

THE COBBEY-TOLL FAMILY TRUST

**A REVOCABLE TRUST DURING
THE JOINT LIVES OF SETTLORS**

**CERTIFICATION OF TRUST
AND AFFIDAVIT OF CURRENTLY
ACTING TRUSTEES
NRS 164.410**

BOOK 432 PAGE 14-24
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Patrick James Martin
2006 FEB 24 PM 1:40

EUREKA COUNTY, NEVADA
M.H. REBALEATI, RECORDER
FILE NO. FEES 24.00

203504

ARTICLE 1

BASIC FACTS AND PROVISIONS

1.1 NAME OF TRUST

THE COBBEY-TOLL FAMILY TRUST
("Trust" "This Trust")

1.2 DATE ESTABLISHED

The Trust is established February 17, 2006, by this, THE
COBBEY-TOLL FAMILY TRUST ("Agreement" "This Agreement").

1.3 SITUS OF TRUST

Storey County, State of Nevada

1.4 PARTIES

1.4.1 SETTLORS CREATING TRUST

DAVID W. TOLL
ROBIN ELIZABETH COBBEY

In addition to Settlers, others may contribute property to the Trust. Such a contributor would be called Grantor or Donor. Settlers are sometimes called Trustors. In This Agreement, the first Settlor to die is referred to as "DECEDENT" and the other Settlor is referred to as "SURVIVOR." Until the death of the first Settlor, Settlers, Trustors, Grantors, or Donors, are referred to as "Settlers." DAVID W. TOLL is the same person as DAVID TOLL.

THE COBBEY-TOLL FAMILY TRUST

CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

\\C:\Cobbe-Toll disk\Family Trust\Certification.wpd\1740.0001

-1-

DAVID WINTHROP TOLL and D. TOLL. ROBIN ELIZABETH COBBEY is the same person as ROBIN COBBEY, ROBIN E. COBBEY, and R. COBBEY.

1.4.2 TRUSTEES WHO WILL HOLD TITLE

DAVID W. TOLL
ROBIN ELIZABETH COBBEY
or the survivor of them

1.4.3 SUCCESSOR TRUSTEE

First: JOHN E. COBBEY
Second: RACHEL S. TOLL

Although there may be a single trustee, co-trustees, a successor trustee or successor trustees, or institutional trustees, all are referred to in This Agreement as "Trustee." Certain subtrusts created in This Agreement may require a trustee independent of Settlor or may require an independent co-trustee with a Settlor. Such an independent trustee is also referred to in This Agreement as "Trustee." In the event that at each of their deaths Settlor are custodians of any accounts such as those accounts described in Chapter 167 of Nevada Revised Statutes, The Uniform Act on Transfers to Minors, Successor Trustees are hereby designated as Successor Custodians pursuant to NRS 167.080.2. In the event that at their deaths, Settlor are party, in any capacity, to an interest for the benefit of anyone in a Section 529 Plan, or any similar plan, Successor Trustees are hereby designated as Settlor Successors in the Section 529 Plan or any similar plan.

1.4.4 BENEFICIARIES

The beneficiaries of This Agreement are those beneficiaries designated on Schedule 1, any trusts that have been created by This Agreement and any beneficiaries designated in Article 4. Each trust should be referred to in order to determine the beneficiary or beneficiaries of that trust. Although there may be single, multiple, trust, entity, or institutional beneficiaries, all are referred to in This Agreement as "Beneficiary."

