

THE HOWELL LEGACY GROUP TRUST

TRUST DECLARATION

A Delaware Statutory Trust

EIN: 39-7096147

Delaware File Number: 14313192

Formation Date: August 13, 2025

Last Amended: December 1, 2025

Prepared by:

The Howell Legacy Group Legal Team

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RECITALS

WHEREAS, John Shelton Howell III ("Settlor") established The Howell Legacy Group Trust (the "Trust") on August 13, 2025, as a Delaware Statutory Trust under the Delaware Statutory Trust Act, 12 Del. C. § 3801 et seq., with Delaware File Number 14313192;

WHEREAS, the Trust was established with the primary purpose of preserving, protecting, and growing family wealth for current and future generations of the Howell family for a period of one hundred fifty (150) years;

WHEREAS, Howell Holdings LLC, a Delaware limited liability company (EIN: 33-4808481), was designated as the Corporate Trustee of the Trust to serve as the fiduciary manager and administrator;

WHEREAS, the Settlor desires to set forth in this Trust Declaration the complete terms, conditions, powers, and limitations governing the Trust, including provisions for sub-trusts, family governance, and multi-generational wealth preservation;

WHEREAS, all family members, whether related by blood or through legal adoption, shall be treated equally under this Trust Declaration, reflecting the Settlor's personal values and commitment to inclusive family unity;

NOW, THEREFORE, the Settlor hereby declares and establishes the following terms and conditions governing The Howell Legacy Group Trust:

ARTICLE I

TRUST ESTABLISHMENT

Section 1.1 Name

The name of this trust shall be "The Howell Legacy Group Trust" (the "Trust" or "Parent Trust").

Section 1.2 Purpose

The Trust is established for the following purposes:

- (a) To preserve, protect, and grow family wealth across multiple generations;
- (b) To provide for the health, education, maintenance, and support of Trust beneficiaries;
- (c) To maintain and operate family business enterprises through subsidiary entities;
- (d) To support charitable endeavors aligned with family values;
- (e) To establish a lasting family legacy spanning one hundred fifty (150) years.

Section 1.3 Term

The Trust shall continue for one hundred fifty (150) years from the date of formation, unless earlier terminated in accordance with Delaware law or as otherwise provided herein.

Section 1.4 Governing Law

This Trust shall be governed by and construed in accordance with the laws of the State of Delaware, including the Delaware Statutory Trust Act, 12 Del. C. § 3801 et seq.

Section 1.5 Registered Agent

The registered agent for the Trust in Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808.

ARTICLE II

TRUSTEE PROVISIONS

Section 2.1 Corporate Trustee

Howell Holdings LLC, a Delaware limited liability company (EIN: 33-4808481), shall serve as the Corporate Trustee of the Trust. The Corporate Trustee shall have all powers and duties set forth in this Trust Declaration, the Delaware Statutory Trust Act, and applicable law.

Section 2.2 Trustee Powers

The Corporate Trustee shall have the following powers, to be exercised in its fiduciary capacity:

- (a) To invest and reinvest Trust assets in any form of property, including stocks, bonds, real estate, business interests, and alternative investments;
- (b) To buy, sell, lease, exchange, or otherwise deal with Trust property;
- (c) To borrow money, pledge assets, and incur debt on behalf of the Trust;
- (d) To employ advisors, managers, agents, and professionals;
- (e) To create, fund, and administer sub-trusts for individual beneficiaries;
- (f) To make distributions to or for the benefit of beneficiaries;
- (g) To establish and operate subsidiary entities;
- (h) To prosecute, defend, settle, or compromise claims and litigation;
- (i) To execute documents and agreements on behalf of the Trust;
- (j) To perform all other acts necessary or appropriate for Trust administration.

Section 2.3 Authorized Representatives

The following individuals are authorized to act on behalf of the Corporate Trustee:

- (a) John Shelton Howell III, Managing Member & CEO;
- (b) Margaret Howell, Co-Manager & COO.

Section 2.4 Successor Trustees

If Howell Holdings LLC ceases to serve as Corporate Trustee, a successor Corporate Trustee shall be appointed by the Trust Protector, or if no Trust Protector is serving, by majority vote of the Family Council.

Section 2.5 Trustee Compensation

The Corporate Trustee shall be entitled to reasonable compensation for its services, consistent with industry standards for corporate trustees of comparable trusts.

ARTICLE III

TRUST PROPERTY

Section 3.1 Initial Trust Property

The initial trust property consists of membership interests in Howell Holdings LLC, intellectual property rights, and other assets as set forth in Schedule A attached hereto.

Section 3.2 Additional Contributions

The Settlor or any other person may contribute additional property to the Trust at any time, subject to acceptance by the Corporate Trustee.

Section 3.3 Investment Powers

The Corporate Trustee shall have broad investment discretion and may invest Trust assets in any form of investment deemed prudent, without being limited to traditional trust investments.

