

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	Order of Superior Court of California												
CONVEYING PARTY DATA													
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Estate of Andrew J. Toti</td> <td>09/09/2009</td> </tr> </tbody> </table>		Name	Execution Date	Estate of Andrew J. Toti	09/09/2009								
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RECEIVING PARTY DATA													
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PROPERTY NUMBERS Total: 3													
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Application Number:</td> <td>13918635</td> </tr> <tr> <td>Application Number:</td> <td>13918600</td> </tr> <tr> <td>Application Number:</td> <td>13918526</td> </tr> </tbody> </table>		Property Type	Number	Application Number:	13918635	Application Number:	13918600	Application Number:	13918526				
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CORRESPONDENCE DATA													
Fax Number:	4155760200												
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>													
Phone:	4155760200												
Email:	dgibby@kilpatricktownsend.com												
Correspondent Name:	Kilpatrick Townsend & Stockton LLP												

OP \$120.00 13918635

Address Line 1: 1100 Peachtree Street
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	60807-877144-877145-87714
NAME OF SUBMITTER:	Darin J. Gibby
Signature:	/darin j gibby/
Date:	06/24/2013

Total Attachments: 22

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1 **Karen T. Sadler** SBN 0598553
2 **STOCKTON & SADLER**
3 1034 Twelfth Street
4 Modesto, CA 95354
5 Tel: (209) 523-6416

6 Attorney for Robert F. Miller and
7 Russell L. Hinckley, Co-Executors

FILED

2009 SEP 11 AM 9:11

CLERK OF THE SUPERIOR COURT
COUNTY OF STANISLAUS

[Handwritten Signature]

8 SUPERIOR COURT OF CALIFORNIA, COUNTY OF STANISLAUS

9
10 ESTATE OF:) No. 368364
11 ANDREW J. TOTI,) Hearing Date: September 2, 2009
12) Time: 8:30 A.M.
13) Decedent.) Dept. No.: 25

- 14 - ORDER SETTLING AND APPROVING SECOND AND FINAL ACCOUNT
15 AND REPORT OF CO-EXECUTORS FOR PERIOD FROM JANUARY 1, 2008
16 THROUGH AUGUST 6, 2009;
17 - ORDER FOR FINAL DISTRIBUTION AND FOR DISTRIBUTION TO
18 TESTAMENTARY TRUST, AND APPOINTMENT OF CO-TRUSTEES OF
19 TESTAMENTARY TRUST;
20 - ORDER APPROVING STATUTORY ATTORNEYS' FEES AND CO-EXECUTORS'
21 FEES, EXTRAORDINARY ATTORNEYS' FEES AND CO-EXECUTORS' FEES,
22 AND ADMINISTRATION EXPENSES.

23 **ROBERT F. MILLER and RUSSELL L. HINCKLEY, SR.,** Co-Executors of the Last
24 Will and Testament of **ANDREW J. TOTI**, deceased, filed their **Second and Final Account**
25 and Report for period from January 1, 2008, through August 6, 2009, and for its
26 Settlement; **Petition for Final Distribution and for Distribution to Testamentary**
27 **Trust; Allowance of Statutory Attorneys' Fees and Statutory Co-Executor's Fees;**
28 **Allowance of Extraordinary Attorneys' Fees and Extraordinary Executors' Fees;**
Approval of Administration Expenses and said matter coming on regularly for hearing

Order Settling & Approving Second and Final Account and Report of Co-Executors; Order for Final Distribution to Testamentary Trust, Appointment of Co-Trustees, for Allowance of Attorneys' Fees and Co-Executors' Fees. etc.

1 on September 2, 2009, in Dept. No. 25 of the above-entitled Court, the Honorable
2 Loretta Murphy Begen, Judge presiding, the court finds:

3 **1. Notice of Hearing**

4 Notice of the hearing of the settlement of the Second and Final Account and
5 Report and Petition for Final Distribution has been regularly given as prescribed by law.

6 **2. Account, Report and Petition True**

7 All of the acts, transactions and allegations of the Co-Executors during the period
8 of administration set forth in the Account, Report and Petition are truly shown and should
9 be confirmed and approved.

10 **3. Date of Death and Residence**

11 Andrew J. Toti died on March 20, 2005, in Modesto, Stanislaus County,
12 California, and at the time of his death he was a resident thereof.

13 **4. Notice of Petition to Administer Estate**

14 Notice of Petition to Administer Estate was duly given and published for the period
15 and in the manner prescribed by law and the Declaration of Publication was filed herein on
16 April 22, 2005.

17 **5. Appointment of Special Co-Administrators**

18 On April 8, 2005, Robert F. Miller and Russell L. Hinckley, Sr., were appointed
19 Special Co-Administrators of decedent's estate, pending their appointment as Co-Executors
20 of the estate, in order to timely file decedent's 2004 Federal and State Income Tax Returns
21 and make timely payment from decedent's funds of the tax due and payable on April
22 15, 2005, to continue the day-to-day operation of decedent's business known as Tro-Pic-
23 Kal, maintain decedent's patents, and make payment of payroll expenses, patent
24 maintenance fees and expenses from decedent's funds.

24 **6. -Will Admitted to Probate**

25 **-Appointment of Co-Executors and Letters Testamentary Issued**

26 **-Authority Granted Under the Independent Administration of Estates Act**

27 On May 24, 2005, by Order of this Court, the decedent's Will dated October 28,
28 2004, was admitted to probate.

Order Settling & Approving Second and Final
Account and Report of Co-Executors; Order
for Final Distribution to Testamentary Trust,
Appointment of Co-Trustees, for Allowance of
Attorneys' Fees and Co-Executors' Fees etc.

1 On May 24, 2005, Robert F. Miller and Russell L. Hinckley, Sr. were appointed
2 as Co- Executors of decedent's estate and qualified as such and Letters Testamentary were
3 issued to them with full authority to administer the estate under the Independent
4 Administration of Estates Act, which authority has not been revoked. At all times since
5 said date, they have been and now are the Co-Executors of the above-entitled estate.