1.5 FAMILY DECLARATIONS

Residences:

David W. Toll: Storey County, Nevada

Robin Elizabeth Cobbe: Sonoma County, California

THE COBBEY-TOLL FAMILY TRUST

CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

AAcobby-Toll disk\Family Trust\Certification.wpd\1740.0001

Social Security Numbers: Available from Trustees

Child: Christopher C. Toll
Born: May 10, 1990

Children of David: Alexandra Celeste Toll
Born: May 22, 1986

John Percival Toll
Over age 21

Rachel S. Toll
Over age 21

Sarah Hinman
Over age 21

Samuel Clover Toll
Over age 21

James Wilson
Over age 21

Mother of Robin: Anne Druly
Over age 21

Siblings of Robin: John E. Cobbey
Over age 21

Susan Burshriger
Over age 21

Nau Cobbey
Over age 21

Siblings of David: Margery Toll
Over age 21

Suzanne Abrams
Over age 21

1.6 TRUSTS IN THIS AGREEMENT

THE COBBEY-TOLL FAMILY TRUST
THE COBBEY-TOLL FAMILY TRUST, Exemption Trust (Trust "A")
THE COBBEY-TOLL FAMILY TRUST, Survivor's Trust (Trust "C")
THE COBBEY-TOLL FAMILY TRUST, Disclaimer Trust (Trust "D")

THE COBBEY-TOLL FAMILY TRUST
CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES
A:\Cobbey-Toll disk\Family Trust\Certification.wpd\1740,0001

1.7 SCHEDULES IN THIS AGREEMENT

SCHEDULE 1: Designated Beneficiaries of Specific Gifts
SCHEDULE 2: Personal Property - General
SCHEDULE 2.1: Personal Property - "Title Type"
SCHEDULE 2.2: Personal Property - "Contract Type"
SCHEDULE 3: Real Property

1.8 SUMMARY OF TRUST DATA FOR TITLING OF PROPERTY

THE COBBEY-TOLL FAMILY TRUST,
dated February 17, 2006

Trustees: DAVID W. TOLL
ROBIN ELIZABETH COBBEY
or the survivor of them
First Successor Trustee: JOHN E. COBBEY
Second Successor Trustee: RACHEL S. TOLL
Address of Trust: 1616 Madrone Avenue
Healdsburg, California 95440
Tax Identification Number: Available from Trustees

1.9 AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

The Affidavit of the Currently Acting Trustees is EXHIBIT 1.

THE COBBEY-TOLL FAMILY TRUST
CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES
A:\Cobbe-Toll disk\Family Trust\Certification.wpd\1740.0001

EXECUTION PAGE

Executed at Reno, Nevada.

We hereby accept appointment as Trustees of THE COBBEY-TOLL FAMILY TRUST.

David W. Toll, Trustee DATE: 2.17.2006
DAVID W. TOLL, TRUSTEE

Robin E. Cobbey DATE: 2.17.2006
ROBIN ELIZABETH COBBEY, TRUSTEE

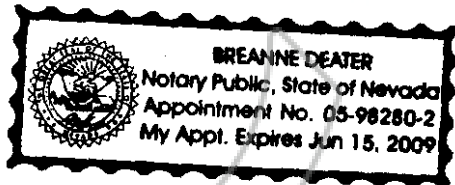
We certify that we have read the foregoing THE COBBEY-TOLL FAMILY TRUST Declaration of Trust and that it correctly states the terms and conditions under which the trust estate is to be held, managed, and disposed of by the Trustees. We approve THE COBBEY-TOLL FAMILY TRUST Declaration of Trust in all particulars and request that the Trustees execute it.

David W. Toll, Settlor DATE: 2.17.2006
DAVID W. TOLL, SETTLOR

Robin E. Cobbey DATE: 2.17.2006
ROBIN ELIZABETH COBBEY, SETTLOR

STATE OF NEVADA)
) ss.
COUNTY OF WASHOE)

On 2/17/06, 2006, before me, a Notary Public, personally appeared DAVID W. TOLL, known to me (or proved) to be the persons whose names are subscribed to the within document, and who acknowledged that he executed the above instrument.

