

## FORM #5

[Revocable Trust. Settlor is married. Creates (i) optimal-portion marital-deduction gift, (ii) credit-shelter trust and (iii) management-style trusts until stated ages. Accommodates interests in qualified plans of deferred compensation and individual retirement accounts (§§4.07 and 5.05).]

### DECLARATION OF TRUST

Made October 20, 2004.

### ARTICLE I

#### Purpose

I, KENNETH N. JAMES, of Peoria, Illinois, transfer to myself, as Trustee, ten dollars and other consideration, and, as Trustee, I shall administer this property, together with any additions and changes, according to this instrument.

### ARTICLE II

#### Disposition During My Life

During my life, the Trustee shall administer the trust estate as provided in this Article.

Section 2.01. Revocable Trust. The Trustee shall set the trust estate apart, in a separate trust to be known as the "Revocable Trust" and to be administered as provided in this Section.

(A) Distributions. The Trustee shall pay to me so much or all, if any, of the trust estate as I direct at any time and from time to time.

(B) During Inability. During any time I am unable to exercise the power granted in subsection (A) of this Section or the Trustee believes I am unable to manage my affairs, the Trustee shall pay to me and any person dependent upon me, without any duty of equalization, so much or all, if any, of the trust estate as the Trustee determines to be necessary or advisable from time to time, considering resources otherwise available, to provide for our respective health, education and support in the manner of living to which accustomed.

(C) Gifts.

(1) During the time described in subsection (B) of this Section, the Trustee shall pay to any one or more of my wife and my descendants, without any duty of equalization, so much or all, if any, of the trust estate as the Independent Trustee in its sole and absolute discretion determines to be advisable from time to time for me to make (i) gifts that are (or, if split between my wife and me according to Section 2513(a) of the Code, would be) excludable (because of Section 2503(b) of the Code including, without limitation, because of Section 2503(c) of the Code and rights to withdraw) from the total amount of my gifts under the Code or deductible (because of the marital deduction according to Section 2523 of the Code) for purposes of computing my taxable gifts under the Code and (ii) gifts that because of Section 2503(e) of the Code are not treated as transfers by gift for purposes of Chapter 12 of the Code. If the United States gift tax is not in effect, the preceding sentence shall apply as if the United States gift tax as it last existed were in effect.

(2) If on or after the date of this instrument I create a power of attorney, the Trustee shall pay to the attorney in fact so much or all, if any, of the trust estate as the attorney in fact determines for me to make gifts according to specific authority in the power of attorney.

(D) Termination. Unless sooner terminated by distribution or expenditure according to the foregoing, the Revocable Trust shall terminate upon my death, and the Trustee shall administer the trust estate of the Revocable Trust according to the subsequent provisions of this instrument.

### ARTICLE III

#### Disposition Upon My Death

Upon my death, the Trustee shall administer the trust estate as provided in this Article.

Section 3.01. Charges and Taxes. The Trustee shall pay expenses of my last illness and funeral, costs of administration with respect to property wherever situated passing under my Will or this instrument or otherwise, other proper charges against my estate and estate and inheritance taxes (including any interest and penalty) payable because of my death from my estate, in such amounts, if any, as my estate is insufficient (assuming satisfaction in full of all preresiduary legacies and devises) and, additionally, in such amounts, if any, as my personal representative directs according to my Will. The Trustee shall make the payments directly or to my personal representative, without apportionment or reimbursement, from principal of the trust estate as an expense of administration. Notwithstanding the preceding portion of this Section, I apportion to, and the Trustee shall pay (or obtain reimbursement) from, principal of each disposition (or, when functionally significant, share or portion) according to Section 3.03 the amount, if any, by which the disposition (or share or portion) increases the estate and inheritance taxes, interest and penalty payable because of my death. Notwithstanding anything to the contrary, the Trustee shall not make any payment from any property that is excluded from my gross estate for purposes of determining the United States estate tax payable because of my death or that is elected to qualify for the marital deduction for purposes of determining any estate tax payable because of my death. Any payments that my personal representative makes according to Article I of my Will but with respect to which the personal representative could have made a direction described in the first sentence of this Section shall have the same effect upon dispositions as if the personal representative were to have made the direction. The Trustee shall pay preresiduary legacies and devises given by my Will, to such extent as the Trustee possesses the property given. Section 3.02.

