THIS AGREEMENT made this 21st day of December, 1937, by and between George Frederick Peter, of Boothton, Shelby County, Alabama, (hereinafter referred to as "Grantor")

party of the first part, and Birmingham Trust and Savings Counk and Ada H.Peter, as Trustees, (hereinafter together called "Trustees"), parties of the second part,

WITNESSEEH:

WHEREAS, The Grantor desires to grant, assign, transfer, convey and deliver to the Trustees certain property hereinafter described for the purpose of creating a trust under the terms and conditions herein contained; Now Therefore, in consideration of the premises and the sum of One Dollar (\$1.00) to the grantor in hand paid by the Trustees, the receipt whereof is hereby acknowledged and innconsideration of the mutual covenants herein contained, the said Grantor and Ada H.Peter, his wife, do hereby grant, bargain, sell, convey, transfer, assign and deliver unto the Trustees the following described real estate situated in Shelby County, Alabama, to-wit:

Southeast quarter (SE4) of Section 10, Township 22, Range 4 West; containing 160 acres;

West Half (W1) of Southwest quarter (SW1) of Section 11, Township 22, Range 4 West, containing 80 acres;

South half $(S_{\frac{1}{2}})$ of Southwest quarter $(SW_{\frac{1}{4}})$ of Southeast quarter $(SE_{\frac{1}{4}})$ of Section 11, Township 22, Range 4 West, containing 20 acres;

West Half (Wa) of Northwest quarter (NWa) of Section 14, Township 22, Range 4 West, containing 80 acres;

East Half (E1) of Northeast quarter (NE1) of Section 15, Township 22, Range 4 West, containing 80 acres; mere-er and,

All the coal, iron ore and other minerals, together with all mineral rights owned by grantors, in the following described real estate; East Half (E_2^1) of Northwest quarter (NW_4) of Pection 14, Township 22, Range 4 West, containing 80 acres;

West Half (W_2) of Northeast quarter (NE_4) of ection 14. Township 22, Range 4 West, containing 80 acres;

Southeast quarter (SE4) of Southwest quarter (SW4) of Section 10, Township 22, Range 4 West, containing 40 acres;

Northeast quarter (NE1) of Northwest quarter (NW1) of Section 15, Township 22m Range 4 West, containing 40 acres.

TO HAVE AND TO HOLD Unto the Trustees, their successors in the trust hereby created and their assigns, but in trust nevertheless and upon the following trusts, uses and purposes, and subject to the following provisions and conditions,

- 1. To receive, hold and manage all the property conveyed by this instrument, together with any properties hereafter conveyed to the Trustees by the Grantor and made a part of this trust.
- 2. The Trustees shall take charge of, manage and control all of the trust property, leasing, selling, improving or otherwise handling the same as the Trustees deem best and shall collect all income derived therefrom. The Trustees shall more specifically have full power and authority to exchange property belonging to the trust estate, either real or personal, for other property, or interest in property, in such manner and upon such terms as the Trustees may deem advisable. The Trustees may execute leases of property for such terms as they may see fit even though the same may extend beyond the termination of the trust hereby created.
- 3. The Trustees shall have the power and authority to participate in, and become a party to, any plan of reorgination of any corporation of which it may hold any securities, as Trustees hereunder, and may without notice or order of court, exchange any such securities for any securities of any corporation which may be party to, or result from, any such reorganization.
- 4. The Trustees shall have full power and authority, privately and without order of court, to borrow any money which they may deem advisable for the protection or proper administration of the trust estate, and as Trustees to mortgage any of the trust property for the purpose of securing same, with full power and authority to renew or extend any indebtedness at any time existing against any of the trust estate.
- 5. Any and all distribution of capital stock of corporations issued to the estate as stock dividends and all dividends from partial or complete liquidation shall be treated by the Trustees as part of the corpus of the trust estate and shall not be distributed as income, but all extraordinary each dividends paid by going concerns shall be treated as income.
- 6. The Trustees shall have power and authority at any time or from time to time to advance money to the trust estate from their funds for any purpose or purposes of the trust and may reimburse themselves for the money advances and interest thereon from any funds belonging to the trust thereafter coming into their custody from any source.
- 7. The Trustees shall retain any or all property, real or personal, coming into the hands of the Trustees as a part of the trust estate, when such retention shall, in the uncontrolled discretion of the Trustees, be deemed to be to the interest of the truste estate, regardless of whether or not any of said property is productive of income, and in the exercise of their discretion, the Trustees shall not be governed by any constitutional

