SURROGATE'S COURT COUNTY OF NEW YORK

ACCOUNT OF

Alvin J. Burnett and the Estate of Archibald A. Hill, Deceased, as Trustees under the Last Will of

JESSICA M. HILL,

Deceased.

File No. 2197/1951

AFFIDAVIT FOR AN ACCOUNT OF THE TRUST CREATED UNDER THE WILL OF JESSICA M. HILL

TO THE SURROGATE'S COURT OF THE COUNTY OF NEW YORK:

Alvin J. Burnett, being duly sworn, deposes and says that:

(1) I am the Petitioner in the above captioned proceeding.

(2) I have prepared and attached hereto an account of the transactions in the

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Trust created under the Will of Jessica M. Hill for the period commencing August 1, 1995 and

ending June 30, 1998 pursuant to an Order of the Court dated June 15, 1998.

(3) The following parties have appeared in this proceeding:

NAME AND POSTRELATIONSHIPNATURE OFOFFICE ADDRESSINTERESTName/Address

Alvin J. Burnett 3131 East Alameda Avenue Denver, CO 80209 None

Petitioner: Trustee

Nephew

Petitioner: Trustee: Life Income Beneficiary

Estate of Archibald Anderson Hill

Anderson Hill c/o Alvin J. Burnett, Executor 3131 East Alameda Avenue Denver, CO 80209 Muriel Lydia Wright 1211 West 22-1/2 Street Austin, TX 78705

Association of Childhood Education Int'l 11141 Georgia Avenue Suite 200 Wheaton, MD 20902 None

None

Sole Beneficiary of Estate of Archibald A. Hill and Entitled To Entire Balance of Income Due Archibald Hill Estate

Beneficiary of Remaining Principal and Income Since Death of Archibald A. Hill

New York State Attorney General 120 Broadway New York, New York 10016

None

Representative of Charitable Beneficiaries

That all of the above-named persons are of full age and of sound mind. There are no other persons than those above mentioned interested in this proceeding.

(4) Your Petitioner is desirous of rendering to said Surrogate's Court the

attached Trust Account and prays that the account be judicially settled and allowed.

Alvin J. Burnett, Petitioner

Sworn to before me this Sr cl dav of st , 1998

CRAIG M. NOTTE Notary Public, State of New York No. 02NO5087866 Qualified in Kings County Commission Expires Nov. 10, 1999 TRUST UNDER THE WILL OF JESSICA M. HILL FOR THE BENEFIT OF ARCHIBALD A. HILL

ACCOUNT OF PROCEEDINGS COVERING THE PERIOD FROM 08/01/95 THROUGH 06/30/98

THIS IS A SUBSEQUENT AND FINAL ACCOUNTING

PRINCIPAL ACCOUNT

CHARGES:

Amount shown by Schedule A (Principal received)	\$ (6,351.70)	
Amount shown by Schedule A-1 (Gross increases on principal)	16,050.00	
Total principal charges	\$	9,698.30
CREDITS:		
Amount shown by Schedule B (Gross decreases on principal)	\$ 5,808.71	
Amount shown by Schedule C (Administration expenses chargeable to principal)	(1,591.00)	
Amount shown by Schedule D (Distributions of principal)	5,480.59	-
Total principal credits		9,698.30

Principal balance on hand shown by Schedule F

\$ 0.00 __________ ==

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INCOME ACCOUNT

CHARGES :

Amount shown by Schedule AA-1 (Original income)	\$	1,055,916.31	
Amount shown by Schedule A-2 (Income collected)		92,723.31	
Amount shown by Schedule A-3 (Gross increases on income)		13,785.36	
Total income charges			\$ 1,162,424.98
CREDITS:			
Amount shown by Schedule B-1 (Gross decreases on income)	\$	30,506.75	
Amount shown by Schedule C-2 (Administration expenses chargeable to income)		1,783.55	
Amount shown by Schedule D-1 (Distributions of income)		1,130,134.68	
Total income credits			1,162,424.98
Balance of undistributed income remaining	on h	and	\$ 0.00

Balance of undistributed income remaining on hand as shown in Schedule F-1

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Summary Statement - Page 2

(Continued from previous page)				
11/01/96 Interest Received	\$	3.26		
11/30/96 Interest Received	Ŷ	3.05		
12/27/96 Interest Received		2.85		
01/29/97 Interest Received		3.49		
02/28/97 Interest Received		3.17		
03/29/97 Interest Received		2.96		
04/28/97 Interest Received		3.08		
05/29/97 Interest Received		2.99		
06/27/97 Interest Received		1.30	\$	2,857.47
ASCAP - ROYALTY INCOME				
09/18/95 Income Received	\$	25,490.49		25,490.49
Total Schedule A-2			\$	92,723.31
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Schedule A-2 - Page 5