

estate shall be distributed to the person or persons in the shares and proportions in which Settlor's Administrator would have been required to distribute the same had she died intestate, a resident of the State of Missouri and possessed of such property at such time.

EIGHTH.

1. If for any reason BEATRICE B. DAVIS is incapacitated or otherwise cannot act or shall cease to serve as Trustee hereunder, CHRISTOPHER D. DAVIS and CAROLINE D. DAVIS shall serve as Successor Trustees. If either CHRISTOPHER D. DAVIS or CAROLINE D. DAVIS cannot act or shall cease to serve as Trustee, CHRISTOPHER J. ANDERSON shall serve as Trustee in his or her place. If for any reason any two of the above three persons cannot act or shall cease to serve as Trustee, the remaining Trustee shall serve as sole Trustee.

IN WITNESS WHEREOF, this instrument has been executed, as of the day and year first above written, in multipart, each one of which shall be deemed an original, by the Settlor and the Trustee.


BEATRICE B. DAVIS, SETTLOR

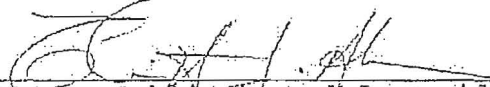

BEATRICE B. DAVIS, TRUSTEE

STATE OF MISSOURI)
) SS.
COUNTY OF JACKSON)

On this 30 day of FEBRUARY, 1997, before me, the undersigned, a Notary Public, personally appeared BEATRICE B. DAVIS, to me known to be the same person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free and voluntary act and deed as Settlor and Trustee of this Trust.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal on the day and year last above written.




Notary Public in and for said
County and State

My commission expires:

CHRISTOPHER J. ANDERSON
Notary Public - State of Missouri
Commissioned in Jackson County
My Commission Expires Nov. 12, 1997

SECOND AMENDMENT TO
BEATRICE B. DAVIS REVOCABLE TRUST INDENTURE

THIS SECOND AMENDMENT TO BEATRICE B. DAVIS REVOCABLE TRUST INDENTURE, entered into this 11 day of MAY, 1998, by BEATRICE B. DAVIS, Settlor, and BEATRICE B. DAVIS, Trustee,

W I T N E S S E T H:

WHEREAS, Settlor established a funded, revocable trust with the Trustee dated April 4, 1990, as amended February 3, 1997; and

WHEREAS, Settlor and the Trustee have authority under paragraph SEVENTH of the Trust Indenture to amend the Indenture;

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein, Settlor and the Trustee agree to amend the Indenture to delete paragraphs FIFTH 1, 2 and 3, EIGHTH, NINTH and TENTH of the Indenture and substitute in their place the following paragraphs FIFTH 1, 2, 3 and 4, EIGHTH and NINTH:

FIFTH:

1. A. The Trustees shall distribute any interest of the trust in the following bronze sculpture to the NELSON GALLERY FOUNDATION:

Gaston LaChaise Bronze, cast #4/12, 13-1/2 inches high done in 1923, head of a woman (long neck version) casting of head of "MADAME LACHAISE".

B. The Trustees shall distribute any remaining furniture, household goods, wearing apparel, jewelry, personal effects, club memberships, and any motor vehicles, together with all policies of insurance on or in connection with such property, in accordance with any written statement or list which Settlor may

leave directing disposal of such property. If more than one such statement or list is found, the most recent shall govern in the event of any inconsistency among the lists, but to the extent practicable, the directions in all such lists shall be followed. If no list is found within two months after Settlor's death, or if any list or lists do not provide for all of the property set forth above, the property and insurance policies not provided for by such list or lists shall be distributed in equal shares to Settlor's children who survive her, to be divided as they agree. If within three months of Settlor's death her children fail to agree upon a division, the property and policies shall be distributed between Settlor's children in equal shares by the Trustees.

C. The reasonable cost of protecting, appraising, packing, storing, shipping, cleaning, and insuring all property disposed of in this paragraph shall be paid as an expense of administering the trust estate.

D. The Trustees are authorized to make a binding and conclusive resolution of any reasonable doubt as to whether any particular asset or assets are included in the property disposed of by this paragraph.

2. Upon the death of Settlor, and after providing for the distributions contemplated above and allowing for appropriate tax allocations for those distributions, the Trustees shall divide the balance of the trust estate into two shares, the first share consisting of that portion of the trust estate which is entirely exempt from generation-skipping tax by reason of any generation-

skipping tax exemption allocated at Settlor's death or for any other reason, and the second share consisting of that portion of the trust estate which is not entirely exempt from generation-skipping tax. There shall be placed in the share which is entirely exempt from generation-skipping tax the largest pecuniary amount which can be distributed to that share without increasing that share's inclusion ratio above zero. The balance of the trust estate shall be distributed to the share which is not entirely exempt from generation-skipping tax. The Trustees shall select and divide the cash, securities and other property, including real estate and interests therein, between the exempt and non-exempt shares, employing for that purpose values current at the time or times of distribution; and each such distribution shall bear interest from the date specified under applicable local law (and, if none, from the date of Settlor's death) to the date of payment, such interest to be at the statutory rate applicable under state law governing administration of this trust (and, absent such statutory rate, at 80% of the rate applicable under Section 7520 of the Internal Revenue Code or successor provision in effect at the time of Settlor's death). The foregoing interest requirement shall be interpreted and adapted to meet the "appropriate interests" requirement imposed by applicable proposed or final generation-skipping tax regulations. Each of the shares so created shall be disposed of as follows:

A. The share of the trust estate which is entirely exempt from generation-skipping tax shall be held and disposed of as follows:

(1) During the lifetime of WINFIELD BUECKING DAVIS, the Trustee may pay CAROLINE D. DAVIS, CHRISTOPHER D. DAVIS and WINFIELD BUECKING DAVIS, and any of their descendants, or any one or more of them, such part of all of the income and principal of the trust (even to the extent of exhausting the trust) at such time or times and in such equal or unequal proportions among them as the Trustee believes necessary for the health, education, maintenance and support of CAROLINE D. DAVIS, CHRISTOPHER D. DAVIS, WINFIELD BUECKING DAVIS, and their descendants. Such payments shall be made from the income of the trust estate to the extent such income is available, and any deficiency shall be paid out of principal. Any undistributed income shall be accumulated and from time to time added to principal.

(2) Upon the death of WINFIELD BUECKING DAVIS, the principal of the trust and all accrued or undistributed income thereof not effectively disposed of by the above provisions shall be distributed to or for the benefit of such one or more persons or organizations in such proportions and subject to such trusts, powers and conditions as WINFIELD BUECKING DAVIS may provide and appoint by Will specifically referring to this special power to appoint; provided, however, that WINFIELD BUECKING DAVIS shall not have the power to appoint to or for the benefit of himself, his estate, or the creditors of either. The Trustees may rely on a

Will admitted to probate in any jurisdiction as the Last Will of WINFIELD BUECKING DAVIS or may assume he had no Will in the absence of actual knowledge of a Will within three months after his death.

(3) Upon the death of WINFIELD BUECKING DAVIS, or on Settlor's death if such child predeceases her, any unappointed principal or interest of the trust not effectively disposed of by any other provisions of this paragraph A shall be distributed per stirpes to the then living descendants of WINFIELD BUECKING DAVIS, if any, otherwise per stirpes to Settlor's then living descendants, except that, if any such descendant has not attained the age of thirty-five (35) years, the Trustee shall retain any property otherwise distributable to such descendant as a separate trust named for such descendant, to be administered and distributed as provided in paragraph 3 below.

B. The share of the trust estate which is not entirely exempt from generation-skipping tax by reason of any generation-skipping tax exemption allocated at Settlor's death or for any other reason shall be distributed in equal shares to Settlor's children, CAROLINE D. DAVIS and CHRISTOPHER D. DAVIS. If either child of Settlor shall not then be living but have issue then living, subject to the provisions of paragraph 3 below, such issue shall take per stirpes the share which such child would have taken had he then been living. If any child of Settlor shall not then be living and have no issue then living, the share of such child shall lapse and the share of the other child of Settlor then living (or the share of the issue of the other) shall be increased

proportionately. If both of Settlor's children shall not then be living and have no issue then living, such property shall be distributed to such person or persons in the shares and proportions in which Settlor's Administrator would have been required to distribute the same had Settlor died intestate, a resident of the State of Missouri and possessed of such property at such time.

3. If distribution is to be made to any descendant of Settlor who has not attained the age of thirty-five (35) years at such time, his or her share shall be retained as a separate trust, upon the trusts and for the uses and purposes hereinafter stated. The Trustees shall hold, manage, invest and reinvest such property, shall collect and receive all interest and income therefrom, and shall distribute such property and said interest and income (hereinafter called the "trust estate") as follows:

A. Until each descendant for whom a trust is created shall attain the age of thirty-five (35) years, and notwithstanding the provisions below for the payment to him or her of certain portions of his or her share of the trust estate upon his or her attaining a certain age, the Trustees shall pay to or for each descendant's benefit such sum or sums as the Trustees shall conclude are necessary for such descendant's health, maintenance, support and education. Such payments shall be made from the income of each descendant's trust estate to the extent that such income is available, and any deficiency shall be paid out of principal. Any excess net income shall be accumulated and added to principal.

Trustee deems advisable, but not after the time the beneficiary reaches that age or is no longer under a disability other than age. If the Trustee holds such share as a separate trust, the Trustee may use for the benefit of the beneficiary so much of the income and principal as the Trustee shall determine to be required for the beneficiary's support and education, adding any excess income to principal. If such person dies before attaining the age of twenty-one (21) years or legal capacity to act, all such principal and income shall be paid to the estate of such person. The authority herein conferred upon the Trustee by this paragraph shall be construed as a power only and shall not operate to suspend or prevent the absolute vesting of any property in such person. With respect to the administration of any such property, the Trustee shall have all the powers vested in her under the provisions of this instrument, and shall be entitled to reasonable compensation for her services.

2. With the exception of income earned in a Qualified Terminable Interest Property Trust, or unless otherwise provided, upon the death of any beneficiary any accrued or undistributed income shall be held and accounted for, or distributed, in the same manner as if it had been received and accrued after the beneficiary's death.

3. If at any time any beneficiary to whom the Trustee is directed in this instrument to pay any income is under legal disability or is in the opinion of the Trustee incapable of properly managing his affairs, the Trustee may use such income for his benefit.

4. The Trustee either may expend directly any income or principal which she is authorized in this instrument to use for the benefit of any person, or may pay it over to him or for his use to his parent, guardian, custodian under any Transfer to Minors Act or to any person with whom he is residing, without responsibility for its expenditure.

5. In determining whether and to what extent to make discretionary payments of income or principal to, or for the benefit of, any beneficiary, the Trustee may, but shall not be required to, take into account any other property or sources of income or support of the beneficiary known to the Trustee. Discretionary payments of income or principal shall not be considered as advancements.

6. During the entire duration of any trust established pursuant to this instrument, each and every beneficiary of said trust shall be without power, voluntarily or involuntarily, to sell, mortgage, pledge, hypothecate, assign, alienate, anticipate, transfer or convey any interest in the trust estate or the property constituting the trust estate or the income therefrom until the same is actually paid into his or her hands, and no part thereof or the property contained therein shall be subject to the claims of creditors of any beneficiary, or to judgment, levy, execution, sequestration, attachment, bankruptcy proceedings, or other equitable or legal process.

7. In determining whether and to what extent a power of appointment has been exercised by will, the Trustee may rely upon any instrument admitted to probate in any jurisdiction as the will of the holder of the power. The Trustee may act as if the holder of the power died intestate if the Trustee has no notice of a will within three months after the holder's death. This paragraph shall not affect the rights of an appointee or beneficiary against any distributee.

8. No trustee shall be required to give any bond as trustee; to qualify before, be appointed by or in the absence of breach of trust to account to any court; or to obtain the

order or approval of any court in the exercise of any power or discretion.

9. The Trustee may rely upon any notice, certificate, affidavit, letter, telegram or other paper or document believed by her to be genuine, or upon any evidence deemed by her to be sufficient, in making any payment or distribution. The Trustee shall incur no liability for any payment or distribution made in good faith and without actual notice or knowledge of a changed condition or status affecting any person's interest in the trust.

10. Except for any period during which the Settlor is serving as Trustee, during the entire duration of any trust established hereunder, the Trustee shall keep accurate books of account of all transactions pertaining to each trust estate, showing the receipt of both principal and income and all investments and change in investments and showing the disbursements and charges for her services as Trustee hereunder. These books shall be open at all reasonable times for inspection by the beneficiaries hereunder who are actually entitled to participate in the net income and/or principal of the trust estate. The Trustee shall at least annually render to the beneficiaries entitled to participate in the net income and/or principal of each trust estate, statements reflecting the then actual condition of the trust estate, showing all receipts, disbursements of income and principal, changes of investments and investments then held as a part of the trust estate.

11. Except as to any trust established for Settlor's spouse, the Trustee is specifically authorized to merge any trust hereunder with any other trust hereunder or any other trust, by whomsoever created, which trust or trusts have the same beneficiaries, for any period of time when the governing provisions shall be substantially the same, and the Trustee shall likewise have the power, should she deem it advisable to do so, to maintain any two or more of the separate shares hereunder for separate beneficiaries as a single account for purposes of more convenient or economical investment or accounting, preserving the separate identity of the beneficiaries' interest.

12. No person dealing with the Trustee or any trust established hereunder shall be bound to inquire into or be liable for the application of any money or other consideration loaned or otherwise paid to the Trustee or to inquire into the power or authority of the Trustee, or into the validity, expediency or propriety of any transaction affecting the trust estate or any part thereof. All persons interested in any part of this trust estate shall be forever bound by any action taken by the Trustee in good faith in the exercise of any of her powers, privileges or discretions.

