

BOOK 22 PAGE 1

LAST WILL AND TESTAMENT  
OF  
MRS. EARLINE J. NATIONS

FILED
THIS DATE
FEB 19 1988
BILLY V. COOPER
CHANCERY CLERK
BY <i>B. Cooper</i>

28-860

I, MRS. EARLINE J. NATIONS, an adult resident citizen of Madison County, Mississippi, above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any previous Wills and/or Codicils heretofore made by me.

ITEM I.

I hereby appoint, nominate and constitute my daughter, Diane Nations Hughes, as Executrix of this my Last Will and Testament and if she shall not survive me or be unable or unwilling to so serve, then my son-in-law, John Edward Hughes, III, as Executor and in either event I waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same.

ITEM II.

I give, devise and bequeath all of my property, both real, personal and mixed and wheresoever situated to my daughter, Diane Nations Hughes.

ITEM III.

In the event my said daughter, Diane Nations Hughes, does not survive me, then I give, devise and bequeath all of my property, both real, personal and mixed, to my grandchildren, John Edward Hughes, IV, and Phillip Whittington Hughes, share and share alike, per stirpes, provided that the share going to any grandchild who is less than twenty-one years of age shall be put in trust with John Edward Hughes, III, as Trustee for such child, who may be a minor, until such child becomes twenty-one years of age, with the full authority in said Trustee to expend from income or corpus such sums as said Trustee, in its sole discretion, deems to be in

*EJN*

the best interest of said minor child from time to time, and I waive all bond, inventory, appraisal and accounting by said Trustee and vest full and complete discretion and authority in said Trustee to administer, manage, sell, invest, re-invest, mortgage, encumber, expend income or corpus, all as said Trustee seems to be in the best interest of the beneficiary of said Trust, and provide that said Trust shall terminate when the beneficiary thereof becomes twenty-one years of age, at which time all of the corpus and accrued income shall vest in said beneficiary; provided however if said beneficiary shall predecease his or her twenty-first birthday, the proceeds from said Trust shall vest in such beneficiary's heirs at law at that time with the right in the Trustee to hold the assets until any heir thereunder becomes twenty-one years of age. In addition to the powers, rights and privileges above set forth, the Trustee shall also have all of the privileges, rights and powers set out in the Mississippi Uniform Trustees' Powers Law with regard to the administration of this Trust.

Neither the principal nor the income of any Trust fund which may be established hereunder, nor any part of same, shall be liable for the debts of any beneficiary thereof, nor shall the same be subject to seizure by any creditor of any beneficiary thereof, and they shall not have any power to sell, assign, transfer, convey, encumber, or in any manner to anticipate or dispose of their interests in the Trust fund, or any part of same.

Any trust which may be established under this Will shall be a private trust, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee shall not be required to return to any court any periodic formal accounting of its administration of the trust. No person paying money or delivering property to the Trustee shall be required to see to its application. Bond shall not be required of the Trustee.

IN WITNESS WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament on this the 16<sup>th</sup> day of January 1988.

Mrs. Earline J. Nations  
MRS. EARLINE J. NATIONS

This instrument was, on the day and year shown above, signed, published and declared by MRS. EARLINE J. NATIONS to be her Last Will and Testament in our presence, and we, at her request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

Esther W. Wells

Betty Russell

James S. Armstrong  
WITNESSES



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office on this 19<sup>th</sup> day of February, 1988, at ... o'clock ... M., and was duly recorded on the 19<sup>th</sup> day of February, 1988, Book No 22 on Page 1. ... in witness my hand and seal of office, this the 19<sup>th</sup> of February, 1988.

BILLY V. COOPER, Clerk  
By B. Edgar .....

