

Ahtna, Incorporated
SHAREHOLDER'S DECLARATION &
AFFIDAVIT FOR GIFT OF STOCK

STATE OF ALASKA)

) ss.

THIRD JUDICIAL DISTRICT)

I, _____, being first duly sworn, depose and say:

1. My mailing address is _____
My shareholder ID# is _____ and my S.S.N. is _____

2. I am currently a shareholder of Ahtna, Incorporated owning the following shares:

_____ Shares of Class _____ Certificate No. _____
_____ Shares of Class _____ Certificate No. _____
_____ Shares of Class _____ Certificate No. _____

3. I hereby declare that it is my intent and desire to gift:

_____ Shares of Class _____
_____ Shares of Class _____
_____ Shares of Class _____

4. To my (child, grandchild, great-grandchild, niece, nephew, brother or sister (if recipient is my brother or sister I hereby declare that I have attained the majority of age as defined under the law of the State of Alaska).

To: _____ Who is my: _____
Birth date: _____ SSN: _____

5. If the recipient is a minor, I hereby designate the following person(s) as eligible custodian(s) for the stocks transferred to the minor named above, and direct the corporation to seek their consent to act as custodian. In the event that the highest priority candidate is unwilling or unable to serve as custodian, or becomes unable or unwilling to serve at any time before the termination of the custodianship, I direct the corporation to seek the consent of the person of next highest priority.

1st Priority: _____
Name, Address, City, State, Zip Code

2nd Priority: _____
Name, Address, City, State, Zip Code

(By signature below, the stockholder directs that the custodianship will be effective under the Alaska Transfers to Minors Act until the minor reaches eighteen years of age. Under current Alaska law, a shareholder may direct that the custodianship shall terminate at some other date after the minor's eighteenth birthday, but no later than the minor's twenty-first birthday; shareholders wishing to instruct the corporation to terminate the custodianship upon a date other than the minor's eighteenth birthday are requested to file a transfer form adequate under A.S. 13.46.080)

6. The Recipient is a Native or a descendant of a Native as defined in the Alaska Native Claims Settlement Act, as amended. If the Recipient is an adoptee, I have attached to this Affidavit the court Decree of Adoption or other proof thereof.
7. I have truthfully and accurately completed the attached "Stock Recipient Information Form" to the best of my knowledge and ability. The Recipient is in fact related to me as stated in paragraph 4 above and as shown on the "Stock Recipient Information Form".
8. It is my intent and desire to irrevocably transfer all rights and incidents of ownership of the gifted shares to the Recipient and to irrevocably vest in the Recipient all such rights of ownership. I understand that I will no longer have the right to vote the gifted shares at the shareholder meetings, receive dividends or distributions on the gifted shares, or bequeath the gifted shares to my heirs upon my death, and that these and each and every other right with respect to the shares will belong to the Recipient.
9. If the Recipient should die before this gift becomes effective through issuance of a stock certificate, then this gift shall become null and void.
10. Neither myself nor any other person has received anything of value nor have I or any other person been promised anything of value in return for transferring my shares.
11. I understand that if any taxes are owed as a result of this gift, Ahtna, Incorporated will not be responsible for its payment and that it is my responsibility to contact an accountant or tax advisor regarding the potential for any tax liability.
12. I understand that a copy of this Affidavit and accompanying "Stock Recipient Information Form" will be provided to the Recipient and if necessary, the Recipient's potential custodian. I hereby waive any claim to confidentiality I may have in such forms and authorize Ahtna, Incorporated to provide such copies to these individuals, and any other persons as necessary in order for Ahtna, Incorporated to make a determination as to the legality of the gift identified in the Affidavit and the eligibility of the Recipient.
13. I swear under oath to the best of my knowledge and belief that everything stated in this Affidavit, and in the accompanying "Stock Recipient Information Form" is accurate and true and that in completing and signing these forms I am acting freely, voluntarily, and without any undue pressure, influence, or duress.

DATED: _____

Ahtna, Inc. Shareholder

SUBSCRIBED AND SWORN to before me this _____ day of _____, _____
In _____.

Notary Public in & for _____
My commission expires _____