

Last Will and Testament

OF
BRIAN U. LONCAR

I, BRIAN U. LONCAR, of Dallas County, Texas, make this my Last Will and Testament, and I revoke all Wills and Codicils previously made by me.

ARTICLE I. Identification

I have three daughters, Hailey Blair Loncar, Abby Leigh Loncar and Grace Caroline Loncar. All references in this Will to "my daughters" are to them. In addition, all references in this Will to "my descendants" are to my daughters (as defined above) and to all of their respective descendants.

ARTICLE II. Memorandum

I request that the beneficiaries of my estate and my Executor honor the provisions of any memorandum written by me directing the disposition of any portion of my personal and household effects.

ARTICLE III. Disposition to Trust

I give all of my estate to the trustee (the "Trustee") of the trust created by that certain trust agreement on the same day that I am signing this Will, and as may be amended and/or restated in the future (the "Trust Agreement") executed by and between me as trustor, and by BRIAN U. LONCAR as initial trustee, which Trust Agreement initially created the BRIAN U. LONCAR LIVING TRUST, to be added to the trust created under the Trust Agreement in accordance with the terms of the Trust Agreement.

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ARTICLE IV.
Specific Bequests

A. **Personal Property.** If the Trust Agreement is not in existence on the date of my death, I give all of my interest in any motor vehicles, boats and personal watercraft, household goods, appliances, furniture and furnishings, pictures, silverware, china, glass, books, clothing, jewelry or other articles of personal use or ornament, and other personal property of a nature, use or classification similar to the foregoing, except as may be provided in a memorandum authorized by Article II and except as otherwise provided in this Article, outright to those of my descendants who survive me per stirpes, with particular items to be allocated as they may agree, or if they cannot agree, as my Executor shall decide. If any beneficiary hereunder is a minor, my Executor may distribute such minor's share to such minor or for such minor's use to any person with whom such minor is residing or who has the care or control of such minor without further responsibility, and the receipt of the person to whom such minor's share is distributed shall be a complete discharge of my Executor. The cost of packing and shipping such property to any such beneficiary shall be charged against my estate as an expense of administration.

B. **Additional Specific Bequest.**

ARTICLE V.
Contingent Beneficiaries

The provisions of this Article shall apply only if the Trust Agreement is not in existence on the date of my death. In such case, all of the residue of my estate shall be distributed to the same beneficiaries and in the same manner and proportions as provided in the Trust Agreement as if such Trust Agreement were still in existence. If no copy of the Trust Agreement exists or if the terms and provisions of the Trust Agreement cannot otherwise be determined, I give all of the residue of my estate to those of my descendants who survive me per stirpes. If none of my descendants survives me, I give all of the residue of my estate to my heirs.

ARTICLE VI.
Executor Appointments

A. **Executor.** I appoint my father, Phillip Edward Loncar, to be Independent Executor of my Will and estate. If Phillip Edward Loncar fails to qualify, dies, resigns, becomes

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incapacitated, or otherwise ceases to serve, I appoint William Thomas Sena, Jr., to be Independent Executor of my Will and estate. If William Thomas Sena, Jr., fails to qualify, dies, resigns, becomes incapacitated, or otherwise ceases to serve, I appoint Clay Jenkins to be Independent Executor of my Will and estate.

B. Bond; Independent Administration. No bond or other security shall be required of my Executor in any jurisdiction. No action shall be required in any court in relation to the settlement of my estate other than the probating and recording of my Will and, if required by law, the return of an inventory, appraisalment, and list of claims of my estate. An affidavit in lieu of inventory may be substituted for an inventory, appraisalment, and list of claims if permitted by law.

C. Expenses and Compensation. Every Executor shall be reimbursed for the reasonable costs and expenses incurred in connection with such Executor's duties. Every Executor shall be entitled to fair and reasonable compensation for services rendered by such Executor in an amount not exceeding the customary and prevailing charges for services of a similar character at the time and place such services are performed.

