

## Certificate of Trust

The undersigned Trustors and Trustees hereby certify the following:

1. This Certificate of Trust complies with Ala. Code § 19-3B-1013. This Certificate of Trust refers to the WAGNER LIVING TRUST, dated September 16, 2015, and any amendments thereto, executed by WALTER WAGNER and JUDY M. WAGNER as Trustors/Grantors/Settlors.\* Property to be titled in this trust should be transferred to WALTER WAGNER and JUDY M. WAGNER, Trustees, or their successors in trust, under the WAGNER LIVING TRUST, dated September 16, 2015. Copies of the first page of said Trust and the signature page of said Trust are attached hereto (and incorporated by reference) as Schedule COT-1.
2. The address of the Trustors is 2240 ISLAND ROAD, MOBILE, ALABAMA 36605.
3. The present Trustees are:

WALTER WAGNER  
And  
JUDY M. WAGNER

We shall serve as the Initial Trustees. If for any reason either of us is unwilling or unable to serve as Trustee, then the other of us shall serve as the sole Trustee. If, for any reason, neither of us is able and willing to serve as Trustee, then the following Successor Trustee(s) shall serve, in the order listed:

AMY IRENE BLACK  
AND, IF SHE IS UNABLE OR UNWILLING TO SERVE, THEN  
JO ANN MILLER

Unless otherwise specified, if Co-Trustees are serving as Successor Trustee, the next following Successor Trustee shall serve only after all the Co-Trustees are unwilling or unable to serve as Successor Trustee. If for any reason all of the above named Successor Trustees are unwilling or unable to serve, then a Successor Trustee shall be appointed as provided in the WAGNER LIVING TRUST, dated September 16, 2015. The two of us, when serving as Trustees or Co-Trustees under the terms of this Trust may act independently of one another and independently of any other Co-Trustees. Without altering or limiting the foregoing, except as specifically provided herein, if only two Trustees are serving, they shall act unanimously in the exercise of all powers and discretion granted to them under this Trust Agreement. Further and separately, except as specifically provided herein, if more than two Trustees are serving under this Trust Agreement, they shall act by majority vote and any exercise of a power or discretion by a majority of the Trustees shall have the same effect as an exercise by all of them.

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\* Throughout this instrument, the term TRUSTOR(S) is synonymous with the terms GRANTOR(S) and SETTLOR(S).

4. Our Trust is a grantor trust under the provisions of Sections 673-677 of the IRS Code. Either WALTER WAGNER's Social Security Number, [REDACTED], or JUDY M. WAGNER's Social Security Number, [REDACTED], may be used as the tax identification number for the WAGNER LIVING TRUST.
5. Notwithstanding any other provisions of our Trust Agreement, when either one of us is serving as Trustee under the terms of this trust, either one of us may conduct business and act on behalf of our trust without the consent, approval, or co-signature of any other Trustee or beneficiary. Either one of us may: Buy or sell assets for or on behalf of us and/or our trust; make investments for or on behalf of us and/or our trust; conduct any and all banking activities on behalf of us and/or our trust; participate in any and all business activities on behalf of us and/or our trust; manage securities (including but not limited to buying, selling and/or trading securities) on behalf of us and/or our trust; sell, purchase, rent, lease or otherwise deal with real estate on behalf of us and/or our trust; to borrow, mortgage and/or take loans on behalf of us and/or our trust; and to exercise any and all other powers and/or rights set forth in Article Fourteen of this trust. Any Trustor acting under the terms of this trust may only deal with the other Trustor's Contributive Share in a fiduciary capacity.
6. Our Trustees under our Trust Agreement are authorized to acquire, sell, convey, encumber, lease, borrow, manage and otherwise deal with interests in real and personal property in our Trust name. Our Trustees shall have full banking powers, including the power to open, close, or modify accounts or other banking arrangements, including, but not limited to, safe deposit boxes, savings, checking, and CD accounts. All powers of our Trustees are fully set forth in the Trustee Powers Article of our Trust Agreement.
7. Our trust is revocable and WALTER WAGNER and JUDY M. WAGNER hold the power to revoke the Trust. Our Trust, executed on September 16, 2015, currently exists, has not been revoked, modified, or amended in any manner that would cause the representations contained in this certification of trust to be incorrect. There have been no amendments limiting the powers of our Trustees over trust property.
8. No person or entity paying money to or delivering property to our Trustees shall be required to see to its application. All persons relying on this document regarding our Trustees and their powers over trust property shall be held harmless for any resulting loss or liability from such reliance. A copy of this Certificate of Trust shall be just as valid as the original.
9. Please note the following supplemental information regarding our Trust:
  - a. The settlors of the trust, the Trustees of the trust and the beneficiaries of the trust are the same people. As noted above, this is a GRANTOR'S TRUST and NO TAX I.D. NUMBER is required for this Trust. In fact you are REQUIRED to use one of OUR social security numbers for ALL tax reporting relating to our Trust. For a further