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED  
THIS DATE  
FEB 19 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*  
NO. 28-860

IN THE MATTER OF THE WILL AND ESTATE  
OF MRS. EARLINE J. NATIONS, DECEASED

STATE OF MISSISSIPPI  
COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESSES

This day personally came and appeared before me, the under-  
signed authority in and for said jurisdiction, Betty Null  
(formerly Betty Russell), and James S. Armstrong, two of the  
subscribing witnesses to a certain instrument of writing  
purporting to be the Last Will and Testament of Mrs. Earline J.  
Nations, deceased, late of Madison County, Mississippi, who each,  
having been first duly sworn, makes oath that the said Mrs.  
Earline J. Nations signed, published and declared the original of  
said instrument as her Last Will and Testament on January 16,  
1981, the date of said instrument, in the presence of said  
affiants and Erskine W. Wells, Jr., the other subscribing  
witness; that said testatrix was then of sound and disposing mind  
and memory and twenty-one (21) years and upwards of age; and that  
said affiants subscribed and attested said instrument as  
witnesses to the signature and publication thereof, at the  
special instance and request, and in the presence of the said  
testatrix and in the presence of the other witness.

*Betty Null*  
BETTY NULL

*James S. Armstrong*  
JAMES S. ARMSTRONG

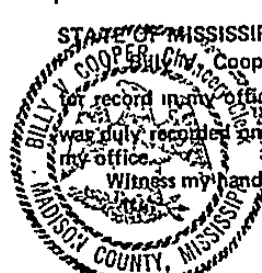
SWORN to and subscribed before me, this the 19<sup>th</sup> day of  
February, 1988.

*Bettie J. Pierce*  
NOTARY PUBLIC

My Commission Expires:  
December 1990  
Of Counsel

Wells, Wells, Marble & Hurst  
Post Office Box 131  
Jackson, Mississippi 39205  
Telephone Number: 601/355-8321

STATE OF MISSISSIPPI, County of Madison:  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
for record in my office this 19<sup>th</sup> day of February, 1988, at ..... o'clock ..... M, and  
was duly recorded in the 19<sup>th</sup> day of February, 1988, Book No. 28 on Page 4 in  
my office.  
Witness my hand and seal of office, this the 19<sup>th</sup> of February, 1988.  
BILLY V. COOPER, Clerk  
By B. Edgar ..... D.C.



28-959

FILED  
THIS DATE  
FEB 19 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*

BOOK 22 PAGE 5

LAST WILL AND TESTAMENT OF BETTIE L. THOMAS

I, BETTIE L. THOMAS, presently residing in Canton, Mississippi unmarried, and being over the age of eighteen years and of sound and disposing mind and memory, do hereby make, ordain, declare and publish this to be MY LAST WILL AND TESTAMENT, and do hereby revoke all other wills and/or codicils heretofore made by me.

ITEM I. I hereby devise and bequeath all of my property of every kind and description and wheresoever located to my following children, to-wit: Tommie Lee Horn, Claudie D. Horn, Mollie Horn Anderson and Bettie Phillips, each to share alike.

ITEM II. I hereby appoint my son, Tommie Lee Horn, executor of my estate without bond, waiving all requirements whatever of bond from him as such executor. I hereby waive an inventory and an appraisalment of my estate as required by statute, and relieve my said executor of all duty to account to the courts for his act and doings as such, and do hereby waive all court proceedings whatever in the administration of my estate, save the probate of this, MY LAST WILL AND TESTAMENT.

WITNESS MY SIGNATURE, this 31 day of December, 1979.

*Bettie L. Thomas*  
BETTIE L. THOMAS

*Josephine Hood* (WITNESS)  
*Hable Davis* (WITNESS)

ATTESTATION CLAUSE

We, the undersigned witnesses to the Will of Bettie L. Thomas, do hereby certify that the said Bettie L. Thomas on the day she executed the foregoing will was over the age of eighteen years and of sound and disposing mind and memory; that she signed and subscribed will and published it as her LAST WILL AND TESTAMENT in our presence and in the presence of each of us and that we at her expressed instance and request signed and subscribed said Will as witnesses thereto in her presence and in the presence of each other as an attestation thereof.

WITNESS OUR SIGNATURES, this 31 day of December, 1979.

*Josephine Hood* (WITNESS)  
*Hable Davis* (WITNESS)



STATE OF MISSISSIPPI, County of Madison:  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 19<sup>th</sup> day of February, 1988, at ... o'clock ... M, and duly recorded on the 19<sup>th</sup> day of February, 1988, Book No. 22, on Page 5... in my hand and seal of office, this the 19<sup>th</sup> of February, 1988.

BILLY V. COOPER, Clerk  
By *B. Edgar* D.C.