6 **7. Notice to Director of Health Services**

7 Notice to the Director of Health Services is not required under Probate Code Section
8 9202(a) inasmuch as the decedent did not receive and was not the surviving spouse of a
9 person who received any Medi-Cal benefits.

10 **8. Creditors' Claims and Debts of Decedent**

11 The sole Creditor's Claim filed with the court or presented to the Co-Executors of
12 the above-entitled estate was filed on August 11, 2005, by Edmund Pimental in the amount
13 of \$12,000.00. Thereafter, the Co-Executors rejected said claim in the full amount and
14 their Rejection of Creditor's Claim was filed herein on September 12, 2005. No further
15 action on the claim was taken or filed by said creditor and the time within which to take
16 such action has expired. No other creditor's claims were filed against the estate.

17 **9. Passage of Time Since Issuance of Letters Testamentary**
18 **Compliance with Probate Code Section 9050**
19 **Debts of Decedent**

20 A. More than four months have elapsed since the date of issuance of Letters
21 Testamentary on May 24, 2005.

22 B. Reasonable efforts were made by the Co-Executors pursuant to Probate
23 Code Section 9050 to ascertain and identify the existence of creditors of the
24 estate, but none were found. The time for filing and presenting Creditor's
25 Claims expired on September 25, 2005.

26 C. All debts of decedent and the estate have been paid, except statutory and
27 extraordinary attorneys' fees and co-executors' fees.

28 **10. Request for Special Notice**

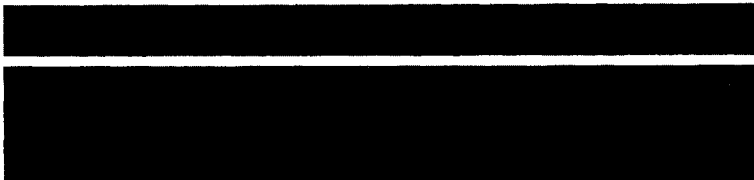
The following persons requested special notice in the above-entitled estate:

Order Settling & Approving Second and Final
Account and Report of Co-Executors; Order
for Final Distribution to Testamentary Trust,
Appointment of Co-Trustees, for Allowance of
Attorneys' Fees and Co-Executors' Fees, etc.

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Name

Date Filed



11. Change in Ownership Statement - Death of Real Property Owner

The requirements of Revenue & Taxation Code Section 480 of the State of California have been satisfied.

12. Cash Held in Interest Bearing Accounts

During the period of administration, all cash has been kept in interest bearing accounts, or other investments authorized by law, except such amounts of cash reasonably necessary for the administration of the estate.

13. Character of Estate Property

The estate consists entirely of the separate property of the decedent.

14. Federal Estate Tax

A Federal Estate Tax Return was been filed and the tax due has been paid. The Federal Estate Tax has been under audit by the Internal Revenue Service since July 12, 2007, and the audit has now been concluded, pending issuance and receipt of a Federal Estate Tax Closing Letter and release of personal liability of the Co-Executors.

15. Provisions in Will for Payment of Federal Estate Tax

Pursuant to Article Eighteenth (page 16) of decedent's Will, all Federal and State estate tax payable as a result of decedent's death are to be paid out of the residue of decedent's probate estate.

16. Federal and State Income Tax

All federal and state income tax returns required to date have been timely filed on behalf of decedent and his estate and the tax due has been paid.

17. Personal Property Taxes

All personal property taxes due and payable by the estate have been paid.

Order Settling & Approving Second and Final Account and Report of Co-Executors; Order for Final Distribution to Testamentary Trust, Appointment of Co-Trustees, for Allowance of Attorneys' Fees and Co-Executors' Fees, etc.

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18. Status of Estate

The Co-Executors have performed all duties required of them in the administration of the estate of decedent and the estate is in condition to be closed.

19. Assets on Hand for Distribution

The assets of the estate of decedent remaining on hand for distribution are described in **Exhibit "A"** attached hereto and incorporated herein by reference.

