

COMPOSITE EXHIBIT B

TRUST000789

AMENDMENT TO BUSINESS LOAN AGREEMENTS ENTERED INTO BETWEEN
ULRICH ENGLER ("ENGLER") AND DOUGLAS INVESTMENTS, LLC

AND

SECOND AMENDMENT TO OPERATING AGREEMENT
OF DOUGLAS INVESTMENTS, LLC

WITNESSETH:

WHEREAS, Engler and DOUGLAS INVESTMENTS, LLC has entered into multiple Business Loan Agreements which provide in paragraph 10(d) thereof for certain events to occur in the event of the death of DAVID B. DOUGLAS; and

WHEREAS, DAVID B. DOUGLAS owns sixty per cent (60%) of the Membership Interests in DOUGLAS INVESTMENTS, LLC ("David's Membership Interest"); and

WHEREAS, DEBBRA DOUGLAS owns forty per cent (40%) of the Membership Interests in DOUGLAS INVESTMENTS, LLC ("Debbra's Membership Interest"); and

WHEREAS, all of the parties hereto desire to amend the Business Loan Agreements, whether made prior to the date hereof or after the date hereof, and to amend the Operating Agreement for DOUGLAS INVESTMENTS, LLC as set forth hereinafter.

IT IS, THEREFORE, AGREED AS FOLLOWS:

1. Transfer of David's Membership Interest in the Event of David's Death. Upon David's death all of David's Membership Interest shall be transferred to Debbra, if she survives him.

If Debbra does not survive David, then all of David's Membership Interest shall be transferred to Engler, subject to the terms and conditions hereinafter set forth.

2. Death of Debbra. In the event of Debbra's death all of Debbra's Membership Interest shall be transferred to David, if he survives her.

If David does not survive Debbra, then all of Debbra's Membership Interest shall be transferred to Engler, subject to the terms and conditions hereinafter set forth.

3. Liquidation of Assets and Distribution of Net Profits. Once both David and Debbra are deceased and Engler owns all of David's Membership Interest and Debbra's Membership Interest, then Engler shall proceed within a reasonable period of time to liquidate all of the assets of DOUGLAS INVESTMENTS, LLC. As various assets are liquidated from time to time Engler shall pay to the designated beneficiaries of David's

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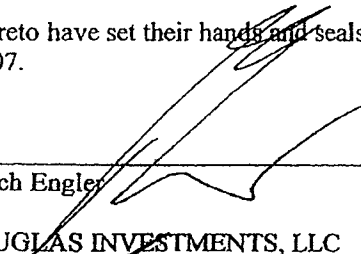
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estate and/or Debra's estate as instructed in writing by them fifty per cent (50%) of the net proceeds from each such liquidation. Net proceeds shall be defined as the amount remaining following payment of all expenses and indebtedness of DOUGLAS INVESTMENTS, LLC relating to each particular asset.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals to this Amendment this 13th day of Feb, 2007.



Ulrich Engler

DOUGLAS INVESTMENTS, LLC

By: 

David B. Douglas - Member

By: 

Debra Douglas - Member

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THIRD AMENDMENT TO OPERATING AGREEMENT OF DOUGLAS INVESTMENTS, LLC

The undersigned, being all of the Members of DOUGLAS INVESTMENTS, LLC (Company), do hereby agree to amend the Operating Agreement of the Company by adding thereto the following Article XIII:

"ARTICLE XIII

13.01. DEATH OF MEMBERS. In the event that David B. Douglas ("David") or Debra Douglas ("Debra") the survivor of them shall own 100 per cent of the Membership Interest in the Company.


In the event that both David and Debra are deceased, then Ulrich Engler ("Engler") shall become the sole person in charge to manage the business and affairs of the Company.

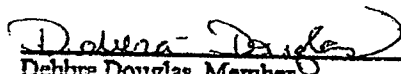
In the event that David, Debra and Engler are all deceased, then the Management of the Company shall be vested in a Management Committee comprised of the following four persons:

Douglas
Nicole Borshell
Jennifer Douglas
Shannon Douglas
Bradley T. Freeman

Engler
"BIANCA BOROWSKI"
ROSHITHA APP
LISA-MARIE ENGLER (ALEXANDRA KLEINER)
MOTHER:

All decisions of the Management Committee shall be governed by the vote of Bradley T. Freeman plus at least two of the other Members of the Committee.


