

LAST WILL AND TESTAMENT
OF
BERTHA F. SHULTZ

BY: _____
ATTEST: A TRUE COPY
COURT EXECUTIVE OFFICER
DEPUTY CLERK

I, BERTHA F. SHULTZ, reside in San Luis Obispo County, California, and hereby make, publish and declare this to be my Last Will and Testament.

FIRST: REVOCATION OF FORMER WILLS

I expressly revoke all former Wills and Codicils made by me.

SECOND: DECLARATIONS CONCERNING FAMILY

I am a widow, having survived my late husband ROBERT B. SHULTZ. I have no children, living or deceased; and my husband had no children.

THIRD: PROPERTY DISPOSED OF BY THIS WILL

I intend to dispose of all property, wherever situated, which I can dispose of by Will at the time of my death. I expressly exercise the power of appointment conferred upon me as the Surviving Spouse over the disposition of the Survivor's Trust as described in Section 4.1 of the SHULTZ FAMILY TRUST dated March 26, 1992 (hereafter the "SHULTZ FAMILY TRUST") established by me and my late husband. I hereby confirm that I did not exercise any disclaimer with regard to my interests in the SHULTZ FAMILY TRUST on the death of my husband. Accordingly, all assets of the Trust are included in and disposable under the Survivor's Trust.

FOURTH: DISPOSITION OF ESTATE

I give all property passing under this Will and all property held in the Survivor's Trust of the SHULTZ FAMILY TRUST as follows:

A. *Specific Gifts.* I give the sum of \$100,000.00 to each of the following organizations (or their successors) operating and in existence on my death:

1) **MORRO BAY FRIENDS OF THE LIBRARY**, located in Morro Bay, California, for general charitable purposes in the name of my father, **HENRY B. HUMBOLDT**.

2) **ATASCADERO COMMUNITY SERVICES FOUNDATION, INC.**, to benefit the **CHARLES PADDOCK ZOO** located in Atascadero, California.

B. *Additional Specific Gifts.* I give the sum of \$250,000.00 to each of the following organizations (or their successors) operating and in existence on my death:

1) **WOODS HUMANE SOCIETY** located in San Luis Obispo, California, which sum shall be applied to the care and feeding of my animals for their natural life, it being my intention that my animals shall be cared for in my home or placed for adoption in a suitable arrangement where they are not caged. Any funds not applied for the care and feeding of my animals shall be used by **WOODS HUMANE SOCIETY** for the care, feeding and placement of other animals in its care.

2) **ROTARY CLUB OF ATASCADERO FOUNDATION, INC.**, a California nonprofit public benefit corporation (the "Foundation"), located in Atascadero, California, to establish the R.B.S. Scholarship Fund. The Foundation shall establish a separate, segregated fund to be known as the R.B.S. Scholarship Fund (the "Fund"). The annual income of the Fund shall be utilized for scholarships for graduating seniors from Atascadero High School, but at least once every fourth year, all or a portion of the annual income will be utilized for scholarships for graduating seniors from Morro Bay High School. The scholarship grants may only be used for education expenses, such as tuition, books, and student fees. When selecting recipients of scholarships, the Foundation shall place greater weight on the application of those students pursuing careers in practical skills, such as nursing, paramedics, medical assistants, dental assistants, physical rehabilitation, automotive repair, construction, and vocational trades. In addition, at least once each third year, the Foundation shall make a reasonable grant to the elementary school system of Creston, California, to further the needs of deserving students.

3) **NORTH COUNTY CHRISTIAN SCHOOL** located at 6225 Atascadero Avenue, Atascadero, California, for general administrative expenses, including, without limitation, compensation for teachers and instructors.

C. *Disposition of Residue of Estate.* I give the rest and residue of my estate, any lapse gifts, and the Survivor's Trust in equal shares among the following organizations (or their successors) operating and in existence on my death:

1) **CUESTA COLLEGE FOUNDATION** located in San Luis Obispo, California, for express and specific purpose of funding an existing or new daycare center for the north campus for CUESTA COLLEGE in San Luis Obispo County, California.

2) **THE FIRE DEPARTMENT OF THE CITY OF ATASCADERO**, County of San Luis Obispo, State of California, for the exclusive and specific purpose of purchasing and maintaining emergency response, life saving and fire equipment and vehicles.

3) **THE FIRE DEPARTMENT OF THE CITY OF MORRO BAY**, County of San Luis Obispo, State of California, in the name of my father, HENRY B. HUMBOLDT, for the exclusive and specific purpose of purchasing and maintaining fire equipment and vehicles.

D. *Disclaimers.* If any beneficiary named in this Will disclaims all or any portion of a gift, the gift disclaimed shall be distributed as if the disclaimant, if an individual, had not survived me as provided in this Will, or if an organization, was not in existence on the date of my death.

