

(Copy)

KNOW ALL MEN BY THESE PRESENTS, That I, JOHN D. ROCKEFELLER, of the City, County and State of New York, have given, assigned, transferred and set over, and by these presents do give, assign, transfer and set over, Three Millions Two Hundred Thousand Dollars (\$3,200,000.) par value of the First Mortgage Gold Bonds of the MAGNOLIA PETROLEUM COMPANY unto John D. Rockefeller, Junior, Starr J. Murphy, Jerome D. Greene and Edward L. Ballard, and their successors, and the survivors and survivor of them, to have and to hold the same, or the proceeds thereof and the income therefrom, during the lives of my son, John D. Rockefeller, Junior, and his son, John D. Rockefeller, Third, and of the survivor, in trust, for the purposes and subject to the terms and provisions hereinafter set forth.

In case there shall be created during said period, either by act of Congress or by act of the legislature of any State, or otherwise pursuant to law, a corporation having as its objects to promote the well-being and to advance the civilization of the peoples of the United States and its territories and possessions and of foreign lands, in the acquisition and dissemination of knowledge, in the prevention and relief of suffering, and in the promotion by eleemosynary and philanthropic means of any and all of the elements of human progress, or having broad general objects substantially the same as those above stated, the statement of the objects and the other provisions of the act or instrument incorporating said corporation being satisfactory to me, if living, or, if I shall not be living, to my son, John D. Rockefeller, Junior, said trustees shall forthwith convey the said trust property, or so much thereof as shall then remain in the hands of the trustees, including any unappropriated income therefrom, to said corporation; and upon said transfer, this trust shall terminate, and the trustees shall be released from all further liability by reason of this trust. In the meantime, during said two lives and that of the survivor, and until the incorporation of such corporation, the trustees for the time being shall apply the income and such portion or

the whole of the principal as they may deem proper to such charitable use or uses as they may from time to time select and in such proportions respectively as they may determine.

Upon the death of the survivor of my son, John D. Rockefeller, Junior, and his son, John D. Rockefeller, Third, if the trustees shall still retain any portion of the trust fund, they shall thereafter hold the same in perpetuity, except as hereinafter provided, in trust, to apply the income and such portion or the whole of the principal as they may deem proper to such charitable use or uses as they may from time to time select and in such proportions respectively as they may determine.

For the promotion of such objects, or any of them, the said trustees shall have power to establish, maintain and endow, or to aid others, whether individuals, associations or corporations, to establish, maintain and endow institutions and other agencies for carrying on said objects and any of them; to employ and to aid others to employ teachers, lecturers, assistants and agents; to donate to any individual, association or corporation engaged in doing all or any of the things for which this trust is created or which would be included within the purposes of this trust, and having legal capacity to take and hold the same, any or all money or property which shall at any time be held by said trustees; to collect statistics and information, and to publish and distribute books, documents and reports containing the same, and in general to do and perform all things necessary or convenient for the promotion of the objects of this trust.

In all matters relating to the trust the said trustees may act by a majority vote, and my son, John D. Rockefeller, Junior, shall have two votes. In case of the resignation, disability or death of my said son, the remaining trustees, in the manner hereinafter provided for the filling of vacancies, shall increase their number to five, each trustee then having one vote only. In case for any cause a vacancy should arise among said trustees the survivors or survivor shall have power from time

to time to appoint by instrument in writing a person to fill said vacancy, and the person when so appointed, and when he shall have accepted the trust, shall have all the rights, powers and privileges, including the power to appoint successors, except the power granted to my son, John D. Rockefeller, Junior, of casting two votes, and be subject to all the responsibilities of the trustees originally named above.

By a resolution, adopted by four votes, declaring that in the judgment of the trustees so voting it is in the interest of the trust and of the purposes for which it was created that a trustee named in said resolution shall cease to be a member of the trust, said trustee shall, upon the adoption of said resolution in the manner aforesaid, ipso facto cease to be a trustee under this instrument, and all his rights, powers and privileges shall forthwith cease and determine, and he shall be relieved from any further responsibility with reference thereto.

The said trustees and their associates and successors and the survivors and survivor of them, may from time to time change the form of investment of the funds in their possession and may reinvest the funds in such securities as they shall in their absolute and unqualified discretion approve. They shall not be responsible for losses or diversion of the fund due to any other cause than their own individual willful dishonesty nor shall any trustee be responsible for the acts or omissions of any other trustee. The trustees hereunder are to serve without compensation. They shall have power, subject to the express provisions of this instrument, to adopt rules and regulations for the management of the trust; to appoint clerical and other assistants and to pay a reasonable compensation thereto; to incur and pay all expenses which in their judgment shall be necessary or expedient in the discharge of their duties; to delegate to others purely ministerial duties; and to act by less than a unanimous vote, as above provided.

I reserve the right to give to the said trustees and their successors and the survivors and survivor of them, additional securities or

funds from time to time, and upon the acceptance thereof by the said trustees the same shall be held for the purposes and subject to all the terms and provisions set forth in this instrument.

By an instrument in writing, executed by myself and a majority of the trustees for the time being, the powers of the trustees may be modified, added to, or curtailed, as therein provided, but nothing herein contained shall be construed to give to me the power to revoke this trust or to control the use of the trust funds or the income thereof.

Said trustees shall have power at any time to dispose of the principal as well as the income of the trust fund, and if and when they shall have disposed of the entire principal and interest of the trust fund, then this trust shall ipso facto terminate, and the said trustees shall be released from all further liability with reference thereto.

IN WITNESS WHEREOF I have hereunto set my hand and seal this
6th day of January, 1913.

In Presence of

(Sd.) Frederick F. Briggs.

(Signed) JOHN D. ROCKEFELLER

(Sd.) Harry D. Sims.

STATE OF NEW YORK)
) SS.
COUNTY OF WESTCHESTER)

On the 6th day of January, in the year Nineteen hundred and thirteen, before me personally came JOHN D. ROCKEFELLER, to me known and known to me to be the individual described in and who executed the foregoing instrument and duly acknowledged that he executed the same.

(Signed) Frederick F. Briggs,
Notary Public.

JOHN D. ROCKEFELLER

-To-

JOHN D. ROCKEFELLER, JR., and others.

DEED OF TRUST.