D. Ancillary Executors. If my estate or any trust created by this Will contains property located in another state or a foreign jurisdiction and my Executor cannot or chooses not to serve under the laws thereof, my Executor shall have the power to appoint an ancillary individual or corporate Executor of such property.

E. Executor Defined. Unless another meaning is clearly indicated or required by context or circumstances, the term "Executor" shall also mean and include all persons or entities who may at any time be serving and any alternates or successors. Except as otherwise specifically provided in this Will, if two or more Executors are named or serving hereunder and any one or more, but not all, decline, fail or cease to serve for any reason, and no successor Executor is named herein, then the remaining Executor or Executors, as the case may be, shall be appointed or continue to serve in such capacity. In all matters relating to my estate, the decision of a majority of the Executors then serving shall control. Any writing signed by the persons whose decision shall control shall be valid and effective for all purposes as if signed by all such Executors.

ARTICLE VII. Guardian Provisions

I appoint Sue A. Loncar to be guardian of the persons and estates of those of my daughters who are under the age of legal majority at the time of my death, without requirement of bond or other security. If Sue A. Loncar dies, does not qualify, fails to serve, ceases to serve,

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or is unwilling or unable to serve for any reason, then I appoint Jilian Brade to be the first alternate guardian, without requirement of bond or other security. The provisions of this Article are intended to apply if the need to appoint a guardian arises following my death. I realize the responsibility of serving as guardian may impose a financial hardship on the guardians serving pursuant to this Article. I request that the Trustee of any trust or trusts created hereunder or under the Trust Agreement provide, as needed, financial assistance to the guardians to assist in obtaining appropriate housing accommodations, financing an addition to an existing residence, and providing for the costs of support, health care, insurance, and education for my daughters.

ARTICLE VIII.

Administrative Provisions

A. **Survivorship Provisions.** No person shall be deemed to have survived me if such person shall die within 90 days after my death; however, my Executor may make distributions from my estate within that period for the support of my daughters. Any person who is prohibited by law from inheriting property from me shall be treated as having failed to survive me.

B. **Payment of Taxes and Expenses.** All funeral expenses and all expenses incurred in connection with the administration of my estate, as well as all estate, inheritance, or similar taxes (including interest and penalties thereon) arising in connection with my death with respect to all property included in my gross estate for the purpose of calculating such taxes, other than property held under the Trust Agreement on the date of my death and life insurance proceeds and payments from an employee or self-employed benefit plan payable to the Trustee of the trust created under the Trust Agreement, shall be paid out of the residue of my estate without apportionment; provided, however, to the extent the residue of my estate is insufficient for the payment of such taxes and expenses, then any excess taxes and expenses, except as otherwise specifically provided in this Section, shall be paid on a pro rata basis from all of the assets included in my gross estate for federal estate tax purposes. This Section shall not apply to any generation skipping transfer taxes imposed by Section 2601 of the Code which instead shall be payable in accordance with the provisions of Section 2603 of the Code. My Executor shall seek recovery of any taxes caused by the inclusion of property in my estate pursuant to Section 2041 of the Code as provided in Section 2207 of the Code.

C. **Distributions During Administration.** My Executor may make distributions from my estate immediately upon my death in accordance with the provisions of any trust provided for by the Trust Agreement, whether or not any such trust has actually come into existence or received any distribution from my estate.


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ARTICLE IX.
Executor Powers

A. Powers. Any Executor shall, to the extent permitted by law, act free from control by any court and shall have all of the powers and authorities conferred by statute or common law in any jurisdiction in which such Executor may act, except for any instance in which such powers and authorities may conflict with the express provisions of this Will, in which case the express provisions of this Will shall control. In addition to such powers, any Executor serving hereunder is specifically authorized:

(1) To retain, in the discretion of my Executor, any property owned by me including securities of any Executor without regard to the duty to diversify investments under the laws governing my estate or a trust created hereunder and without liability for any depreciation or loss occasioned by such retention;

