following: Clothing, dry goods, shoes, hats, jewelry, notions, and any other articles or goods ordinarily bought and sold, or either, by dry goods stores, department stores, or mail order houses.

2. The manufacture and sale at wholesale or retail any or all of the said articles of goods.

3. The buying, selling, leasing, mortgaging, improving and developing of improved or unimproved real estate or both.

V.

5. The name of this trust shall be S. D. Hooker and Company, and the Trustees shall carry on all of the business of this trust under that name.