

STATE OF KANSAS, COUNTY OF SHAWNEE, SS.

Be it Remembered, That on this 20th day of August, 1923, before me, the undersigned, a Notary public in and for the county and state aforesaid, personally appeared J. B. Sleeper, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument as its Vice-President, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.

My commission expires February 16th, 1925 (SEAL) J. E. Rosebrough, Notary Public
Filed for record in Tulsa County, Tulsa Oklahoma, Aug. 24, 1923 at 4:10 o'clock P. M.
in Book 466, page 151

By Brady Brown, Deputy (SEAL) O. G. Weaver, County Clerk

239007 C.J.

ARTICLES OF AGREEMENT AND
DECLARATION OF TRUST
OF THE
GIPSON ROD RACK COMPANY.

COMPARED

This agreement made and entered into this 20th day of August, 1923 by and between Charles B. Gipson of Tulsa, Oklahoma hereinafter designated the subscriber and owner; and E. H. Ross and N. B. Day and Spencer Cox together with their successors, herein designated as "TRUSTEES".

WHEREAS the subscriber proposes to transfer, assign, set over and deliver to the Trustees under the designation of the "GIPSON ROD RACK COMPANY" all right title and interest in and to a certain mechanical device known as the Gipson Rod Rack together with all right, title or interest in and to a certain patent now pending in the United States Patent Office, as evidenced by Patent Office receipt bearing serial number 644,744 and bearing date of June, 11, 1923.

AND WHEREAS, the said subscriber further proposes to promote the sale of sufficient units of beneficial interest in the Trust property of the said Gipson Rod Rack Company to insure the manufacture, sale and proper distribution of the aforesaid device.

AND WHEREAS, the said subscriber desires to exploit, manufacture, sell and distribute the aforesaid device in a manner and to the extent said owner is financially able to do.

NOW THEREFORE, the said owner has herewith sold and does hereby sell, assign, transfer, set over and deliver unto said trustees to wit:

E. H. ROSS OF TULSA, OKLAHOMA

N. B. DAY OF TULSA, OKLAHOMA.

SPENCER COX OF TULSA, OKLAHOMA.

TRUSTEES Under the designation of the "Gipson ROD RACK COMPANY", IN TRUST HOWEVER FOR THE USES AND PURPOSES HEREIN SET FORTH, all right, title and interest in and to the device known as the Gipson Rod Rack together with all right, title, and interest in and to the patent as hereinbefore described and set out.

And the said trustees, for the purpose of defining the interest of the aforesaid subscriber and owner and his assigns in such property, and in consideration of and for the sale, and transfer of the right and title in and to the property hereby sold and transferred to the trustees by said owner as aforesaid, have agreed and do hereby promise and agree to issue to the said subscriber, hereinbefore described as owner, non-assessable certificates representing units of beneficial interest in the said TRUST ESTATE IN THE amount of 200,000 two-hundred thousand units of beneficial interest, all of said units