Joe Trumm
115 Naylor Dr.
Alburnett, IA
52202

DELAWARE COUNTY IOWA
FILED
1999 MR 29 PM 12:23
BOOK 1999 PAGE 1047
PEGGY L. PAYTON
DELAWARE CO RECORDER
$30.00

Preparer: Joe Trumm Address: 115 Naylor Drive, Alburnett, IA 52202 Phone: 319-842-2251

AFFIDAVIT OF RECORDING

I, Joe Trumm, being familiar with the events of the Howard B Stalnaker Trust, state attached documents are true copies of those which were filed in the Clerk of Court in Delaware County, IA., being trust # TR PR004143 Delaware County record.

Joe Trumm

Joe Trumm

3/29/99

Date

State of Iowa
County of Delaware

On this 29th day of March, 1999, before me, a Notary public, personally appeared Joe Trumm to me known to be the person named in and who executed the foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.

Mark H Engelbrecht

Mark H Engelbrecht

NOTARIAL SEAL IOWA
MARK H. ENGELBRECHT
MY COMMISSION EXPIRES
1-6-1999

My commission expires 1-6-1999

P1992-

IN THE IOWA DISTRICT COURT FOR CLAYTON COUNTY

IN THE MATTER OF THE TRUST UNDER ARTICLE IV OF THE LAST WILL AND TESTAMENT OF HOWARD B. STALNAKER, DECEASED	)	PROBATE NO. 1992-1082 ENROLLED ORDER APPROVING TRUSTEE'S ELEVENTH INTERIM REPORT AND FINAL REPORT AND APPLICATION FOR DISCHARGE OF OLINDA STALNAKER AS CO-TRUSTEE

ON THIS 2 day of January, 1996, the Trustee's Eleventh Interim Report of Firstar Bank Iowa, N.A., Trustee of the Trust established under Article IV of the Last Will and Testament of Howard B. Stalnaker, deceased, and the Final Report and Application for Discharge of Olinda Stalnaker, deceased, as Co-Trustee, being presented to the Court and the Court having examined the file, the said Report and the documents filed in support of said Report, finds as follows:

1. That due, timely and legal notice of the filing of the Trustee's Eleventh Interim Report and Final Report and Application for Discharge of Olinda Stalnaker as Co-Trustee has been given to the parties in interest in the Trust as provided by law and in accordance with the prior Order of the Court entered herein on November 14, 1995 prescribing such notice. The mailing addresses to which the notices of filing of the Trustee's said Interim Report and Final Report and Application for Discharge of Olinda Stalnaker constitute the last known mailing addresses of the parties in interest in the Trust.

2. That no party in interest has filed a written objection to the Trustee's Eleventh Interim Report and Final Report and Application for Discharge of Olinda Stalnaker as Co-

Trustee within the time period required by law and within the time period established under the Court's prior Order and under the notice given to the parties in interest..

3. That no party in interest in the Trust is or has been at any time within the preceding six (6) month period a member of the armed forces of the United States of America, and none is entitled to the benefits or relief provided by the Soldier's and Sailor's Civil Relief Act.

4. That the matter of the Trustee's Eleventh Interim Report and Final Report and Application for Discharge of Olinda Stalnaker as Co-Trustee is now ready for final disposition by this Court, and the Court has jurisdiction of the parties and the subject matter.

5. That Olinda Stalnaker, the duly appointed and acting Co-Trustee of said Trust, died January 14, 1995; that said Olinda Stalnaker continued to serve as Co-Trustee of the Trust until the time of her death, and performed all of the services as Co-Trustee for which she assumed responsibility and customarily performed during the period of her appointment including the period of the Trustee's Eleventh Interim Report, and including acting as co-farm manager of the farm properties held as assets of the Trust; that the Last Will and Testament of Howard B. Stalnaker, deceased, under which this Trust was established, appointed Olinda Stalnaker as Co-Trustee, and did not provide for the appointment of a successor of a Co-Trustee in the event of her resignation or death; that, accordingly, Firstar Bank Iowa, N.A., successor in interest to and one and the same entity as The Merchants National Bank of Cedar Rapids, should continue to act as sole successor Trustee of the Trust under Letters of Appointment issued to said bank on or about October 13, 1982.

6. That the statements and allegations contained in the Trustee's Eleventh Interim Report and Final Report and Application for Discharge of Olinda Stalnaker as Co-Trustee are true and correct, and that the schedules and exhibits attached thereto are true and correct, and that the relief should be granted as prayed therein; that each and every receipt and disbursement and investment and reinvestment of the Trustee should be approved and confirmed, and the Trustee should be authorized to continue to hold, subject to the Orders of this Court, the assets of the Trust and to pay the income therefrom as provided under the applicable provisions of the Last Will and Testament of Howard B. Stalnaker, deceased, under which said Trust was established.