13. The Trustee shall be empowered, in her sole and absolute discretion, to terminate any trust in whole or with respect to any share of a trust if such trust or share thereof shall be or become of a size that is no longer economical to administer. In the event of any such termination, the assets of the trust or share thus terminated shall thereupon be paid and distributed, free and clear of all trusts, to the persons then beneficially entitled to receive payments of income from such trust. If there shall be more than one person entitled to receive income from a given trust or share which is terminated pursuant to this paragraph, the assets thereof shall be divided in proportion to their interests hereunder among all persons so entitled to share in such income.

14. In addition to her reasonable expenses incurred in the performance of her duties under any trust established

pursuant to this instrument, the Trustee shall be entitled to receive reasonable compensation for her services hereunder in accordance with the corporate Trustee's published schedule of fees in effect from time to time, if a corporate Trustee is serving hereunder.

15. The Trustee is expressly relieved from any and all statutory accounting or reporting duties which would otherwise be placed upon her by law.

16. No Trustee shall participate in the exercise of any discretion with respect to distribution of income or principal of any portion of the trust property in which the Trustee, or any person the Trustee is obligated to support, has any beneficial interest, and the discretion shall be exercised only by the remaining trustee or trustees.

17. The Trustees may entrust sole custody of any securities, cash, or other property held by them to either of them. Either Trustee may, by instrument in writing, from time to time, delegate to the other the exercise of any or all of the powers conferred upon the Trustees by this instrument, and may at pleasure revoke any such delegation, which revocation shall be effective upon receipt.

18. The successor Trustees are expressly authorized to retain as an investment of any trust hereunder securities of BOATMEN'S BANCSHARES, INC. (including stocks, bonds, debentures and any other form of securities representing either or both a proprietary interest in or obligation of said corporation), and of any other corporate successor or subsidiary to or affiliated with the corporate successor Trustee which is now or hereafter assigned, devised, bequeathed, transferred or delivered to them (all of which, if more than one, are hereinafter referred to as "the Company"). Pending sale or final distribution of said securities or liquidation of the Company, the successor Trustees shall have the following authority and discretions in addition to the general grant of authority and discretion elsewhere herein given to them:

(a) To participate in the management of the Company;

(b) To supervise the conduct of the Company's business;

(c) To extend credit to the Company from the banking department of the corporate successor Trustee without in any way increasing, limiting or otherwise affecting its duties, responsibilities and liabilities as corporate successor Trustee;

(d) To increase the investment of a trust in the Company either or both by way of secured or unsecured loans to the Company, by the purchase of stock from other stockholders of the Company, expressly including stock owned by a beneficiary, or by subscription to additional stock, either or both common and preferred, or by pledging assets for the debts of the Company, provided, however, that the Trustees shall vote any and all stock in BOATMEN'S BANCSHARES, INC. as directed by a majority of the adult then current income beneficiaries of each trust established hereunder in the following manner:

(1) Only current income beneficiaries over the age of twenty-one (21) years shall be entitled to participate in the direction to the Trustees. If any current income beneficiary is under the age of twenty-one (21) years, his or her most immediate ancestor (jointly if more than one)

shall be entitled to participate on his or her behalf (all of whom are hereafter referred to as "eligible voters").

(2) Each eligible voter may give the Trustees his or her instruction regarding voting of stock of the Company on any matter put to a vote of the shareholders. The weight to be given to each such instruction by the Trustees shall be a percentage which is the same as the percentage which that eligible voter's current income interest in each trust bears to the total current income interests in each trust estate. A beneficiary's current income interest shall be determined on the basis of actual income paid to the beneficiary during the preceding twelve-month period.

(3) Five full business days prior to the deadline set by the Company for receipt of votes by shareholders (or at such later date as may be set by the Trustees in their discretion), the Trustees shall count the instructions given to them by the eligible voters. At that time, the Trustees shall vote all shares of the Company held by them as directed by a majority in interest of the eligible voters (based upon the instructions received by the Trustees, weighted as provided in subparagraph (2)).

(4) The Trustees shall be under no obligation to notify eligible voters of any matter to be voted upon by stockholders of the Company. The Trustees shall have no obligation to take account of any direction received by them subsequent to the date for counting instructions set in subparagraph (3).

(5) For purposes of this paragraph 18 (d) only, the Trustees shall aggregate any and all stock in BOATMEN'S BANCSHARES, INC. owned by them as Trustees under this instrument, irrespective of whether such stock is held in separate shares or separate trust estates for different beneficiaries. In the event the instructions received by the Trustees do not produce a majority in interest on a matter to be voted upon, the Trustees shall vote the stock of the Company in each trust in proportion to the instructions received by it, weighted as provided in subparagraph (2).

The successor Trustees shall exercise ordinary business judgment in determining how long such securities shall be retained as an investment and in deciding upon such action as it may take in its supervision of the management of the Company during the period of such retention and the readjustment of the total investment therein, it being Settlor's intention to give to the successor Trustees every power and discretion it may need or require to provide proper management and supervision of the Company, and the successor Trustees shall not be liable for any loss that may result from the honest exercise of these powers and discretions. The Settlor realizes that he is exposing the trust to the risks inherent in all business operations, but he believes that the possibility of preserving the capital and income values which he believes these securities to contain justifies such risk. To the extent that the successor Trustees may render service to the Company, they are expressly authorized to take such steps as may be practicable to charge their fee for such service to the Company rather than to the trust.

ELEVENTH. Any person entitled under this Trust to receive any interest, power and/or right, may renounce or disclaim all or any part or parts of such interest, power and/or right. Such renunciation or disclaimer shall be by written instrument, which shall describe the property, part thereof, interest therein or power renounced and which shall be signed by the person renouncing such property, part thereof, interest therein or power renounced.

If any person should renounce or disclaim any or all of his or her interests under this instrument then the succeeding or alternate interests hereunder shall be accelerated or substituted. Accordingly, all of the provisions of this instrument shall be construed as though such person had predeceased Settlor, except any provisions that may be necessary to preserve any interest or interests of such person which he or she has not renounced or disclaimed and except any provisions whereunder such person is entitled to act as a fiduciary hereunder.

TWELFTH. 1. Whenever issue living at any particular time of any person are referred to in this Trust, the term "issue" shall be deemed to mean all of such person's lineal descendants of every degree living at such time who have no ancestor then living who is a lineal descendant of such person. The term "lineal descendant" shall be deemed to include legally adopted persons and their lineal descendants, and the term "ancestor" shall be deemed to mean a lineal ascendant of any degree by blood or adoption. The terms "child" or "children" as used herein shall include a lineal descendant or lineal descendants of the first degree only, and shall be deemed to include any child or children born or legally adopted after the execution of this Trust.

2. Whenever in this instrument a bequest is made to a person or persons "living" at a particular time, an afterborn child of a parent deceased at that time shall be deemed to be "living" at that time.

3. "Incapacity" as used herein shall be defined as the determination made by a person's personal physician that the person is physically and/or mentally incapable of handling his or her personal financial affairs and (where applicable) his or her responsibilities as Trustee hereunder.

4. Whenever the context requires or permits, the masculine gender shall be deemed to include the feminine, the singular the plural, and vice versa.

5. The Provisions of this Trust Indenture, and the disposition of all property hereunder, shall be governed in all respects (including validity, regulation and interpretation) by the laws of the State of Missouri.

6. The name of "BOATMEN'S FIRST NATIONAL BANK OF KANSAS CITY" wherever mentioned in this Will, shall include not only said Bank, but also its successor and successors, any surviving corporation into which it may be merged, any new corporation resulting from its consolidation with any other corporation or corporations, the successor and successors of any such surviving or new corporation, and any corporation to which the fiduciary business of said bank may at any time be transferred.

THIRTEENTH. If Settlor's husband shall die simultaneously with Settlor or under such circumstances as to render it difficult or impossible to determine who predeceased the other, Settlor's husband shall be deemed to have predeceased Settlor, and the provisions of this instrument shall be construed upon that assumption, notwithstanding the provisions of any law establishing a different presumption of order of death or providing for

survivorship for a fixed period as a condition of inheritance of property.

IN WITNESS WHEREOF, this instrument has been executed, as of the day and year first above written, in multipart, each one of which shall be deemed an original, by the Settlor and the Trustee.

Beatrice B. Davis
BEATRICE B. DAVIS, SETTLOR

Beatrice B. Davis
BEATRICE B. DAVIS, TRUSTEE

STATE OF MISSOURI)
) SS.
COUNTY OF JACKSON)

On this 4th day of April, 1990, before me, the undersigned, a Notary Public, personally appeared BEATRICE B. DAVIS, to me known to be the same person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free and voluntary act and deed as Settlor and Trustee of this Trust.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal on the day and year last above written.

Christopher J. Anderson
Notary Public in and for said
County and State

My commission expires:

CHRISTOPHER J. ANDERSON
Notary Public - State of Missouri
Commissioned in Jackson County
My Commission Expires Nov. 12, 1993

FIRST AMENDMENT TO
BEATRICE B. DAVIS REVOCABLE TRUST INDENTURE

THIS FIRST AMENDMENT TO BEATRICE B. DAVIS REVOCABLE TRUST INDENTURE, entered into this 30 day of FEBRUARY, 1997, by BEATRICE B. DAVIS, Settlor, and BEATRICE B. DAVIS, Trustee.

W I T N E S S E T H:

WHEREAS, Settlor established a funded, revocable trust with the Trustee dated April 4, 1990; and

WHEREAS, Settlor and the Trustee have authority under paragraph SEVENTH of the Trust Indenture to amend the Indenture;

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein, Settlor and the Trustee agree to amend the Indenture to delete paragraphs FIFTH 2 and 3 and EIGHTH 1 of the Indenture, substitute in their place the following paragraphs FIFTH 2 and EIGHTH 1 and to renumber paragraph FIFTH 4 as paragraph FIFTH 3:

FIFTH.

2. The remaining trust estate shall be distributed in equal shares to Settlor's children, CHRISTOPHER D. DAVIS and CAROLINE D. DAVIS. If either child of Settlor does not survive her but has issue then living, such issue shall take such child's share per stirpes. If either child of Settlor is not then living and has no issue then living, his or her share shall lapse and the share of the other child of Settlor then living (or the share of the issue of the other) shall be increased proportionately. If both of Settlor's children do not survive her and have no issue then living, all of the remaining assets then comprising the trust

her is invalid or for any reason whatsoever fails to take effect, if such child has issue then living, such issue shall take such child's share per stirpes. If any child of Settlor shall not then be living and have no issue then living, the unappointed portion of the share of such child shall lapse and the share of the other child of Settlor then living (or the share of the issue of the other) shall be increased proportionately. If both of Settlor's children shall not then be living and have no issue then living, all of the unappointed assets then comprising the trust estate shall be distributed to the person or persons in the shares and proportions in which Settlor's Administrator would have been required to distribute the same had she then died intestate, a resident of the State of Missouri and possessed of such property at such time.

F. Settlor's Personal Representative is granted by law the election to treat certain interests in assets held as a part of the trust estate as qualified terminable interest property for marital deduction purposes. Settlor has given the Trustees the power to make this election herein. Settlor's Personal Representative shall have final authority as to the making of the election for federal tax purposes. However, the Trustees shall give Settlor's Personal Representative their advice regarding such election, it being Settlor's intent that Settlor's Personal Representative adhere to the advice of the Trustees when making such election. The Trustees shall consider advising exercise of the election to reduce Settlor's estate taxes, and to defer their payment, to the greatest extent practicable. Settlor recognizes that exercising the election will increase the value of the assets subsequently includable in Settlor's husband's gross estate for federal estate tax purposes. Settlor believes that the investment yield and appreciation on the assets which would otherwise be paid in estate taxes on her estate, and the reduced need for liquid

assets, should at least offset any resulting increase in Settlor's husband's estate taxes. In case of reasonable doubt whether to exercise the election, or the extent to which the election should be exercised, the Trustees should normally advise exercise of the election and should advise exercising it to obtain a larger, rather than a smaller, marital deduction. In determining Settlor's husband's life expectancy, assets, income and other resources, conclusive reliance may be placed upon written representations of those facts made by Settlor's husband. The Trustees shall incur no liability for determining whether to exercise the election, or the extent to which it should be exercised.

G. (1) After division of the trust estate into equal shares for the benefit of Settlor's children, each share shall be held and distributed as provided in this paragraph G. Each share created for a child then living shall be held and distributed as provided in subparagraph (2). Each share created for the then living issue of any child of Settlor who is not then living but has issue then living shall, subject to the provisions of paragraph TENTH 1, be distributed to such issue per stirpes.

(2) The Trustees shall hold each child's share upon the trusts and for the uses and purposes hereinafter stated. Each of the shares so held and entrusted shall constitute and be administered as a separate trust. The Trustees shall hold, manage, invest and reinvest each of said shares, shall collect and receive all income and interest therefrom, and shall distribute such share and said interest and income (hereinafter the "trust estate") as follows:

(a) All of the net income from each child's trust estate shall be paid quarterly or more frequently to or for his or her benefit for the duration of his or her life.

(b) The Trustees are further authorized and empowered to pay to or for the benefit of each child, out of the principal of his or her trust estate, at any time and from time to time, such sum or sums as the Trustees deem advisable or necessary to provide adequately for such child's health, maintenance, education and support.

