

November 17, 2003

Mr. Orville Simpson, II
Ravenswood Apts. #406
3417 Erie Ave.
Cincinnati, OH 45208

Re: Orville Simpson II Revocable Trust

Dear Mr. Simpson:


I received an executed copy of the above referenced trust as restated on September 18, 2003 from your attorney, Mary Rust, and have reviewed it in accordance with the guidelines of Fifth Third Bank. Pursuant to the trust document, Fifth Third Bank is named as the successor trustee of the trust estate and is directed to establish the Victory City Trust at a future date.

Unfortunately, it is not the practice of Fifth Third Bank to officially accept a trust until such time as we are to assume the role of trustee. Primarily, this is because when determining whether Fifth Third Bank may accept appointment as trustee over a particular trust, the facts and circumstances associated with that trust must be judged at the time Fifth Third Bank is to assume its fiduciary role. For instance, the terms of the underlying trust document may change before Fifth Third Bank is to begin serving as the trust's fiduciary or the makeup of the trust assets may change in such a manner that we would not be able to accept appointment as trustee.

Having said that, however, as the document is currently written, there is nothing that would prohibit Fifth Third Bank from undertaking the role of successor trustee and administering the trust as set forth in the document. Furthermore, this is based on the assumption that the trust estate will consist of marketable securities at the time Fifth Third Bank is to become trustee. Additionally, pursuant to the document, Fifth Third Bank would seek guidance and direction in administering the trust from the Victory City Board.

If you have any additional questions, please feel free to give me a call at the number below.

Sincerely,



D. Christian Staples, Esq.
Private Client Group
Assistant Legal Counsel

cc: Mary L. Rust