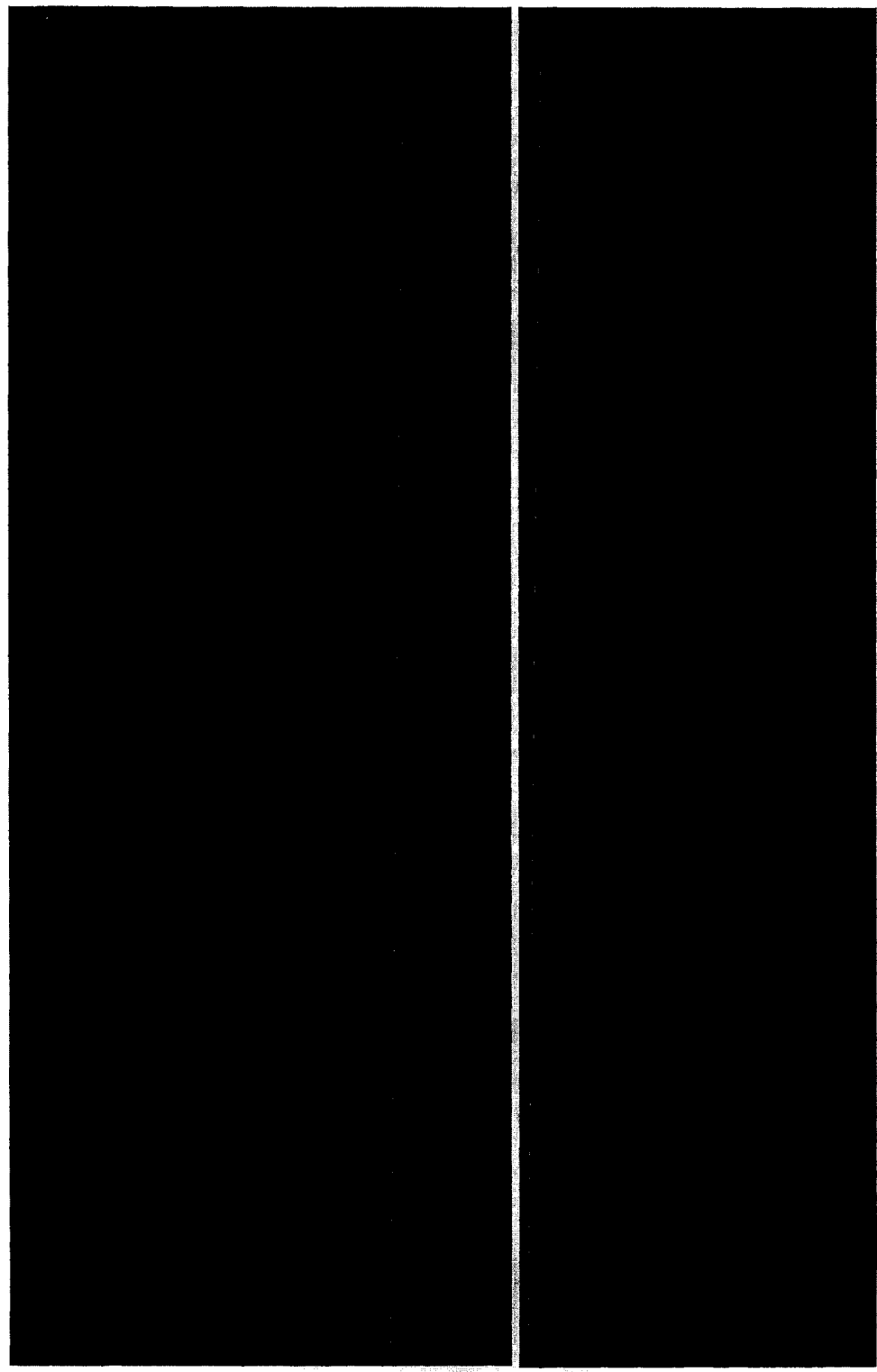
20. Devisees/Legatees

Pursuant to the terms of decedent's Will, the names, addresses and relationships of the beneficiaries of the assets on hand for distribution all of whom are over the age of thirty-five (35) years, are as follows:

<u>Name and Address</u>	<u>Relationship</u>
[REDACTED]	[REDACTED]

Order Settling & Approving Second and Final Account and Report of Co-Executors; Order for Final Distribution to Testamentary Trust, Appointment of Co-Trustees, for Allowance of Attorneys' Fees and Co-Executors' Fees, etc.

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Order Settling & Approving Second and Final Account and Report of Co-Executors; Order for Final Distribution to Testamentary Trust, Appointment of Co-Trustees, for Allowance of Attorneys' Fees and Co-Executors' Fees, etc.



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4 **Robert F. Miller and Russell L. Hinckley, Sr.**
5 Co-Trustees of Testamentary Trust Under Will of Andrew J. Toti
6 1625 Vernon Ave.
7 Modesto, CA 95351 Not related

8 **21. Proposed Distribution**

9 Distribution of the assets on hand for distribution described in attached **Exhibit**
10 **"A"** should be distributed as provided for in Articles Fifth, Sixth and Twelfth of
11 decedent's Will admitted to probate herein, and in accordance with the Distribution
12 Schedule attached hereto as **Exhibit "B"**, and incorporated herein by reference.

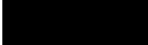

13 **22. Consent to Act as Co-Trustees of Testamentary Trust**

14 Robert F. Miller and Russell L. Hinckley, Sr. have consented to act as Co-Trustees
15 of the Testamentary Trust established in decedent's Will and have agreed to accept the trust
16 assets under the terms of the trust, and their written Consent to act as Co-Trustees and
17 acceptance of trust assets is on file herein.

18 **23. After-Discovered Property**

19 Any other property of the decedent or his estate not now known or discovered,
20 but which may hereafter become known or be discovered, should be distributed as set
21 forth in the Distribution Schedule attached hereto as **Exhibit "B"**.

22 **24. Statutory Attorney's Fees and Statutory Executor's Compensation**

23 Statutory attorney's fees in the amount  payable to Stockton & Sadler,
24 attorneys for co-executors, and statutory co-executors' compensation in the amount of
25  payable to Co-Executors, Robert F. Miller and Russell L. Hinckley, Sr., for
26 their ordinary services rendered on behalf of the estate should be approved and the Co-
27 Executors authorized to pay such sums from estate funds.

28 Order Settling & Approving Second and Final
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for Final Distribution to Testamentary Trust,
Appointment of Co-Trustees, for Allowance of
Attorneys' Fees and Co-Executors' Fees, etc.

1 **25. Extraordinary Compensation for Extraordinary Services Performed by**
2 **Attorneys for Co-Executors and by Co-Executors**

3 **A. Extraordinary Compensation for Attorneys' Fees**

4 Reasonable Extraordinary Attorneys' Fees in the amount [REDACTED] for
5 extraordinary legal services performed on behalf of the estate by the Law Offices of
6 Stockton and Sadler should be allowed and approved and the Co-Executors should be
7 authorized to pay such sum to the Law Offices of Stockton & Sadler from estate funds.

8 **B. Extraordinary Compensation for Co-Executors' Fees**

9 Reasonable Extraordinary Co-Executors' Fees in the amount [REDACTED] for
10 extraordinary services performed on behalf of the estate by the Co-Executors, Robert F.
11 Miller and Russell L. Hinckley, Sr., should be allowed and approved and the Co-Executors
12 should be authorized to pay such sum to themselves from estate funds.