explanation of this requirement, see I.R.S. Regs. 1.671-4(b) and 301.6109-1(a)(2).

- b. The subject trust was validly created and is duly existing under applicable law.
- c. The subject trust is revocable.
- d. The Trustors (also known as Settlers and also known as Grantors) of the trust, the Trustees of the trust and the beneficiaries of the trust are all the same people.
- e. The trust assets may be used as collateral for a loan.
- f. The Trustees are duly qualified under applicable law to serve as Trustees.
- g. The Trustees are authorized under the trust documents and applicable law to pledge or otherwise encumber the trust assets.
- h. Occasionally, some banks or financial institutions mistakenly believe that a request to open an account in the NAME of our Trust is a request to open a "trust account." Also, some banks or financial institutions mistakenly believe that a request to open an account in the NAME of our Trust is equivalent to requesting that the bank or financial institution act as a TRUSTEE of our assets. NEITHER OF THESE UNDERSTANDINGS IS CORRECT. When we request that a bank or financial institution open an account in the NAME of this Trust, we are simply making the TITLED OWNER OF THE ACCOUNT OUR TRUST.
- i. As a general rule, IRAs, Annuities, Life Insurance, Retirement Accounts and other tax deferred investments should not be titled in the name of this Trust. Normally, IRAs, Annuities, Life Insurance, Retirement Accounts and other tax deferred investments should name our Trust as a PRIMARY beneficiary or a CONTINGENT beneficiary of the asset. If you are a third party relying on this document, and you are assisting us with any of these types of assets, then please consult with us prior to assigning a beneficiary designation to any of these types of assets.
- j. With respect to any REAL ESTATE or REAL PROPRTY transferred to our Trust, we reserve the right to reside upon



any real property placed in this trust as our permanent residence during our lifetime, it being the intent of this provision to retain for the Trustors the requisite beneficial interest and possessory right in and to such real property to comply with the common law and all applicable statutes such that said beneficiary interest and possessory right constitute in all respects, "equitable title to real estate". Notwithstanding anything contained in our Trust inconsistent with this provision, our interest in any real property in which we reside pursuant to the provisions of this trust shall be deemed to be an interest in real property and not personally (or personality) and shall be our HOMESTEAD.

10. This Certificate of Trust was prepared by the attorneys with the law firm of Ryan, Hicks, Cumpton & Cumpton, LLP. This Certificate of Trust complies with Ala. Code § 19-3B-1013.\*

Under the terms of Ala. Code § 19-3B-1013 third parties have NO NEED FOR THE ENTIRE TRUST DOCUMENT.

If any third party contends that said third party needs a copy of the entire trust agreement, then such third party should contact the attorneys with the law firm of Ryan, Hicks, Cumpton & Cumpton, LLP at 251-342-8188.

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\* Ala. Code § 19-3B-1013 provides, in part: (a) Instead of furnishing a copy of the trust instrument to a person other than a beneficiary, the trustee may furnish to the person a certification of trust containing the following information: (1) that the trust exists and the date the trust instrument was executed; (2) the identity of the settlor; (3) the identity and address of the currently acting trustee; (4) the powers of the trustee in a pending transaction or relevant to the request; (5) the revocability or irrevocability of the trust and the identity of any person holding a power to revoke the trust; (6) the authority of co-trustees to sign or otherwise authenticate and whether all or less than all are required in order to exercise powers of the trustee; (7) the trust's taxpayer identification number; and (8) the name in which title to trust property may be taken.