FILED  
THIS DATE  
FEB 19 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF BETTIE L. THOMAS, DECEASED

CIVIL ACTION  
FILE NO. *28-859*

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Gable Davis, who being by me first duly sworn according to law, says on oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Bettie L. Thomas, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 31st day of December, 1979.

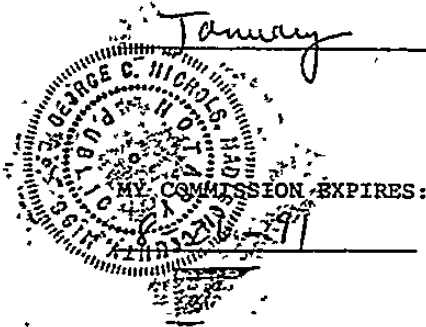
(2) That on the 31st day of December, 1979, the said Bettie L. Thomas signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Josephine Hood, the other subscribing witness to the instrument.

(3) That Bettie L. Thomas was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with Josephine Hood, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Bettie L. Thomas, and in the presence of each other.

*Gable Davis*  
\_\_\_\_\_  
Gable Davis

SWORN TO AND SUBSCRIBED before me, this the 20<sup>th</sup> day of January, 1988.



*George C. Nichols*  
\_\_\_\_\_  
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison.  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed and recorded in my office this 19<sup>th</sup> day of February, 1988, at ..... o'clock ..... M, and was duly recorded on the 19<sup>th</sup> day of February, 1988, Book No. 22 on Page 6 in my office.  
Witness my hand and seal of office, this the 19<sup>th</sup> of February, 1988.

BILLY V COOPER, Clerk

By *B. Edgar*....., D.C.

LAST WILL AND TESTAMENT OF  
LELLIE MEADOW FERRISS

I, LELLIE MEADOW FERRISS, a resident of Bolivar County, Mississippi, being more than twenty-one years of age and of sound and disposing mind and memory, realizing the uncertainty of life and the certainty of death, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other Wills or instruments of a testamentary nature heretofore made by me.

I.

I hereby request my Co-Executors, hereinafter named, to pay all of my just debts and funeral expenses as soon as practicable after my death, but no trust is herein created or intended for the payment of any debts.

II.

I hereby will, devise and bequeath my home and lot located at 114 Dean Boulevard in the City of Shaw, Mississippi, as follows: To my son, David M. Ferriss, Sr., an undivided one-third interest; to my daughter, Martha F. Parker, an undivided one-third interest; and to my daughter-in-law, Charlotte (Toni) Jane Ferriss, an undivided one-third interest.

III.

I hereby give, devise and bequeath to my son, David M. Ferriss, and my daughter, Martha F. Parker, all of the minerals and mineral interests that I own in the Counties of Bolivar, Madison and Wilkinson in the State of Mississippi, intending to will to them all minerals which may be owned by me wheresoever situated.

IV.

I hereby will, devise and bequeath all of the rest and residue of my property, real, personal or mixed, of whatever

Certified a true copy  
 JEANNE R. WALKER, CHANCERY CLERK  
 Date 2/25/88  
 By B. D. Hayes D.C.

FILED 8-11 1987  
 JEANNE R. WALKER, Clerk  
 By Jessie Wilson D.C.

nature and wheresoever situated, unto my son, David M. Ferriss, and my daughter, Martha F. Parker, share and share alike.

v.

I hereby name and appoint my said children, David M. Ferriss and Martha F. Parker, as the Co-Executors of this, my Last Will and Testament, and hereby request that they not be required to give any bond or make any inventory, appraisal, or accounting to the Court, the same being specifically waived by me.

IN WITNESS WHEREOF, I have hereunto signed my name to this my Last Will and Testament, in the presence of the undersigned witnesses, on this the 27th day of June, 1986.

Lellie Meadow Ferriss  
LELLIE MEADOW FERRISS

WITNESSES:

Jackie V. Hale  
Annie L. Cox, Jr.

STATE OF MISSISSIPPI  
COUNTY OF BOLIVAR  
I CERTIFY THE WITHIN INSTRUMENT  
WAS FILED 27 JUN 11 PM 2 05  
IN BOOK NO. 18 PAGE 8  
JEANNE R. WALKER  
CLERK  
BY Shelia Wanda n.c.

