

-468

of beneficial interest, all of said units to be issued to the aforesaid subscriber within 30 days after the signing of these articles.

NOW, THEREFORE, the said trustees declare that they will hold the property and the funds to be transferred to them as well as all other property which they may afterward acquire as trustees together with the profits and proceeds thereof, in trust, that they will engage such property and funds in the manufacture, advertisement, and exploitation of the device known as the Gypson Rod Rack; to manufacture, prepare for market, transport, import, export, purchase and otherwise acquire and own and sell or otherwise, convey, sell, trade in, and with any and all kinds of mechanical devices of any nature and description, as well as raw materials partly finished and finished materials, machinery, appliances, devices and methods; to acquire, hold, own, improve, sell or otherwise deal in rights, privileges, franchises, real estate or personal property, suitable or convenient for the purposes herein mentioned; to purchase, construct factories, store houses, office buildings, and transportation facilities; to engage, appoint or discharge salesmen, agents, brokers, and attorneys and otherwise organize and maintain such marketing organizations as will meet the necessities or conveniences or their trust; to advertise or exploit their goods or methods; to acquire, own, handle or control letters patent and investments; and in general to do and perform such acts and things and transact such business or businesses, not inconsistent with law, as they deem to the advantage of their trust; to manage, control or dispose of the same in any part of the world for the benefit and profit of the holders from time to time of the certificates of beneficial interests issued hereunder, according to the priorities (if any) expressed in such certificates or these articles, and in the manner and subject to the stipulations herein contained, to-wit:

The entire domain of Common Law Companies, the rights of their share holders, the rights and duties of their Trustees, the rights of strangers in connection with them, actions by and against them, lies within the special province of the Courts of Equity.

FIRST, The Trustees shall be at least three in number and shall hold office as Trustees during the term of these articles subject, however, to the provisions hereinafter specifically set out.

SECOND, The trustees shall hold the legal title to any and all property at any time belonging to the trust and shall have and exercise the exclusive management of the same. They shall assume all contracts for, and obligations and liabilities in connection with or growing out of the purchase of the property assigned to them by the subscriber as hereinbefore specifically described and set out; and to the extent and value of such property and all contracts made by said subscriber in the organization and promotion of this trust; but not personally, and shall agree to hold the subscriber and any property issued and acting with him harmless and indemnified against any loss, cost, expense or liabilities upon, by reason of, or in connection with any such contract, obligation or liability. They may adopt and use a common seal and shall have the power to receive and receipt for any dividends or interests belonging to the said trust. To collect and sue for, receive and receipt for all sums of money at any time due and payable to said trust, To employ counsel to begin, prosecute, defend or settle suits at law, in equity, or otherwise and to compromise or refer to arbitration, any claims in favor of or against the trust. They may also with the consent of not less than two thirds (2/3) of their number, consenting at a meeting called for that purpose but not otherwise, exchange upon such terms as may be agreed upon the stock or securities held by them in any corporation for the stock or securities of any other corporation taking all the property of such corporation by consolidation or otherwise.