(c) Upon the written request of Settlor's child, at any time and from time to time, the Trustees shall pay to him or her, out of the principal of his or her trust estate, an amount which is the difference between the "maximum allowable withdrawal" (as defined below) less all amounts previously withdrawn. The maximum allowable withdrawal shall be determined by multiplying the sum of the principal balance of the trust estate valued as of December 31 of the prior year plus the amount of all prior withdrawals by a percentage determined by multiplying Twenty Percent (20%) by the number of calendar year ends which have passed since the date of division of the trust estate into equal shares. In any event, on the fifth anniversary of division of the trust estate into equal shares, the Trustees shall pay, upon the written request of Settlor's child, at any time and from time to time, all or any part of Settlor's child's trust estate to him or her.

(d) Upon the death of Settlor's child, his or her trust shall terminate and all of the assets then comprising his or her trust estate, including all accrued interest and income, shall be distributed in such manner and to such person or persons as Settlor's child by his or her Will specifically appoints, Settlor's child hereby being granted full power to appoint, free of the trust, the entire principal and income remaining in his or her trust estate at the time of his or her death, so appointing the same in favor of his or her estate or in favor of any one or more persons or partly in favor of any one or more persons in any manner, either outright or in trust, and under any conditions,

limitations or provisions which he or she may designate, and said general power of appointment shall be exercisable by Settlor's child alone and in all events. If, however, Settlor's child fails to exercise said general power of appointment, or if any exercise by him or her is invalid or for any reason whatsoever fails to take effect, then upon the death of Settlor's child, subject to the provisions of paragraph TENTH 1, the trust estate shall be distributed to such child's issue then living, per stirpes. If Settlor's child has no issue then living, the trust of his or her share shall terminate and all of the assets at that time comprising his or her trust estate shall be distributed to Settlor's issue then living, per stirpes; provided, that if Settlor's other child is then living, the assets which would otherwise be distributed to him or her outright shall be distributed to his or her trust estate. If Settlor has no issue then living, the Trustees shall distribute all of the assets then comprising the trust estate, including all accrued interest and income, to such person or persons in the shares and proportions in which Settlor's Administrator would have been required to distribute the same had she then died intestate, a resident of the State of Missouri and possessed of such assets at such time.

4. In any event, and regardless of each and any of the above and foregoing provisions, twenty-one (21) years after the death of the last to die of all of the beneficiaries herein named or described who are living at the date of Settlor's death, all trusts hereunder shall terminate, if the same have not already terminated by said time, and all of the assets then comprising the trust estate, including all accrued interest and income, shall be distributed free and clear of all trusts to the person or persons then entitled to receive the same in accordance with the foregoing provisions.

SIXTH. Settlor during her lifetime reserves the right, by her own acts alone and without the consent or approval of

the Trustee (a) to sell, assign, or hypothecate any property and any policy or policies held under this instrument; (b) to exercise any option or privilege granted in said policies or any of them; (c) to borrow any sum or sums in accordance with the provisions of any of said policies and to receive all payments and dividends, surrender value, bonuses, and privileges of any kind which may accrue on account of any of said policies during the lifetime of Settlor; (d) to withdraw from the operation of this agreement any or all of such property and any or all of said policies; (e) to revoke this instrument; (f) to change the beneficiaries hereunder and the payments and plan of distribution to each; and (g) to cause additional policies of insurance to be made payable to the Trustee and to make the Trustee owner of additional property and to bring the same within the operation of this agreement by affixing hereto an exhibit setting forth the description of such additional policies and property; it being understood that this trust as to life insurance proceeds shall be operative only with respect to the proceeds of the policies that may be due and payable to the Trustee upon the death of Settlor after deduction of all charges against said policies by way of advancements or loans to Settlor or any other person.

SEVENTH. In addition to the rights above reserved by Settlor, this agreement may be modified, amended or altered at any time by mutual consent of Settlor and the Trustee, the same to be evidenced by written instrument executed by both parties.

EIGHTH. 1. If for any reason BEATRICE B. DAVIS is incapacitated or otherwise cannot act or shall cease to serve as Trustee hereunder, ILUS W. DAVIS shall serve as successor Trustee. Upon the death of BEATRICE B. DAVIS, ILUS W. DAVIS and BOATMEN'S FIRST NATIONAL BANK OF KANSAS CITY shall serve as Trustees. If for any reason ILUS W. DAVIS cannot act or shall cease to serve as Trustee, CHRISTOPHER J. ANDERSON

shall serve as Trustee in his place. If for any reason CHRISTOPHER J. ANDERSON cannot act or shall cease to serve as Trustee, such partner of the law firm of Armstrong, Teasdale, Schlafly, Davis & Dicus, or the successor law firm thereto, as the members thereof shall designate, shall serve as Trustee in his place.

2. Any Trustee acting hereunder may resign at any time by delivering not less than thirty (30) days' written notice to Settlor, during her lifetime, and, after her death, to all of the legally competent beneficiaries over twenty-one (21) years of age to whom income may then be payable and, thereafter, the successor Trustee or Trustees, as provided herein, shall serve until all trusts hereunder are terminated.

3. During the existence of any trust created hereunder, the individual Trustee or Trustees, acting unanimously if there is more than one, shall have the right to remove the corporate Trustee and appoint a successor corporate Trustee. Such right of removal shall be continuing and shall be exercised by the individual Trustee or Trustees serving the acting corporate Trustee with written notice of its removal, which notice shall specify the successor corporate Trustee and certify a successor corporate Trustee's willingness to serve as Trustee. Within sixty (60) days thereafter, the corporate Trustee so removed shall deliver all assets then held to its successor.

4. The individual Trustee, or the beneficiaries to whom such notice of resignation shall be given by the resigning Trustee may, without liability to any present or future beneficiary, approve the accounts of, and give a full and complete release and discharge to, any such removed or resigned Trustee. Except in cases where a successor is provided in paragraph 1, the individual Trustee or such beneficiaries as the case may be, may appoint any bank or trust company organized under the laws of the United States,

or one of the States thereof, possessing trust powers and having a combined capital and surplus of not less than Two Million Dollars (\$2,000,000.00), as successor Trustee hereunder. No successor Trustee shall be liable or responsible for any act or default of any predecessor Trustee or for any loss or expense resulting from or occasioned by anything done or neglected to be done in the administration of the trust estate prior to its becoming a Trustee, nor shall it be required to inquire into or take any notice of the prior administration of the trust estate.

NINTH. The Trustee shall have the following powers, and any others that may be granted by law, with respect to each trust, to be exercised as the Trustee in her discretion shall determine to be to the best interests of the beneficiaries:

1. To retain any property or undivided interests in property received from any source, including residential property, regardless of any lack of diversification, risk or nonproductivity;

2. To invest and reinvest the trust estate in bonds, notes, stocks of corporations regardless of class, common trust funds, real estate or any interest in real estate, interests in trusts or in any other property or undivided interests in property, wherever located, without being limited by any statute or rule of law concerning investments by trustees;

3. To sell any trust property, for cash or on credit, at public or private sales; to exchange any trust property for other property; to grant options to purchase or acquire any trust property; and to determine the prices and terms of sales, exchanges and options;

4. To operate, maintain, repair, rehabilitate, alter, improve or remove any improvements on real estate; to make leases and subleases for terms of any length, even though the terms may extend beyond the termination of the trust; to subdivide real estate; to grant easements, give consents and make contracts relating to real estate or its use; and to release or dedicate any interest in real estate;

5. To borrow money for any purpose, either from the banking department of a corporate trustee or from others, and to mortgage or pledge any trust property;

6. To employ attorneys, auditors, depositaries and agents, with or without discretionary powers; to exercise in person or by proxy all voting and other rights with respect to stocks or other securities; and to keep any property in bearer form or in the name of the Trustee, a nominee of the Trustee or a nominee of the depositary used by the Trustee with or without disclosure of any fiduciary relationship;

7. To determine in an equitable manner with due regard to the respective interests of any income beneficiary and any remainderman the allocation or apportionment of all receipts and disbursements between income and principal; the Trustee shall not set aside reserves for depreciation unless the Trustee deems it to be necessary for the preservation of

tangible property to create reasonable reserves for rehabilitation, major repairs or replacement of such property;

8. To take any action with respect to conserving or realizing upon the value of any trust property and with respect to foreclosures, reorganizations or other changes affecting the trust property; to collect, pay, contest, compromise or abandon demands of or against the trust estate wherever situated; and to execute contracts, notes, conveyances and other instruments, including instruments containing covenants, representations and warranties binding upon and creating a charge against the trust estate and containing provisions excluding personal liability;

9. To receive additional property from any source and add it to the trust estate;

10. To enter into any transaction authorized by this paragraph with trustees, executors or administrators of any trust or estate in which any beneficiary has an interest even though any such trustee or representative is also a trustee under this instrument; and in any such transaction to purchase property, or make loans on notes secured by property, even though similar or identical property constitutes all or a large proportion of the balance of the trust estate, and to retain any such property or note with the same freedom as if it had been an original part of the trust estate;

11. To make any distribution or division of the trust property in cash or in kind or both, and to continue to exercise any powers and discretion for a reasonable period after the termination of the trust, but only for so long as no rule of law relating to perpetuities would be violated;

12. To allocate different kinds or disproportionate shares of property or undivided interests in property among the beneficiaries or trusts, and to determine the value of any such property; and to make joint investments of funds in the trusts, and to hold the several trusts as a common fund dividing the net income among the beneficiaries of the several trusts proportionately;

13. To transfer the assets of any trust to another situs and to appoint as a special trustee any individual or corporation authorized under the laws of the United States or of any state to administer trusts and to remove any special trustee and reappoint itself;

14. To collect in any manner the net proceeds of any employee benefit plan, individual retirement account, deferred compensation plan or life insurance policy; payment to and the receipt of the Trustee shall be a full discharge of the liability of any payor, which need not take notice of this instrument or see to the application of any payment; the Trustee need not engage in litigation to enforce payment without indemnification satisfactory to her for any resulting expense.

TENTH. 1. If any beneficiary to whom the Trustee is directed in a preceding provision to distribute any share of trust principal is under the age of twenty-one years or a legal disability other than age when the distribution is to be made and if the Trustee is not otherwise directed in this instrument to hold such share in trust, such beneficiary's share shall vest in interest in him indefeasibly, but the Trustee may in her discretion distribute such share to a custodian under any transfer to minors law (including any appropriate Gifts to Minors Act or Transfer to Minors Law) or hold it as a separate trust for such period of time as the

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
Short Term Investment Funds							
15,480.68	FEDERATED GOVMNT OBLIGATIONS FD-ISS	15,480.68	100.00	15,480.68	1.55	0.01%	0.12%
Totals		15,480.68		15,480.68	1.55	0.01%	0.12%
Notes - Secured							
802,775	NR1 BDAVISREVTR 802,775 Note Receivable 1; Payor Beatrice B Davis Revocable Trust. This note rolls the 3 promissory notes received from ATC into 1, and permits a revolving line of credit wherein the Payor may request additional "advances" periodically. Future "advances" pursuant	802,775.00	1.00	802,775.00	13,085.23	1.63%	6.33%
18,000	NR2 BDAVISREVTR 18,000 Note Receivable 2; Payor Beatrice B Davis Revocable Trust; First "Advance" pursuant to Cusip NR1BDRTR's line of credit.	18,000.00	1.00	18,000.00	293.40	1.63%	0.14%
75,000	NR3 BDAVISREVTR 75,000 NOTE RECEIVABLE 3; PAYOR BEATRICE B DAVIS REVOCABLE TRUST; THIRS ADVANCE PURSUANT TO CUSIP NR1BDRTR'S LINE OF CREDIT	75,000.00	1.00	75,000.00	1,222.50	1.63%	0.59%
Totals		895,775.00		895,775.00	14,601.13	1.63%	7.06%
Liabilities							
-170,000	NP1 BDAVISFAMHTR 170,000 3.860% 03/31/18 Note payable 1; Payor B.B.Davis Family Heritage Trust; First policy loan pursuant to revolving line of credit of 09/02/2011 from Policy ACLI 1105-8007PC. Unlike subsequent policy loans, this amount was incorporated into the original note receivable amount	-170,000.00	1.00	-170,000.00	-6,562.00	-3.86%	-1.34%
-18,000	NP2 BDAVISFAMHRT 18,000 3.860% 03/31/18 Note Payable 2; Payor B.B.Davis Family Heritage Trust' terms pursuant to revolving line of credit with Ashley Cooper of Sept. 2,2011; Draw request sent 12/9/11; funds received 12/14/2011	-18,000.00	1.00	-18,000.00	-694.60	-3.86%	-0.14%
-75,000	NP3 BDAVISFAMHTR 75,000 3.860% 03/31/18 NOTE PAYABLE 3; PAYOR B.B DAVIS FAMILY HERITAGE TRUST; TERMS PURSUANT TO REVOLVING LINE OF CREDIT WITH ASHLEY COOPER OF 09/02/11; DRAW REQUEST SENT 02/07/12; FUNDS RECEIVED 02/10/12.	-75,000.00	1.00	-75,000.00	-2,895.00	-3.86%	-0.59%
Totals		-263,000.00		-263,000.00	-10,151.60	-3.86%	-2.07%

Account Holdings

Page 8

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
<u>Insurance Policies</u>							
1	ACLI POLICY 1105-8007PC	10,895,385.86	12,033,885.54	12,033,885.54	0.00	0.00%	94.89%
Totals		10,895,385.86		12,033,885.54	0.00	0.00%	94.89%
Total Investments		11,543,641.54		12,682,141.22	4,450.88	0.04%	100.00%
Plus Net Cash				0.00			
Total Market Value				12,682,141.22			