13 **26. Expenses of Administration**

14 Expenses of administration in the amount of [REDACTED] should be approved.

15 **IT IS ORDERED AND ADJUDGED as follows:**

- 16 1. The administration of the estate is brought to a close.
- 17 2. The Co-Executors have in their possession belonging to decedent's estate,
18 after deducting the credits to which they are entitled, a balance at the appraised value
19 of [REDACTED] of which [REDACTED] is cash. The Second and Final Account and
20 Report of the Co-Executors is settled, allowed and approved as filed.
- 21 3. All the acts and transactions of the Co-Executors relating to the matters set forth
22 in the Report and Petition are confirmed and approved.
- 23 4. Statutory Attorney's Fees in the amount of [REDACTED] payable to Stockton &
24 Sadler and Statutory Co-Executors' Fees in the amount of [REDACTED] are allowed and
25 approved and the Co-Executors are authorized to pay such sum to said attorneys and to
26 themselves, payable from estate funds.
- 27 5. Compensation for extraordinary legal services performed by the Law Offices of
28 Stockton & Sadler are allowed and approved in the amount of [REDACTED] and the Co-

Order Settling & Approving Second and Final
Account and Report of Co-Executors; Order
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Attorneys' Fees and Co-Executors' Fees. etc.

1 Executors are authorized to pay such sum to Stockton & Sadler from estate funds.

2 6. Compensation for extraordinary services performed by Robert F. Miller and
3 Russell L. Hinckley, Sr., as Co-Executors, are allowed and approved in the amount of
4 [REDACTED] and the Co-Executors are authorized to pay such sum to themselves from
5 estate funds.

6 7. Expenses of administration in the total amount of [REDACTED] are approved.

7 8. Robert F. Miller and Russell L. Hinckley, Sr., are appointed as the Co-Trustees of
8 the Testamentary Trust under the Last Will and Testament of Andrew J. Toti, Deceased,
9 Dated October 28, 2004.

10 9. The assets of decedent's estate remaining on hand for distribution described in
11 attached **Exhibit "A"** are hereby distributed as set forth in the Distribution Schedule
12 attached hereto as **Exhibit "B"**.

13 10. Any other property belonging to the decedent or his estate not now known or
14 discovered but which may hereafter become known or be discovered be distributed in
15 accordance with the Distribution Schedule attached hereto as **Exhibit "B"**.

16 **DONE IN OPEN COURT ON SEPTEMBER 2, 2009.**

17 **SIGNATURE OF JUDGE AT END OF ATTACHMENT "C".**

18 **Number of Pages Attached: Twelve (12)**

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27
28 Order Settling & Approving Second and Final
Account and Report of Co-Executors; Order
for Final Distribution to Testamentary Trust,
Appointment of Co-Trustees, for Allowance of
Attorneys' Fees and Co-Executors' Fees. etc.

EXHIBIT "A"

ASSETS ON HAND FOR DISTRIBUTION

8/6/09

CASH:



PATENTS:

1. Issued Patents - licensed with Hunter Douglas, Inc. - Patents/Royalties owned 100% by Decedent, Andrew J. Toti, including Royalties.

<u>Patent No.</u>	<u>Reference No.</u>	<u>Patent Title</u>	<u>Product</u>	<u>Country</u>	<u>Date Issued / Expires</u>
4,858,668	43229.2	Vertical Window Covering	Duette Vertiglide	USA	8/22/89 8/22/06
4,915,153	43249.3	" " "	"	USA	4/10/90 4/10/07
5,323,834	43249.7	Vertiglide Window Covering	"	USA	6/28/94 6/28/11
1,281,992	43249.2-2	" " "	"	Canada	3/26/91 3/26/08
6,152,205	50276.3	Window Covering System	Luminette	USA	11/28/00 8/25/12
6,533,017B1	50276.4	" " "	"	USA	3/18/03 8/25/12

2. Issued Patents - licensed with Hunter Douglas, Inc. - Patents owned 100% by decedent, Andrew J. Toti, and Net Royalties shared 75% by Andrew J. Toti and 25% by Jay Kotin, per royalty sharing agreement:

<u>Patent No.</u>	<u>Reference No.</u>	<u>Patent Title</u>	<u>Product</u>	<u>Country</u>	<u>Date Issued / Expires</u>
5,301,733	50232	Tape-Supported Window Cover System	Magicglide	USA	4/12/94 8/25/12
678,392	50276-1.1	" " "	Magicglide	Australia	8/17/93 8/17/13
2,143,423	50276-2	" " "	Magicglide	Canada	8/17/01 8/17/13
2,352,574	50276-2.1	" " "	Magicglide	Canada	Unknown 8/17/13
6,283,192	50436.2	Flat Spring Drive System and Window Cover	Lite-Rise	USA	9/04/01 11/4/17
6,293,329	50434.1	Coil Spring System and Cover	Lite-Rise	USA	9/25/01 11/4/17

EXHIBIT "A"

Assets on Hand for Distribution

PATENT

REEL: 030675 FRAME: 0808

6,648,050B1	50534	Spring Drive System and Window Cover	Lite-Rise	USA	11/18/03	11/4/17
753,855	50436.1-1	Flat Spring System and Cover	Lite-Rise	Australia	Unknown	11/3/18
2,308,952	50436.1-3	" " " "	Lite-Rise	Canada	Unknown	11/3/18

3. Issued Patents - [REDACTED]

<u>Patent No.</u>	<u>Reference No.</u>	<u>Patent Title</u>	<u>Product</u>	<u>Country</u>	<u>Date Issued / Expires</u>
6,223,804	50416	Hinge Mechanism & Window Cover System	Hinge / Hinge Drape	USA	5/01/01 5/13/18
2,331,523	50416-1	Hinge Mechanism & Window Cover System	Hinge / Hinge Drape	Canada	Unknown 5/13/18
6,601,637B2	50416.1	" " "	" "	USA	8/05/03 5/13/18
5,927,367	50418	Track System Including Off-Set-Wheel carriers	New Track System	USA	7/27/99 3/19/17