(b) A certification of trust may be signed or otherwise authenticated by any trustee.

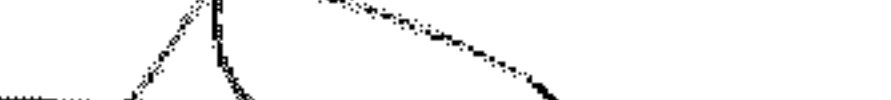
(c) A certification of trust must state that the trust has not been revoked, modified, or amended in any manner that would cause the representations contained in the certification of trust to be incorrect.

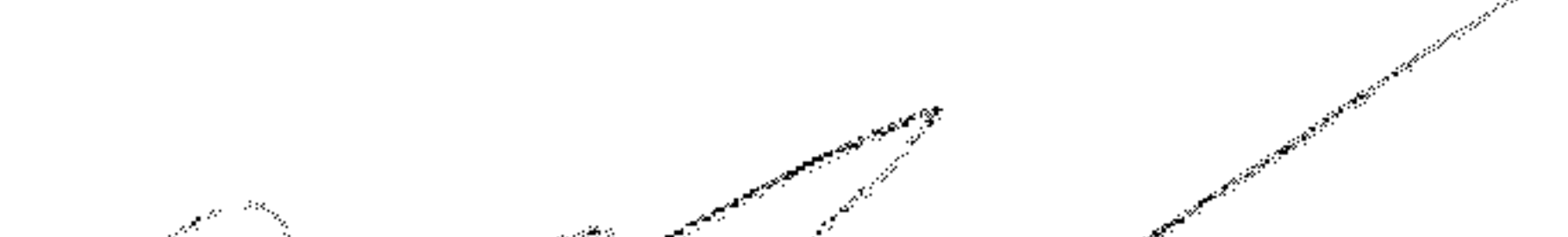
(d) A certification of trust need not contain the dispositive terms of a trust.

## Execution of Certificate of Trust

*Walter Wagner*  
WALTER WAGNER  
TRUSTOR AND TRUSTEE

*Judy M. Wagner*  
JUDY M. WAGNER  
TRUSTOR AND TRUSTEE

  
MICHAEL L. CUMPTON  
WITNESS  
3523 Montlimar Plaza Drive  
Mobile, Alabama 36609

  
C. GARY HICKS  
WITNESS  
3523 Montlimar Plaza Drive  
Mobile, Alabama 36609

STATE OF ALABAMA )  
COUNTY OF MOBILE )


SS

Before me, the undersigned NOTARY PUBLIC in and for said County and State, on the date set forth below, did personally appear WALTER WAGNER and JUDY M. WAGNER, (hereinafter known as TRUSTORS), who are personally known to me, who, after being duly sworn, did execute this CERTIFICATE OF TRUST of their own free and independent will, and who signed in the presence of myself, and in the presence of one another, and in the presence of all Trustees, and in the presence of the two witnesses identified below.

Further and separately, before me did personally appear the identified Trustees, who are personally known to me, who, after being duly sworn, did execute this CERTIFICATE OF TRUST accepting their rights, duties, responsibilities and obligations under the terms of this CERTIFICATE OF TRUST and accepting the terms of this CERTIFICATE OF TRUST. All Trustees signed in the presence of one another, and in the presence of all Trustors, and in the presence of all witnesses, and in my presence.

Further and separately, before me did personally appear the identified witnesses, MICHAEL L. CUMPTON and C. GARY HICKS, who are personally known to me, who, after being duly sworn, did swear and affirm WALTER WAGNER and JUDY M. WAGNER, did sign this document in the presence of said Witnesses, and in the presence of the undersigned Notary Public and in the presence of all identified Trustees, and that said Trustors did execute this CERTIFICATE OF TRUST of their own free and independent will, and said Trustors published this CERTIFICATE OF TRUST to the World as their CERTIFICATE OF TRUST.

All of the foregoing having been sworn and subscribed to me, the undersigned NOTARY PUBLIC in and for said County and State this September 16, 2015.