E. *Appointment of Successor Trustees of the SHULTZ FAMILY TRUST.* In exercise of the power of appointment conferred upon me in Section 6.2 of the SHULTZ FAMILY TRUST to name my successors to serve as Trustee of that Trust, PHILLIP J. SEXTON, my accountant, and STEPHEN P. MAGUIRE, my financial advisor, are hereby appointed as successor co-trustees of the Survivor's Trust after my death. PHILLIP J. SEXTON and STEPHEN P. MAGUIRE shall each have the power to name his successor to serve as Trustee in his place, but if either of them fails to do so, then the other (or his named successors) shall act as sole successor trustee of the Trust Estate.

FIFTH: NO CONTEST

A. *No Contest.* I have intentionally and with full knowledge omitted to provide for all of my heirs. If anyone, whether an heir of mine or not, shall either directly or indirectly, singly or in conjunction with other persons, attack, oppose, or seek to set aside the probate of this

Will, or to impair, invalidate or set aside its provisions or the provisions of the SHULTZ FAMILY TRUST, or to have the same or any part thereof of either this Will or such Trust limited, diminished or voided, or settle or compromise, directly or indirectly, either in or out of Court with anyone claiming an interest in my estate, in any manner other than through or under this Will and such Trust, then in any or all of the above mentioned cases or events, I hereby give and bequeath to said person or persons, the sum of ONE DOLLAR (\$1.00) and no more, in lieu of any other share or interest in my estate or the Trust.

B. *No Agreements.* I declare that I have not entered into any contract or agreement with any person to make or not make a Will with certain provisions, to revoke or not revoke my Will, to dispose of all or any portion of my estate or property in a particular manner or to a particular person, or to die intestate. I expressly disinherit any person claiming to the contrary.

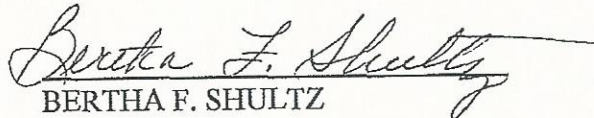
SIXTH: EXECUTORSHIP

I hereby nominate and appoint the following individuals in the order stated as Executor of this Will:

First, PHILLIP J. SEXTON; and
Second, STEPHEN P. MAGUIRE.

No bond shall be required of any person named as the Executor in this Will. All decisions of my Executor made in good faith to take or not to take any actions authorized by this Will or by law shall be binding and conclusive on all persons interested in my estate.

IN WITNESS WHEREOF, I have hereunto set my hand this November 12, 2003.


BERTHA F. SHULTZ

ATTESTATION

On the date written below, BERTHA F. SHULTZ declared to us, the undersigned, that this instrument, consisting of five (5) pages including the page signed by us as witnesses, was her Will and requested us to act as witnesses to it. She thereupon signed this Will in our presence, all of us being present at the same time. We now, at her request, in her presence and in the presence of each other, subscribe our names as witnesses.

Executed on November 12, 2003, at San Luis Obispo, California.

We declare under penalty of perjury that the foregoing is true and correct.



RICHARD N. RACOUILLAT

Residing At: 511 Serrano Drive
San Luis Obispo, CA 93405



MARTHA G. MONGE

Residing At: 350 Cedarwood Drive
Paso Robles, CA 93446

SECOND CODICIL TO WILL

of

BERTHA F. SHULTZ

I, BERTHA F. SHULTZ, a resident of San Luis Obispo County, California, declare that this is the Second Codicil to my Will dated November 12, 2005, as modified by the First Codicil thereto dated 2011.

FIRST: The First Codicil to the Will of BERTHA F. SHULTZ cannot be located. To the extent such First Codicil exists and is located, it is hereby revoked in its entirety.

SECOND: I add the following provisions to my Will:

I give the sum of \$100,000.00 to JANET BABCOCK, if she survives me; and I give the sum of \$100,000.00 to REGINALD BRARD, if he survives me.

I give all of my interest in the real property located at 9105 Atascadero Avenue, Atascadero, California to JANET BABCOCK, if she survives me.

I give all of my interest in the real property located at 9205 Atascadero Avenue, Atascadero, California to JANET BABCOCK, if she survives me.

In all other respects, my Will remains unchanged.

Signed on August 28, 2012, at Atascadero, California.


BERTHA F. SHULTZ

ATTESTATION

On the date written below, we, the undersigned, each being present at the same time, witnessed the signing of this instrument by BERTHA F. SHULTZ. At that time, BERTHA F. SHULTZ appeared to us to be sound mind and memory and, to the best of our knowledge, was not acting under fraud, duress, menace, or undue influence.

Understanding this instrument, which consists of two (2) pages including the page signed by us as witnesses, was the Second Codicil to the Will of BERTHA F. SHULTZ, we now, at her request, in her presence and in the presence of each other, subscribe our names as witnesses.

We declare under penalty of perjury that the foregoing is true and correct.

Executed on August 28, 2012, at Atascadero, California.

Witness:

Wallace
JANET L. WALLACE

Resident Address:

572 Sandercock
SLC, CA 93401

Witness:

Michele L. Henrey
MICHELE L. HENREY

Resident Address:

2225 Exposition Dr. #3
San Luis Obispo, CA 93401