David B. Douglas, Member


Debra Douglas, Member

Dated: April 30, 2007

The undersigned acknowledges that this Third Amendment to the Operating Agreement of DOUGLAS INVESTMENTS, LLC revokes and supersedes the Second Amendment to the Operating Agreement as well as the "Amendment to Business Loan Agreements" between ULRICH ENGLER ("Engler") and DOUGLAS INVESTMENTS, LLC ("Douglas") which was dated February 13, 2007. It is further acknowledged that effective in April of 2007 there shall be a new Business Loan Agreement form that shall be utilized between the undersigned and DOUGLAS INVESTMENTS, LLC which controls the disposition of the

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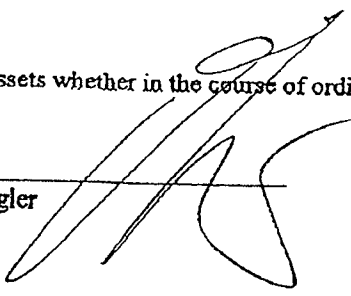
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proceeds of the sale of any of the Company's assets whether in the course of ordinary business or in the course of liquidation.



Ulrich Engler

Dated: April 30, 2007

Namelist:

1. Bianca Borowski

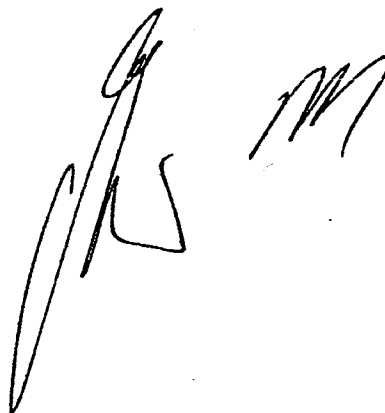
91 Southport Cove
Bonita Springs, Florida 34134
239 – 770 8702

2. Roswitha App (sister) and/or Hubert Engler (brother)

Oeschweg 6
88515 Andelfingen / Germany
01149 – 7371 3003 and/or 01149 – 7371 7190

3. Lisa-Marie Engler

(until my daughter is 18 years old,
her mother on Lisa's behalf, Alexandra Kleiner)
Bittelschiesser Strasse 19
72488 Sigmaringen / Germany
01149 – 7571 743 692

Handwritten signatures in black ink, appearing to be initials or names, located to the right of the third list item.

FOURTH AMENDMENT TO OPERATING AGREEMENT OF DOUGLAS INVESTMENTS, LLC

The undersigned, being all of the Members of DOUGLAS INVESTMENTS, LLC (Company), do hereby agree to amend the Operating Agreement of the Company by amending Section 13.01 thereof as follows:

"ARTICLE XIII"


13.01. DEATH OF MEMBERS. In the event of the death of either David B. Douglas ("David") or Debra Douglas ("Debra") the survivor of them shall own 100 per cent of the Membership Interest in the Company.

In the event that both David and Debra are deceased, then Ulrich Engler shall be in charge of managing the business affairs of the Company. In the event that Ulrich Engler shall also be deceased, or otherwise unavailable, then a Management Committee shall be established which shall be in charge of managing the business affairs of the Company.

The Management Committee shall be comprised of the following seven persons:

- Nicole Borshell
- Jennifer Douglas
- Shannon Douglas
- Bianca Borowski
- Roswitha App
- Lisa-Marie Engler (MOTHER: ALEXANDRA KLEINER)
- Bradley T. Freeman

J.M.
D.D.

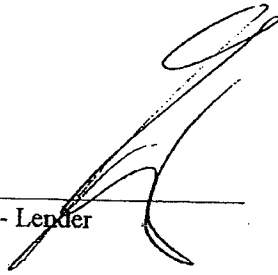


David B. Douglas, Member



Debra Douglas, Member

Dated: September 7th, 2007

Approved by: 

Ulrich Engler -- Lender

Dated: September 07, 2007

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Date 4-28-10 Rptr. mbt
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