On this the 27th day of June, 1986, the above named Testatrix, Lellie Meadow Ferriss, in our presence subscribed to the foregoing instrument and declared the same to be her Last Will and Testament, and we, thereupon, at her request, in her presence, and the presence of each other, have hereunto subscribed our names as witnesses.

Jackie V. Hale  
Annie L. Cox, Jr.



IN THE CHANCERY COURT OF THE SECOND JUDICIAL DISTRICT  
OF BOLIVAR COUNTY, MISSISSIPPI

IN THE MATTER OF:

THE ESTATE OF LELLIE MEADOW FERRISS,  
DECEASED.

CAUSE NO. 24,225

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF BOLIVAR

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, Ancil L. Cox, Jr. and Jackie V. Hale, the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Lellie Meadow Ferriss, deceased, late of the Second Judicial District of Bolivar County, Mississippi, who having been first duly sworn by me makes oath that the said Lellie Meadow Ferriss, signed, published and declared the said instrument of writing as her Last Will and Testament on the 27th day of June, 1986, the date of said instrument, in the presence of these affiants, the subscribing witnesses to said instrument; that the Testatrix was then of sound and disposing mind and memory and more than twenty-one (21) years of age, and they, the undersigned affiants, subscribed and attested said original instrument as witnesses to the signature and publication thereof at the special instance and request of said Testatrix in her presence and in the presence of each other, on the said 27th day of June, 1986.

And further Affiants saith not.

Ancil L. Cox, Jr.  
ANCIL L. COX, JR.

Jackie V. Hale  
JACKIE V. HALE

FILED 8-11 1987  
JEANNE R. WALKER, Clerk  
By Yvonne Walker DC

BOOK 22 PAGE 10

Sworn to and subscribed before me, this the 10<sup>th</sup>  
day of August, 1987.


Biana C. Moore, Jr.  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

2-24-88

STATE OF MISSISSIPPI  
COUNTY OF BOLIVAR  
I CERTIFY THE WITHIN INSTRUMENT  
WAS FILED IN THE  
'87 AUG 11 PM 2 05  
IN BOOK NO. 18 PAGE       
JEANIE R. WALKER  
BY JEANIE R. WALKER C.L.K.

STATE OF MISSISSIPPI, County of Madison

 Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
and recorded on this 26<sup>th</sup> day of February, 1988, at      o'clock      M., and  
on the 26<sup>th</sup> day of February, 1988, Book No. 27, on Page 7 in  
witness my hand and seal of office, this the 26<sup>th</sup> of February, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

STATE OF GEORGIA  
COUNTY OF BIBB:

*John* *only* #28-871  
FILED  
THIS DATE  
FEB 26 1938  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

RECEIVED  
CLERK'S OFFICE  
FEB 27 AM 11:50  
COUNTY CLERK'S OFFICE

I, JOHN FREEMAN HART, JR., of Macon, Bibb County, Georgia, being of sound and disposing mind and memory, do make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ITEM I

I desire any debts I may leave at my death shall be paid as soon as practicable by my Executor hereinafter named.

ITEM II

My wife already owns all the household furniture and fixtures, china, silverware and her own jewelry. I now give and devise to her any personal effects including any of my personal jewelry and also any automobiles I own at my death. Such of these personal effects as she does not wish to keep, I request that she shall distribute and give to our children, LESTER HART MALLARY, ELSIE HART SIMMONS and JOHN FREEMAN HART, III, and should my wife not survive me, then they shall go to my said three children in fee simple, share and share alike, the descendants of any deceased child standing in the place of its parent, per stirpes.

ITEM III

(a) If my wife, BESSIE LESTER HART, survives me (and if we die under such circumstances that it cannot be determined which died first, it shall be presumed that she survives and this bequest shall be effective), I give, devise and bequeath unto her an amount determined as follows:

(1) Ascertain the maximum marital deduction allowable in determining the federal estate tax payable by reason of my death;

*HL B.B.*

*Exhibit "A"*

(2) Deduct therefrom the value of any and all insurance and other property which passes or has passed to my wife either outside of this Will or under any other Item of this Will in such manner as to qualify as a part of the marital deduction under the federal estate tax law;

(3) From such remainder deduct that amount, if any, needed to increase my taxable estate to the largest amount which, after allowing for the unified credit and any other allowable credits, will result in no federal estate tax being payable by my estate; and

(4) The amount then remaining shall be the amount bequeathed in this Item.