Marital Gift. If (i) my wife survives me or there is no sufficient evidence that we died other than simultaneously (in which event my wife conclusively shall be presumed for purposes of this Section to have survived me) and (ii) the United States estate tax is in effect at my death, the Trustee as of my death shall distribute to my wife, as a "Marital Gift," a fractional share of the Qualified Property that remains after satisfaction of all dispositions and payments under prior provisions of this instrument. The numerator of the fraction shall be the smallest amount that minimizes the United States estate tax payable because of my death. For purposes of determining the numerator, the United States estate tax payable because of my death shall be computed as if:

(i) The credit and deduction for state death taxes were available only to such extent as their use would not increase state death taxes; and

(ii) All of the Marital Gift (and all property that because of a disclaimer is not part of the Marital Gift), and all of the trust estate (and all property that because of a disclaimer is not part of the trust estate) of any trust the name of which is or includes Marital Trust but does not include Remainder, were to qualify for the marital deduction, and no election according to Section 2056(b)(7) (other than, to the extent possible, a deemed election described in Section 2056(b)(7)(C)) of the Code were to qualify other property for the marital deduction.

The denominator of the fraction shall be the value (for purposes of determining the United States estate tax payable because of my death) of the Qualified Property that remains after satisfaction of all dispositions and payments under prior provisions of this instrument.

"Qualified Property" shall mean such property (or its proceeds) in the trust estate as, if allocated to the Marital Gift, would qualify for the marital deduction for purposes of determining the United States estate tax payable because of my death. If (i) my wife survives me or there

is no sufficient evidence that we died other than simultaneously (in which event my wife conclusively shall be presumed for purposes of this Section to have survived me) and (ii) the United States estate tax is not in effect at my death, the Trustee as of my death shall distribute to my wife, as a "Marital Gift," Permissible Property which is sufficient to maximize the basis increase according to Section 1022(c) of the Code because of my death and which at the respective dates of distribution to my wife has an aggregate value of no less than, and to the extent practicable no more than, the amount (if any) by which (a) the value at my death of the Permissible Property that at my death had the smallest value sufficient to maximize the basis increase according to Section 1022 of the Code because of my death exceeds (b) the value at my death of the Permissible Property that at my death had the smallest value sufficient to maximize the basis increase according to Section 1022(b) of the Code because of my death. "Permissible Property" shall mean such property (or its proceeds) in the trust estate as is not specifically given according to prior provisions and, if allocated to the Marital Gift, would permit a basis increase according to Section 1022(c) of the Code. If my wife disclaims any property that (absent the disclaimer) would be disposed by the preceding portion of this Section, the Trustee as of my death shall distribute the property to the Trustee of the Disclaimer Trust under Section 3.03, without my wife being deemed to predecease me because of the disclaimer. If my wife disclaims all interest that (absent the disclaimer) my wife would have in any property according to Section 3.03, the Trustee as of my death shall distribute the property as if my wife were to have predeceased me.

Section 3.03. Disclaimer Trust. The Trustee shall set apart, in a separate trust to be known as the "Disclaimer Trust" and to be administered according to this Section, any property distributed to the Trustee of the Disclaimer Trust. Anything to the contrary notwithstanding, except for a fiduciary power granted in this Section to distribute to my wife subject to an ascertainable standard, my wife shall not possess any power to direct the beneficial enjoyment of the trust estate of the Disclaimer Trust.

(A) Disposition During Life of My Wife. During the life of my wife, the Trustee shall administer the Disclaimer Trust as provided in this subsection (A). The Disclaimer Trust is primarily for the benefit of my wife, and I would approve (but do not direct) the exercise of each power (determined as if this sentence did not exist) to the maximum extent in favor of my wife.

(1) Income. The Trustee shall pay the net income to my wife quarter-annually.