4. PATENTS APPLIED FOR / ISSUANCE PENDING:

Patents Applied for / Issuance Pending – licensed with Hunter Douglas, Inc., on which royalties are received. Patent Applications and Royalties owned 100% by decedent, Andrew J. Toti, as follows:

Patent Applications

<u>Application No.</u>	<u>Reference No.</u>	<u>Patent Title</u>	<u>Product</u>	<u>Country / Status</u>
10/331,957	50276.5	Window Covering System	Luminette	USA Under Examination
20030226645	Unknown	Window Covering System	"	USA Under Examination

3. Patents Applied for / Issuance Pending – licensed with Hunter Douglas, Inc. – Patents owned 100% by decedent, Andrew J. Toti - Net Royalties shared 75% by Andrew J. Toti and 25% by Jay Kotin, per royalty sharing agreement, as follows:

Patent Applications

<u>Application No.</u>	<u>Reference No.</u>	<u>Patent Title</u>	<u>Product</u>	<u>Country</u>	<u>Status</u>
2003200330	50436.1-1.1	Flat Spring System & Cover	Lite-Rise	Australia	Awaiting Examination
9815278-5	50436.1-2	" " " "	Lite-Rise	Brazil	Under Examination
98956605.4	50436.1-7	" " " "	Lite-Rise	Europe	In Process of Issuance
2000-519183	50436.1-5	" " " "	Lite-Rise	Japan	Under Examination
10/608,716	50534.1	Flat Spring System & Cover	Lite-Rise	USA	In Process of Issuance
10/679,937	50534.2	Reversible Pull Cord Mechanism	Lite-Rise	USA	Under Examination
PCT/US04/032517	50534.2pct	" " " "	Lite-Rise	P.T.C.	Awaiting PTC Search Report

EXHIBIT "A"
Assets on Hand for Distribution

10/693,263	50534.3	Control Rod Mechanism	Lite-Rise	USA	Under Examination
PCT/US04/034900	50534.3pct	" " "	"	P.T.C.	Awaiting PCT Search

4. **Patent Applied for / Issuance Pending – Not Licensed – owned by Andrew J. Toti, as follows:**

<u>Patent Application No.</u>	<u>Application Reference No.</u>	<u>Patent Title</u>	<u>Product</u>	<u>Country</u>
10/634,132	50416.2	Hinge Mechanism & Window System	Hinge Drape (NOTE: To Be Abandoned)	USA

5. **Inventions/Work in Progress:**

During the lifetime of decedent, Andrew J. Toti, he was involved in the process of the development of many different ideas, concepts and products which may or may not have been completed. [REDACTED]

6. **Sole Proprietorship:**

Assets of decedent's business known as TROPICAL MANUFACTURING CO., a sole proprietorship, located at 2500 Shiloh Road, Modesto, CA 95351.

7. **Miscellaneous Personal Property** located at 2500 Shiloh Road, Modesto, CA, [REDACTED]

8. **Vehicles:**

A) 1985 Lincoln Town Car, 4-Door, Veh. I.D. [REDACTED]

B) 1993 Mercury Sable, 4-Door, Veh. I.D. No. [REDACTED]

EXHIBIT "B"

DISTRIBUTION SCHEDULE

Pursuant to Articles Fifth, Sixth and Twelfth of decedent's Last Will and Testament, distribution of estate assets remaining on hand for distribution should be distributed as follows:

SPECIFIC BEQUESTS:

To:

[REDACTED]
1985 Lincoln Town Car, 4-Door, Veh. I.D. [REDACTED]
1993 Mercury Sable, 4-Door, Veh. I.D. No [REDACTED]

To:

[REDACTED] & personal
effects located at 2500 Shiloh Road, Modesto, CA.

RESIDUE:

To: **ROBERT F. MILLER AND RUSSELL L. HINCKLEY, SR., CO-TRUSTEES OF THE TESTAMENTARY TRUST UNDER LAST WILL AND TESTAMENT OF ANDREW J. TOTI, DECEASED, DATED OCTOBER 28, 2004**, to be held by the Co-Trustees **IN TRUST** and administered, managed and distributed in accordance with the terms of the trust provisions under decedent's Will as set forth in attached Exhibit "C", without court supervision:

All of the balance of the assets remaining on hand in decedent's estate described in the Assets on Hand for Distribution attached hereto as Exhibit "A".

SUBJECT TO payment of statutory and extraordinary attorneys' fees and co-executors' fees, and payment of the sum of \$100,000.00 to the Co-Trustees of the Testamentary Trust for payment of 2009 Income Tax Installments and unforeseen estate expenses.

AFTER DISCOVERED PROPERTY:

To: **ROBERT F. MILLER AND RUSSELL L. HINCKLEY, SR., CO-TRUSTEES OF THE TESTAMENTARY TRUST UNDER LAST WILL AND TESTAMENT OF ANDREW J. TOTI, DECEASED, DATED OCTOBER 28, 2004**, to be held by the Co-Trustees **IN TRUST** and administered, managed and distributed in accordance with the terms of the trust provisions under decedent's Will as set forth in attached Exhibit "C", without court supervision:

Any other property of the decedent or his estate not now known or discovered but which may hereafter become known or be discovered.