Exhibit 19

Exhibit 19



Bentrice B. Davis Family Heritage Trust
dated July 28, 2000
Alaska USA Trust Company Trustee
500 W. 36th Avenue, Suite 200
Anchorage, Alaska 99503

QUARTERLY STATEMENT
LIFE POLICY NO. ACLI 1105-8007 PC
TRANSACTIONS FOR QUARTER ENDING: JUN 30, 2013

DATE DESCRIPTION AMOUNT BALANCE

USD Savings Account

01-Apr-13	Balance R/F		\$	24,078.97
07-May-13	Withdrawal of Members Capital - ACSC Series G2	37,550.00	\$	61,628.97
07-May-13	WT Charges per Comerica	(56.00)	\$	61,572.97
07-May-13	Withdrawal of Members Capital - ACSC Series C2	37,550.00	\$	99,122.97
07-May-13	WT Charges per Comerica	(56.00)	\$	99,066.97
07-May-13	Withdrawal of Members Capital - ACSC Series C1	37,550.00	\$	136,616.97
07-May-13	WT Charges per Comerica	(56.00)	\$	136,560.97
07-May-13	Withdrawal of Members Capital - ACSC Series T1	37,550.00	\$	174,110.97
07-May-13	WT Charges per Comerica	(56.00)	\$	174,054.97
09-May-13	Policy Loan	(150,000.00)	\$	24,054.97
09-May-13	WT Charges - Policy Loan	(80.00)	\$	23,974.97
30-May-13	Service Fees and Stamp Duty	(0.30)	\$	23,974.67
31-May-13	Service Fees and Stamp Duty	(0.30)	\$	23,974.37
11-Jun-13	CO0677 Cash Paid Q1 13 Ins Fees	(15,923.32)	\$	8,051.05
11-Jun-13	CO0677 Cash Paid Q1 13 COI Fees	(33.94)	\$	8,017.11
24-Jun-13	Withdrawal of Members Capital - ACSC Series G2	72,675.00	\$	80,692.11
24-Jun-13	WT Charges per Comerica	(6.00)	\$	80,686.11
24-Jun-13	Withdrawal of Members Capital - ACSC Series C2	72,675.00	\$	153,361.11
24-Jun-13	WT Charges per Comerica	(6.00)	\$	153,355.11
24-Jun-13	Withdrawal of Members Capital - ACSC Series C1	72,675.00	\$	226,030.11
24-Jun-13	WT Charges per Comerica	(6.00)	\$	226,024.11
24-Jun-13	Withdrawal of Members Capital - ACSC Series T1	72,675.00	\$	298,699.11
24-Jun-13	WT Charges per Comerica	(6.00)	\$	298,693.11
26-Jun-13	Policy Loan	(290,700.00)	\$	7,993.11
26-Jun-13	WT Charges - Policy Loan	(80.00)	\$	7,913.11
28-Jun-13	Bank Confirmation Fee	(72.00)	\$	7,841.11
28-Jun-13	Interest to Date	0.78	\$	7,841.89
28-Jun-13	Service Fees and Stamp Duty	(0.60)	\$	7,841.29
28-Jun-13	Service Fees and Stamp Duty	(0.60)	\$	7,840.69
30-Jun-13	Balance C/T		\$	7,840.69

CAD Savings Account

1-Apr-13	Balance B/F		CAD	968.35
28-Jun-13	Interest to Date	0.01	CAD	968.36
30-Jun-13	Balance C/T		CAD	968.36

CASH SURRENDER VALUE

ORIGINAL COST	ASSETS HELD	# SHARES	MARKET VALUE
\$ 7,840.69	Butterfield USD Savings Account		\$ 7,840.69
\$ 920.68	Butterfield CAD Savings Account		\$ 920.68
\$ 1,940.92	ALIF Liquidity Segregated Portfolio	70.1442	\$ 2,137.04
\$ 2,501,803.00	Advantage Life Small Cap Fund SPC C3	13240	\$ 6,997,259.00
\$ 1,829,424.00	Ashley Cooper Small Cap Series C1	100	\$ 1,872,952.00
\$ 2,274,532.00	Ashley Cooper Small Cap Series C2	100	\$ 2,290,041.00
\$ 2,669,527.00	Ashley Cooper Small Cap Series G2	100	\$ 2,689,258.00
\$ 2,806,282.00	Ashley Cooper Small Cap Series T1	100	\$ 2,821,791.00
<u>\$ 12,092,270.29</u>	TOTALS		<u>\$ 16,682,199.41</u>

Exhibit 20

Exhibit 20



RECEIVED MAR 04 2014

Beatrice B. Davis Family Heritage Trust
dated July 28, 2000
Alaska USA Trust Company Trustee
500 W. 36th Avenue, Suite 200
Anchorage, Alaska 99503

QUARTERLY STATEMENT
LIFE POLICY NO. ACLI 1105-8007 PC
TRANSACTIONS FOR QUARTER ENDING : DECEMBER 31, 2013

DATE	DESCRIPTION	AMOUNT	BALANCE
<u>USD Savings Account</u>			
01-Oct-13	Balance B/F		\$ 18,225.44
07-Oct-13	Withdrawal of Members Capital - ACSC Series G2	50,207.50	\$ 68,432.94
07-Oct-13	WT Charges per Comerica	(6.00)	\$ 68,426.94
07-Oct-13	Withdrawal of Members Capital - ACSC Series C2	50,207.50	\$ 118,634.44
07-Oct-13	WT Charges per Comerica	(6.00)	\$ 118,628.44
07-Oct-13	Withdrawal of Members Capital - ACSC Series C1	50,207.50	\$ 168,835.94
07-Oct-13	WT Charges per Comerica	(6.00)	\$ 168,829.94
07-Oct-13	Withdrawal of Members Capital - ACSC Series T1	50,207.50	\$ 219,037.44
07-Oct-13	WT Charges per Comerica	(6.00)	\$ 219,031.44
08-Oct-13	Policy Loan	(200,750.00)	\$ 18,281.44
08-Oct-13	WT Charges - Policy Loan	(80.00)	\$ 18,201.44
30-Oct-13	Service Fees and Stamp Duty	(0.30)	\$ 18,201.14
31-Oct-13	Service Fees and Stamp Duty	(0.30)	\$ 18,200.84
11-Dec-13	CO0677 Cash Paid Q3 13 Ins Fees	(26.63)	\$ 18,174.21
11-Dec-13	CO0677 Cash Paid Q3 13 COI Fees	(16,079.95)	\$ 2,094.26
30-Dec-13	Service Fees and Stamp Duty	(0.30)	\$ 2,093.96
30-Dec-13	Interest to Date	0.44	\$ 2,094.40
31-Dec-13	Service Fees and Stamp Duty	(0.30)	\$ 2,094.10
31-Dec-13	Balance C/F		\$ 2,094.10
<u>CAD Savings Account</u>			
1-Oct-13	Balance B/F		CAD 965.37
30-Dec-13	Interest to Date	0.01	CAD 965.38
31-Dec-13	Balance C/F		CAD 965.38

CASH SURRENDER VALUE

ORIGINAL COST	ASSETS HELD	# SHARES	MARKET VALUE
\$ 2,094.10	Butterfield USD Savings Account		\$ 2,094.10
\$ 907.51	Butterfield CAD Savings Account		\$ 907.51
\$ 1,940.92	ALIF Liquidity Segregated Portfolio	70.1442	\$ 2,171.29
\$ 2,861,151.93	Advantage Life Small Cap Fund SPC C3	13240	\$ 7,153,406.00
\$ 1,739,097.00	Ashley Cooper Small Cap Series C1	100	\$ 1,860,616.00
\$ 2,184,205.00	Ashley Cooper Small Cap Series C2	100	\$ 2,242,552.00
\$ 2,579,201.00	Ashley Cooper Small Cap Series G2	100	\$ 2,617,436.00
\$ 2,715,956.00	Ashley Cooper Small Cap Series T1	100	\$ 2,749,335.00
\$ 12,084,553.46	TOTALS		\$ 16,628,517.90

Face Cover. 35,000,000
DOB 28/09/1959
Rate 157%

There is a policy loan on this account, please contact home office for further details

CHRISDAVIS000468

Exhibit 21

Exhibit 21



Beatrice B. Davis Family Heritage Trust
dated July 28, 2000
FHT Holdings LLC
c/o Dualham Trust Company
241 Ridge Street, Suite 100
Reno, Nevada, 89501

QUARTERLY STATEMENT
LIFE POLICY NO. ACLJ 1105-8007 PC
TRANSACTIONS FOR QUARTER ENDING: JUNE 30, 2014

DATE	DESCRIPTION	AMOUNT	BALANCE
<u>USD Savings Account</u>			
01-Apr-14	Balance B/F	\$	125.07
20-May-14	Withdrawal of Members Capital - ACSC Series G2	4,485.00 \$	4,610.07
20-May-14	WT Charges per Comerica	(6.00) \$	4,604.07
20-May-14	Withdrawal of Members Capital - ACSC Series C2	4,485.00 \$	9,089.07
20-May-14	WT Charges per Comerica	(6.00) \$	9,083.07
20-May-14	Withdrawal of Members Capital - ACSC Series C1	4,485.00 \$	13,568.07
20-May-14	WT Charges per Comerica	(6.00) \$	13,562.07
20-May-14	Withdrawal of Members Capital - ACSC Series T1	4,485.00 \$	18,047.07
20-May-14	WT Charges per Comerica	(6.00) \$	18,041.07
21-May-14	CD0677 Cash Paid Q2 14 Ins Fees	(3.98) \$	18,037.09
21-May-14	CD0677 Cash Paid Q2 14 COI Fees	(17,918.90) \$	118.19
12-Jun-14	Withdrawal of Members Capital - ACSC Series G2	6,250.00 \$	6,368.19
12-Jun-14	WT Charges per Comerica	(6.00) \$	6,362.19
12-Jun-14	Withdrawal of Members Capital - ACSC Series C2	6,250.00 \$	12,612.19
12-Jun-14	WT Charges per Comerica	(6.00) \$	12,606.19
12-Jun-14	Withdrawal of Members Capital - ACSC Series C1	6,250.00 \$	18,856.19
12-Jun-14	WT Charges per Comerica	(6.00) \$	18,850.19
12-Jun-14	Withdrawal of Members Capital - ACSC Series T1	6,250.00 \$	25,100.19
12-Jun-14	WT Charges per Comerica	(6.00) \$	25,094.19
13-Jun-14	Policy Loan	(25,000.00) \$	94.19
13-Jun-14	Wire Transfer Charges - Policy Loan	(40.00) \$	54.19
27-Jun-14	Interest to Date	0.02 \$	54.21
30-Jun-14	Balance C/F	\$	54.21
<u>CAD Savings Account</u>			
1-Apr-14	Balance B/F	CAD	965.39
27-Jun-14	Interest to Date	0.01 CAD	965.40
30-Jun-14	Balance C/F	CAD	965.40

CASH SURRENDER VALUE

ORIGINAL COST	ASSETS HELD	# SHARES	MARKET VALUE
\$ 54.21	Butterfield USD Savings Account		\$ 54.21
\$ 903.15	Butterfield CAD Savings Account		\$ 903.15
\$ 1,940.92	ALIF Liquidity Segregated Portfolio	70.1442	\$ 2,225.75
\$ 2,537,492.93	Advantage Life Small Cap Fund SPC C3	13240	\$ 6,708,689.99
\$ 1,724,573.50	Ashley Cooper Small Cap Series C1	100	\$ 1,890,039.00
\$ 2,169,681.50	Ashley Cooper Small Cap Series C2	100	\$ 2,242,177.00
\$ 2,579,515.26	Ashley Cooper Small Cap Series G2	100	\$ 2,685,680.00
\$ 2,701,433.00	Ashley Cooper Small Cap Series T1	100	\$ 2,813,469.00
<u>\$ 11,715,594.47</u>	<u>TOTALS</u>		<u>\$ 16,343,238.10</u>
	Cost		(2,030,689) Policy Loans
	Face Cover		35,000,000
	DOB		28/09/1959
	Rate		157%

There is a policy loan on this account, please contact home office for further details

\$14,312,549.10 Market Value 6/30/14

Exhibit 22

Exhibit 22

BEATRICE B. DAVIS REVOCABLE TRUST INDENTURE

THIS INDENTURE, entered into this 4th day of April, 1990, by and between BEATRICE B. DAVIS, Settlor, and BEATRICE B. DAVIS, Trustee.

W I T N E S S E T H:

WHEREAS, Settlor desires to establish a funded, revocable trust with the Trustee for the benefit of the beneficiaries hereinafter named and upon the conditions hereinafter stated; and

WHEREAS, Settlor has simultaneously with the execution of this Indenture deposited with the Trustee certain property and/or policies of life insurance upon the life of Settlor;

NOW, THEREFORE, in consideration of the premises and of the acceptance of this trust by the Trustee and of the promise of the Trustee to hold said property and policies and the proceeds thereof and to perform the duties hereinafter set out, Settlor agrees to cause the Trustee, as such, to be made owner of such property and beneficiary of said insurance policies (but subject always during the lifetime of Settlor to her right to revoke this Indenture and her right to change the beneficiary in such policies, or any of them).

TO HAVE AND TO HOLD such property and insurance policies, and any additional life insurance policies or other property which may hereafter be added to this trust, whether by Will or otherwise (all of which together may hereinafter be referred to as the "trust estate"), IN TRUST, NEVERTHELESS, for the following uses and purposes, and subject to the terms, conditions, powers and agreements hereinafter set forth:

FIRST. It is expressly agreed that the Trustee shall be under no duty or obligation whatever to pay or see to the payment of any premium or assessment upon any life insurance policy at any time held by her hereunder, and the Settlor

expressly reserves the right to pay or not to pay said premiums or assessments or any of them, in addition to any other rights hereinafter reserved.