(2) To exchange, sell or lease (including leases for terms exceeding the duration of all trusts created by this Will and the Trust Agreement) for cash, property or credit, or to partition, publicly or privately, at such prices, on such terms, times and conditions and by instruments of such character and with such covenants as my Executor deems proper, all or any part of the properties of my estate or any trust, including real property, and no vendee or lessee shall be required to look to the application of any funds paid to my Executor or Trustee;

(3) To use the cash and any of the securities or other property owned by me to satisfy any loans or other debts for which my estate is liable or to continue all or any portion of such loans or debts;

(4) To borrow money from any source (including any Executor) and to mortgage, pledge, or in any other manner encumber all or any part of the properties of my estate or any trust as may be advisable in the judgment of my Executor for the advantageous administration of my estate or any trust;

(5) To invest and reinvest the properties of my estate or a trust created by this Will in any kind of property whatsoever, real or personal (including oil, gas and other mineral leases, royalties, overriding royalties and other interests), whether or not productive of income and without regard to the proportion that such property or property of a similar character held may bear to my entire estate or to the entire trust, and to make loans to any beneficiary of any trust with adequate security and at an adequate interest rate;

(6) To employ attorneys, accountants, investment managers, specialists and such other agents as my Executor shall deem necessary or desirable; to have the authority to appoint an investment manager or managers to manage all or any part of the assets of my estate or any trust, and to delegate to

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said manager investment discretion and such appointment shall include the power to acquire and dispose of such assets; and to charge the compensation of such attorneys, accountants, investment advisors, investment managers, specialists and other agents and any other expenses against my estate or such trust;

(7) To enter into any transaction on behalf of my estate (including loans to beneficiaries for adequate security and adequate interest) despite the fact that another party to any such transaction may be (i) a trust of which any Executor under this Will is also a trustee; (ii) an estate of which any Executor under this Will is also an executor, personal representative or administrator, including my estate; (iii) a business or trust controlled by any Executor under this Will or of which any such Executor, or any director, officer or employee of any such corporate Executor, is also a director, officer or employee; or (iv) any beneficiary or Executor under this Will acting individually;

(8) To make, in the discretion of my Executor, any distribution required or permitted to be made to any beneficiary under this Will, or under any trust established by this Will, in any of the following ways when such beneficiary is a minor or is incapacitated: (i) to such beneficiary directly; (ii) to the guardian or conservator of such beneficiary's person or estate; (iii) by utilizing the same, directly and without the interposition of any guardian or conservator, for the health, support, maintenance, or education of such beneficiary; (iv) to a person or financial institution serving as custodian for such beneficiary under a uniform gifts to minors act or a uniform transfers to minors act of any state; (v) by reimbursing the person who is actually taking care of such beneficiary (even though such person is not the legal guardian or conservator) for expenditures made by such person for the benefit of such beneficiary; and (vi) by managing such distribution as a separate fund on the beneficiary's behalf, subject to the beneficiary's continuing right to withdraw the distribution; and the written receipts of the persons receiving such distributions shall be full and complete acquittances to my Executor;

(9) To store personal property given to a person who is a minor or who is incapacitated for later distribution to such person, or to sell such property and add the proceeds of sale to a trust of which such person is a beneficiary;

(10) To make divisions, partitions, or distributions in money or in kind, or partly in each, whenever required or permitted to divide, partition, or distribute all or any part of my estate or of any trust; and, in making any such divisions, partitions, or distributions, the judgment of my Executor in the selection and valuation of the assets to be so divided, partitioned, or distributed shall be binding and conclusive; and, further, my Executor shall be authorized to make distributions from my estate on a non-pro rata basis;

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(11) To release, in the discretion of my Executor, any fiduciary power at any time, in whole or in part, temporarily or permanently, by acknowledged instrument;

(12) To register and carry any securities or other property in the name of the nominee of any corporate Executor (or to hold any such property unregistered); to exercise any option, right or privilege to purchase or to convert bonds, notes, stocks (including shares or fractional shares of stock of any Executor), securities or other property; to vote any stock owned by my estate;

(13) To invest and reinvest all or part of the properties of my estate in any common trust fund of any corporate Executor; and