Section 3.4 Digital Assets

The Trust may hold, manage, and transact in digital assets, including cryptocurrency, digital securities, and other blockchain-based assets, subject to prudent investment standards.

ARTICLE IV

BENEFICIARY AND DISTRIBUTIONS

Section 4.1 Primary Beneficiary

The primary beneficiary of the Trust is Howell Holdings LLC, in its capacity as Corporate Trustee, which shall hold Trust distributions for the ultimate benefit of the family members described herein.

Section 4.2 Distribution Standard

Distributions from the Trust shall be made for the health, education, maintenance, and support ("HEMS") of beneficiaries, considering each beneficiary's needs, other resources, and the long-term preservation of Trust assets.

Section 4.3 Family Members with Indirect Beneficial Interests

The following family members have indirect beneficial interests through the Trust structure:

- (a) John Shelton Howell III (Settlor);
- (b) Margaret Howell (Spouse of Settlor);
- (c) John Shelton Howell IV (Son of Settlor);
- (d) Jayeden Howell (Daughter of Settlor);
- (e) Jordyn Shelsi Howell (Daughter of Settlor);
- (f) Yesenia Howell (Daughter-in-law of Settlor);
- (g) John Shelton Howell V (Grandson of Settlor);
- (h) Tony Howell (Granddaughter of Settlor);
- (i) Arthur Lamon Howell (Brother of Settlor);
- (j) All future bloodline and legally adopted descendants of the Settlor.

Section 4.4 Equal Treatment

All family members, whether related by blood or through legal adoption, shall be treated equally under this Trust Declaration, without distinction or preference.

ARTICLE V

SUB-TRUST PROVISIONS

Section 5.1 Authority to Create Sub-Trusts

The Corporate Trustee is hereby authorized to create, fund, and administer one or more sub-trusts for the benefit of individual family members or groups of family members.

Section 5.2 Sub-Trust Purpose

Sub-trusts may be established for any of the following purposes:

- (a) To provide for the specific needs of an individual beneficiary;
- (b) To hold assets for minor beneficiaries until they reach a specified age;
- (c) To provide asset protection for beneficiaries;
- (d) To provide for beneficiaries with special needs;
- (e) To achieve tax planning objectives;
- (f) To implement family governance objectives.

Section 5.3 Sub-Trust Funding

Sub-trusts shall be funded through allocations from the Parent Trust. Such allocations represent beneficial interests in the Parent Trust rather than outright transfers of assets. All sub-trust assets remain part of the Parent Trust for tax purposes.

Section 5.4 Sub-Trust Distribution Standard

Unless otherwise specified in the sub-trust agreement, distributions from sub-trusts shall be made for the health, education, maintenance, and support ("HEMS") of the designated beneficiary, in the sole discretion of the Corporate Trustee.

Section 5.5 Sub-Trust Spendthrift Protection

Each sub-trust shall include spendthrift provisions protecting sub-trust assets from the claims of creditors and preventing voluntary or involuntary alienation by the beneficiary.

Section 5.6 Successor Beneficiaries

Upon the death of the primary beneficiary of a sub-trust, the sub-trust assets shall pass to such beneficiary's descendants, per stirpes, or if none, shall revert to the Parent Trust.

Section 5.7 Established Sub-Trusts

The following sub-trusts have been established pursuant to this Article V:

- (a) Arthur Lamon Howell Family Legacy Sub-Trust, effective November 28, 2025, for the benefit of Arthur Lamon Howell, with an initial allocation of \$25,000. The complete Sub-Trust Agreement is attached hereto as Schedule B.

ARTICLE VI

FOUR-TIER ORGANIZATIONAL STRUCTURE

Section 6.1 Structure Overview

The Trust operates through a four-tier organizational structure designed to separate fiduciary functions from business operations while maintaining proper corporate governance. A complete listing of all entities with EINs is provided in Schedule C. The USPTO Patent Portfolio is detailed in Schedule D.

Section 6.2 Tier One: Trust Layer

The Howell Legacy Group Trust (Delaware Statutory Trust, EIN: 39-7096147) serves as the apex entity, holding all family assets for the benefit of current and future generations.

Section 6.3 Tier Two: Corporate Trustee Layer

Howell Holdings LLC (Delaware LLC, EIN: 33-4808481) serves as the Corporate Trustee, managing and administering the Trust in its fiduciary capacity.

Section 6.4 Tier Three: Intermediate Holding Company Layer

AITCH Holdings LLC (Delaware LLC, EIN: 39-3671183) serves as the intermediate holding company, owned by Howell Holdings LLC, separating fiduciary trust administration from business operations.