EXHIBIT "C "

TESTAMENTARY TRUST PROVISIONS UNDER LAST WILL AND TESTAMENT
OF
ANDREW J. TOTL, DECEASED, DATED OCTOBER 28, 2004

The applicable terms, conditions and provisions of the Testamentary Trust created and established by the decedent under decedent's Last Will and Testament dated October 28, 2004, admitted to probate herein and the authorization and powers granted to the Co-Trustees, namely, Robert F. Miller and Russell L. Hinckley, Sr., which govern the administration, management and distribution of the Testamentary Trust are set forth in Articles Twelfth, Thirteenth, Fourteenth, Fifteenth and Sixteenth of decedent's Last Will and Testament, as follows:

1. Pursuant to Article Twelfth of decedent's Last Will and Testament:


The residue of the estate of decedent shall be distributed to Robert F. Miller and Russell L. Hinckley, Sr., the Trustees named in Article THIRTEENTH, IN TRUST, to be held, administered and distributed in accordance with the following provisions:

- A. The Trustees shall divide the trust estate into one hundred thirty-four (134) shares as hereinafter indicated for the beneficiaries as designated and shall administer, manage and distribute the trust estate to said beneficiaries as hereinafter provided. The number of shares to be distributed to the designated beneficiaries of the trust estate are as follows:

<u>BENEFICIARY</u>	<u>SHARES</u>
[REDACTED]	[REDACTED]

EXHIBIT "C"
Trust Provisions of

PATENT

- 
- B. Unless otherwise hereinabove provided, if any of the above-named beneficiaries shall predecease decedent, then in that event the deceased beneficiary's designated shares shall be distributed to the deceased beneficiary's issue who survive decedent by right of representation, and if there are none, then the deceased beneficiary's designated shares shall be distributed proportionately among the above-named designated beneficiaries who survive decedent in the proportion that each distributive share bears to the total shares to be distributed.
- C. Each such share of the trust estate set aside for a beneficiary as hereinabove provided shall constitute and be held, administered and distributed by the Trustees as a separate trust for such beneficiary but without being required to make a physical segregation thereof.
- D. The Trustees shall apply and distribute the respective share of the net income and principal payable to each beneficiary of the trust estate as follows:
1. The Trustees shall pay to or apply for the benefit of each such beneficiary all of the net income from his or her share of the trust estate semi-annually commencing on the first anniversary of my death and continuing thereafter until the last U.S. Patent included in the trust estate expires, at which time the trust shall terminate and the then balance of income and principal shall be distributed to the beneficiaries of the trust; provided however that to the extent the trust estate shall consist only of cash at the time of distribution of my estate, all such principal shall be distributed to the beneficiaries on the first anniversary of my death except as otherwise provided herein.
 2. If the beneficiary dies before full distribution of his or her trust, the Trustees shall distribute the balance of the trust to such one (1) or more persons or entities, including the beneficiary's own estate, and on such terms and conditions, outright or in trust (including the creation of additional powers of appointment), as the beneficiary may appoint by a Will specifically referring to and exercising this general testamentary power of appointment. Any of the trust not effectively appointed by the beneficiary in this manner shall be distributed by right of

representation to those of the beneficiary's issue who survive the beneficiary subject to the provisions of Paragraphs G and H of this Article.

3. If all of the beneficiaries of the trust estate die prior to final distribution of the trust estate as hereinabove provided, and if all or any portion of the trust estate is not disposed of under the provisions hereinabove set forth, then upon the death of the last survivor of all the beneficiaries, all of the trust estate not so disposed of shall be distributed and delivered by the Trustees to decedent's heirs at law, as determined by and in accordance with the laws of the State of California relating to the succession of separate property then in effect.
- E. Unless sooner terminated in accordance with other provisions of the Testamentary Trust, the trust shall terminate on the date which is twenty-one (21) years after the death of the last survivor of those of my issue and those of the beneficiaries named herein who are alive at the date of my death. The undistributed net income and principal of any trust so terminated shall be distributed to the then income beneficiaries of that trust in the same proportions in which they are, immediately before termination, entitled to receive income distributions. If at the time of such termination the rights to income are not fixed by the terms of the Trust, distribution under this Article shall be made to the persons who are then entitled or authorized to receive income distributions from the trust.
 - F. Whenever the right of any beneficiary to payments from net income or principal hereunder shall terminate, either by reason of death or otherwise, all such payments accrued or undistributed by the Trustees at the date of such termination shall be distributed to the beneficiary entitled to the next successive interest thereunder.
 - G. If any share of the trust would otherwise be distributed to a beneficiary for whose benefit another trust is then being administered under the Testamentary Trust, such share shall instead be added to that trust and shall be held, administered and distributed according to its terms, and, in the case of a trust that has become partially withdrawable because of the beneficiary's attainment of a designated age, such addition shall augment proportionally the withdrawable and unwithdrawable portions of the trust.
 - H. If any share of the trust would otherwise be distributed to a beneficiary who is under the age thirty-five (35), the Trustees shall instead retain that share in a separate trust for such beneficiary's benefit, in which case the Trustees shall pay to or apply for the benefit of the beneficiary as much of the net income and principal of the trust as is reasonably required in the Trustees' discretion to provide for the health, support, education and maintenance of the beneficiary in his or her accustomed manner of living. Any net income in excess of the amounts paid to or applied for the benefit of the beneficiary during any accounting year shall be accumulated and added to the

principal of the trust. After the beneficiary attains age twenty-five (25), he or she shall have the power to withdraw up to one-third (1/3) of the then balance of the trust. After the beneficiary attains age thirty (30), he or she shall have the power to withdraw up to one-half (1/2) of the remaining balance of the trust. After the beneficiary attains age thirty-five (35), he or she shall have the power to withdraw all or any portion of the trust, without limitation. If the beneficiary has already attained age twenty-five (25) or thirty (30) at the time any share of the Trust Estate is allocated to the trust, he or she shall have the power at such time to withdraw up to one-third (1/3) or two-thirds (2/3) of such share, as the case may be. If the beneficiary dies before full distribution of the trust, the Trustees shall distribute the balance of the trust to such one (1) or more persons or entities, including the beneficiary's own estate, and on such terms and conditions, outright or in trust (including the creation of additional powers of appointment), as the beneficiary may appoint by a Will specifically referring to and exercising this general testamentary power of appointment. Any of the trusts not effectively appointed by the beneficiary in this manner shall be distributed by right of representation to those of the beneficiary's issue who survive the beneficiary or, if there are none, to those of decedent's issue who survive the beneficiary or, if there are none, to decedent's heirs, their identities and respective shares to be determined as though decedent's death had then occurred and according to the laws of the State of California then in effect relating to the succession of separate property not acquired from a parent, grandparent or predeceased spouse.