(14) To continue any business (whether a proprietorship, corporation, partnership, limited partnership or other entity) which I own or in which I am financially interested for such time as my Executor deems it to be in the best interest of my estate; to employ in the conduct of any such business such properties of my estate as my Executor deems proper; to borrow money for use in any such business alone or with other persons financially interested in such business and to secure such loan or loans by mortgage, pledge or any other manner of encumbrance of not only my interest in such business, but also such other properties of my estate as my Executor deems proper; to organize, either alone or jointly with others, new corporations, partnerships, limited partnerships or other entities; and generally to exercise with respect to the continuance, management, sale or liquidation of any business which I own or in which I am financially interested, or of any new business or business interest, all the powers which I could have exercised during my lifetime.

B. Inspection. All properties, books of account and records of my estate shall be made available for inspection at all times during normal business hours by any Executor under this Will to any beneficiary under this Will or under the Trust Agreement, including the Trustee of the trust created under the Trust Agreement, or by any person designated by any of them.

C. Accounting. Within 60 days of receiving a written request from a beneficiary of my estate or of a trust created by my Will, my Trustee shall furnish an accounting to such beneficiary. Any such accounting shall comply with the requirements of the Texas Trust Code and shall be deemed correct and binding one year after receipt by the requesting beneficiary. Notwithstanding the foregoing provisions of this Section, with regard to a beneficiary of a trust who is under 25 years of age, my Trustee shall be relieved of the duty to keep such beneficiary reasonably informed concerning the administration of such trust and the material facts necessary for such beneficiary to protect such beneficiary's interest, and my Trustee shall have no duty to respond to a demand for an accounting.

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D. Acts of Prior Executors. Each Executor shall be relieved of any duty to examine the acts of any prior Executor and no court accounting shall be required. Each successor Executor shall be responsible only for those properties which are actually delivered to such Executor.

E. Reliance on Legal Opinion. In acting or declining to act, each Executor may rely upon a written opinion of a competent attorney, any facts stated in a written document believed to be true or any other evidence such Executor deems sufficient. Each Executor shall be saved harmless from liability for any action taken, or for the failure to take any action, if done in good faith and without gross negligence.

F. Discretion. Whenever in this Will an action is authorized in the discretion of my Executor, the term "discretion" shall mean the absolute and uncontrolled discretion of my Executor.

G. Allocation of GST Exemption. My Executor, in my Executor's discretion, may allocate any remaining portion of my GST exemption (as defined in Section 2631 of the Code) to any property as to which I am the transferor, including any property transferred by me during life as to which I did not make an allocation prior to my death and/or among any generation skipping transfers (as defined in Section 2611 of the Code) resulting under this Will. My Executor shall not make any adjustments in the interests of any beneficiaries as the result of any such elections or allocations and shall incur no liability for making such elections or allocations if done in good faith.

H. Payment of Debts. I direct that all of my legal debts, funeral and testamentary expenses, costs and expenses of administration of my estate shall be paid as soon after my death as in the opinion of my Executor is practical and advisable. If at the time of my death any of my property is subject to a mortgage, lien, or other debt, I direct that the devisee taking such property shall take it subject to such mortgage, lien, or other debt, and that such person shall not be entitled to have the obligation secured thereby paid out of my general estate. My Executor is specifically given the right to renew, refinance and extend, in any form that my Executor deems best, any secured or unsecured debt or charge existing at the time of my death. Under no circumstances shall my Executor be required to prepay any debt of mine.

ARTICLE X. **Contingent Trusts**

A. Applicability. Any share of my estate that is to be distributed to a person who is under the age of 40 or who is incapacitated (referred to herein as the "Beneficiary") shall be held by my Executor as trustee as a separate trust for the benefit of such Beneficiary.

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B. Distributions. My Executor shall distribute to the Beneficiary of each trust such amounts of the income and principal of such trust as my Executor, in my Executor's discretion, deems desirable from time to time to provide for such Beneficiary's health, support, maintenance or education, directly and without the interposition of any guardian or conservator.