Section 6.5 Tier Four: Operational Holding and Operating Division Layer

AITCH Enterprises LLC (Delaware LLC, EIN: 33-4671323) serves as the primary operational holding company, owned by AITCH Holdings LLC, consolidating ownership of operating subsidiaries. The fourth tier comprises the following operating divisions and their subsidiaries:

(A) REAL ESTATE DIVISION:

- (i) AITCH Land Group LLC (Delaware, EIN: 33-4671323) – Real estate holding and development
- (ii) Welannee Boulevard Family Estate LLC (Florida, EIN: 39-3135128) – 42-acre Florida family estate
- (iii) VA Abner Ave Property LLC (Delaware, EIN: 41-2403546) – Virginia rental property

(B) INTELLECTUAL PROPERTY - PATENTS DIVISION:

AITCH Technologies LLC (Delaware, EIN: 39-3671175) serves as the central patent holding company with ten (10) patent portfolio subsidiaries. All ten (10) non-provisional patent applications have been filed with the USPTO and accepted for examination. Complete USPTO application details are provided in Schedule D.

- (1) AgriFlow Systems LLC (EIN: 39-7096147) – Passive Irrigation Membrane System
- (2) BioTile Systems LLC (EIN: 39-3884356) – Modular Biofilter Tile

- (3) ClimateVent Systems LLC (EIN: 39-3911254) – Climate-Adaptive Ventilation Brick
- (4) EcoInfuse Systems LLC (EIN: 39-3945682) – Greywater Recycling Dishwasher
- (5) HydroShingle Systems LLC (EIN: 39-4190841) – Rainwater-Capturing Roofing Shingle
- (6) SmartBuild Solutions LLC (EIN: 39-4443242) – Modular Wall Block System
- (7) SkyRoot Systems LLC (EIN: Pending) – Vertical Root-Zone Air Purifier Panels
- (8) TerraGrid Systems LLC (EIN: 39-3956152) – Modular Infrastructure Grid
- (9) UrbanRay Systems LLC (EIN: 39-4080928) – Soil Sensor Tile Grid
- (10) Verdant Appliance Co. LLC (EIN: 39-4087964) – Solar Street Marker System

(C) INTELLECTUAL PROPERTY - MUSIC DIVISION:

- (i) AITCH IP Holdings LLC (Delaware, EIN: 39-3807943) – Music copyright holding company
- (ii) 360 World Music LLC (Delaware, EIN: 39-3833967) – Music publishing
- (iii) Global Music Group LLC (Delaware, EIN: 45-1675784) – Music production

(D) INVESTMENT & HEALTHCARE DIVISION:

- (i) 52nd Street Capital Group LLC (Delaware, EIN: 39-3641584) – Investment and management services. 52nd Street Capital manages the Trust's 67% membership interest in H&L Venture Group LLC pursuant to the Management Services Agreement, as amended, at \$10,000 monthly management fee.
- (ii) 52nd Street Capital Group LLC Retirement Trust (Solo 401k) (EIN: 39-7086289) – Private retirement trust
- (iii) H&L Venture Group LLC (Virginia, EIN: 82-3948952) – Healthcare services operating as BrightStar Care of East Richmond. The Trust holds a 67% membership interest (Margaret Howell 34%, John Shelton Howell III 33%) managed by 52nd Street Capital Group LLC under the MSA.

(E) NEVADA ENTITIES:

- (i) Nevada Investment Holdings LLC – Investment holding company
- (ii) Nevada IP Licensing LLC – Intellectual property licensing
- (iii) Nevada Venture Capital LLC – Venture capital investments

Section 6.6 Cash Flow and Capital Allocation Framework

The Trust operates under a comprehensive cash flow management system governing the movement of capital between entities:

(A) UPSTREAM REVENUE FLOW:

Revenue generated by operating subsidiaries flows upstream through the organizational tiers as follows:

- (1) Operating Subsidiaries generate revenue from business operations
- (2) Net profits flow to AITCH Enterprises LLC as operational holding company
- (3) AITCH Enterprises distributes to AITCH Holdings LLC
- (4) AITCH Holdings distributes to Howell Holdings LLC (Corporate Trustee)
- (5) Howell Holdings deposits to Trust accounts at Fidelity

(B) THE 30/40/20/10 ALLOCATION MODEL:

All distributable profits from operating entities shall be allocated according to the following framework:

- (1) 30% - Operating Reserves: Retained within the originating entity for working capital, business reinvestment, and operational needs
- (2) 40% - Trust Distributions: Distributed upstream to the Trust for beneficiary support per HEMS standards (pass-through income treatment)
- (3) 20% - Growth Capital: Allocated for new ventures, acquisitions, and strategic expansion initiatives
- (4) 10% - Emergency Reserves: Maintained as Trust corpus for catastrophic events, legal defense, and extraordinary circumstances

(C) DOWNSTREAM DISTRIBUTION FRAMEWORK:

Capital contributions from the Settlor and other sources flow downstream through the Trust structure:

- (1) Personal income deposited to Trust accounts at Fidelity
- (2) Corporate Trustee allocates capital per governance-based allocation decisions
- (3) Capital flows through AITCH Holdings to AITCH Enterprises
- (4) AITCH Enterprises funds operating subsidiaries based on approved budgets
- (5) All downstream capital contributions require Trust-level authorization

(D) MANAGEMENT SERVICES AGREEMENT:

52nd Street Capital Group LLC provides management services to the Trust structure pursuant to the Management Services Agreement, as amended, with compensation of \$10,000 per month. The MSA governs the management of the Trust's 67% interest in H&L Venture Group LLC and provides for:

- (1) Strategic portfolio management across all Trust-owned entities
- (2) W-2 payroll processing and Solo 401(k) retirement plan administration
- (3) Investment oversight and capital allocation recommendations
- (4) Quarterly reporting and compliance documentation

(E) CASH FLOW PRIORITY ALLOCATION:

Available cash flow shall be allocated in the following priority order:

- (1) Priority 1 - Legal Obligations: Payroll taxes, W-2 wages, quarterly estimated taxes, regulatory filings
- (2) Priority 2 - Retirement Funding: Employee 401(k) deferrals, employer contributions, plan administration
- (3) Priority 3 - Operating Expenses: Professional services, banking fees, insurance, technology
- (4) Priority 4 - Strategic Reserves: Emergency operating reserves (6 months), investment opportunities, growth capital
- (5) Priority 5 - Distributions: Upstream distributions to AITCH Enterprises and the Trust as determined by management

ARTICLE VII

SPENDTHRIFT AND PROTECTION PROVISIONS

Section 7.1 Spendthrift Clause

No beneficiary shall have the power to anticipate, assign, pledge, encumber, or transfer any interest in the Trust or any distribution from the Trust. No interest of any beneficiary shall be subject to the claims of creditors, legal process, bankruptcy proceedings, or the rights of any spouse or former spouse.

Section 7.2 Divorce Protection

In the event of divorce or legal separation of any beneficiary, the beneficiary's interest in the Trust shall be treated as separate property and shall not be subject to division or equitable distribution.

Section 7.3 Anti-Duress Provisions

If the Corporate Trustee determines that a beneficiary is under duress, undue influence, or coercion, distributions to such beneficiary may be suspended or modified.

Section 7.4 Substance Abuse Provision

If the Corporate Trustee determines that a beneficiary suffers from substance abuse, distributions may be conditioned on treatment or made directly to providers.

ARTICLE VIII

CHARITABLE PROVISIONS

Section 8.1 Philanthropic Mandate

The Trust is committed to charitable giving as a core family value. The Corporate Trustee may make distributions to qualified charitable organizations aligned with family values.

Section 8.2 Related Charitable Organizations

The following charitable organizations are affiliated with the Howell family and hold 501(c)(3) tax-exempt status:

- (a) Today's Child Foundation (EIN: 45-1675784) – Supporting adoption and youth services;
- (b) Ifoma Foundation (EIN: 39-4014358) – Supporting vision health and blindness prevention;
- (c) AITCH Conservation Foundation (EIN: 39-3986528) – Supporting environmental conservation.

Section 8.3 Arms-Length Relationship

All transactions between the Trust and affiliated charitable organizations shall be conducted at arm's length, with appropriate documentation and fair market value consideration.

ARTICLE IX

TRUST PROTECTOR

Section 9.1 Appointment

The Settlor hereby appoints John Shelton Howell IV as Trust Protector, to serve without bond.

Section 9.2 Trust Protector Powers

The Trust Protector shall have the following powers:

- (a) To remove and replace the Corporate Trustee;
- (b) To add or remove beneficiaries, except the Trust Protector or the Trust Protector's spouse or descendants;
- (c) To modify administrative provisions;
- (d) To change the governing law or situs of the Trust;
- (e) To veto distributions in extraordinary circumstances;
- (f) To resolve disputes among beneficiaries.

Section 9.3 Limitations

The Trust Protector shall not have the power to make distributions to himself or herself, revoke the Trust, or act in any way that would cause adverse tax consequences.

Section 9.4 Successor Trust Protectors

If the Trust Protector ceases to serve, a successor shall be appointed by majority vote of the adult beneficiaries, or if none are able to serve, by a court of competent jurisdiction.

ARTICLE X

FAMILY GOVERNANCE

Section 10.1 Family Council Establishment

A Family Council is hereby established to provide guidance, education, and communication regarding family affairs and Trust administration.

Section 10.2 Membership

The Family Council shall consist of all adult family members who are beneficiaries or potential beneficiaries of the Trust.

Section 10.3 Officers

The Family Council shall elect from among its members a Chair and Secretary to serve two-year terms.