No reduction shall be made in this bequest, however, and no charge shall be made against this bequest or the beneficiary thereof because of any legacy, estate, inheritance, transfer or like tax imposed on my estate or this bequest.

(b) The Executor, in implementing this bequest, shall distribute assets having an aggregate fair market value at the date or dates of distribution equal to the amount of this bequest, and this bequest shall carry with it its proportionate part of the income of my estate from the date of my death.

(c) The Executor shall not use to satisfy the bequest in this Item or any part thereof any asset in respect of which no marital deduction would be allowed if such asset passed to my wife or any asset in respect of which a credit is allowed against United States estate tax for any estate, inheritance, legacy or succession tax imposed by any foreign country or political subdivision thereof, if and to the extent there are other assets sufficient to satisfy this bequest.

W.F.P.B.

(d) It is my intention in this Item to give to my wife that amount of property, but not more, which is necessary to give my estate the maximum marital deduction allowable under federal estate tax law, or if less, that amount necessary to eliminate the federal estate tax on my estate, and it is my intention that all questions concerning this Item be resolved accordingly.

## ITEM IV

I give, devise and bequeath unto my wife, BESSIE LESTER HART, as Trustee, all of my interest in the business and profits of, as well as all of my interest in the real estate and buildings used in connection with Hart's Mortuary located on Cherry Street in Macon, Georgia (but not to include the three parking lots adjacent to Hart's Mortuary), to be held and disposed of by her as Trustee upon the following uses and trusts:

(a) The Trustee shall pay over currently to my wife, BESSIE LESTER HART, all of the net income of this trust, in annual or more frequent installments, from the time of my death until her death.

(b) The Trustee, acting in a fiduciary capacity, shall be authorized to encroach upon the corpus of this trust in such amounts as may be necessary to provide for the health, support and maintenance of my said wife, taking into account, any other means of support she may have to the knowledge of the Trustee.

(c) Upon the death of my said wife, or upon my death, should she predecease me, the property of this trust (my interest in Hart's Mortuary in Macon, Georgia) shall be turned over and delivered by the successor Trustee as follows: fifteen (15) percent of my interest in said mortuary to go in fee simple to my daughter, LESTER HART MALLARY; fifteen (15) percent of my interest in said mortuary to be held in trust for my daughter, ELSIE HART SIMMONS, under the terms and provisions of the trust set up in Item VII of this Will; and the remaining

*WHL  
PB*

seventy (70) percent of my interest in said mortuary to go to and be held under the terms and provisions of the trust for my son, JOHN FREEMAN HART, JR., set up in Item V of this Will.

ITEM V

I give, devise and bequeath to my wife, BESSIE LESTER HART, as Trustee, the property listed in paragraph (a), to be held and disposed of by her as Trustee upon the uses and trusts set out in paragraph (b).

(a) The property which shall constitute the assets of this trust are as follows:

(1) Seventy (70) percent of the remainder after the termination of my wife's life interest as provided in Item IV of this Will, of my interests in the business and profits of, and if incorporated seventy (70) percent of the remainder after my wife's interest has terminated in my stock in such corporations, the funeral homes known as Crestlawn Funeral Home in Macon, Georgia and the Four-County Mortuary at Jeffersonville, Georgia; and also one-half of my undivided interest in the buildings and real estate used in connection with said two last named mortuaries.

(2) A one-half undivided interest in the three parking lots which I own adjacent to Hart's Mortuary in Macon, Georgia.

(b) Said property shall be held and disposed of upon the following uses and trusts:

(1) The Trustee shall have the authority to accumulate all or part of the net income or shall be authorized at any time and from time to time to pay over such part or all of the net income to or among any one or more of the group composed of my son, JOHN FREEMAN HART, III, his wife and his descendants, or to use the same for their benefit, in such proportions and in such amounts as the Trustee in her uncontrolled discretion shall deem best.