C. Termination. Each trust created by this Article for a Beneficiary who is under age 40 shall terminate when such Beneficiary attains that age. Each trust created by this Article for a person who is incapacitated shall terminate when the Beneficiary of such trust, in the discretion of my Executor, is no longer incapacitated. Upon the termination of a trust created by this Article, the remaining property of such trust shall be distributed to the Beneficiary of such trust, but if a Beneficiary dies before the termination of such Beneficiary's trust, then upon such Beneficiary's death the remaining property of such trust shall be distributed to such Beneficiary's estate. No bond or other security shall be required of any trustee serving pursuant to this Article, and any such trustee shall have all of the powers and protections granted to my Executor.

ARTICLE XI.

Miscellaneous Provisions

A. Spendthrift Provisions. Each trust created by this Will shall be a spendthrift trust to the fullest extent allowed by law. Prior to the actual receipt of property by any beneficiary, no property (income or principal) distributable under this Will or under any trust created by this Will shall, voluntarily or involuntarily, be subject to anticipation or assignment by any beneficiary, or to attachment by or to the interference or control of any creditor or assignee of any beneficiary, or taken or reached by any legal or equitable process in satisfaction of any debt or liability of any beneficiary, and any attempted transfer or encumbrance of any interest in such property by any beneficiary hereunder prior to distribution shall be void.

B. Descendants. References to "descendant" or "descendants" mean lineal blood descendants of the first, second or any other degree of the ancestor designated; provided, however, such references shall include, with respect to any provision of this Will, descendants who have been conceived at any specific point in time relevant to such provision and who thereafter survive birth; and provided, further, except as hereinafter provided in this Section, an adopted child and such adopted child's lineal descendants by blood or adoption shall be considered under my Will as lineal blood descendants of the adopting parent or parents and of anyone who is by blood or adoption a lineal ancestor of the adopting parent or of either of the adopting parents. Notwithstanding any provision in this Will to the contrary, any person who is adopted (by anyone other than me) after reaching age 14 and any person who is a lineal descendant (whether by blood or adoption) of such person who is adopted (by anyone other than

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me) after reaching age 14 shall not be included in the definition of "descendant" or "descendants" and shall not be considered as a lineal blood descendant of the adopting parent or parents.

C. **Incapacitated.** A beneficiary shall be deemed "incapacitated" if my Executor, in my Executor's discretion, determines that such beneficiary lacks the ability, due to a physical or mental condition, to manage his or her own personal and financial affairs. My Executor shall be deemed "incapacitated" if and for as long as (i) a court of competent jurisdiction has made a finding to that effect, (ii) a guardian or conservator of such Executor's person or estate has been appointed by a court of competent jurisdiction and is serving as such, or (iii) two physicians (licensed to practice medicine in the state where the Executor is domiciled at the time of the certification, and one of whom shall be board certified in the specialty most closely associated with the cause of the Executor's incapacity) certify that due to a physical or mental condition the Executor lacks the ability to manage his or her own personal and financial affairs. An incapacitated Executor shall be deemed to have regained capacity if there is a finding to that effect by a court of competent jurisdiction or if two physicians (with the same qualifications described above) certify that the Executor is capable of managing his or her personal and financial affairs.

D. **Internal Revenue Code.** References to various Sections of the "Code" are to such designated Sections of the Internal Revenue Code of 1986, as amended.

E. **Heirs.** References to "heirs" are to those persons who would inherit separate personal property from the person designated under the statutes of descent and distribution of the State of Texas, if such person died intestate and single at such time.

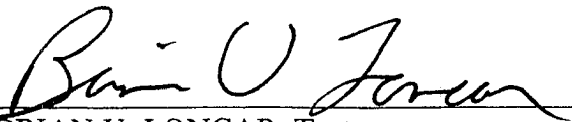
F. **Governing Law.** The construction, validity and administration of each trust created under this Will shall be controlled by the laws of the State of Texas. My Executor (when serving as trustee) may designate the laws of another jurisdiction as the controlling law with respect to the administration of a particular trust if the primary beneficiary of such trust resides in such designated jurisdiction, in which case the laws of such designated jurisdiction shall apply to such trust as of the date specified in such designation. Any such designation shall be in writing and shall be delivered to each beneficiary of the affected trust.

