

Clark, Cynthia (Bridge)

From: David Shaw [dshaw@eroresources.com]
Sent: Monday, June 23, 2008 3:23 PM
To: Clark, Cynthia (Bridge)
Subject: Martz Trust
Attachments: Trust Pages.pdf

Cynthia,

Attached are several pages from the trust document identifying the trust, the trustees and the signature page. If you need more info, please let me know, I do have the entire document here.

Thank you for your good work.

Dave

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6/23/2008

**THE FIRST AMENDMENT TO AND RESTATEMENT OF THE
HARRY AND CAMILLE MARTZ LIVING TRUST**

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THE FIRST AMENDMENT TO AND RESTATEMENT OF THE
HARRY AND CAMILLE MARTZ LIVING TRUST

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**THE FIRST AMENDMENT TO AND RESTATEMENT OF THE
HARRY AND CAMILLE MARTZ LIVING TRUST**

This First Amendment to and Restatement of **The Harry and Camille Martz Living Trust** dated February 1, 2002 (the "Trust"), is entered into by and between **Harry Robert Martz, Jr. and Camille Marie Martz** (the "Trustors") and **Harry Robert Martz, Jr. and Camille Marie Martz** (the "Trustees") on this 10 day of May, 2007.

RECITALS

A. Trustors created the Trust by executing a Trust Agreement dated February 1, 2002 (the "Trust Agreement").

B. Pursuant to the authority to amend the Trust Agreement provided to Trustors in Article 4 Section 1 therein, Trustors desire to amend the Trust Agreement through this First Amendment to and Restatement of **The Harry and Camille Martz Living Trust** dated February 1, 2002.

ARTICLE 1. FAMILY; CODE

1.1 Family. Trustors have two (2) children from their marriage, namely:

- (a) **Joshua Robert Martz**, born February 21, 1983; and
- (b) **Erica Ann Martz**, born December 3, 1984.

Trustors have no other living children or deceased children with descendants now living.

Except as provided below, as used in this Trust Agreement, all references to the Trustors' "children" shall include the children named above and all children hereafter born to or adopted by the Trustors. The term "Trustors' descendants" refers to the Trustors' children and their lineal and legally adopted descendants.

1.2 Code. All references in this Trust Agreement to the "Code" are to the Internal Revenue Code of 1986 and regulations thereunder, as amended.

1.3 Singular and Plural. All references to "Trustor" and "Trustee" shall include Trustors and Trustees, respectively whenever two or more Trustors and Trustees are serving.

ARTICLE 2. THE TRUST ESTATE

The Trustee acknowledges receipt of the property described on Schedule A, and such property, together with any other property hereafter transferred to the Trustee and accepted by the Trustee, shall constitute the "trust estate" and shall be administered by the Trustee as provided in this instrument. All community property transferred to the Trustee shall retain its character as community property while both Trustors are living. The Trustee shall maintain the separate identity of the community and separate property, which property may be held in undivided interests and need not be physically segregated. Separate records shall be maintained for community and separate property.

12.1.2 Electing Small Business Trust. The following provisions shall apply to any trust that the Trustee chooses to hold subject to this Article 12, Section 12.1.2:

12.1.2.1 Election by Trustee; Administration. The Trustee may make the election required by Section 1361(e)(3) of the Code to qualify the trust as an Electing Small Business Trust under Section 1361(e) of the Code. If the Trustee makes such an election, the Trustee shall administer the trust as an Electing Small Business Trust under Section 1361(e) of the Code, and Trustors direct that all provisions of the trust be interpreted, construed and administered in a manner consistent with Trustors intention that the trust be treated for all purposes as an Electing Small Business Trust.

12.1.2.2 Apportionment of Expenses. The Trustee shall apportion to each such trust a reasonable share of unallocated expenses of all trusts under this Trust, in a manner consistent with the applicable provisions of the Code and the regulations thereunder.

12.1.3 Interested Trustee. The choice referred to in this Article 12 and the apportionment provided for in Article 12, Section 12.1.2 shall be made by, and each trust subject to Article 12, Section 12.1.1 or Article 12, Section 12.1.2 shall be administered by, the Trustee other than a beneficiary of the trust. If a beneficiary of the trust is acting as sole Trustee of the trust, the Trustee shall appoint another person who is not a beneficiary of the trust to act as Special Trustee to make such choices and apportionment and to administer each trust subject to such respective Article.

ARTICLE 13. LAW GOVERNING; SAVINGS CLAUSE

Whether or not either Trustor is domiciled in the State of Idaho, all provisions of this instrument, including those relating to the powers of the Trustee, shall be governed by the laws of the State of Idaho. Any provision prohibited by law or unenforceable shall not affect the remaining provisions of this instrument.

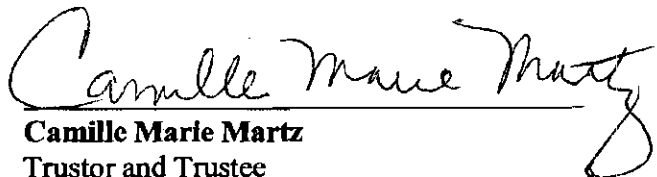
ARTICLE 14. NAME OF TRUST

This trust shall be known as and may be referred to hereafter as **The Harry and Camille Martz Living Trust**.

EXECUTED by the Trustors and the Trustees on the date written above.



Harry Robert Martz, Jr.
Trustor and Trustee

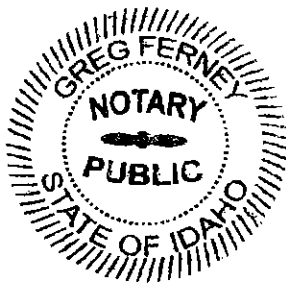


Camille Marie Martz
Trustor and Trustee

NOTARY

STATE OF IDAHO)
) ss.
County of Ada)

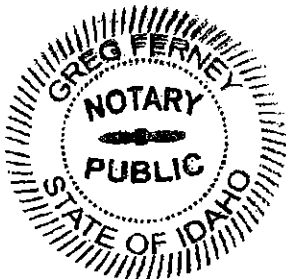
On this 12 day of May, 2007, before me, the undersigned, a notary public in and for said state, personally appeared **Harry Robert Martz, Jr.** known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



Greg Ferney
Notary Public for Idaho
Residing at: Boise, ID
My commission expires: 1/27/2010

STATE OF IDAHO)
) ss.
County of Ada)

On this 10 day of May, 2007, before me, the undersigned, a notary public in and for said state, personally appeared **Camille Marie Martz**, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.



Greg Ferney
Notary Public for Idaho
Residing at: Boise, ID
My commission expires: 1/27/2010