Section 10.4 Powers and Responsibilities

The Family Council shall have the following advisory powers:

- (a) To provide input on major Trust decisions;
- (b) To recommend charitable giving priorities;
- (c) To develop family education programs;
- (d) To resolve family disputes through mediation;
- (e) To preserve and transmit family values and history.

Section 10.5 Meetings

The Family Council shall meet at least annually, with additional meetings as needed. Meetings may be held in person or by electronic means.

ARTICLE XI

DECANTING PROVISIONS

Section 11.1 Decanting Authority

The Corporate Trustee may decant all or part of the Trust to a second trust for the benefit of one or more beneficiaries, in accordance with Delaware law.

Section 11.2 Purposes

Decanting may be used for any of the following purposes:

- (a) To take advantage of changes in tax law;
- (b) To provide better asset protection;
- (c) To address changed circumstances;
- (d) To correct drafting errors;
- (e) To consolidate trusts for administrative efficiency.

Section 11.3 Limitations

Decanting shall not be used to reduce the fixed income interest of any beneficiary or to extend the Trust term beyond the original perpetuities period.

Section 11.4 Notice

The Corporate Trustee shall provide sixty (60) days' written notice to qualified beneficiaries before decanting, unless such notice is waived.

ARTICLE XII

DISPUTE RESOLUTION

Section 12.1 Mediation

Any dispute arising under this Trust Declaration shall first be submitted to mediation before a qualified mediator selected by the parties.

Section 12.2 Binding Arbitration

If mediation is unsuccessful, disputes shall be resolved by binding arbitration in Wilmington, Delaware, under the rules of the American Arbitration Association.

Section 12.3 Confidentiality

All mediation and arbitration proceedings shall be confidential, and no party shall disclose information regarding such proceedings except as required by law.

Section 12.4 Costs

The costs of mediation and arbitration shall be paid from Trust assets unless the arbitrator determines that a party acted in bad faith, in which case costs may be assessed against that party.

Section 12.5 Emergency Relief

Nothing in this Article shall preclude any party from seeking emergency injunctive relief from a court of competent jurisdiction when necessary to prevent irreparable harm.

ARTICLE XIII

NONJUDICIAL SETTLEMENT AGREEMENT

Section 13.1 Authority

Interested persons may enter into a binding nonjudicial settlement agreement with respect to any matter involving the Trust, to the extent permitted by Delaware law.

Section 13.2 Interested Persons

For purposes of this Article, interested persons include the Corporate Trustee, qualified beneficiaries, the Trust Protector, and any other person whose consent would be required to achieve a binding settlement in court.

Section 13.3 Scope

A nonjudicial settlement agreement may address any matter that could be properly addressed by a court, including interpretation or construction of trust terms, approval of a trustee's report or accounting, direction to a trustee to refrain from a particular action, and determination of trustee compensation.

Section 13.4 Limitation

A nonjudicial settlement agreement may not violate a material purpose of the Trust or include terms that could not be approved by a court.

ARTICLE XIV

VIRTUAL REPRESENTATION

Section 14.1 Authority

To the maximum extent permitted by Delaware law, persons may be represented by and bound by others in accordance with the virtual representation principles set forth in this Article.

Section 14.2 Methods of Representation

The following representation rules shall apply:

- (a) A parent may represent and bind a minor child;
- (b) A guardian may represent and bind an incapacitated person;
- (c) A person may represent and bind unborn or unascertained beneficiaries with substantially identical interests;
- (d) A beneficiary with a present interest may represent and bind beneficiaries with future interests in the same Trust property.

Section 14.3 Appointment of Representatives

The Corporate Trustee may appoint a representative for any person who cannot otherwise be represented, subject to court approval if required by law.

ARTICLE XV

INCENTIVE PROVISIONS

Section 15.1 Purpose

The following incentive provisions are intended to encourage productive behavior and family values among beneficiaries.

Section 15.2 Education Incentives

The Corporate Trustee may make enhanced distributions to beneficiaries who pursue higher education, vocational training, or other educational advancement.

Section 15.3 Earned Income Matching

The Corporate Trustee may match earned income of beneficiaries up to a specified amount per year, to encourage productive employment.

Section 15.4 Entrepreneurship Support

The Corporate Trustee may provide enhanced distributions or loans to beneficiaries who start or acquire businesses, subject to appropriate review and documentation.

Section 15.5 Community Service

The Corporate Trustee may make enhanced distributions to beneficiaries who engage in significant community service or charitable work.

Section 15.6 Flexibility

The Corporate Trustee shall have discretion to modify these incentives based on changing circumstances and the needs of individual beneficiaries.

ARTICLE XVI

INCAPACITY PROVISIONS

Section 16.1 Determination of Incapacity

A beneficiary shall be deemed incapacitated if two licensed physicians certify in writing that the beneficiary is unable to manage his or her own financial affairs.

