

LAST WILL AND TESTAMENT

OF

DENISE T. VOLLENDORFF

I, DENISE T. VOLLENDORFF, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament.

1. Revocation. I hereby revoke any and all wills and codicils by me heretofore made.

2. Family. I declare that I am a widow, and that I have no children or issue. I also declare that I have no parents, uncles, aunts, brothers, sisters, nieces or nephews surviving me.

3. Personal Representative. I hereby appoint JOHN A. GOSE the personal representative of my estate to act without bond, but if JOHN A. GOSE is deceased, or unable or unwilling to serve, or resigns, dies or becomes incapacitated after qualifying, I appoint SECURITY PACIFIC BANK WASHINGTON, N.A., likewise to act without bond. If John A. Gose serves as my personal representative I intend that he be paid a fee for his services as personal representative of my estate, and as Trustee of the below referenced Denise T. Vollendorff Declaration of Trust before the time of my death, in the aggregate amount of Ten Thousand Dollars (\$10,000.00). To the extent feasible, such fee shall be paid first from the investment assets of my estate (e.g. bank accounts, stocks, bonds, certificates of deposit, money market funds and the like) which are not tangible personal property, and

only to the extent such assets are inadequate shall the same be paid from the trust.

4. Letter of Instruction. I may leave a letter of instruction setting forth the manner in which specific items of my tangible personal property are to be distributed. In accord with the provisions of RCW 11.12.260, it is my intention that such list be given effect to the extent it is not contrary to the express provisions of this will.

5. Residuary Estate. I give, devise and bequeath all of the rest, residue and remainder of my estate, of whatsoever nature and wheresoever situate, to the then acting Trustee of the Denise T. Vollendorff Declaration of Trust, dated in March, 1991, between Denise T. Vollendorff as Settlor, and John A. Gose as Trustee, as amended from time to time, which Trust is being executed contemporaneously with this Will. Such property shall become part of the Trust for administration as a part thereof. If such Trust is revoked prior to my death, or if for any other reason this bequest shall fail, then I give all property described in this Paragraph to the person or entity who would then be serving as trustee of such Trust, or to an alternate or successor trustees appointed in accord with the terms of the above referenced Trust or Washington State law, to be held and administered on the terms and conditions provided in such Trust as it reads on the date of this Will. For this purpose such terms are hereby incorporated by this reference.

6. Taxes and Costs. My estate and inheritance tax shall not be charged directly to my beneficiaries. My personal representative shall pay (a) my estate and inheritance tax, (b) my estate's share of my funeral and last illness expenses, (c) my estate's share of administration expenses, and (d) my estate's share of any other lawful claims against my estate from the sources specified in either subparagraph (1) or (2) below, whichever my personal representative deems appropriate:

(A) My personal representative may make any payment, in whole or in part, for estate or inheritance tax, expenses, claims, and general legacies from the property passing under this will, provided, however, that any payment of any estate or inheritance tax will be paid from the residue of my estate and shall be charged to principal; or

(B) My personal representative may certify in writing to the then Trustee of the trust referred to in Article 5 the amount of my estate and inheritance tax, expenses, claims, and general legacies then payable specifying the recipient entitled to each payment, and may demand in writing that such Trustee pay all or any portion of the amount so certified, and such Trustee shall, as provided in such trust, make such payment either directly to the recipient so certified to be entitled to the payment or to my executor, in such Trustee's discretion.

7. Deductions. My personal representative shall have full power to claim expenses as either income or estate tax deductions when an election is permitted by law. No compensating adjustments shall be made between principal and income nor with respect to any bequest or devise hereunder.

8. Non-Intervention Powers. I direct that my estate be settled in the manner provided herein. I give my personal representative full power to administer this will and my estate without the intervention of any court, it being my intention to

avail myself of the provisions of the non-intervention will statutes of the State of Washington. My personal representative shall have full power after the entry of an order of solvency to alienate, mortgage, pledge, lease, sell, exchange, manage and convey the real and personal property disposed of by this will, and to borrow money, with or without security, without an order of the court for that purpose, and without notice, approval or confirmation and whether or not the same is necessary for the administration of my estate. These non-intervention powers shall be unrestricted.

9. Terms. The following general provisions apply to this will:

A. Reference to children and issue shall include adopted persons and persons hereafter born unless the context requires otherwise.

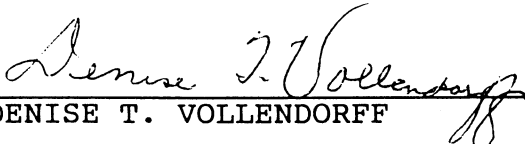
B. A condition of survivorship shall mean surviving by at least thirty (30) days.

C. A gift "by representation" shall have the meaning set forth in Revised Code of Washington 11.02.005.

D. The words "personal representative" refer to executor or executrix, as the case may be.

E. Unless the context requires otherwise, masculine, feminine and neuter gender may be used interchangeably, and plural or singular usage shall include the other.

IN WITNESS WHEREOF, I have hereunto set my hand and published and declared this as my Last Will and Testament this 21 st day of March, 1991.


DENISE T. VOLLEENDORFF

WITNESSES' ATTESTATION AND DECLARATION
(RCW 9A.72.085, 11.20.020)

Each of us whose signature appears below, says and declares that, on the day last above written, in the presence of each of us, Denise T. Vollendorff signed and declared this instrument to be her will, and we have signed below as attesting witnesses in her presence and in the presence of each other; that we know Denise T. Vollendorff and that she appears to be of full age and sound and disposing mind and memory and competent in every respect to make this will and not under any restraint, and we make this attestation and declaration at her request and direction.

Each of us further declares under penalty of perjury under the laws of the State of Washington that the foregoing declaration is true and correct.

Signed at Seattle this 21 day of March, 1991.

David C. Lawrence
Witness

Issaquah, WA
Address

Kristina J. Newma
Witness

Seattle, WA
Address