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BOOK 144 PAGE 477

**FIRST AMENDMENT TO THE POWERS LIVING TRUST
AND EXERCISE OF POWER OF APPOINTMENT**

This is the First Amendment to THE POWERS LIVING TRUST executed January 10, 1992 and an exercise of survivor Trustor's power of appointment pursuant to paragraph 10.9.4 of THE POWERS LIVING TRUST and 11.95.060(3) of R.C.W.A..

It is Trustor's intention, by amending the Residuary Marital Trust portion of THE POWERS LIVING TRUST, pursuant to paragraph 3.2 of that Trust, and by exercising her power of appointment pursuant to paragraph 10.9.4 of that Trust, that all the household goods and furnishings and the residence at 601 N.W. Viewpoint Drive, Stevenson, Washington shall pass to DALE L. POWERS; and that LEON E. POWERS and VIRGIL R. POWERS shall receive a compensating amount of other assets so that all three of the children ultimately share in the Trust estate equally. Such household goods, furnishings and residence are part of the Residuary Marital Trust, established as part of THE POWERS LIVING TRUST, and funded after the death of RUSSELL E. POWERS on December 20, 1992.

AMENDMENT TO ARTICLE 10

Trustor amends Article 10 paragraphs 10.5.1 and 10.5.2 by deleting them entirely and substituting in their place new paragraphs so that they shall read as follows in their entirety:

10.5.1 Distribute all of the household goods and furnishings to DALE E. POWERS; and distribute other articles of personal or domestic use such as jewelry clothing, and collections equally to Trustors' surviving children, but if there are none, to Trustors' issue by right of representation as Trustee shall decide, or if there are no issue such property shall pass by Washington rules of intestate succession.

10.5.2 Distribute the residence at 601 N.W. Viewpoint Drive, Stevenson, Washington to DALE E. POWERS; and from the residue of the Trust estate LEON E. POWERS and VIRGIL R. POWERS shall each receive assets in an amount equal to 1/3 of the then fair market value of such residence. After teh immediately preceding distributions the Trust estate shall be distributed equally to the three children according to the terms of THE POWERS LIVING TRUST. If DALE fails to survive the residence shall pass to VIRGIL and LEON shall receive from the residue assets in an amount equal to 1/2 of the then fair market value of such residence, however DALE'S equall share of the Trust estate shall pass to his children, or if he has none to Trustors' issue by right o' representation. If LEON or VIRGIL fail to survive their share under this paragpah shall pass to their children, or if they have no children to Trustors' issue by right of representation.

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In all other respects Trustor confirms THE POWERS LIVING TRUST Dated January 10, 1992 as modified by this FIRST AMENDMENT dated July 13, 1994.

This First Amendment shall also be considered an exercise of surviving Trustor's, HARRIET L. POWERS, power of appointment, pursuant to paragraph 10.9.4 of THE POWERS LIVING TRUST, and 11.95.060(3) of R.C.W.A.. The intentions of this First Amendment shall be carried out pursuant to such power of appointment if necessary.

TRUSTOR

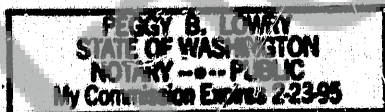
Harriet L. Powers
HARRIET L. POWERS

FILED FOR RECORD
SKAMANIA CO. WASH
BY Harriet Powers

JUL 13 11 37 AM '94
P. Lowry
AUDITOR
GARY M. OLSON

STATE OF WASHINGTON)
County of Skamania) ss.

The foregoing document, THE FIRST AMENDMENT TO THE POWERS LIVING TRUST, AND EXERCISE OF POWER OF APPOINTMENT was acknowledged before me by HARRIET L. POWERS this 13 th day of July 1994.



Peggy B. Lowry
NOTARY PUBLIC FOR WASHINGTON
My Commission expires: 2/23/95