Section 16.2 Settlor Incapacity

If the Settlor becomes incapacitated, the Corporate Trustee shall continue to administer the Trust in accordance with its terms, and the Trust shall become irrevocable during any period of incapacity.

Section 16.3 Beneficiary Incapacity

If a beneficiary becomes incapacitated, distributions may be made to the beneficiary's guardian, conservator, or directly to providers of goods and services for the beneficiary's benefit.

ARTICLE XVII

AMENDMENT AND REVOCATION

Section 17.1 Revocable During Settlor's Lifetime

During the Settlor's lifetime and while the Settlor has capacity, the Trust is revocable and may be amended or revoked by the Settlor by written instrument delivered to the Corporate Trustee.

Section 17.2 Irrevocability

The Trust shall become irrevocable upon the death of the Settlor or upon the Settlor's written declaration that the Trust is irrevocable.

Section 17.3 Limited Amendment Power After Irrevocability

After the Trust becomes irrevocable, administrative provisions may be amended by the Corporate Trustee with the consent of the Trust Protector, but dispositive provisions may not be amended except through decanting or nonjudicial settlement agreement.

Section 17.4 Perpetual Duration

Subject to applicable law, the Trust is intended to continue for one hundred fifty (150) years from the date of formation.

ARTICLE XVIII

GENERAL PROVISIONS

Section 18.1 Severability

If any provision of this Trust Declaration is held to be invalid or unenforceable, the remaining provisions shall continue in full force and effect.

Section 18.2 Binding Effect

This Trust Declaration shall be binding upon and inure to the benefit of the Settlor, the Corporate Trustee, all beneficiaries, and their respective heirs, successors, and assigns.

Section 18.3 Captions

Article and section captions are for convenience only and shall not affect the interpretation of this Trust Declaration.

Section 18.4 Entire Agreement

This Trust Declaration, together with all schedules and exhibits attached hereto, constitutes the entire agreement regarding the Trust and supersedes all prior agreements and understandings.

Section 18.5 Privacy and Confidentiality

The terms of this Trust Declaration and all Trust administration matters shall be kept confidential to the maximum extent permitted by law.

Section 18.6 Bank and Financial Institution Reliance

Any bank, financial institution, or other third party may rely on a Certificate of Trust or certification by the Corporate Trustee without requiring a copy of this Trust Declaration or any amendment.

EXECUTION

IN WITNESS WHEREOF, the Settlor has executed this Trust Declaration as of the date first written above.

SETTLOR:

 _____
John Shelton Howell III

Date: _____

CORPORATE TRUSTEE:

HOWELL HOLDINGS LLC

 _____
John Shelton Howell III, Managing Member & CEO

Date: _____

 _____
Margaret Howell, Co-Manager & COO

Date: _____

SCHEDULE A

TRUST PROPERTY

The following property constitutes the initial and current property of The Howell Legacy Group Trust:

1. Membership Interest in Corporate Trustee

One hundred percent (100%) membership interest in Howell Holdings LLC (Delaware LLC, EIN: 33-4808481).

2. Intellectual Property Rights

All trademarks, service marks, trade names, copyrights, patents, and other intellectual property rights held by or assigned to the Trust, including but not limited to ten (10) USPTO non-provisional patent applications (detailed in Schedule D) and the music catalog valued at approximately \$750,000.

3. Real Property Interests

Indirect ownership of the 42-acre Welannee Boulevard Family Estate in Florida through Welannee Boulevard Family Estate LLC, and the Virginia rental property through VA Abner Ave Property LLC.

4. Business Interests

Membership interests in all subsidiary entities as listed in Schedule C.

5. Additional Property

Any additional property contributed to the Trust from time to time, as recorded in the Trust's books and records.

6. Reference Documents

Certificate of Trust filed with the Delaware Secretary of State, File Number 14313192, dated August 13, 2025.

SCHEDULE B

ARTHUR LAMON HOWELL FAMILY LEGACY SUB-TRUST AGREEMENT

Effective Date:	November 28, 2025
Parent Trust:	The Howell Legacy Group Trust (EIN: 39-7096147)
Corporate Trustee:	Howell Holdings LLC (EIN: 33-4808481)
Beneficiary:	Arthur Lamon Howell (Brother of Settlor)
Governing Law:	State of Delaware

RECITALS

WHEREAS, The Howell Legacy Group Trust ("Parent Trust") was established on August 13, 2025, as a Delaware Statutory Trust with EIN 39-7096147;

WHEREAS, pursuant to Article V of the Parent Trust Declaration, the Corporate Trustee is authorized to create sub-trusts for the benefit of individual family members;

WHEREAS, Arthur Lamon Howell is the brother of the Settlor and qualifies as a family member with indirect beneficial interest under the Parent Trust;

NOW, THEREFORE, the Corporate Trustee hereby establishes this Sub-Trust as follows:

ARTICLE I: ESTABLISHMENT AND PURPOSE

Section 1.1 Establishment. The Arthur Lamon Howell Family Legacy Sub-Trust is hereby established as a sub-trust of The Howell Legacy Group Trust, effective November 28, 2025.