WFLB

(2) The Trustee shall also be authorized to encroach on the principal of this trust in such amounts as she may deem best, in her uncontrolled discretion to provide for the support, maintenance, health and education of my son, JOHN FREEMAN HART, III, and of my son's wife and descendants.

(3) It is my intention in the two immediately preceding subparagraphs (1) and (2), and I hereby expressly provide, that the Trustee shall have no legal obligation to make payments to any such beneficiary, and that neither my said son nor his wife nor his descendants nor any other person shall have the right to require the Trustee to make payments to any such beneficiary, it being my intention that such payments be made to one or more of such beneficiaries, or applied for their benefit, in the sole and uncontrolled discretion of the Trustee.

(3) The principal of this trust (other than life insurance or the proceeds thereof on the life of my wife), in whole or in part, shall be paid to, or applied for the benefit of, any one or more of the following group in such amount or amounts, and for such estates and interests and outright or upon such terms, trust, conditions and limitations as my wife shall appoint by an instrument in writing delivered during her lifetime to the Trustee, or by a Will, executed after the date of this instrument which refers specifically to this power: the said group consisting of my son, JOHN FREEMAN HART, III, and the wife and descendants of my said son; provided however, that no appointment shall benefit directly or indirectly any person other than members of the restricted group who are the objects of this power; provided further, that nothing contained herein shall be construed as authorizing my wife to discharge her legal obligations; and provided further, that nothing herein shall be construed as authorizing my wife to appoint to herself, to her creditors,

*JFH*

her estate or creditors of her estate.

(5) Upon the death of my said son, or at my death should he predecease me, any property remaining in this trust shall be distributed per stirpes among the descendants then living of my said son, provided the share of any descendants then under twenty-one (21) years of age shall be held as hereinafter provided.

ITEM VI

(a) I give, devise and bequeath to my daughter, LESTER HART MALLARY, if she is living at the time of my death, and if she is not then living, the same to go to her descendants per stirpes, the following property: one-fourth (1/4) of my undivided interest in and to the land and buildings used in connection with Crestlawn Funeral Home in Macon, Georgia; one-fourth (1/4) of my undivided interest in and to the land and buildings used in connection with the Four-County Mortuary at Jeffersonville, Georgia; a one-third (1/3) undivided interest in three parking lots which are adjacent to Hart's Mortuary in Macon, Georgia (but this devise of a one-third (1/3) undivided interest in said parking lots is subject to the provisions hereinafter set out in paragraph (c) of this Item).

(b) I give, devise and bequeath unto the trust established under Item VII of this Will for the primary benefit of my daughter, ELSIE HART SIMMONS, the following property: Fifteen (15) percent of the remainder after the termination of my wife's life interest therein, of my interest in Hart's Mortuary in Macon, Georgia (whether said interest be in the partnership or stock in a corporation); one-fourth (1/4) of my undivided interest in and to the land and buildings used in connection with Crestlawn Funeral Home in Macon, Georgia; one-fourth (1/4) of my undivided interest in and to the land and buildings used in connection with the Four-County Mortuary at Jeffersonville, Georgia; a one-fourth (1/4) undivided interest in the three parking lots which are adjacent to Hart's Mortuary in

Will B



Macon, Georgia (but this devise of a one-third undivided interest in said parking lots is subject to the provisions hereinafter set out in paragraph (c) of this Item.)

(c) The devise of the one-fourth (1/4) undivided interest in the three parking lots set out in paragraph (a) of this Item and the similar devise set out in paragraph (b) of this Item, are subject to the following conditions: I hereby direct that, for as long as my son, JOHN FREEMAN HART, III, shall live the rent be paid for the use of said three parking lots shall not, unless my said son shall consent otherwise, be increased for ten years after my death, except to reflect increased ad valorem taxes, and shall not thereafter be increased more than two (2) percent per year; I further direct that one of said three parking lots, namely the parking lot known as 756 Mulberry Street, Macon, Georgia, shall not be sold or transferred during my son's life except with the written consent and agreement of my said son, as this lot is used in and is important to the business of Hart's Mortuary; provided, however, that the restrictions set out in this paragraph (c) may be waived with the written consent of all three of my children.

