

# **Declaration of Trust**

**MANAGEMENT AND OPERATION ENDOWMENT  
DECLARATION of TRUST**

**I**

The Bryte Ranch owners (Trustor) hereby declare that they will transfer and deliver to CDFG (Trustee) in perpetuity the sum of \$5,000.00 per vernal pool habitat credit sold until the Management and Operation Endowment Trust Fund (Fund) is fully funded at \$347,400. Fund to be held, administered, disbursed and expended as an endowment fund for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, in Section 23701 (d) of the California Revenue and Tax Code, more particularly as set forth and provided herein.

**II**

A. The Trustee shall hold, administer, disburse and expend, from time to time from the principal and income of the Trust Fund, deposited with it from time to time, such amounts as shall be required to preserve, operate, and maintain, in perpetuity, the real property described on Exhibit A, attached hereto, as a Conservation Bank and habitat for wetlands and wildlife, pursuant to the terms of the Bryte Ranch Conservation Bank Agreement between the Trustor and the California Department of Fish and Game (CDFG) and the U. S. Fish and Wildlife Service (USFWS), dated June 2<sup>th</sup>, 2001, as amended.

B. The Trustee may make direct disbursements from the trust fund for the purposes of this Trust, or it may from time to time disburse such funds to the Trustor or persons or entity charged with the responsibility of preserving, operating and maintaining the Conservation Bank, which funds shall be used by such persons or entity only for the purposes set forth herein and in said Agreement. Notice of such disbursement shall be provided to the Mitigation Bank Coordinator, Sacramento Fish and Wildlife Office, U.S. Fish and Wildlife Service.

C. The Trustee may be requested from time to time by the then Mitigation Bank Coordinator, Sacramento Fish and Wildlife Office, U.S. Fish and Wildlife Service, as to the persons or entity to whom such funds are to be disbursed and used for the purposes set forth in this Trust.

D. The Trustee will place the funds in a special deposit fund pursuant to California Government Code 16372.

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### III

The name of this Trust shall be the "Bryte Ranch Conservation Bank Management and Operation Trust".

### IV

The property of this Trust is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Trust shall ever inure to the benefit of any Trustor, trustee, officer, or member hereof or to the benefit of any private person. Upon any termination of this Trust, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Trust shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, and whose purposes are consistent with the overall public purpose of this Trust to develop, acquire, and maintain in perpetuity wetland habitats and their associated adjacent upland wildlife habitats.

### V

No substantial part of the activities of the Trust shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate or public office.

### VI

In the event the Trustee resigns or is removed, such vacancy may be filled by the Appointment of a successor Trustee by the then director of the State of California Department of Fish and Game, with such appointment being subject to the approval of the Sacramento Fish and Wildlife Office, U.S. Fish and Wildlife Service or as otherwise provided by law.

MANAGEMENT AND OPERATION ENDOWMENT  
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TRUSTOR:  
Bryte Ranch Owners

\_\_\_\_\_  
Brian Johnson

The Beckett Family Trust, dated February 21, 1991

By: \_\_\_\_\_  
William Beckett, Trustee

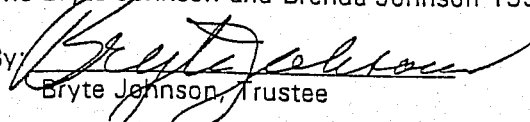
By: \_\_\_\_\_  
Georgeann Beckett, Trustee


The Jerry and Nancy Johnson Trust, dated September 15, 1993

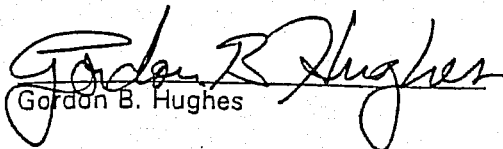
By: \_\_\_\_\_  
Gerald R. Johnson, Jr., Trustee

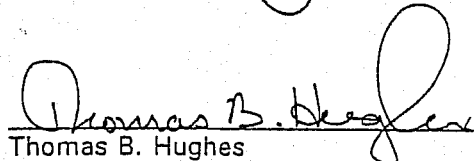
By: \_\_\_\_\_  
Nancy M. Johnson, Trustee

The Bryte Johnson and Brenda Johnson 1995 Living Trust, dated

By:   
Bryte Johnson, Trustee

By:   
Brenda Johnson, Trustee

  
Gordon B. Hughes

  
Thomas B. Hughes

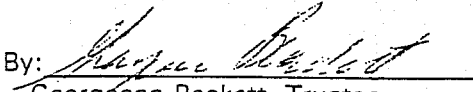
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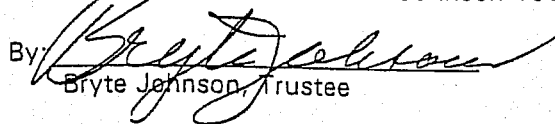
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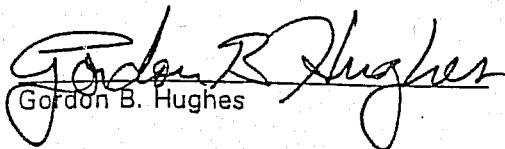
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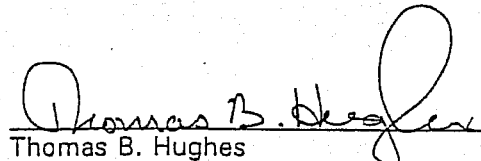
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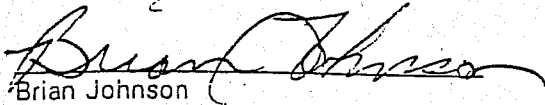
By: \_\_\_\_\_  
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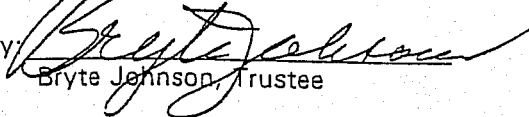
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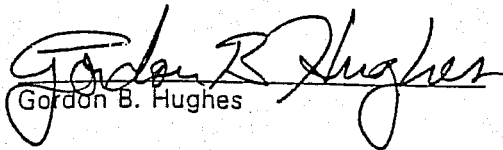
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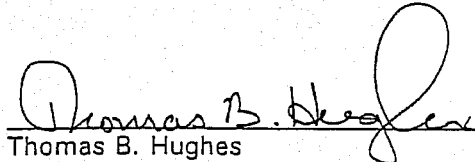
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TRUSTOR:

California Department of Fish and Game

By:

*Banky Curtis*

BANKY CURTIS, REGIONAL MANAGER

Date:

*Feb 7, 2002*