Section 1.2 Tax Status. This Sub-Trust shall not obtain a separate EIN. All tax reporting shall be consolidated under the Parent Trust EIN 39-7096147.

Section 1.3 Purpose. This Sub-Trust is established to provide for the health, education, maintenance, and support of Arthur Lamon Howell during his lifetime.

ARTICLE II: FUNDING AND BENEFICIAL INTEREST

Section 2.1 Nature of Funding. The Sub-Trust is funded through an allocation of beneficial interest in the Parent Trust, not through an outright transfer of assets.

Section 2.2 Initial Allocation. The initial allocation to this Sub-Trust is Twenty-Five Thousand Dollars (\$25,000) of beneficial interest in the Parent Trust.

Section 2.3 Source of Distributions. All distributions from this Sub-Trust shall be made from the general assets of the Parent Trust.

Section 2.4 Ledger Accounting. The Corporate Trustee shall maintain a ledger account reflecting the Beneficiary's allocated beneficial interest.

Section 2.5 Additional Allocations. Additional allocations may be made to this Sub-Trust at the discretion of the Corporate Trustee.

ARTICLE III: DISTRIBUTIONS

Section 3.1 Distribution Standard. Distributions shall be made for the health, education, maintenance, and support ("HEMS") of the Beneficiary, in the sole discretion of the Corporate Trustee.

Section 3.2 Distribution Categories. Qualifying distributions include medical expenses, housing costs, educational expenses, living expenses, and emergency needs.

Section 3.3 Distribution Request Process. The Beneficiary may submit written distribution requests to the Corporate Trustee, which shall respond within thirty (30) days.

Section 3.4 Trustee Discretion. All distribution decisions are in the sole and absolute discretion of the Corporate Trustee.

ARTICLE IV: SPENDTHRIFT PROTECTION

Section 4.1 Spendthrift Clause. No beneficiary shall have the power to anticipate, assign, or encumber any interest in this Sub-Trust. No interest shall be subject to the claims of creditors.

Section 4.2 Divorce Protection. The Beneficiary's interest shall be treated as separate property and shall not be subject to division in any divorce proceeding.

ARTICLE V: SUCCESSOR BENEFICIARIES

Section 5.1 Upon Death of Primary Beneficiary. Upon the death of Arthur Lamon Howell, the Sub-Trust assets shall pass to his descendants, per stirpes.

Section 5.2 No Descendants. If Arthur Lamon Howell dies without descendants, the Sub-Trust assets shall revert to the Parent Trust.

ARTICLE VI: ADMINISTRATION

Section 6.1 Governing Law. This Sub-Trust shall be governed by the laws of the State of Delaware.

Section 6.2 Integration with Parent Trust. This Sub-Trust is subject to all applicable provisions of the Parent Trust Declaration.

Section 6.3 Amendment. This Sub-Trust may be amended by the Corporate Trustee in accordance with the Parent Trust Declaration.

Section 6.4 Severability. If any provision is held invalid, the remaining provisions shall continue in effect.

EXECUTION

IN WITNESS WHEREOF, the Corporate Trustee has executed this Sub-Trust Agreement as of November 28, 2025.

CORPORATE TRUSTEE:

HOWELL HOLDINGS LLC

John S. Howell III

John Shelton Howell III, Managing Member & CEO

Date: _____

BENEFICIARY ACKNOWLEDGMENT:

I, Arthur Lamon Howell, acknowledge receipt of this Sub-Trust Agreement and accept the terms herein.

Arthur Lamon Howell

Date: _____

SCHEDULE C**COMPLETE ORGANIZATIONAL ENTITY TABLE**

The following table sets forth all entities within The Howell Legacy Group Trust organizational structure as of December 1, 2025:

TIER 1: TRUST LAYER

Entity	Type	State	EIN
The Howell Legacy Group Trust	Delaware Statutory Trust	Delaware	39-7096147

TIER 2: CORPORATE TRUSTEE LAYER

Entity	Type	State	EIN
Howell Holdings LLC	LLC - Corporate Trustee	Delaware	33-4808481

TIER 3: INTERMEDIATE HOLDING COMPANY LAYER

Entity	Type	State	EIN
AITCH Holdings LLC	LLC - Intermediate Holding	Delaware	39-3671183

TIER 4: OPERATIONAL HOLDING AND OPERATING DIVISION LAYER**Operational Holding Company:**

Entity	Type	State	EIN
AITCH Enterprises LLC	LLC - Operational Holding	Delaware	33-4671323