SECOND. The Trustee shall take, hold, manage, invest and reinvest the trust estate and, during the lifetime of Settlor, shall pay all of the net income to or for the benefit of Settlor and her husband in quarterly or more frequent installments. Further, the Trustee shall pay such sum or sums from the principal of the trust estate to or for the benefit of Settlor and her husband as requested by Settlor, and the Trustee may, in her sole discretion, pay such sum or sums to or for the benefit of Settlor and her husband from the principal of the trust estate as she deems necessary to provide for the health, education, care, maintenance, comfort and support of Settlor and her husband.

THIRD. Upon the death of Settlor, the Trustees shall promptly make due proof of Settlor's death to the insurance companies issuing any policies deposited hereunder, and the Trustees shall collect the proceeds of any and all policies which may then be held by them hereunder; and in case of any controversy over the collection thereof, the Trustees shall, upon being indemnified for their expenses, have full power and authority in their discretion to sue upon any such policy or policies, and before or after any suit to settle or compromise any claim arising out of such policy or policies, as they deem advisable and to the interest of the trust estate hereby created.

FOURTH. Upon the death of Settlor the Trustees may, in their discretion, distribute to Settlor's Personal Representative, or pay directly to the appropriate creditors or taxing authority, from the principal of the trust estate, all debts owed by Settlor, the expenses of her last illness, funeral and burial, including a suitable gravestone, and any estate or inheritance taxes that may be owing on account of her death (whether assessed against Settlor's estate or the

beneficiaries thereof and including taxes assessed because of assets outside of Settlor's probated estate such as insurance, jointly-held property, retained life estates and the corpus of this trust); provided, that the Trustees shall not make any such payments with respect to taxes payable by reason of property over which Settlor has a power of appointment or by reason of property in which Settlor has an income interest for life for which a marital deduction was previously elected and allowed; and provided further that any United States securities held by the Trustees which may be applied in payment of the Federal Estate Tax in accordance with Section 6312 of the Internal Revenue Code and the regulations thereunder shall be so applied before any other asset held by Settlor's Personal Representative or held hereunder, any other provision hereof to the contrary notwithstanding.

FIFTH. Upon the death of Settlor, and after payment or provision for payment has been made as provided in paragraph FOURTH, all of the assets then comprising the trust estate shall be retained by the Trustees and shall be held and disposed of as follows:

1. A. The Trustees shall distribute the following bronze sculptures to the NELSON GALLERY FOUNDATION:

Bronze Sculpture by William Wauer "Head
of Herwarth Walden" 1916;
Bronze Sculpture by Elie Nadleman "Draped
Standing Female Figure" 1908.

B. The Trustees shall distribute any remaining furniture, household goods, wearing apparel, jewelry, personal effects, club memberships, and any motor vehicles, together with all policies of insurance on or in connection with such property, in accordance with any written statement or list which Settlor may leave directing disposal of such property. If more than one such statement or list is found, the most recent shall govern in the event of any

inconsistency among the lists, but to the extent practicable, the directions in all such lists shall be followed. If no list is found within two months after Settlor's death, or if any list or lists do not provide for all of the property set forth above, the property and insurance policies not provided for by such list or lists shall be distributed to Settlor's husband, ILUS W. DAVIS, if he survives Settlor. If Settlor's husband predeceases her, the properties and policies not provided for by such list or lists shall be distributed in equal shares to Settlor's children who survive her, to be divided as they agree. If within three months of Settlor's death her children fail to agree upon a division, the property and policies shall be distributed between Settlor's children in equal shares by the Trustees.

C. The reasonable cost of protecting, appraising, packing, storing, shipping, cleaning, and insuring all property disposed of in this paragraph shall be paid as an expense of administering the trust estate.

D. The Trustees are authorized to make a binding and conclusive resolution of any reasonable doubt as to whether any particular asset or assets are included in the property disposed of by this paragraph.

2. The Trustees shall distribute the sum of THREE HUNDRED THOUSAND DOLLARS (\$300,000.00), in cash or in BOATMEN'S BANCSHARES, INC. stock to each of Settlor's children who survive her, CHRISTOPHER D. DAVIS and CAROLINE D. DAVIS. If either of Settlor's children do not survive her but have issue who survive her, such issue shall take such child's bequest per stirpes.

3. The remaining trust estate shall be retained by the Trustees upon the trusts and for the uses and purposes hereinafter stated. The Trustees shall hold, manage, invest and reinvest the trust estate, shall collect and receive all interest and income therefrom, and shall distribute such

share and said interest and income (hereinafter the "trust estate") as follows:

A. The Trustees shall pay the income from the trust estate quarterly or more frequently to Settlor's husband during his lifetime.

B. (1) The Trustees may pay to Settlor's husband such sums from the principal of the trust estate as the Trustees deem necessary or advisable from time to time for his health, support, education and maintenance, considering his income from all sources known to the Trustees.

(2) Upon the written request of Settlor's husband, at any time and from time to time, the Trustees shall pay to him, out of the principal of the trust estate, an amount up to but not exceeding for any one calendar year the sum of \$100,000.00; provided, however, that if no request is made for any calendar year, no payment of principal shall be made in any subsequent year because of the amount not so requested.

C. The Trustees may elect to have a specific portion or all of the trust estate, hereinafter referred to as the "qualified portion", treated as qualified terminable interest property for federal estate tax purposes. If an election is made as to less than all of the trust estate, the specific portion shall be expressed as a fraction, and the value of the qualified portion at any time may be determined by multiplying the value of the trust estate at that time by the fraction then in effect. At the time of each payment of principal pursuant to the provisions of paragraph B, the fraction shall be adjusted first by restating it so that the numerator and the denominator are the values of the qualified portion and of the trust estate, respectively, immediately prior to the payment, and then by subtracting the amount of the payment from each of the numerator and the denominator, except that the numerator shall not be reduced below zero.

D. Upon the death of Settlor's husband, the trust for Settlor's husband shall terminate and the trust estate shall be distributed as provided in paragraph E, except that, unless Settlor's husband directs otherwise by his Will, the Trustees shall first pay from the principal of the qualified portion, directly or to the legal representative of Settlor's husband's estate as the Trustees deem advisable, the amount by which the estate and inheritance taxes assessed by reason of the death of Settlor's husband shall be increased as a result of the inclusion of the qualified portion in his estate for such tax purposes. The selection of assets to be sold to pay that amount, and the tax effects thereof, shall not be subject to question by any beneficiary. Notwithstanding any other provision of this Trust, all income of the qualified portion accrued or undistributed at the death of Settlor's husband shall be paid to his estate.

E. Subject to the provisions of paragraph G below, upon termination of the trust estate, all of the assets then comprising the trust estate (after payment as provided in paragraph D above has been made) shall be distributed in equal shares to Settlor's children, CHRISTOPHER D. DAVIS and CAROLINE D. DAVIS. If any child of Settlor shall not then be living, his or her share of the trust estate shall be distributed as he or she appoints, each of Settlor's children hereby being granted full power to appoint, free of the trust, the entire principal and income remaining in his or her share at the time of his or her death, so appointing the same in favor of his or her estate or in favor of one or more persons or partly in favor of one or more persons in any manner, either outright or in trust, and under any conditions, limitations or provisions which he or she may designate, and said general power of appointment shall be exercisable by Settlor's child alone and in all events. If, however, Settlor's child fails to exercise said general power of appointment, or if any exercise by him or

Transactions

Date	Type	Description	Income	Principal
		<i>Starting Balances</i>	\$ 0.00	\$ 0.00
01/03/2012	Daily Factor - Interest	FEDERATED TAX-FREE OBLIGATIONS FUND -IS Interest From 12/01/2011 To 12/31/2011	0.03	
01/03/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 12/01/2011 To 12/31/2011	0.03	
02/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 01/01/2012 To 01/31/2012	0.05	
02/10/2012	Cash Deposit	Loan Proceeds Loan from policy ACL1005-8007PC received via wire transfer		75,000.00
02/10/2012	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice B. Davis Revocable Trust Additional loan proceeds pursuant to promissory note dated 9/2/11 sent via wire transfer		-75,000.00
02/10/2012	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
02/13/2012	Free Receipt	NP3 BDAVISFAMHTR 75,000 3.850% 03/31/18 75000 Units @ Receipt Value of \$-75,000.00		
02/13/2012	Free Receipt	NR3 BDAVISREVTR 75,000 1.630% 03/31/18 75000 Units @ Receipt Value of \$75,000.00		
03/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 02/01/2012 To 02/29/2012	0.05	
03/30/2012	Cash Deposit	Loan Proceeds Loan from policy ACL1005-8007PC received via wire transfer		100,000.00
04/02/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 03/01/2012 To 03/31/2012	0.11	
04/02/2012	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
04/02/2012	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice B. Davis Revocable Trust Additional loan proceeds pursuant to promissory note dated 9/2/11 sent via wire transfer		-100,000.00
05/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 04/01/2012 To 04/30/2012	0.08	

Transactions

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Transactions

Date	Type	Description	Income	Principal
06/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 05/01/2012 To 05/31/2012	0.05	
06/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 06/01/2012 To 06/30/2012	0.05	
06/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 07/01/2012 To 07/31/2012	0.05	
08/03/2012	Market Fee	Annual Fee Of Alaska USA Trust Company Annual fee 08/2012 - 08/2013		-1,000.00
09/04/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 08/01/2012 To 08/31/2012	0.05	
10/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 09/01/2012 To 09/30/2012	0.04	
11/01/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 10/01/2012 To 10/31/2012	0.04	
12/03/2012	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 11/01/2012 To 11/30/2012	0.05	
		Net Transfers	-0.68	0.68
		Net Cash Management	0.00	1,029.32
		Ending Balances	\$ 0.00	\$ 0.00

Portfolio Summary

December 31, 2012	Portfolio	Cost	Market	Estimated	Current
	%	Basis	Value	Ann Inc	Yield
Cash Equivalents	0.04%	5,162.97	5,162.97	0.52	0.01%
Real Estate/Other	4.99%	632,775.00	632,775.00	4,449.33	0.70%
Other Assets	94.97%	10,895,385.86	12,033,885.54	0.00	0.00%
Total Portfolio	100.00 %	11,533,323.83	12,671,823.51	4,449.86	0.04%
Net Cash			0.00		
Total Market Value			12,671,823.51		

Portfolio Components May Not Equal 100% Due To Rounding

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
Short Term Investment Funds							
5,162.97	FEDERATED GOVMT OBLIGATIONS FD -ISS	5,162.97	100.00	5,162.97	0.52	0.01%	0.04%
Totals		5,162.97		5,162.97	0.52	0.01%	0.04%
Notes - Secured							
802,775	NR1 BDAVISREVTR 802,775 Note Receivable 1; Payor Beatrice B Davis Revocable Trust. This note rolls the 3 promissory notes received from ATC into 1, and permits a revolving line of credit wherein the Payor may request additional "advances" periodically. Future "advances" pursuant to	802,775.00	1.00	802,775.00	13,085.23	1.63%	6.34%
18,000	NR2 BDAVISREVTR 18,000 Note Receivable 2, Payor Beatrice B Davis Revocable Trust; First "Advance" pursuant to Cusip NR1BDRTR's line of credit.	18,000.00	1.00	18,000.00	293.40	1.63%	0.14%
75,000	NR3 BDAVISREVTR 75,000 NOTE RECEIVABLE 3; PAYOR BEATRICE B DAVIS REVOCABLE TRUST; THIRDS ADVANCE PURSUANT TO CUSIP NR1BDRTR'S LINE OF CREDIT	75,000.00	1.00	75,000.00	1,222.50	1.63%	0.59%
Totals		895,775.00		895,775.00	14,601.13	1.63%	7.07%
Liabilities							
-170,000	NP1 BBDAVISFAMHTR 170,000 3.860% 03/31/18 Note payable 1; Payor B.B.Davis Family Heritage Trust; First policy loan pursuant to revolving line of credit of 09/02/2011 from Policy ACLI 1105-8007PC. Unlike subsequent policy loans, this amount was incorporated into the original note receivable amount	-170,000.00	1.00	-170,000.00	-6,562.00	-3.86%	-1.34%
-18,000	NP2 BBDAVISFAMHRT 18,000 3.860% 03/31/18 Note Payable 2; Payor B.B.Davis Family Heritage Trust; terms pursuant to revolving line of credit with Ashley Cooper of Sept. 2, 2011; Draw request sent 12/9/11; funds received 12/14/2011	-18,000.00	1.00	-18,000.00	-694.80	-3.86%	-0.14%
-75,000	NP3 BBDAVISFAMHTR 75,000 3.860% 03/31/18 NOTE PAYABLE 3; PAYOR B.B DAVIS FAMILY HERITAGE TRUST; TERMS PURSUANT TO REVOLVING LINE OF CREDIT WITH ASHLEY COOPER OF 09/02/11; DRAW REQUEST SENT 02/07/12; FUNDS RECEIVED 02/10/12.	-75,000.00	1.00	-75,000.00	-2,895.00	-3.86%	-0.59%
Totals		-263,000.00		-263,000.00	-10,151.80	-3.86%	-2.07%

Account Holdings

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Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
<u>Insurance Policies</u>							
1	ACLI.POLICY 1105-8007PC	10,895,385.86	12,033,885.54	12,033,885.54	0.00	0.00%	94.97%
<i>Totals</i>		10,895,385.86		12,033,885.54	0.00	0.00%	94.97%
<i>Total Investments</i>		11,533,323.83		12,671,823.51	4,449.85	-0.04%	100.00%
<i>Plus Net Cash</i>				0.00			
<i>Total Market Value</i>				12,671,823.51			