7. That the Farm Management Agreement entered between the Trustees and Firstar Farm Management (formerly known as Banks of Iowa Farm Management) under which said Firstar Farm Management continues to serve as manager of the farm properties held as assets of the Trust should be extended, and the Trustee should be authorized to continue the management and operation of the farm properties held in the Trust under and pursuant to the terms of said Farm Management Agreement.

8. That Firstar Bank Iowa, N.A., as Co-Trustee during the period of the Trustee's Eleventh Interim Report, has performed the usual and customary services as such Co-Trustee and should be allowed a reasonable fee for its services in connection with the management of the non-farm assets of the Trust as prayed in the Trustee's Eleventh Interim Report; that said Firstar Bank Iowa, N.A. should be permitted to continue to pay itself monthly as a Trustee's

fee with respect to the management of non-farm assets of the Trust in an amount equal to one-twelfth of the anticipated fee for the next calendar year and fiscal period of the Trust to be determined by applying the Trustee's standard fee schedule to the market value of the non-farm assets on a monthly basis, with such fee amounts to be reviewed by the Trustee at the end of each fiscal period and adjusted as appropriate.

9. That Shuttleworth & Ingersoll, P.C., attorneys for the Trustees, have performed the usual and customary services as such attorneys for the Trustees and should be allowed a reasonable fee for their services plus reimbursement of expenses incurred as prayed in the Trustee's Eleventh Interim Report for such services as are described and listed in Exhibit D to the Trustee's Eleventh Interim Report.

IT IS, THEREFORE, HEREBY ORDERED, ADJUDGED AND DECREED that the Trustee's Eleventh Interim Report of Firstar Bank Iowa, N.A. as Trustee of the Trust established under Article IV of the Last Will and Testament of Howard B. Stalnaker, deceased, and each and every act and doing of said Trustee and each and every investment and reinvestment and each and every receipt and disbursement of said Trustee be and the same are hereby ratified, approved and confirmed.

IT IS FURTHER. ORDERED, ADJUDGED AND DECREED that the Final Report and Application for Discharge of Olinda Stalnaker as Co-Trustee of the said Trust established under Article IV of the Last Will and Testament of Howard B. Stalnaker, deceased, and each and every act and doing of said Co-Trustee and each and every investment and reinvestment

and each and every receipt and disbursement made by said Co-Trustee be and the same are hereby ratified, approved and confirmed, and that said Olinda Stalnaker, deceased, be and she is hereby released and discharged of any further duty, obligation or liability as Trustee of said Trust.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that each and every investment of said Trust as set forth in the Trustee's Eleventh Interim Report, specifically including the farm real estate and related farm assets owned by the Trust and constituting assets of the Trust, be and continue to be held by the Trustee subject to the further Orders of this Court, and that Firstar Bank Iowa, N.A. continue the administration of said Trust as provided under the terms of the Last Will and Testament of Howard B. Stalnaker, deceased.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Trustee is hereby authorized and empowered to employ and to continue to employ Firstar Farm Management to act as manager of the farm real estate and other related farm property interests held as assets of the Trust and to carry out the management activities of the farm properties on behalf of the Trustee and to receive a management fee for the performance of such duties.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Firstar Bank Iowa, N.A. should be allowed a fee in the sum of $763.54 (763.54) as compensation for services performed as Trustee for the fiscal period of the Trust ending December 31, 1994, payment of which be is hereby ratified, approved and confirmed.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Firstar Bank Iowa, N.A., as Trustee be authorized and permitted to continue pay itself monthly as a Trustee's fee for management of the non-farm assets of the Trust in an amount equal to one-twelfth of the total fees projected for the next fiscal period of the Trust computed in the manner described in the Trustee's Eleventh Interim Report and subject to adjustment at the end of said fiscal period of the Trust.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the compensation for Shuttleworth & Ingersoll, P.C., attorneys for the Trustee, for services performed and described in the Trustee's Eleventh Interim Report, is hereby allowed in the sum of $1690.00; that the payment of said attorneys fee, together with reimbursement of any expenses incurred by said attorneys, is hereby authorized and approved.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Firstar Bank Iowa, N.A., as Trustee, is authorized and empowered to hold and to continue to hold the farm properties held in the Trust as assets of the Trust and to continue to operate and manage the farm properties and related farm assets in the manner they have been managed during the period of the Trustee's Eleventh Interim Report.

Judge of the First Judicial District of Iowa

Copy hereof mailed or delivered
to Michael McDermott
on 1/2 96
Susan K Krupan
CLERK OF DISTRICT COURT
CLAYTON COUNTY, IOWA