

STATE OF NEW MEXICO
COUNTY OF SAN JUAN
ELEVENTH JUDICIAL DISTRICT
IN THE DISTRICT COURT

DISTRICT COURT
SAN JUAN COUNTY
N.M.

2000 JUN 30 A 10: 24

NO. CV 2000-486-4

IN THE MATTER OF

AZTEC CEMETERY ASSOCIATION TRUST AGREEMENT

DECLARATORY JUDGMENT

THIS MATTER coming before the Court on the Petition for Declaratory Judgment filed herein; Petitioners AZTEC CEMETERY ASSOCIATION, CITIZENS BANK, and CITIZENS TRUST AND INVESTMENT CORPORATION, appearing by and through J. A. PALMER, their attorney, and having indicated their approval hereon; the Court having reviewed said Petition and being fully informed finds:

That the Court has jurisdiction over the subject matter of this action and the parties hereto; that on or about September 20, 1981, the Board of Directors of Aztec Cemetery Association as Grantor and beneficiary, entered into a Trust Agreement naming Citizens Bank, Farmington, New Mexico as Trustee; that said Trust Agreement as originally drafted is unduly burdensome and restrictive in that it permits only investment of the corpus of the trust in certificates of deposit, savings, money market certificates and other investments insured by the F.D.I.C.; it makes no provision for resignation or replacement of the Trustee; and the language thereof may be construed to prevent the amendment or revocation of the trust document; that the relief

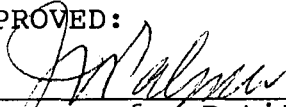
request in the Petition is in the best interest of the beneficiaries of the Trust and the Declaratory Judgment should be granted.

IT IS, THEREFORE, ORDERED, ADJUDGED AND DECREED by the Court that Petitioner AZTEC CEMETERY ASSOCIATION, by and through its Board of Directors, be and it is hereby given authority to amend or revoke the trust document for appropriate purposes, including permitting the Trustee to resign after appropriate notice and for appointment of a Successor Trustee; and to allow the Trustee to make those kinds of investments which are ordinarily and usually made by prudent Trustees in the exercise of their discretionary powers.

BY THE COURT:
PAUL R. ONUSKA

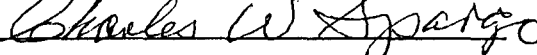
DISTRICT JUDGE

APPROVED:

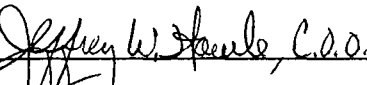


Attorney for Petitioners

AZTEC CEMETERY ASSOCIATION

By 

CITIZENS BANK

By 

CITIZENS TRUST AND INVESTMENT CORPORATION

By 