- 7. The Trustees shall retain any or all property, real or personal, coming into the hands
- of the Trustees as a part of the trust estate, when such retention shall, in the uncontrolled discretion of the Trustees, be deemed to be to the interest of the trust estate, regardless of whether or not any of said property is productive of income, and in the exercise of their discretion, the Trustees shall not be governed by any constitutional provision, statute, custom, policy of law, it being hereby intended to give the Trustees full amd complete authority to exercise their judgment with reference to the retention of any property constituting a part of the trust estate without liability on the part of the Trustees for any loss that may be sustained by the trust estate because of such retention.
- 8. The Trustees shall have the power and authority to sell at private sale without order of court and convey any and all of the trust property at such time or times as the Trustees deem to be to the interest of the trust estate. The proceeds of all such sales, as well as any other funds belonging to the estate which are not necessary to be otherwise used in the administration of the trust, shall be by the Trustees from time to time invested in such class of securities, investments or other property, real or personal, as the Trustees in their uncontrolled discretion may deem advisable, even though such investments or any of them may at any time be nonproductive of income, and in making such investments the Trustees shall not be restricted by any constitutional provision, statute, custom, bolicy or rule of law, it being hereby intended to give the Trustees full and complete authority to exercise their judgment in making investments of the funds of the trust estate without liability on the part of the Trustees for any loss that may be sustained by the trust estate because of such investments.
- 9. The Trustees shall pay from and out of the income of the trust property any and all expenses reasonably necessary for the administration of the trust, including interest, taxes, insurance, including public liability insurance, and compensation to the trustees, as well as any other expense incurred for the benefit of the trust estate and in the event the income from the trust property is insufficient for the purpose of paying such expenses, the same may be paid from the corpus of the trust estate.
- 10. All the rest and residue of the trust estate shall be set aside and held in trust for my wife, Ada H.Peter, and my four children, Eleanor Peter Matheson, Margaret Peter Fritz, Thomas Jefferson Peter and Frances Peter. Said property shall be divided into five equal shares. The income from one of said shares shall be paid to me wife during her lifetime, or until the principal of said property shall be distributed as hereinafter provided; and the income from one of said shares shall be paid to each of my four named children during his or her lifetime, or until the principal of said share shall be distributed as hereinafter provided.
- 11. The principal of one share of said trust fund is to be held in trust for my wife, and in Peter, and one share for each of my four children, Eleandry Etheson, Margaret Peter Fritz, Thomas Jefferson Peter and Frances Peter. When any of my said children shall reach the age of forty (40) years, said Trustees shall distribute and deliver to such child one-half of his or her share of the said trust fund and upon said child reaching the age of forty five (45) years, then the Trustees shall distribute and deliver to such the remaining one-half of his or her share of the trust fund. The principal of the share held in trust for my wife shall be distributed and delivered to her upon the day that my youngest child shall reach the age of forty-five (45) years.
- 12. Should my wife, and H. Peter, be dead at the time of my death or should she die prior to final distribution to her of the principal of her share of the trust fund as herein provided, then the Trustees shall divide the share held in trust for my wife into four equal parts and shall add one part of said share to each of the shares held in trust for my four children, and the principal shall be distributed in the same manner and at the same time as provided for the distribution of the principal of each of the four shares held in trust for my said children.
- 13. Should any of my shildren die previous to said distribution to him or to her above provided for, leaving no lineal descendants, then the interest of such child in such trust fund shall go to the surviving children (lineal descendants of children taking the share of their parent per stirpes) in the proportion of their interest as above set forth and shall be distributed and paid to them at the time herein set forth. Should any of my children die previous to said distribution to him or to her above provided for, leaving lineal descendants, then the proportionate interest of my said child as above provided for shall be held in trust for each of said lineal descendants until he or she shall reach the age of twenty one (21) years, at which time the share of said lineal descendants in the principal of said trust fund shall be distributed and paid over to said lineal descendant; Lineal descendants shall in all cases take per stirpes and not per capita.
- When any payment has been made from the principal of the trust estate in accordance agreement, (G.F.P) with the provisions of this will, the trustees shall be to that extent discharged from this trust and when the final payment has been made from the principal of the trust estate in accordance with the provisions of this will agreement, (GFP), the trust shall terminate and the Trustees shall forthwith stand discharged.
- 14-a. The trust herein created shall in no event continue for a period longer than the lives of my wife and children and the survivor or survivors of them and twenty-one years thereafter, at the end of whi hh time distribution of the trust estate shall be made to persons then entitled to receive the income from the trust estate (or the personal representative of such persons) in the same ma nner and proportion as herein provided irrespective of their attained ages.
- 14-b. In the event that all of my children shall die before the final disposition of said trust estate as provided herein, leaving no lineal descendants surviving them, then the portion of said trust estate then held in trust shall be distributed in such proportion and to such persons as would have been entitled to a share of my estate under the laws of intestacy of the state of Alabama had I died without having made a will immediately after the death of my wife.
- 15. In making any apportionment and/or distribution of principal as herein comtemplated, my Trustees are authorized to themselves determine the total value of my estate and make selection of the items of property to be paid over and distributed to the party or parties entitled thereto with reference to the share of the trust estate to which such party or parties may be entitled, and without securing any valuation or determination of

valuation or direction as to specific items of property to be paid over and distributed from any court; it being my intention that my Trustees shall use their sole judgment and discretion in any such determination, without liability to any one on account of the exercise of such judgment and discretion.