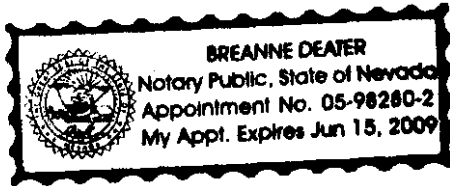


Breanne Deater
NOTARY PUBLIC

THE COBBEY-TOLL FAMILY TRUST
CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES
A:\Cobbe-Toll\dkm\Family Trust\Certification.wpd\1740.0001

STATE OF NEVADA)
) ss.
COUNTY OF WASHOE)

On 2/17/06, 2006, before me, a Notary Public, personally appeared **ROBIN ELIZABETH COBBEY**, known to me (or proved) to be the persons whose names are subscribed to the within document, and who acknowledged that she executed the above instrument.



Breanne Deater

NOTARY PUBLIC

THE COBBEY-TOLL FAMILY TRUST
CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES
A:\CobbeY-Toll disk\Family Trust\Certification.wpd\1740.0001

THE COBBEY-TOLL FAMILY TRUST

A REVOCABLE TRUST DURING THE JOINT LIVES OF SETTLORS

EXHIBIT 1

AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

STATE OF NEVADA)

) ss.

COUNTY OF WASHOE)

We, DAVID W. TOLL and ROBIN ELIZABETH COBBEY, do hereby swear under penalty of perjury that the assertions of this Affidavit are true; that we have personal knowledge of the facts stated in this Affidavit; if called as witnesses, we would be competent to testify to them:

1. That our names are DAVID W. TOLL and ROBIN ELIZABETH COBBEY.

2. **NRS 164.410.1(a)**

That this CERTIFICATION OF TRUST NRS 164.410, THE COBBEY-TOLL FAMILY TRUST, in which DAVID W. TOLL and ROBIN ELIZABETH COBBEY are designated as Trustees is an abstract of a Trust Agreement, by which The Trust was created and executed by us on February 17, 2006, and pages to which this AFFIDAVIT OF CURRENTLY ACTING TRUSTEES is attached are true and correct pages that are abstracted from THE COBBEY-TOLL FAMILY TRUST for recording purposes.

3. **NRS 164.410.1(b)**

That as stated in the CERTIFICATION OF TRUST NRS 164.410, THE COBBEY-TOLL FAMILY TRUST, Settlers are DAVID W. TOLL and ROBIN ELIZABETH COBBEY; Trustees are DAVID W. TOLL and ROBIN ELIZABETH COBBEY. That if Trustees resign, die, or becomes incapacitated or incompetent, the Successor Co-Trustees are:

First: JOHN E. COBBEY

Second: RACHEL S. TOLL

4. **NRS 164.410.1(c)**

That the powers and authority of Trustees (including Successor Trustees) with respect to the Trust include:

THE COBBEY-TOLL FAMILY TRUST

CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

A:\Cobbe-Toll\disk\Family Trust\Certification.wpd\1740.0001

4.1 DISCRETIONARY STATUTORY POWERS

Trustees are granted all of the powers set forth in Nevada Revised Statutes, Sections 163.265 to 163.410, inclusive, together with any amendments and additions thereto, which are incorporated herein by this reference. There are no restrictions on Trustees in dealing with assets of the trust beyond any restrictions contained in Nevada Revised Statutes, Section 163.265 to 163.410, inclusive. For reading convenience, and not by way of limitation, pursuant to this paragraph, Trustees are granted at least the following powers:

4.1.1 BANKING

Trustees shall have the power to open and maintain checking, savings and certificate of deposit accounts, and safety deposit boxes, in commercial banks, savings and loan institutions, or brokerages. Trustees shall have power to deposit into such accounts or safety deposit boxes and make withdrawals from such accounts or safety deposit boxes. Trustees shall have power to designate that such accounts or safety deposit boxes shall be opened in the name of The Trust with one or more signatories, of Trustees' or Settlor's choosing, to the account or accounts, or safety deposit boxes.