Exhibit 17

Exhibit 17



Benrice B. Davis Family Heritage Trust
dated July 28, 2000
Alaska USA Trust Company Trustee
500 W. 36th Avenue, Suite 200
Anchorage, Alaska 99503

QUARTERLY STATEMENT
LIFE POLICY NO. ACLT 1103-8007 PC
TRANSACTIONS FOR QUARTER ENDING : MARCH 31, 2013

ALASKA USA TRUST COMPANY

USD Savings Account

01-Jan-13	Balance B/F	\$	17,001.64
08-Jan-13	Liquidation Proceeds - ALSCF C1	439.68 \$	17,441.32
08-Jan-13	Liquidation Proceeds - ALSCF C2	439.53 \$	17,880.85
08-Jan-13	Liquidation Proceeds - ALSCF T1	390.52 \$	18,271.37
08-Jan-13	Liquidation Proceeds - ALSCF C2	419.74 \$	18,691.11
01-Mar-13	Withdrawal of Members Capital - ACSC Series G2	12,548.00 \$	31,239.11
01-Mar-13	WT Charges per Comerica	(54.00) \$	31,185.11
01-Mar-13	Withdrawal of Members Capital - ACSC Series C2	12,540.00 \$	43,733.11
01-Mar-13	WT Charges per Comerica	(54.00) \$	43,679.11
01-Mar-13	Withdrawal of Members Capital - ACSC Series C1	12,548.00 \$	56,227.11
01-Mar-13	WT Charges per Comerica	(54.00) \$	56,173.11
01-Mar-13	Withdrawal of Members Capital - ACSC Series T1	12,548.00 \$	68,721.11
01-Mar-13	WT Charges per Comerica	(54.00) \$	68,667.11
04-Mar-13	Policy Loan	(50,000.00) \$	18,667.11
04-Mar-13	WT Charges - Policy Loan	(40.00) \$	18,627.11
13-Mar-13	Withdrawal of Members Capital - ACSC Series G2	13,298.00 \$	31,925.11
13-Mar-13	WT Charges per Comerica	(54.00) \$	31,871.11
13-Mar-13	Withdrawal of Members Capital - ACSC Series C2	13,298.00 \$	45,169.11
13-Mar-13	WT Charges per Comerica	(54.00) \$	45,115.11
13-Mar-13	Withdrawal of Members Capital - ACSC Series C1	13,298.00 \$	58,413.11
13-Mar-13	WT Charges per Comerica	(54.00) \$	58,359.11
13-Mar-13	Withdrawal of Members Capital - ACSC Series T1	13,298.00 \$	71,657.11
13-Mar-13	WT Charges per Comerica	(54.00) \$	71,603.11
14-Mar-13	Policy Loan	(53,000.00) \$	18,603.11
14-Mar-13	WT Charges - Policy Loan	(40.00) \$	18,563.11
22-Mar-13	Withdrawal of Members Capital - ACSC Series G2	23,607.75 \$	42,170.86
22-Mar-13	WT Charges per Comerica	(54.00) \$	42,116.86
22-Mar-13	Withdrawal of Members Capital - ACSC Series C2	23,607.75 \$	65,724.61
22-Mar-13	WT Charges per Comerica	(54.00) \$	65,670.61
22-Mar-13	Withdrawal of Members Capital - ACSC Series C1	23,607.75 \$	89,278.36
22-Mar-13	WT Charges per Comerica	(54.00) \$	89,224.36
22-Mar-13	Withdrawal of Members Capital - ACSC Series T1	23,607.75 \$	112,832.11
22-Mar-13	WT Charges per Comerica	(54.00) \$	112,778.11
25-Mar-13	Policy Loan	(94,239.00) \$	18,539.11
25-Mar-13	WT Charges - Policy Loan	(40.00) \$	18,499.11
27-Mar-13	CO0677 Cash Paid Q4 12 Ins Fees	(25.07) \$	18,474.04
27-Mar-13	CO0677 Cash Paid Q4 12 COI Fees	(16,100.01) \$	2,374.03
27-Mar-13	Withdrawal of Members Capital - ACSC Series G2	17,548.00 \$	19,922.03
27-Mar-13	WT Charges per Comerica	(54.00) \$	19,868.03
27-Mar-13	Withdrawal of Members Capital - ACSC Series C2	17,548.00 \$	37,416.03
27-Mar-13	WT Charges per Comerica	(54.00) \$	37,362.03
27-Mar-13	Withdrawal of Members Capital - ACSC Series C1	17,548.00 \$	54,910.03
27-Mar-13	WT Charges per Comerica	(54.00) \$	54,856.03
27-Mar-13	Withdrawal of Members Capital - ACSC Series T1	17,548.00 \$	72,404.03
27-Mar-13	WT Charges per Comerica	(54.00) \$	72,350.03
28-Mar-13	Liquidation Proceeds - ALSCF G1	21,771.33 \$	94,121.36
28-Mar-13	Policy Loan	(70,000.00) \$	24,121.36
28-Mar-13	WT Charges - Policy Loan	(40.00) \$	24,081.36
28-Mar-13	Interest to Date	0.61 \$	24,081.97
28-Mar-13	Service Fees and Stamp Duty	(1.50) \$	24,080.47
28-Mar-13	Service Fees and Stamp Duty	(1.50) \$	24,078.97
31-Mar-13	Balance C/F	\$	24,078.97

Exhibit 18

Exhibit 18

Statement Of Account

January 1, 2013 Through December 31, 2013

BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account Number : 15501938

Caroline D. Davis

2501 Nob Hill Place North

Seattle, WA 98109

By receipt of this report, any action you may have as a beneficiary against the trustee for breach of trust based on any matter adequately disclosed in this report may be barred unless the action is begun within six months after you receive this report. If you have any questions, you may wish to obtain professional advice regarding this report.

Portfolio Summary

Portfolio Composition	Market Value	Percentage	Sources & Uses of Funds	Amount
Cash Equivalents	\$ 15,480.68	0.12%	Total Portfolio Value 01/01/2013	\$ 12,671,823.51
Real Estate/Other	632,775.00	4.99%	Cash & Asset Receipts	1,042,689.00
Other Assets	12,033,885.54	94.89%	Cash & Asset Distributions	1,032,375.00
Uninvested Cash	0.00	0.00%	Investment Earnings	3.71
Total Portfolio Value	\$ 12,682,141.22	100.00%	Investment Change	0.00
Estimated Annual Income	\$ 4,450.88		Total Portfolio Value 12/31/2013	\$ 12,682,141.22

Investment Earnings	This Period	Year To Date	Gain / Losses On Transactions	This Period	Year To Date
Interest - Tax Free	\$ 0.00	\$ 0.00	Realized Gains	\$ 0.00	\$ 0.00
Interest - Taxable	3.71	3.71	Realized Losses	0.00 *	0.00 *
Dividends - Taxable	0.00	0.00			
Other Income	0.00	0.00	Total Portfolio Value		\$ 12,682,141.22
Net Accrued Interest Bot/Sld	0.00	0.00	Less : Tax Cost Basis		11,543,641.54
Total Investment Earnings	\$ 3.71	\$ 3.71			
			Unrealized Gains & Losses		\$ 1,138,499.68

* Gain or Loss amount as shown may not reflect the amount to be used for income tax purposes.

Transactions

Date	Type	Description	Income	Principal
		<i>Starting Balances</i>	\$ 0.00	\$ 0.00
01/02/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 12/01/2012 To 12/31/2012	0.04	
02/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 01/01/2013 To 01/31/2013	0.04	
03/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 02/01/2013 To 02/28/2013	0.04	
03/06/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from policy ACLI 1005-8007PC		50,000.00
03/06/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
03/06/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice B. Davis Revocable Trust Additional loan pursuant to promissory note dated 9/1/11 sent via wire transfer to Acct ending 331		-50,000.00
03/14/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from policy ACLI 1005-8007PC		53,000.00
03/14/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice B. Davis Revocable Trust Additional loan pursuant to promissory note dated 9/1/11 sent via wire transfer to Acct ending 331		-53,000.00
03/14/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
03/25/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from policy ACLI 1005-8007PC		94,239.00
03/26/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
03/26/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Christopher D. Davis Initial loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-75,391.20
03/26/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Christopher D. Davis Additional loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-18,847.80

Transactions

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Transactions

Date	Type	Description	Income	Principal
03/28/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from policy ACLI 1005-8007PC		70,000.00
04/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 03/01/2013 To 03/31/2013	0.07	
04/04/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
04/04/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
04/04/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Davis Family Office, LLC Initial loan pursuant to promissory note dtd 4/4/13 sent via wire transfer to Acct ending 273		-20,000.00
04/04/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Christopher D. Davis Additional loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-50,000.00
05/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 04/01/2013 To 04/30/2013	0.10	
05/09/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from policy ACLI 1005-8007PC		150,000.00
05/13/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Davis Family Office, LLC Additional loan pursuant to promissory note dtd 4/4/13 sent via wire transfer to Acct ending 273		-25,000.00
05/13/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Christopher D. Davis Additional loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-125,000.00
06/03/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 05/01/2013 To 05/31/2013	0.21	
06/26/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from policy ACLI 1005-8007PC		290,700.00
07/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 06/01/2013 To 06/30/2013	0.36	

Transactions

Date	Type	Description	Income	Principal
07/03/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Davis Family Office, LLC Additional loan pursuant to promissory note dtd 4/4/13 sent via wire transfer to Acct ending 874		-79,900.00
07/03/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice B. Davis Revocable Trust Additional loan pursuant to promissory note dtd 9/1/11 sent via wire transfer to Acct ending 331		-69,500.00
07/03/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Christopher D. Davis Additional loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-126,300.00
07/03/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
07/03/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
07/03/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
07/10/2013	Scheduled Cash Disbursement	Attorney's Fee Paid To : Stephen K. Lehnardt Payment for attorney's fees; Invoice No. 39102	-3,506.00	
08/01/2013	Daily Factor - Interest	FEDERATED GOVMT OBLIGATIONS FD - ISS Interest From 07/01/2013 To 07/31/2013	0.30	
08/02/2013	Market Fee	Annual Fee Of Alaska USA Trust Company Annual fee 08/2013 - 08/2014		-1,000.00
09/03/2013	Daily Factor - Interest	FEDERATED GOVMT OBLIGATIONS FD - ISS Interest From 08/01/2013 To 08/31/2013	0.14	
09/17/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from ACLI policy 1005-8007PC		134,000.00
09/19/2013	Cash Disbursement	Miscellaneous Disbursements Paid To : Christopher D. Davis Additional loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-134,000.00
09/19/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00

Transactions

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Transactions

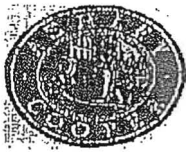
Date	Type	Description	Income	Principal
10/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 09/01/2013 To 09/30/2013	0.16	
10/08/2013	Cash Deposit	Loan Proceeds Loan received via wire transfer from ACLI Policy 1005-8007PC		200,750.00
11/01/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 10/01/2013 To 10/31/2013	1.40	
11/14/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
11/14/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
11/14/2013	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
11/14/2013	Cash Disbursement	Miscellaneous Disbursements Paid To: Christopher D. Davis Additional loan pursuant to promissory note dtd 3/26/13 sent via wire transfer to Acct ending 625		-128,000.00
11/14/2013	Cash Disbursement	Miscellaneous Disbursements Paid To: Davis Family Office, LLC Additional loan pursuant to promissory note dtd 4/4/13 sent via wire transfer to Acct ending 874		-50,250.00
11/14/2013	Cash Disbursement	Miscellaneous Disbursements Paid To: Beatrice B. Davis Revocable Trust Additional loan pursuant to promissory note dtd 9/1/11 sent via wire transfer to Acct ending 331		-22,500.00
12/02/2013	Daily Factor - Interest	FEDERATED GOVMNT OBLIGATIONS FD - ISS Interest From 11/01/2013 To 11/30/2013	0.85	
		Net Transfers	3,502.29	-3,502.29
		Net Cash Management	0.00	-10,317.71
		Ending Balances	\$ 0.00	\$ 0.00

Portfolio Summary

December 31, 2013

	Portfolio	Cost	Market	Estimated	Current
	%	Basis	Value	Ann Inc	Yield
Cash Equivalents	0.12%	15,480.68	15,480.68	1.55	0.01%
Real Estate/Other	4.99%	632,775.00	632,775.00	4,449.33	0.70%
Other Assets	94.89%	10,895,385.86	12,033,885.54	0.00	0.00%
Total Portfolio	100.00 %	11,543,641.54	12,682,141.22	4,450.88	0.04%
Net Cash			0.00		
Total Market Value			12,682,141.22		

Portfolio Components May Not Equal 100% Due To Rounding



Bentrice B. Davis Family Heritage Trust
dated July 28, 2000
Alaska USA Trust Company Trustee
4000 Credit Union Dr Ste 710
Anchorage, Alaska 99503