2. Pursuant to Article Thirteenth of decedent's Last Will and Testament:

ROBERT F. MILLER and RUSSELL L. HINCKLEY, SR. and JAMES L. SADLER, are designated to act as Co-Trustees of the Testamentary Trust established under the provisions of Article TWELFTH of decedent's Will. In the event that any one of said **ROBERT F. MILLER, RUSSELL L. HINCKLEY, SR. or JAMES L. SADLER** shall fail to become or at any time cease to act as a Trustee of this trust, the remaining named Trustees are designated to act as Trustees under said Testamentary Trust. In the event that either of said remaining Trustees shall fail to become or at any time cease to act as a Trustee of the Trust, the sole remaining Trustee shall act as sole Trustee. No bond or other security shall be required of any Trustees of the Testamentary Trust. All reference to "Trustees" as used herein shall include any successor Trustees or Trustee.

The Trustees shall be entitled to compensation for ordinary services and in the event they shall be called upon to render any extraordinary services, they shall be entitled to pay themselves additional compensation therefor. The Trustees shall charge such compensation against the income or principal of the trust estate in such proportions as the Trustees in their sole discretion deem advisable. The Trustees shall be entitled to payment of compensation without prior Court order.

[Text added for informational purposes: Subsequent to the date of decedent's death on March 20, 2005, James L. Sadler died on July 27, 2008. Therefore, Robert F. Miller and Russell L. Hinckley, are the remaining designated Co-Trustees of the Testamentary Trust.]

The Co- Trustees, or any Trustee hereunder, are authorized and empowered with respect to the trust as follows:

- A. To carry out the purposes of each trust created hereunder and subject to any limitations stated elsewhere herein, the Trustees shall have the following powers with respect to the Trust Estate and any part of it, in addition to those powers now or hereafter conferred by law:
1. To continue to hold any property, including shares in the Trustees' own corporation, that the Trustees receive or acquire under the trust as long as the Trustees deem advisable and in the best interests of the trust, or to sell or liquidate such property at such time and on such terms as the Trustees deem advisable and in the best interests of the trust, any such sale or liquidation by the Trustees in good faith to be at the risk of the trust and without liability on the part of the Trustees for any resulting losses, and to purchase or otherwise acquire underproductive or unproductive property.
 2. To invest and reinvest the Trust Estate in every kind of property, real, personal or mixed, and every kind of investment, specifically including, without limitation, corporate and government obligations of every kind, preferred or common stocks, general and limited partnership interests, shares of investment trusts, investment companies, mutual funds, common trust funds (including funds administered by the Trustees), market funds, index funds, mortgage participations, notes and real estate, which persons of prudence, discretion and intelligence acquire for their own account.
 3. To buy, sell, trade and deal in stocks, bonds, securities of every kind, including puts and calls, commodities of every kind and contracts for the future delivery of commodities, on margin or otherwise, including short selling, and, in connection therewith, to borrow money and to pledge any and all stocks, bonds, securities, commodities and contracts for the future delivery thereof.
 4. To manage, control, grant options on, sell (for cash or on deferred payments), convey, exchange, partition, divide, improve or repair trust property.
 5. To lease trust property for terms within or extending beyond the duration of the trust and for any purpose, including exploration for and removal of gas, oil and other minerals, and to enter into community oil leases, pooling and unitization agreements.
 6. To create restrictions, easements and other servitudes on trust property.
 7. To commence or defend such litigation with respect to the trust or any property of the Trust Estate as the Trustees deem advisable, at the expense of the trust, and to compromise, submit to arbitration, abandon or otherwise adjust any claims or litigation in favor of or against the trust.

8. To carry, at the expense of the trust, insurance of such kinds and in such amounts as the Trustee deems advisable both to protect the Trust Estate against any damage or loss and to protect the Trustee against liability with respect to third persons.
9. To borrow money, and to encumber or hypothecate trust property by mortgage, deed of trust, pledge or otherwise, for the debts of the trust or the joint debts of the trust and co-owner of trust property, including without limitation, the power to establish and maintain margin accounts with securities dealers and brokers for the debts of the trust.
10. To hold securities and other property in the Trustees' names as Trustees of the trust, in the Trustees' own names or in the name of a nominee, or the Trustee may hold securities unregistered in such condition that the ownership will pass by delivery.
11. With respect to securities held in the trust, to have all rights, powers and privileges of an owner, including, but not by way of limitation, the power to vote, give proxies and pay assessments and other sums deemed by the Trustees necessary for the protection of the Trust Estate; to participate in voting trusts, pooling agreements (whether or not extending beyond the term of the trust); to enter into shareholder's agreements; to consent to and participate in foreclosures, reorganizations, consolidations, mergers, liquidations, sales and leases and, incident to such participation, to deposit securities with and transfer title to any protective or other committee on such terms as the Trustees may deem advisable; to exercise or sell stock subscription or conversion rights; and to accept and retain as an investment any securities or other property received through the exercise of any of the foregoing powers, regardless of any limitations elsewhere in decedent's Will relative to investments by the Trustees.
12. In any case in which the Trustees are required, pursuant to the provisions of the Testamentary Trust, to divide any trust property into parts or shares for the purpose of distribution or otherwise, to make the division and distribution pro rata or otherwise and in kind, including undivided interests in any property, or partly in kind and partly in money, in the Trustees' absolute discretion, and for this purpose to make such sales of the trust property as the Trustees deem necessary on such terms and conditions as the Trustees shall set fit.
13. To pledge assets of the Trust Estate and to execute guarantees and other security agreements to secure repayment of loans to the trust.
14. To employ any custodian, investment adviser, attorney, accountant or other agents to assist the Trustees in the administration of this trust and to rely on the advice given by these agents. Reasonable compensation for all services performed by these agents, as well as by the Trustees, may be paid from the trust out of either the income or principal, or partly out of each, as the Trustees in the Trustees' discretion shall determine; provided, however, that if all the income of the trust is required to be paid to or for the benefit of a beneficiary on a current basis, the determination to pay any portion of such compensation out of income may be

made only by a Trustee who is not a beneficiary of the trust, with the consent of the income beneficiary or with the approval of a court of competent jurisdiction.