G. **Per Stirpes.** When a distribution is to be made to a person's descendants "per stirpes," property shall be divided into as many equal shares as there are (i) members of the nearest generation of descendants who survive such person, and (ii) deceased members of that generation who left descendants who survive such person. This division into shares shall begin at the generation nearest to such person that has a surviving member. Each surviving member of the nearest generation of descendants with a member who survives such person shall receive one share, and the share that would have passed to each deceased member of that generation who left descendants who survive such person shall be divided in a similar manner (by reapplying the preceding rule) among his or her descendants who survive such person. For example, if a person

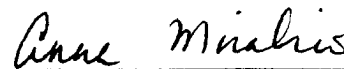
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has deceased children and surviving children when a distribution is to be made, the assets will be divided into equal shares at the child level and distributed per stirpes below that level; however, if the person has no surviving children at such time, that equal division will be made at the grandchild level (or lower, if appropriate) and distributed per stirpes below that level. This definition is intended to override any conflicting or contrary common law definition.

IN TESTIMONY WHEREOF, I have placed my initials on each of the foregoing pages of this, my Last Will and Testament, and in the presence of two witnesses, who are acting as witnesses at my request, in my presence and in the presence of each other, I hereunto sign my name, on _____, 2014.

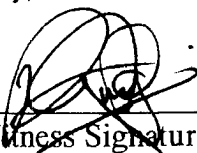

BRIAN U. LONCAR, Testator

The foregoing instrument was signed by the testator in our presence and declared by the testator to be his Last Will and Testament, and we, the undersigned witnesses, sign our names hereunto as witnesses at the request and in the presence of the testator, and in the presence of each other, on April 29, _____, 2014.


Witness Signature

5315 Gurley Ave
Street Address

Dallas, Tx 75223
City, State and Zip Code


Witness Signature

1613 Makayla Ln.
Street Address

SEAGOVILLE, TX. 75159
City, State and Zip Code

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SELF-PROVING AFFIDAVIT

STATE OF TEXAS

§

COUNTY OF DALLAS

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Before me, the undersigned authority, on this day personally appeared BRIAN U. LONCAR, Anna Miralrio and DANIEL GUZMAN, known to me to be the testator and the witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and, all of such persons being by me duly sworn, the said BRIAN U. LONCAR, testator, declared to me and to the witnesses in my presence that such instrument is his last will and testament, and that he had willingly made and executed it as his free act and deed; and the witnesses, each on his or her oath stated to me, in the presence and hearing of the testator, that the testator had declared to them that such instrument is his last will and testament, and that he executed same as such and wanted each of them to sign it as a witness; and upon their oaths each witness stated further that they did sign the same as witnesses in the presence of the testator and at his request; that he was at that time eighteen years of age or over (or being under such age, was or had been lawfully married, or was then a member of the armed forces of the United States or of an auxiliary thereof or of the Maritime Service) and was of sound mind; and that each of the witnesses was then at least fourteen years of age.

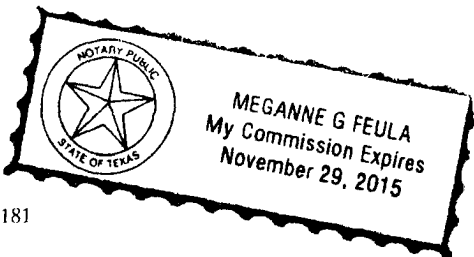
Brian U Loncar
BRIAN U. LONCAR, Testator

Anna Miralrio
Witness Signature

[Signature]
Witness Signature

Subscribed and sworn to before me by BRIAN U. LONCAR, testator, and by Anna Miralrio and Daniel Guzman, witnesses, on Apr. 29, 2014.

[Signature]
Notary Public, State of Texas



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