QUARTERLY STATEMENT
LIFE POLICY NO. ACLI 1105-8007 PC
TRANSACTIONS FOR QUARTER ENDING: SEPTEMBER 30, 2011

USD Savings Account

01-Jul-11	Balance B/F	0.00	\$	1,000.89
21-Jul-11	Return of Contributed Surplus - ALSCF C1	50,000.00	\$	51,000.89
21-Jul-11	Dividend Received - ALSCF T1	2,900.00	\$	53,900.89
25-Jul-11	Dividend Received - ALSCF T1	12,111.26	\$	66,012.15
25-Jul-11	Dividend Received - ALSCF C2	4,320.00	\$	70,332.15
25-Jul-11	Dividend Received - ALSCF C3	19,872.00	\$	90,204.15
25-Jul-11	Dividend Received - ALSCF C1	16,800.00	\$	107,004.15
26-Jul-11	Dividend Received - ALSCF C2	11,136.00	\$	118,140.15
30-Aug-11	Dividend Received - ALSCF T1	3,450.00	\$	121,590.15
30-Aug-11	Return of Contributed Surplus - ALSCF C1	7,160.00	\$	128,750.15
30-Aug-11	Dividend Received - ALSCF C1	14,800.00	\$	143,550.15
31-Aug-11	Dividend Received - ALSCF C2	7,000.00	\$	150,550.15
02-Sep-11	Dividend Received - ALSCF C2	3,408.18	\$	153,958.33
02-Sep-11	Dividend Received - ALSCF C1	5,412.99	\$	159,371.32
02-Sep-11	Dividend Received - ALSCF C2	3,508.42	\$	162,879.74
02-Sep-11	Dividend Received - ALSCF C3	6,445.47	\$	169,325.21
06-Sep-11	Dividend Received - ALSCF C1	1,243.53	\$	170,568.74
06-Sep-11	Policy Loan	(170,000.00)	\$	568.74
06-Sep-11	Service Fees and Stamp Duty	(3.66)	\$	565.08
09-Sep-11	WT Charges - Policy Loan	(100.00)	\$	465.08
09-Sep-11	Service Fees and Stamp Duty	(3.66)	\$	461.42
22-Sep-11	Dividend Received - ALSCF C1	3,498.58	\$	3,960.00
22-Sep-11	Dividend Received - ALSCF C2	3,498.58	\$	7,458.58
22-Sep-11	Dividend Received - ALSCF T1	3,498.58	\$	10,957.16
22-Sep-11	Dividend Received - ALSCF C3	3,498.61	\$	14,455.77
22-Sep-11	Dividend Received - ALSCF C2	3,498.58	\$	17,954.35
22-Sep-11	CO0677 Cash Paid Q2 11 Ins Fees	(4.87)	\$	17,949.48
22-Sep-11	CO0677 Cash Paid Q2 11 COI Fees	(17,488.06)	\$	461.42
22-Sep-11	Service Fees and Stamp Duty	(3.66)	\$	457.76
29-Sep-11	Interest to Date	1.56	\$	459.32
29-Sep-11	Service Fees and Stamp Duty	(0.90)	\$	458.42
30-Sep-11	Balance C/P		\$	458.42

CAD Savings Account

1-Jul-11	Balance B/F		\$	968.28
29-Sep-11	Interest to Date	0.01	\$	968.29
30-Sep-11	Balance C/P		\$	968.29

CASH SURRENDER VALUE

\$	458.42	Butterfield USD Savings Account	\$	458.42	
\$	926.96	Butterfield CAD Savings Account	\$	926.96	
\$	1,940.92	ALIP Liquidity Segregated Portfolio	70,1442	\$	1,869.22
\$	2,264,172.00	Advantage Life Small Cap Fund SPC C1	64999	\$	2,114,243.00
\$	1,720,192.00	Advantage Life Small Cap Fund SPC C1	13240	\$	1,710,354.00
\$	1,401,633.00	Advantage Life Small Cap Fund SPC C2	13240	\$	1,407,654.00
\$	1,555,243.00	Advantage Life Small Cap Fund SPC C2	15040	\$	1,552,135.00
\$	2,513,527.00	Advantage Life Small Cap Fund SPC C3	13240	\$	2,503,378.00
\$	1,499,513.00	Advantage Life Small Cap Fund SPC T1	13240	\$	1,499,759.00
\$	11,057,606.30	TOTALS		\$	10,790,777.60

Face Cover	35,000,000
DOB	28/09/1959
Rate	178%

There is a policy loan on this account, please contact home office for further details

Exhibit 13

Exhibit 13

Statement Of Account

January 1, 2011 Through December 31, 2011

BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account Number: 15501938

Caroline D. Davis

2501 Nob Hill Place North

Seattle, WA 98109

By receipt of this report, any action you may have as a beneficiary against the trustee for breach of trust based on any matter adequately disclosed in this report may be barred unless the action is begun within six months after you receive this report. If you have any questions, you may wish to obtain professional advice regarding this report.

January 01, 2011 To December 31, 2011

Account Name : BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account No : 15501938

Portfolio Summary

Portfolio Composition	Market Value	Percentage	Sources & Uses of Funds	Amount
Cash Equivalents	\$ 6,192.29	0.05%	Total Portfolio Value 01/01/2011	\$ 0.00
Real Estate/Other	632,775.00	4.99%	Cash & Asset Receipts	828,788.01
Other Assets	12,033,885.54	94.96%	Cash & Asset Distributions	-189,820.00
Uninvested Cash	0.00	0.00%	Investment Earnings	0.28
Total Portfolio Value	\$ 12,672,852.83	100.00%	Investment Change	12,033,884.54
Estimated Annual Income	\$ 6,122.45		Total Portfolio Value 12/31/2011	\$ 12,672,852.83

Investment Earnings	This Period	Year To Date	Gain / Losses On Transactions	This Period	Year To Date
Interest - Tax Free	\$ 0.28	\$ 0.28	Realized Gains	\$ 0.00 *	\$ 0.00 *
Interest - Taxable	0.00	0.00	Realized Losses	0.00 *	0.00 *
Dividends - Taxable	0.00	0.00			
Other Income	0.00	0.00	Total Portfolio Value		\$ 12,672,852.83
Net Accrued Interest Bot/Sld	0.00	0.00	Less : Tax Cost Basis		11,534,353.15
Total Investment Earnings	\$ 0.28	\$ 0.28			
			Unrealized Gains & Losses		\$ 1,138,499.68

* Gain or Loss amount as shown may not reflect the amount to be used for income tax purposes.

January 01, 2011 To December 31, 2011

Account Name : BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account No : 15501938

Transactions

Date	Type	Description	Income	Principal
		<i>Starting Balances</i>	\$ 0.00	\$ 0.00
08/26/2011	Cash Deposit	Transfer From Prior Trustee Received via wire transfer from ATC of cash holdings in trust's account		8,012.01
08/29/2011	Market Fee	Annual Fee Of Alaska USA Trust Company One time acceptance fee		-750.00
08/29/2011	Market Fee	Annual Fee Of Alaska USA Trust Company Annual fee 08/2011 - 08/2012		-1,000.00
09/01/2011	Daily Factor - Interest	FEDERATED TAX-FREE OBLIGATIONS FUND -IS Interest From 08/01/2011 To 08/31/2011	0.02	
09/07/2011	Cash Deposit	Loan Proceeds Loan from policy ACL1005-8007PC received via wire transfer		170,000.00
09/08/2011	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice Davis Revocable Trust Additional loan proceeds pursuant to promissory note dated 9/1/2011 sent via wire transfer		-170,000.00
09/12/2011	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
10/03/2011	Daily Factor - Interest	FEDERATED TAX-FREE OBLIGATIONS FUND -IS Interest From 09/01/2011 To 09/30/2011	0.08	
10/14/2011	Free Receipt	ACLI POLICY 1105-8007PC 1 Units @ Receipt Value of \$1.00		
10/19/2011	Scheduled Cash Disbursement	Trust Registration Fee Paid To : Superior Court of Anchorage Trust registration fee for the Beatrice B. Davis Family Heritage Trust		-40.00
11/01/2011	Daily Factor - Interest	FEDERATED TAX-FREE OBLIGATIONS FUND -IS Interest From 10/01/2011 To 10/31/2011	0.07	
12/01/2011	Daily Factor - Interest	FEDERATED TAX-FREE OBLIGATIONS FUND -IS Interest From 11/01/2011 To 11/30/2011	0.11	
12/14/2011	Cash Deposit	Loan Proceeds Additional loan from policy ACL1005-8007PC received via wire transfer		18,000.00
12/15/2011	Cash Disbursement	Miscellaneous Disbursements Paid To : Beatrice B. Davis Revocable Trust Additional loan proceeds pursuant to promissory note dated 9/1/11 sent via wire transfer		-18,000.00

Transactions

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January 01, 2011 To December 31, 2011

Account Name : BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account No : 15501938

Transactions

Date	Type	Description	Income	Principal
12/15/2011	Miscellaneous Fee	Administrative Fee Wire transfer fee		-15.00
12/19/2011	Adjust Book Value	ACLI POLICY 1105-8007PC Book Value Adjustment of 10,895,384.86 New Book Value is 10,895,385.86		
12/20/2011	Free Receipt	NP1 BBDAVISFAMHTR 170,000 3.860% 03/31/18 170000 Units @ Receipt Value of \$-170,000.00		
12/20/2011	Free Receipt	NP2 BBDAVISFAMHRT 18,000 3.860% 03/31/18 18000 Units @ Receipt Value of \$-18,000.00		
12/20/2011	Free Receipt	NR1 BDAVISREVTR 802,775 1.630% 03/31/18 802775 Units @ Receipt Value of \$802,775.00		
12/20/2011	Free Receipt	NR2 BDAVISREVTR 18,000 1.630% 03/31/18 18000 Units @ Receipt Value of \$18,000.00		
		Net Transfers	-0.28	0.28
		Net Cash Management	0.00	-6,192.29
		Ending Balances	\$ 0.00	\$ 0.00

January 01, 2011 To December 31, 2011

Account Name : BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account No : 15501938

Portfolio Summary

December 31, 2011

	Portfolio	Cost	Market	Estimated	Current
	%	Basis	Value	Ann Inc	Yield
Cash Equivalents	0.05%	6,192.29	6,192.29	0.62	0.01%
Real Estate/Other	4.99%	632,775.00	632,775.00	6,121.83	0.97%
Other Assets	94.96%	10,895,385.86	12,033,885.54	0.00	0.00%
<i>Total Portfolio</i>	100.00 %	11,534,353.15	12,672,852.83	6,122.45	0.05%
<i>Net Cash</i>			0.00		
<i>Total Market Value</i>			12,672,852.83		

Portfolio Components May Not Equal 100% Due To Rounding

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
<u>Short Term Investment Funds</u>							
6,192.29	FEDERATED GOVMNT OBLIGATIONS FD - ISS	6,192.29	100.00	6,192.29	0.62	0.01%	0.05%
<i>Totals</i>		6,192.29		6,192.29	0.62	0.01%	0.05%
<u>Notes - Secured</u>							
802,775	NR1 BDAVISREVTR 802,775 Note Receivable 1; Payor Beatrice B Davis Revocable Trust. This note rolls the 3 promissory notes received from ATC into 1, and permits a revolving line of credit wherein the Payor may request additional "advances" periodically. Future "advances" pursuant	802,775.00	1.00	802,775.00	13,085.23	1.63%	6.33%
18,000	NR2 BDAVISREVTR 18,000 Note Receivable 2; Payor Beatrice B Davis Revocable Trust; First "Advance" pursuant to Cusip NR1BDRTTR's line of credit.	18,000.00	1.00	18,000.00	293.40	1.63%	0.14%
<i>Totals</i>		820,775.00		820,775.00	13,378.63	1.63%	6.47%
<u>Liabilities</u>							
-170,000	NP1 BBDAVISFAMHTR 170,000 3.860% 03/31/18 Note payable 1; Payor B.B.Davis Family Heritage Trust; First policy loan pursuant to revolving line of credit of 09/02/2011 from Policy ACLI 1105-8007PC. Unlike subsequent policy loans, this amount was incorporated into the original note receivable amount	-170,000.00	1.00	-170,000.00	-6,562.00	-3.86%	-1.34%
-18,000	NP2 BBDAVISFAMHTR 18,000 3.860% 03/31/18 Note Payable 2; Payor B.B.Davis Family Heritage Trust' terms pursuant to revolving line of credit with Ashley Cooper of Sept. 2,2011; Draw request sent 12/9/11; funds received 12/14/2011	-18,000.00	1.00	-18,000.00	-694.80	-3.86%	-0.14%
<i>Totals</i>		-188,000.00		-188,000.00	-7,256.80	-3.86%	-1.48%
<u>Insurance Policies</u>							
1	ACLI POLICY 1105-8007PC	10,895,385.86	12,033,885.54	12,033,885.54	0.00	0.00%	94.96%
<i>Totals</i>		10,895,385.86		12,033,885.54	0.00	0.00%	94.96%
<i>Total Investments</i>		11,534,353.15		12,672,852.83	6,122.45	0.05%	100.00%
<i>Plus Net Cash</i>				0.00			
<i>Total Market Value</i>				12,672,852.83			

Account Holdings

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Exhibit 14

Exhibit 14



Dentrice D. Davis Family Heritage Trust
dated July 20, 2000
Alaska USA Trust Company Trustee
4000 Credit Union Dr Ste 710
Anchorage, Alaska 99503