- B. The Trustees are expressly authorized and directed to comply with the provisions of any shareholders or partners buy-sell or similar agreements with respect to any business, partnership interest or the stock of any closely held corporation that the Trustee receives or acquires under any trust created hereunder.
- C. Except as provided in Paragraph B of this Article, the Trustees are expressly authorized to continue to hold and operate, to sell or to liquidate, at the risk of the Trust Estate, any business, partnership interest or the stock of any closely held corporation that the Trustees receive or acquire under any trust created hereunder, as the Trustees deem advisable. This authorization to sell shall include sales to the partnership or corporation itself and to another partner or shareholder, regardless of whether such partner or shareholder also is any of the Trustees.
- D. The Trustees shall incur no liability for misconduct, mismanagement or negligence on the part of any employee of a business, any employee or partner of a partnership or any employee, officer or director of a corporation in which any trust created hereunder has an interest who is not an officer or employee of the Trustees. In the absence of any actual notice to the contrary, the Trustees may accept as correct financial or other statements rendered by any accountant for any business or by any partnership or corporation. Any business, partnership or corporation shall be regarded as an entity separate from the trust, and no accounting as to the operation of any such business, partnership or corporation shall be required to be made by the Trustees.
- E. Except as otherwise specifically provided in terms of the Trust, the determination of all matters with respect to what is principal and income of the Trust Estate and the apportionment and allocation of receipts and expenses between these accounts shall be governed by the provisions of the California Uniform Principal and Income Act. Any such matter not provided for in either the Trust provisions or in the California Uniform Principal and Income Act shall be determined by the Trustees in the Trustees' discretion. Notwithstanding the preceding provisions, any other provision of the Trust or the California Uniform Principal and Income Act, if all the income is required to be distributed currently and a beneficiary is acting a Trustee, (a) reasonable reserves for depreciation, depletion and amortization of income-producing real and personal property having a limited economic life shall be charged to income from time to time; (b) distributions by mutual funds and similar entities of gains from the sale of other disposition of property shall be credited to principal; (c) all premiums paid and all discounts received in connection with the purchase of any bond or other obligation shall be amortized by making an appropriate charge or credit to income; and (d) all premiums paid and all dividends received with respect to life insurance policies held in the trust shall be charged or credited to principal.
- F. The enumeration of certain powers of the Trustees shall not limit the Trustees' general powers; the Trustees, subject always to the discharge of the Trustees' fiduciary

obligations, being vested with and having all the rights, powers and privileges which an absolute owner of any trust property would have.

G. At any time while two (2) or more persons are acting as Trustees of any trust created hereunder, any one (1) or more of such persons may be given the power to execute documents on behalf of the trust or to bind the trust in any particular transaction(s) or type(s) of transactions, and any such action taken by such person(s) pursuant to such power may be relied upon by third parties dealing with the Trustees.

3. Pursuant to Article Fourteenth of decedent's Last Will and Testament:

No interest in the principal or income of the Trust shall be anticipated, assigned or encumbered, or subject to any creditor's claim or to legal process prior to its actual receipt by the beneficiary.

4. Pursuant to Article Fifteenth of decedent's Last Will and Testament:

No bond or other security shall be required by the Trustees for the performance of duties in any capacity in any jurisdiction.

5. Pursuant to Article Sixteenth of decedent's Last Will and Testament:

No order or authorization of any Court shall be required in the exercise of the authority and powers conferred upon the Trustees under the terms of the Trust.

* See Below

DONE IN OPEN COURT ON SEPTEMBER 2, 2009

DATED AND SIGNED: SEPTEMBER 9, 2009

Loretta Murphy Begen
Loretta Murphy Begen
-Judge of the Superior Court-

* Personal representatives shall send to Andrea Pimental Toti and Carla Toti Lee a copy of the Petition for Extraordinary Fees, the Final Accounting, and this order. Proof of service shall be filed with the court within 7 days of 9-9-09. (LMB)



The foregoing instrument is a correct copy of the original on file in this office.

ATTEST: AUG 25 2011

Clerk of the Superior Court of the State of California in and for the County of Stanislaus

By _____, Deputy

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ATTACHMENT to EXHIBIT A, ASSETS ON HAND FOR DISTRIBUTION

As authorized in EXHIBIT B, DISTRIBUTION SCHEDULE, of the ORDER executed September 9, 2009, by Loretta Murphy Begen, Judge of the Superior Court, Superior Court of California, County of Stanislaus, and in the section of EXHIBIT B titled AFTER DISCOVERED PROPERTY, the undersigned hereby adds the following patent application(s) and patent(s) to EXHIBIT A, ASSETS ON HAND FOR DISTRIBUTION, of the September 9, 2009 ORDER. In accordance with the provisions of EXHIBIT B, AFTER DISCOVERED PROPERTY, the application(s) and patent(s) added here are "to be held by the Co-Trustees in trust and administered, managed and distributed in accordance with...EXHIBIT C...without court supervision."

<u>US patent application or patent</u>	<u>Dated</u>	<u>Status/Comment</u>
USSN 13/918,635	filed 06/14/2013	Pending
USSN 13/918,600	filed 06/14/2013	Pending
USSN 13/918,526	filed 06/14/2013	Pending

Signature: Date: Russell L. Hinckley Sr. Date: JUNE 19-2013
Co. Trustee

Name:
(print/typed) Russell L. Hinckley, Sr.

Title:
(print/typed) Co-Trustee, Andrew J. Toti Testamentary Trust

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