4.1.2 PURCHASE OR SALE OF PROPERTY INCLUDING SECURITIES

Settlor reserves the right to have complete and unlimited use and control of any property which constitutes an asset of the Trust Estate. Trustees may sell, exchange, encumber, give options upon, partition or otherwise dispose of any property or interest therein which Trustees may hold, from time to time, with or without court order, at public or private sale, or otherwise, upon such terms and conditions, including credit, for such other consideration as Trustees deems advisable. Trustees shall have power to transfer and convey the property or interest therein which is at the disposal of Trustees, in fee simple absolute or otherwise, free of all trust. Trustees may buy, sell, and trade in securities of any nature on margin, or otherwise, including options, commodities, and short sales and for such purpose may maintain and operate brokerage accounts with brokers. Trustees shall have power to designate that title to personal property or real property shall be held in the name of The Trust with one or more signatories, of Trustees' or Settlor's choosing, authorized to execute transfer documents in connection with that personal property or real property.

4.2 NRS 164.410.1(d)

That THE COBBEY-TOLL FAMILY TRUST is a revocable inter vivos trust; that the Trust Agreement is not of record in any Court.

4.3 NRS 164.410.1(e)

Settlor and Trustees shall have power to have title to any personal or real property taken in the name of The Trust.

4.4 NRS 164.410.1(f)

That the identifying number of This Trust is the Social Security Number of DAVID W. TOLL and that number is available upon legitimate inquiry to Trustees.

THE COBBEY-TOLL FAMILY TRUST

CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

A:\Cobbe-Toll disk\Family Trust\Certification.wpd\1740.0001

4.5 NRS 164.410(g)

That title to assets of The Trust shall be taken in the name of The Trust.
THE COBBEY-TOLL FAMILY TRUST,
dated February 17, 2006

Trustees:

DAVID W. TOLL
ROBIN ELIZABETH COBBEY
or the survivor of them

First Successor Trustee:

JOHN E. COBBEY

Second Successor Trustee:

RACHEL S. TOLL

Address of Trust:

1616 Madrone Avenue
Healdsburg, California 95440

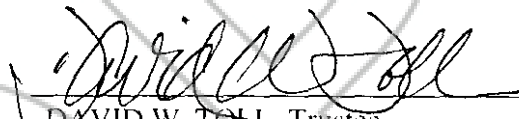
Tax Identification Number:

Available from Trustees

5. NRS 164.410.2

That The Trust has not been revoked or amended to make any representation contained in this Certification invalid. That the signatures are those of all of the currently acting Trustees.

DATE: 2.17.2006


DAVID W. TOLL, Trustee

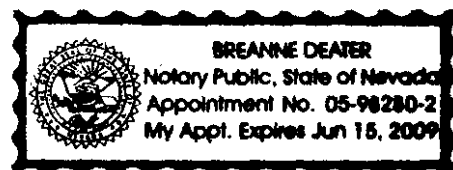
DATE: 2.17.2006


ROBIN ELIZABETH COBBEY, Trustee

SUBSCRIBED AND SWORN TO before me

this 17 day of February, 2006.


NOTARY PUBLIC



THE COBBEY-TOLL FAMILY TRUST

CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES

A:\Cobbe-Toll disk\Family Trust\Certification.wpd\1740.0001

THE COBBEY-TOLL FAMILY TRUST

SIGNATURE GUARANTEE

Signature of Trustees
Making This THE COBBEY-TOLL FAMILY TRUST
CERTIFICATION OF TRUST
AND AFFIDAVIT OF CURRENTLY
ACTING TRUSTEES:

DAVID W. TOLL

ROBIN ELIZABETH COBBEY

SPACE FOR FINANCIAL INSTITUTION REPRESENTATIVE

Authorized Signature

Title

Financial Institution

THE COBBEY-TOLL FAMILY TRUST
CERTIFICATION OF TRUST AND AFFIDAVIT OF CURRENTLY ACTING TRUSTEES
A:\Cobbe-Toll disk\Family Trust\Certification.wpd\1740,0001