Real Estate Division:

Entity	Type	State	EIN
AITCH Land Group LLC	LLC - Real Estate	Delaware	33-4671323
Welannee Boulevard Family Estate LLC	LLC - Family Estate	Florida	39-3135128
VA Abner Ave Property LLC	LLC - Rental	Delaware	41-2403546

Intellectual Property - Patents Division:

Entity	Type	State	EIN
AITCH Technologies LLC	LLC - Patent Holding	Delaware	39-3671175
AgriFlow Systems LLC	LLC - Patent	Delaware	39-7096147
BioTile Systems LLC	LLC - Patent	Delaware	39-3884356
ClimateVent Systems LLC	LLC - Patent	Delaware	39-3911254
EcoInfuse Systems LLC	LLC - Patent	Delaware	39-3945682
HydroShingle Systems LLC	LLC - Patent	Delaware	39-4190841
SmartBuild Solutions LLC	LLC - Patent	Delaware	39-4443242
SkyRoot Systems LLC	LLC - Patent	Delaware	Pending

THE HOWELL LEGACY GROUP TRUST

TerraGrid Systems LLC	LLC - Patent	Delaware	39-3956152
UrbanRay Systems LLC	LLC - Patent	Delaware	39-4080928
Verdant Appliance Co. LLC	LLC - Patent	Delaware	39-4087964

Intellectual Property - Music Division:

Entity	Type	State	EIN
AITCH IP Holdings LLC	LLC - Music Copyright	Delaware	39-3807943
360 World Music LLC	LLC - Publishing	Delaware	39-3833967
Global Music Group LLC	LLC - Production	Delaware	45-1675784

Investment & Healthcare Division:

Entity	Type	State	EIN
52nd Street Capital Group LLC	LLC - Investment/MSA Manager	Delaware	39-3641584
52nd Street Capital Retirement Trust	Solo 401(k)	Delaware	39-7086289
H&L Venture Group LLC (67% Trust-owned, MSA-managed)	LLC - Healthcare	Virginia	82-3948952

Nevada Entities:

Entity	Type	State	EIN
Nevada Investment Holdings LLC	LLC - Investment	Nevada	39-4511581
Nevada IP Licensing LLC	LLC - IP Licensing	Nevada	39-4543894
Nevada Venture Capital LLC	LLC - Venture Capital	Nevada	39-4590740

AFFILIATED CHARITABLE ORGANIZATIONS (501(c)(3))

Entity	Type	State	EIN
Today's Child Foundation	501(c)(3)	Delaware	39-4043065
Ifoma Foundation	501(c)(3)	Delaware	39-4014358
AITCH Conservation Foundation	501(c)(3)	Delaware	39-3986528

SCHEDULE D**USPTO PATENT PORTFOLIO**

The following table sets forth all USPTO non-provisional patent applications filed by entities within The Howell Legacy Group Trust structure. All applications have been filed and accepted for examination as of November 2025:

USPTO App #	Confirm#	Patent Title	Entity	EIN	Status	Docket#
19/305,413	7275	Passive Irrigation Membrane System	AgriFlow Systems LLC	39-7096147	Docketed New Case - Ready for Examination	AGR-U-001
19/305,544	1736	Biofilter Tile with Embedded Channels	BioTile Systems LLC	39-3884356	Application Undergoing Pre-exam	BT-U-001
19/306,944	6520	Climate-Adaptive Ventilation System	ClimateVent Systems LLC	39-3911254	Application Undergoing Pre-exam	CV-U-001
TBD			EcoInfuse Systems LLC	39-3945682	Pending	
19/311,898	5949	Rainwater-Capturing Roofing Shingle	HydroShingle Systems LLC	39-4190841	Docketed New Case - Ready for Examination 10/03/2025	HS-U-001
19/312,003	6271	Modular Wall Block System	SmartBuild Solutions LLC	39-4443242	Docketed New Case - Ready for Examination 11/20/2025	SB-U-001
TBD		Vertical Root-Zone Air Purifier	SkyRoot Systems LLC	Pending	Pending	
19/306,897	7974	Modular Interlocking Infrastructure Block	TerraGrid Systems LLC	39-3956152	Application Undergoing Pre-exam	TG-U-001
19/311,959	2657	Solar Street Marker System	UrbanRay Systems LLC	39-4080928	Docketed New Case - Ready for Examination 09/25/2025	UR-U-001
19/312,069	7611	Greywater Recycling Dishwasher	Verdant Appliance Co. LLC	39-4087964	Application Undergoing Pre-exam	VA-N417-08

Patent Portfolio Strategy: Tesla open-source licensing model adopted for maximum market penetration and implementation revenue.

Estimated Portfolio Value: \$1,500,000

Commercialization Target: Q1 2026

First Named Inventor: John Shelton Howell III

[END OF TRUST DECLARATION]