## FILED

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# **EXHIBIT "2"**

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#### FIRST AMENDMENT

#### of the

# THE HILLYGUS FAMILY TRUST, Restated, dated August 17, 1993

THIS FIRST AMENDMENT of THE HILLYGUS FAMILY TRUST, Restated, dated August 17, 1993, is made 2014, at Reno, Nevada, by H. EUGENE HILLYGUS one of two Settlors of THE HILLYGUS FAMILY TRUST, Restated, dated August 17, 1993. THE HILLYGUS FAMILY TRUST, Restated, was created on August 17, 1993.

Article 4 of the Trust provides that:

4. RIGHT AMEND OR REVOKE. The Settlors may by a written instrument, signed, acknowledged and delivered to the Trustees during the Settlors life, revoke this Agreement in whole or in part and amend it from time to time in any respect except that the duties and compensation of the Trustees shall not be materially changed by any amendment without the Trustees' written approval. Settlors acknowledge that each has transferred separate and community property to the Trustee. This transfer does not change the character of the property transferred to the Trust and either Settlor may remove his/her separate property from this Trust at any time and for any reason. The Trustee upon demand shall transfer the Settlor's separate property to him/her.

Article 9 of the Trust provides that:

### 9. TRUSTEE AND SUCCESSOR TRUSTEE

- 9.1. The Trustee may resign at any time by giving written notice specifying the effective date of the resignation, to the beneficiaries, at the time of giving notice, of the current principal and income.
- 9.1.1. H. EUGENE HILLYGUS and SUSAN L. HILLYGUS are appointed as Co-Trustees. When both Co-Trustees are alive, both Co-Trustees, acting jointly or individually, may take action as authorized by the Trust.

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The intent of this First Amendment of THE HILLYGUS FAMILY TRUST, Restated is to modify the terms of the trust relating to the <u>TRUSTEE AND SUCCESSOR TRUSTEE</u> as described in ARTICLE 9.

All terms of HILLYGUS FAMILY TRUST, Restated, dated August 17, 1993, shall remain the same, except for the following:

- 1. The existing terms of Section 9.1.2 are deleted in their entirety and replaced with the following:
- 9.1.2. If either H. EUGENE HILLYGUS or SUSAN L. HILLYGUS shall die, or shall for any reason fail to qualify or cease to act as Trustee, the remaining named individual shall act as Trustee. On the death of both Settlors, or upon the incapacity of both Settlors or the Surviving Settlor, Adam Clark is appointed as Successor Trustee.

IN WITNESS WHEREOF, the Settlor set his hand and seal, and the Trustee has caused these presents to be executed on the day and year first above written.

SETTLOR: CO-TRUSTEE:

H. EUGENE HILLYGUS H. EUGENE HILLYGUS H. EUGENE HILLYGUS State OF NEVADA

State of Nevada

Ss.

COUNTY OF WASHOE

On this 3rd day of 2nuary, 2014, personally appeared before me, a Notary Public, H. EUGENE HILLYGUS, known (or proven) to me to be the same person whose name is subscribed to the foregoing instrument, and who acknowledged that he executed the same freely and voluntarily for the uses and purposes therein mentioned.

CYNTHIA LANG

Notary Public - State of Nevada

Appointment Recorded in Washoe County

No: 94-4840-2 - Expires August 8, 2014

Conther Lange NOTARY PUBLIC

KEH