(2) Principal. The Trustee shall pay to my wife so much or all, if any, of the principal as the Trustee determines to be necessary or advisable from time to time, considering resources otherwise available, to provide for her health, education and support in the manner of living to which accustomed. Additionally, the Trustee shall pay to my wife so much or all, if any, of any balance of the principal as the Independent Trustee in its sole and absolute discretion determines to be advisable from time to time, considering or not considering resources otherwise available, for any purpose or reason whatsoever, including the termination of the trust.

(B) Disposition on Death of My Wife. Upon the death of my wife, the Trustee shall distribute any undistributed or accrued income to her estate and shall distribute the principal to the Trustee of the Family Trust under Section 3.05.

Section 3.04. Remainder Trust. The Trustee shall set apart, in a separate trust to be known as the "Remainder Trust" and to be administered as provided in this Section, the remainder of the trust estate (after satisfaction of all dispositions and payments under prior provisions of this instrument).

(A) Disposition During Life of My Wife. During the life of my wife, the Trustee shall administer the Remainder Trust as provided in this subsection (A). The Remainder Trust is primarily for the benefit of my wife, and I would approve (but do not direct) the exercise of each power (determined as if this sentence did not exist) to the maximum extent in favor of my wife.

(1) Give-Me-Five. If my wife is living immediately before the end of a calendar year, the Trustee shall pay to my wife so much, if any, of the trust estate, not to exceed in value five percent of the value of the trust estate as of the end of the year, as my wife last directs in writing before the end of the year.

(2) Additional Distributions. The Trustee shall pay to my wife so much or all, if any, of the trust estate as the Trustee determines to be necessary or advisable from time to time, considering resources otherwise available, to provide for her health, education and support in the manner of living to which accustomed. Additionally, the Trustee shall pay to my wife so much or all, if any, of any balance of the trust estate as the Independent Trustee in its sole and absolute discretion determines to be advisable from time to time, considering or not considering resources otherwise available, for any purpose or reason whatsoever, including the termination of the trust. Additionally, the Trustee shall pay so much or all, if any, of the trust estate to such one or more members of a group consisting exclusively of my descendants in such amounts and portions and subject to such trusts, terms and conditions as my wife directs in writing at any time and from time to time.

(B) Disposition on Death of Survivor. Upon the death of my wife, if my wife survives me, the Trustee shall distribute the trust estate of the Remainder Trust to such one or more members of a group consisting exclusively of my descendants in such amounts and portions and subject to such trusts, terms and conditions as my wife may appoint by Will specifically referring to this power. Upon the death of the survivor of my wife and me, to such extent, if any, as the trust estate of the Remainder Trust is not effectively appointed, the Trustee shall distribute the trust estate of the Remainder Trust to the Trustee of the Family Trust under Section 3.05.

(C) Other Remainder Trusts. Notwithstanding the preceding portion of this Section, if my wife survives me or there is no sufficient evidence that we died other than simultaneously (in which event my wife conclusively shall be presumed to have survived me):

(1) Remainder Marital Trust. The Trustee as of my death shall set apart, in a separate trust to be known as the "Remainder Marital Trust" and to be administered as provided in this subsection (1), so much or all, if any, of what absent this subsection (1) would be the trust estate of the Remainder Trust as my personal representative elects to qualify for the marital deduction for purposes of determining any estate tax payable because of my death. My personal representative shall make such election, if any, with respect to so much or all, if any, of what absent this subsection (1) would be the trust estate of the Remainder Trust as the Independent Trustee in its sole and absolute discretion directs. The Remainder Marital Trust shall be identical to the Remainder Trust, except that (i) subsection (A) of Section 6.02 shall apply, (ii) subsection (A)(1) of this Section shall not apply and instead the Trustee shall pay the net income to my wife quarter-annually, (iii) upon the death of my wife the Trustee shall distribute any undistributed or accrued income to her estate and (iv) the Trustee shall not pay any of the trust estate to other than my wife during her life.

(2) Remainder Special Assets Trust. The Trustee shall set apart in (or, as the case may be, pay to) a separate trust, to be known as the "Remainder Special Assets Trust" and to be identical to the Remainder Trust, except that the Trustee shall not pay any of the trust estate to other than my wife during her life and that subsection (A)(1) of this Section shall