QUARTERLY STATEMENT
LIFE POLICY NO. ACLI 1105-8007 PC
TRANSACTIONS FOR QUARTER ENDING : DECEMBER 31, 2011

USD Savings Account

01-Oct-11	Balance B/F		\$	458.42
24-Oct-11	Dividend Received - ALSOF C3	22,000.00	\$	22,458.42
24-Oct-11	Dividend Received - ALSOF C2	22,000.00	\$	44,458.42
24-Oct-11	Dividend Received - ALSOF T1	22,000.00	\$	66,458.42
24-Oct-11	Dividend Received - ALSOF G2	22,000.00	\$	88,458.42
24-Oct-11	Dividend Received - ALSOF C1	22,000.00	\$	110,458.42
24-Oct-11	Investment into ALSOF G1	(110,000.00)	\$	458.42
14-Dec-11	Dividend Received - ALSOF T1	7,156.00	\$	7,614.42
14-Dec-11	Dividend Received - ALSOF C3	7,156.00	\$	14,770.42
14-Dec-11	Dividend Received - ALSOF G2	7,156.00	\$	21,926.42
14-Dec-11	Dividend Received - ALSOF C2	7,156.00	\$	29,082.42
14-Dec-11	Dividend Received - ALSOF C1	7,156.00	\$	36,238.42
14-Dec-11	CO0677 Cash Paid Q3 11 Ins Fees	(4.07)	\$	36,234.35
14-Dec-11	CO0677 Cash Paid Q3 11 COI Fees	(17,775.86)	\$	18,458.49
15-Dec-11	Policy Loan	(18,000.00)	\$	458.49
15-Dec-11	Dividend Received - ALSOF T1	22,000.00	\$	22,458.49
15-Dec-11	Dividend Received - ALSOF C3	22,000.00	\$	44,458.49
15-Dec-11	Dividend Received - ALSOF G2	22,000.00	\$	66,458.49
15-Dec-11	Dividend Received - ALSOF C2	22,000.00	\$	88,458.49
15-Dec-11	Dividend Received - ALSOF C1	22,000.00	\$	110,458.49
15-Dec-11	Investment into ALSOF G1	(110,000.00)	\$	458.49
30-Dec-11	Interest to Date	0.01	\$	458.50
30-Dec-11	Debit Interest	(12.27)	\$	446.23
31-Dec-11	Balance C/F		\$	446.23

CAD Savings Account

1-Oct-11	Balance B/F		\$	968.29
30-Dec-11	Interest to Date	0.01	\$	968.30
31-Dec-11	Balance C/F		\$	968.30

CASH SURRENDER VALUE

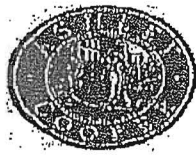
\$	446.23	Butterfield USD Savings Account		\$	446.23
\$	949.22	Butterfield CAD Savings Account		\$	949.22
\$	1,940.92	ALIF Liquidity Segregated Portfolio	70,1442	\$	1,918.15
\$	2,584,172.00	Advantage Life Small Cap Fund SPC G1	64999	\$	2,178,713.00
\$	1,720,192.00	Advantage Life Small Cap Fund SPC C1	13240	\$	1,751,845.00
\$	1,401,633.00	Advantage Life Small Cap Fund SPC C2	13240	\$	1,420,098.00
\$	1,553,243.00	Advantage Life Small Cap Fund SPC G2	15040	\$	1,578,475.00
\$	2,513,527.00	Advantage Life Small Cap Fund SPC C3	13240	\$	2,515,258.00
\$	1,499,513.00	Advantage Life Small Cap Fund SPC T1	13240	\$	1,520,691.00
\$	11,277,616.37	TOTALS		\$	10,960,393.60

Face Cover	35,000,000
DOB	20/09/1959
Rate	178%

There is a policy loan on this account, please contact home office for further details

Exhibit 15

Exhibit 15



Bentrice B. Davis Family Heritage Trust
dated July 28, 2000
Alaska USA Trust Company Trustee
4000 Credit Union Dr Ste 710
Anchorage, Alaska 99503

QUARTERLY STATEMENT
LIFE POLICY NO. ACLI 1105-8007 PG
TRANSACTIONS FOR QUARTER ENDING : MARCH 31, 2012

USD Savings Account

01-Jan-12	Balance B/F		\$	446.23
09-Feb-12	Return of Contributed Surplus - ALSCF G1	15,000.00	\$	15,446.23
09-Feb-12	Dividend Received - ALSCF C2	15,000.00	\$	30,446.23
09-Feb-12	Dividend Received - ALSCF T1	15,000.00	\$	45,446.23
09-Feb-12	Dividend Received - ALSCF G2	15,000.00	\$	60,446.23
09-Feb-12	Dividend Received - ALSCF C1	15,000.00	\$	75,446.23
09-Feb-12	Policy Loan	(75,000.00)	\$	446.23
09-Feb-12	Service Fees and Stamp Duty	(3.66)	\$	442.57
28-Feb-12	Service Fees and Stamp Duty	(0.30)	\$	442.27
01-Mar-12	WT Charges	(50.00)	\$	392.27
01-Mar-12	Service Fees and Stamp Duty	(0.30)	\$	391.97
09-Feb-12	Service Fees and Stamp Duty- reversal	0.30	\$	392.27
27-Mar-12	Dividend Received - ALSCF C1	24,000.00	\$	24,392.27
27-Mar-12	Dividend Received - ALSCF G2	24,000.00	\$	48,392.27
27-Mar-12	Dividend Received - ALSCF C3	24,000.00	\$	72,392.27
27-Mar-12	Dividend Received - ALSCF C2	24,000.00	\$	96,392.27
27-Mar-12	Dividend Received - ALSCF T1	24,000.00	\$	120,392.27
28-Mar-12	CO0677 Cash Paid Q4 11 Ins Fees	(4.14)	\$	120,388.13
28-Mar-12	CO0677 Cash Paid Q4 11 COI Fees	(19,284.07)	\$	101,104.06
28-Mar-12	Policy Loan	(100,000.00)	\$	1,104.06
29-Mar-12	WT Charges	(80.00)	\$	1,024.06
30-Mar-12	Interest to Date	0.03	\$	1,024.09
30-Mar-12	Service Fees and Stamp Duty	(1.20)	\$	1,022.89
30-Mar-12	Service Fees and Stamp Duty	(0.90)	\$	1,021.99
31-Mar-12	Balance C/F		\$	1,021.99

CAD Savings Account

1-Jan-12	Balance B/F		\$	968.30
30-Mar-12	Interest to Date	0.01	\$	968.31
31-Mar-12	Balance C/F		\$	968.31

CASH SURRENDER VALUE

\$	1,021.99	Butterfield USD Savings Account	\$	1,021.99	
\$	971.58	Butterfield CAD Savings Account	\$	971.58	
\$	1,940.92	ALIF Liquidity Segregated Portfolio	70,1442	\$	1,992.94
\$	2,569,172.00	Advantage Life Small Cap Fund SPC G1	64999	\$	2,253,905.00
\$	1,720,192.00	Advantage Life Small Cap Fund SPC C1	13240	\$	1,824,523.00
\$	1,401,633.00	Advantage Life Small Cap Fund SPC C2	13240	\$	1,492,774.00
\$	1,555,243.00	Advantage Life Small Cap Fund SPC G2	15040	\$	1,651,151.00
\$	2,513,527.00	Advantage Life Small Cap Fund SPC C3	13240	\$	2,602,934.00
\$	1,499,513.00	Advantage Life Small Cap Fund SPC T1	13240	\$	1,593,367.00
\$	11,263,214.49	TOTALS	\$	11,422,640.51	

Face Cover 35,000,000
DOB 28/09/1959
Rate 178%

Exhibit 16

Exhibit 16

Statement Of Account

January 1, 2012 Through December 31, 2012

BEATRICE B. DAVIS FAMILY HERITAGE TRUST

Account Number : 15501938

Caroline D. Davis

2501 Nob Hill Place North

Seattle, WA 98109

By receipt of this report, any action you may have as a beneficiary against the trustee for breach of trust based on any matter adequately disclosed in this report may be barred unless the action is begun within six months after you receive this report. If you have any questions, you may wish to obtain professional advice regarding this report.

Portfolio Summary

Portfolio Composition	Market Value	Percentage	Sources & Uses of Funds	Amount
Cash Equivalents	\$ 5,162.97	0.04%	Total Portfolio Value 01/01/2012	\$ 12,672,852.83
Real Estate/Other	632,775.00	4.99%	Cash & Asset Receipts	175,000.00
Other Assets	12,033,885.54	94.97%	Cash & Asset Distributions	-176,030.00
Uninvested Cash	0.00	0.00%	Investment Earnings	0.68
Total Portfolio Value	\$ 12,671,823.51	100.00%	Investment Change	0.00
Estimated Annual Income	\$ 4,449.85		Total Portfolio Value 12/31/2012	\$ 12,671,823.51

Investment Earnings	This Period	Year To Date	Gain / Losses On Transactions	This Period	Year To Date
Interest - Tax Free	\$ 0.03	\$ 0.03	Realized Gains	\$ 0.00 *	\$ 0.00 *
Interest - Taxable	0.65	0.65	Realized Losses	0.00 *	0.00 *
Dividends - Taxable	0.00	0.00			
Other Income	0.00	0.00	Total Portfolio Value		\$ 12,671,823.51
Net Accrued Interest Bot/Sld	0.00	0.00	Less : Tax Cost Basis		11,533,323.83
Total Investment Earnings	\$ 0.68	\$ 0.68			
			Unrealized Gains & Losses		\$ 1,138,499.68

* Gain or Loss amount as shown may not reflect the amount to be used for income tax purposes .

1 **IN THE SUPREME COURT OF THE STATE OF NEVADA**

2
3
4 CHRISTOPHER D. DAVIS,

5 Appellant,

6 v.

7 CAROLINE DAVIS,

8 Respondent.
9

Case No.: 68542
Electronically Filed
Oct 08 2015 09:25 a.m.
Tracie K. Lindeman
Eighth Judicial District Court
Clerk of Supreme Court
Case No.: P-15-083867-T (In re
the Beatrice B. Davis Family
Heritage Trust, dated July 28,
2000)

10
11 **EXHIBITS TO**
12 **EMERGENCY MOTION UNDER NRAP 27(e)**
13 **FOR 1) STAY PENDING APPEAL AND 2) AFFIRMATIVE RELIEF**

14 **TABLE OF CONTENTS**

<u>Exhibit</u>	<u>Title of Document</u>	<u>Bates Numbers</u>
1	Emergency Writ Under NRAP 27(e) Petition for Writ of Prohibition and/or Mandamus Action Necessary On or Before October 23, 2015	1-40
2	Email dated October 5, 2015 from Anthony L. Barney, Esq.	41-43
3	Email dated October 5, 2015 from Dana Dwiggins, Esq.	44-45
4	September 2, 2015 Transcript	46-131
5	Christopher D. Davis' Motion for Protective Order and to Quash or Modify the Subpoena	132-168
6	Notice of Petition and Petition to Stay Discovery Until the August 19, 2015 Hearing on the Motion for Reconsideration, or in the Alternative, Petition for Protective Order from Discovery by Subpoena	169-202
7	September 30, 2015 Court Minutes	203-204
8	Notice of Entry of Order, filed with Order	205-210
9	Subpoenas Duces Tecum dated June 25, 2015	211-234
10	September 16, 2015 Court Minutes	235-237
11	Petition to Assume Jurisdiction Over the Beatrice B.	238-518

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	Davis Family Heritage Trust, Dated July 28, 2000, as Amended on February 24, 2014; to Assume Jurisdiction over Christopher D. Davis as Investment Trust Advisor and Stephen K. Lehnardt as Distribution Trust Advisor; to Confirm Dunham Trust Company as Directed Trustee; and for Immediate Disclosure of Documents and Information from Christopher D. Davis	
12	Second Amended Notice of Hearing on Petition to Assume Jurisdiction Over the Beatrice B. Davis Family Heritage Trust, Dated July 28, 2000, as Amended on February 24, 2014; to Assume Jurisdiction over Christopher D. Davis as Investment Trust Advisor and Stephen K. Lehnardt as Distribution Trust Advisor; to Confirm Dunham Trust Company as Directed Trustee; and for Immediate Disclosure of Documents and Information from Christopher D. Davis	519-523
13	Declaration of Christopher Davis	524-526
14	Christopher D. Davis' Motion to Dismiss Pursuant to NRCP 12(b) and NRCP 19	527-552
15	Christopher D. Davis' Reply to Caroline Davis' Opposition to His Motion to Dismiss Pursuant to NRCP 12(b) and NRCP 19	553-578
16	Opposition to Christopher D. Davis' Motion to Dismiss Pursuant to NRCP 12(b) and NRCP 19	579-591
17	Transcript of Proceedings – Wednesday, April 22, 2015	592-650

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Cheryl Davis
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Tarja Davis
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And
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Ace Davis
c/o Winfield B. Davis
Skyline Terrace Apts.
930 Figueroa Terr. Apt. 529
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Los Angeles, California 90077

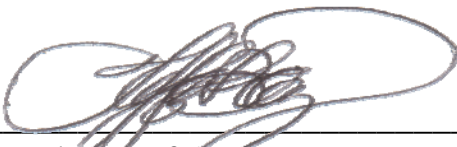
1 514 West 26th Street, #3E
2 Kansas City, Missouri 64108

3 Registered Agent Solutions, Inc.
4 Registered Agent for FHT Holdings, LLC, a Nevada Limited Liability
5 Company
6 4625 West Nevso Drive, Suite 2
7 Las Vegas, Nevada 89103

8 JONATHAN W. BARLOW, ESQ. Via Hand Delivery
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19 *Attorney for Petitioner Caroline Davis*

20 DUNHAM TRUST COMPANY Via Hand Delivery
21 SHANNA CORESSAL, CTFA
22 c/o Charlene Renwick, Esq.
23 Lee, Hernandez, Landrum & Garofalo
24 7575 Vegas Drive, #150
25 Las Vegas, Nevada 89128

26 
27 Employee of Anthony L. Barney, Ltd.
28