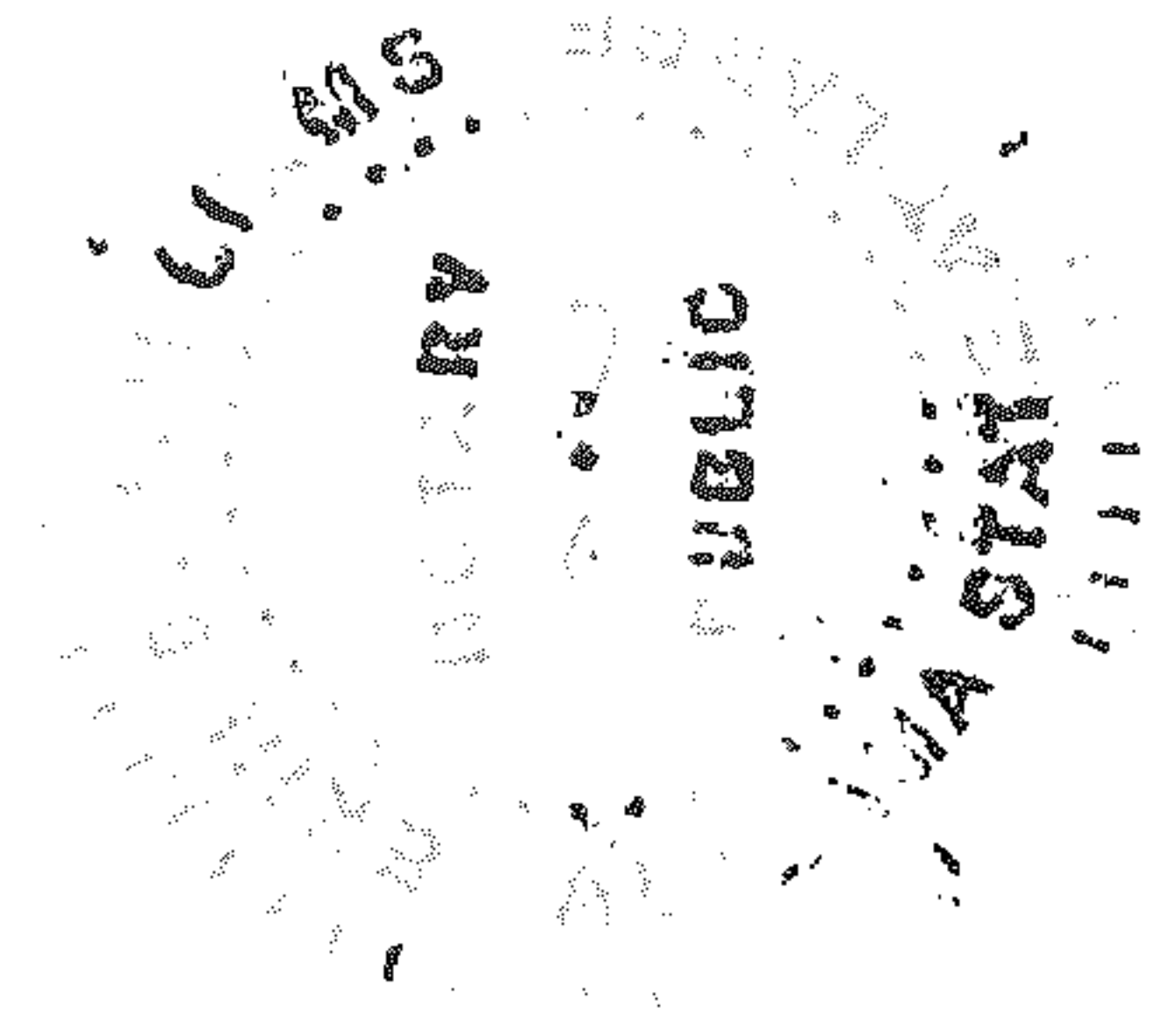


Notary Public

My Commission Expires: 4-2-17

Prepared by:

Ryan, Hicks, Cumpton & Cumpton, LLP  
3523 Montlimar Plaza Drive  
Mobile, Alabama 36609  
(251) 342-8188



COT/S-2



Filed and Recorded  
Official Public Records  
Judge of Probate, Shelby County Alabama, County  
Clerk  
Shelby County, AL  
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*Allen S. Bayl*