

CODICIL TO  
LAST WILL AND TESTAMENT OF  
CHARLES K. BLANDIN

I, CHARLES K. BLANDIN, of the City of Saint Paul, County of Ramsey and State of Minnesota, being of sound mind and disposing memory, do hereby make, execute, publish and declare this to be a Codicil to my Last Will and Testament dated January 18, 1949 and Codicils thereto dated December 17, 1951 and October 1, 1952.

FIRST: Article VI, subdivision 1 (f) of my Last Will and Testament dated January 18, 1949, I modify so as to direct my said trustees to utilize sufficient of said trust estate to provide for the perpetual care of the Blandin family cemetery lot in the cemetery owned and operated by the Iola Cemetery Association at Iola, Wisconsin; and at such time as the trustees deem such action advisable, and the same can be accomplished without jeopardizing the interests of the beneficiaries of this trust, I authorize the trustees to pay the Oakland Cemetery Association of Saint Paul, Minnesota such sum as is reasonably necessary to provide for the perpetual continuance of the payment of Two Hundred Dollars (\$200) a year for the care of the Blandin family burial lot in Oakland Cemetery, Saint Paul.

SECOND: I hereby broaden Article VI, subdivision 2 of my said Last Will and Testament dated January 18, 1949, so as to authorize my said trustees in their discretion to use income not otherwise needed to meet the annuity payments provided for by the trust created by said Article VI or accumulated income or principal toward the payment of tuition

fees and other school expenses incident to the education of any of my grandchildren.

THIRD: It is my desire to be buried on property presently owned by the Blandin Paper Company at Grand Rapids, Minnesota, the location being known to my executors. I hope to have said property dedicated as a private cemetery before I die; if not, I direct my executors to take appropriate steps to create such a private cemetery, and that I be buried therein, and that title thereto as a private cemetery be placed in the name of my corporate executor and trustee or its successors in office.

I give and bequeath to NORTHWESTERN NATIONAL BANK AND TRUST COMPANY of Minneapolis, Minnesota, and WILLIAM H. OPPENHEIMER, of Saint Paul, Minnesota, and their successors in office as trustees the sum of One Hundred Thousand Dollars (\$100,000) in cash or securities selected by my said trustees and at a valuation fixed by them, to be held by them in trust with all of the powers conferred upon my trustees under Paragraph VIII of my said Last Will and Testament dated January 18, 1949.

My trustees shall use the income from said trust so far as necessary to keep and maintain said private cemetery, provide flowers thereon and therefore, and to make any needed improvements thereto. Any excess income shall be paid to the Charles K. Blandin Foundation, a charitable corporation organized under the laws of the State of Minnesota.

FOURTH: I hereby amend Article VIII, subdivision 5, of my said Last Will and Testament dated January 18, 1949, so the same shall read as follows:

"5. In case of the death, resignation, incapacity or removal of the individual trustee named herein, or any successor to him, the corporate trustee shall nominate as a successor to such individual trustee, a competent person who is not a director or active officer or employee of the corporate trustee or any of its affiliates, and who is not an officer (other than director) or employee of the Blandin Paper Company, and shall notify in writing the then executive head of the Blandin Paper Company (such executive head being at the present time Kirk Andrews) and the Trustees of the Charles K. Blandin Foundation, of such nomination. If either the then executive head of the Blandin Paper Company or the Trustees of the Charles K. Blandin Foundation files, within one month after such nomination and notification, specific written objections to such appointment and such differences cannot be composed, the corporate trustee shall either apply to a court of competent jurisdiction to pass upon said nomination, after notice to all parties and an opportunity to be heard, or shall submit another name as successor trustee.

"Any individual so nominated by the corporate trustee and not objected to in the manner and time stated, by the then executive head of the Blandin Paper Company and the Trustees of the Charles K. Blandin Foundation, shall be appointed by the court having jurisdiction of the administration of this trust as the successor to said individual trustee so ceasing to act.

"It shall be the duty of the corporate trustee to act with all due diligence in securing the appointment of a successor trustee as above provided, and such nomination having been made and no objections

made, or the same withdrawn, it shall be the duty of the corporate trustee to file with the court having jurisdiction of the administration of the trust estate, a petition asking for the appointment of the person so nominated as the individual trustee hereunder.

\*In case of the resignation, insolvency or removal of the corporate trustee, or if for any reason the corporate trustee should cease to act as such, then the individual trustee shall nominate in its place a corporation doing business in Minneapolis, St. Paul or Duluth, Minnesota, authorized to transact trust business and having a capital and surplus of not less than \$1,000,000 and an accumulation of personal trust assets of not less than \$25,000,000. Upon such nomination being made, the individual trustee shall notify the then executive head of the Blandin Paper Company (such executive head being at present Kirk Andrews) and the Trustees of the Charles K. Blandin Foundation of such nomination. If either the then executive head of the Blandin Paper Company or the Trustees of the Charles K. Blandin Foundation, file, within one month after such nomination and notification, specific written objections to such appointment, and such differences cannot be composed, the individual trustee shall either apply to a court of competent jurisdiction to pass upon said nomination, after notice to all parties and an opportunity to be heard, or shall submit the name of another corporate trustee as such successor corporate trustee.

\*Any corporate trustee so nominated by the individual trustee and not objected to in the manner and time stated, or if objected to, the objections with-

drawn, by the then executive head of the Blandin Paper Company and the Trustees of the Charles K. Blandin Foundation, shall be appointed by the court having jurisdiction of the administration of this trust, as successor to the corporate trustee so ceasing to act.

"It shall be the duty of the individual trustee to act with all due diligence in securing the appointment of a successor corporate trustee as above provided, and such nomination having been made and no objections made, or the same withdrawn, it shall be the duty of the individual trustee to file with the court having jurisdiction of the administration of the trust estate, a petition asking for the appointment of the corporate trustee so nominated.

"During the time any vacancy shall exist in the office of one of the trustees the remaining trustee shall act as the trustee with full power and authority as herein provided."

FIFTH: Save and except as hereinbefore changed or modified, I hereby reaffirm my said Last Will and Testament dated January 18, 1949, and Codicils thereto dated December 17, 1951 and October 1, 1952.

IN WITNESS WHEREOF, I have hereunto affixed my signature this 19th day of October, 1953.

CHARLES K. BLANDIN  
Charles K. Blandin

On this 19th day of October, 1953, the foregoing instrument was signed, published and declared by the said Charles K. Blandin as and for a Codicil to his Last Will and Testament dated January 18, 1949, in our presence and in the presence of each of us, and we at his request and in his presence and in the presence of each other have signed our names hereto as witnesses.

H. I. BASTIEN residing at Grand Rapids, Minn.

WM. G. KING residing at Grand Rapids, Minn.