- 16. The Birmingham Trust and Savings Company shall be entitled to receive a sum equal to one-half of one per cent per annum of the reasonable market value of the property included in this trust as compensation for its services in administering this trust. My wife shall not be entitled to any compensation for her services in administering the trust.
- 18. The Trustees shall not be liable for any error in judgment in administering the trust, nor shall they be liable for any acts of omission or commission, except the negligent discharge of duty, and they may act by agent or attorney and shall not be responsible for their acts of omission or negligence, but shall be held to the exercise of reasonable care in selecting, retaining and discharging them, and shall be entitled to credit for any and all expenditures deemed necessary by the Trustees in protecting or caring for the trust property.
- 18. The Trustees shall not be required to pay any interest on any money in their custody whide awaiting distribution and investment under the terms hereof.
- 20. It is hereby expressly provided that all payments to the beneficiaries hereunder be made to such beneficiaries in person or directary for their maintenance and support and that no interest of any beneficiary be subject to assignment or be liable in any way for such beneficiary's debts.
- 21. I direct that in the event of the death of my wife, ada ". Peter, or in the event of her resignation, incapacity, or refusal to act as one of the Trustees hereunder, then the majority of my four children named beneficiaries hereunder, and in the event any of them are dead, then a majority of the survivors of said children ,shall nominate and appoint another Co-trustee, who shall have all the rights, powers, duties and discretions herein vested in my said wife as Co-trustee.
- 22. Whenever in this instrument the word "Trustee" is used, it is my intention that the word shall be construed as singular or plural, whichever is proper in accordance with the context.
- 23. The Birmingham Trust and Savings Company herein referred to shall mean the corpomation existing by that name at the date of this will and any successor thereto by merger, consolidation or conversion under state or federal laws.
- 24. In the event that the Birmingham Trust and Savings company herein named a Trustee should decline to act, resign, or for any other reason fail or sease to act as such Trustee as herein provided, my then surviving children shall appoint some other corporation qualified to discharge the duties thereof, and may exempt such sorporate trustee from furnishing a bond as such. Such substituted or successor trustee shall have and may exercise all the rights and powers and shall be bound by all the duties and obligations herein presecribed for said Trustee herein named.

In witness whereof The Grantors hereof and Tda H Peter, as Trustee, have hereunto set their hands and seals and Birmingham Trust and Savings Company, a corporation, as Trustee, to evidence its acceptance of the trust hereby created, has caused this agreement to be executed in its corporate name under its corporate seal by its duly author-

ment to be executed in its corporate name under ized officers, this the 21 day of December, 1937.

George Frederick Peter (L.S.)
Ada d. Peter (L.S.)

Ada H Peter (L.S.)
As Trustee.

Attest: CD Porter Secretary

OK AKF

Birmingham Trust and Savings Company, as Trustee By John S Coleman, President.

State of Alabama Shefterson County)

I, Marion J Richards, a Notary Public in and for said County in said State hereby certify that George Frederick Peter and Ada H Peter, his wife, whose names are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, they executed the same voluntarily on the day the same bears date. Given under my hand and seal of office this 21st day of December, 1937.

Marion J. Richards, Notary Public

State of Alabama)
Shelby County)

I, Marion J. Richards, a Notary Public in and for said County, in said State, do hereby certify that on the 21st day of December, 1937, came before me the within named and Peter, known to me for made known to me to be the wife of the within named George Federick Peter, who, being examined separate and apart from the husband touching her signature to the within conveyance, acknowledged that she signed the same of her own free will and accord, and without fear, constraint or threats on the part of the husband. Given under my hand and seal of office this 21st day of December, 1937 Marion J Richards, Notary Public

State of Alabama, Shelby County)

I, Marion J Richards, a Notary Public in and for said County, in said State do hereby certify that Ada H Peter, whose name as Trustee is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she, in her capacity as such Trustee, executed the same voluntarily on the day the same bears date.

Given under my hand and seal of office, this the 21st day of December, 1937

Marion J Richards, Notary Public

State of Alabama Jefferson County)

I, Marion J Richards, a Notary Public in and for said County in said State, hereby certify that John S Coleman, and --- whose mames as President and Secretary, respectively, of Birmingham Trust and Savings Company, a corporation, as Trustee, are signed to the foregoing instrument, and who are knownto me, acknowledged before me on this day that, being informed of the contents of the instrument, they, as such officers, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office, this 21st day of December, 1937

Marion J Richards, NotarybPublic

Filed for record in this office February 8th 1938 at 1 PM and recorded in deed record 10%, page 112 and examined. L. C. Walker, Judge of Probate.

STATE OF ALABAMA
SHELBY COUNTY

I hursely contify that

\$ 1000 Privilege Tax
has been paid on the within
instrument as required by
law.

L. C. WALKER,