#### ITEM VII

Both Item VI and Item VIII provide for certain property to go to the trust established by this Item VII for the primary benefit of my daughter, ELSIE HART SIMMONS. The property in this trust shall be held and managed by my wife, BESSIE LESTER HART, as Trustee. Said property shall be held and disposed of upon the following uses and trusts:

(1) The Trustee shall have the authority to accumulate all or part of the net income or shall be authorized at any time and from time to time to pay over such part or all of the net income to or among any one or more of the group composed of my daughter, ELSIE HART SIMMONS, and her descendants or to use the same for their benefit, in such proportions and in such amounts as the Trustee in her uncontrolled discretion shall deem best.

*B.L.F.B.*

(2) The Trustee shall also be authorized to encroach on the principal of this trust in such amounts as she may deem best, in her uncontrolled discretion, to provide for the support, maintenance, health and education of my daughter, ELSIE HART SIMMONS, and of my daughter's descendants.

(3) It is my intention in the two immediately preceding subparagraphs (1) and (2), and I hereby expressly provide, that the Trustee shall have no legal obligation to make payments to any such beneficiary, and that neither my said daughter nor her descendants nor any other person shall have the right to require the Trustee to make payments to any such beneficiary, it being my intention that such payments be made to one or more of such beneficiaries, or applied for their benefit, in the sole and uncontrolled discretion of the Trustee.

(4) The principal of this trust (other than life insurance or the proceeds thereof on the life of my wife), in whole or in part, shall be paid to, or applied for the benefit of, any one or more of the following group in such amount or amounts, and for such estates and interests, and outright or upon such terms, trusts, conditions and limitations as my wife shall appoint by an instrument in writing delivered during her lifetime to the Trustee, or by a Will, executed after the date of this instrument which refers specifically to this Power: the said group consisting of my daughter, ELSIE HART SIMMONS, and the descendants of my said daughter; provided however, that no appointment shall benefit directly or indirectly any person other than members of the restricted group who are the objects of this power; provided further, that nothing contained herein shall be construed as authorizing my wife to discharge her legal obligations; and provided further, that nothing herein shall be construed as authorizing my wife to appoint to herself, to her creditors, her estate or creditors of her estate.

*W. H. B.*

(5) Upon the death of my said daughter, or at my death should she predecease me, any property remaining in this trust shall be distributed per stirpes among the descendants then living of my said daughter, provided the share of any descendant then under twenty-one (21) years of age shall be held as hereinafter provided.

## ITEM VIII

(a) All of the rest, residue and remainder of my property of every kind and description, and wherever located, including any lapsed or void legacy or devise, shall first be used to pay the taxes, debts, and expenses as provided in paragraph (b) of this Item, and the balance shall be divided into three separate and equal shares: one share shall be turned over and delivered to my daughter, LESTER HART MALLORY, if she is living at the time of my death, and if she is not then living, the same to go to her descendants per stirpes; one share shall be turned over and delivered to the trust established in Item V of this Will for the primary benefit of my son, JOHN FREEMAN HART, III, to be held and disposed of as if it had originally been a part thereof; and one share shall be turned over and delivered to the trust established by Items VI and VII of this Will for the primary benefit of my daughter, ELSIE HART SIMMONS, to be held and disposed of as if it had originally been a part thereof.

(b) To the extent there are property and assets which would pass under this Residue Item, the same shall first be used to pay all estate and inheritance taxes, federal and state, and all funeral expenses, debts and expenses of administration of my estate. If there should not be sufficient assets passing under this Residue Item for that purpose, then the specific legacies set out in Items IV, V and VI of this Will shall abate in the manner hereinafter provided in Item IX to the extent necessary to pay same.

WJTB

## ITEM IX

I anticipate the possibility that, after fully funding the marital share provided for my wife in Item III of this Will, the trust provided for my wife in Item IV of this Will, the trust provided for my son in Item V of this Will, and the special legacies provided for in Item VI of this Will, there may not be sufficient property or funds in the Residue Item to pay all of the taxes, debts and expenses. If and to the extent there is such a deficit, I hereby direct the following abatements: first, I direct that Item V and Item VI of this Will abate by eliminating from the property of Item V the one-half of my undivided interest in the land and buildings connected with the Four County Mortuary at Jeffersonville, Georgia, and by eliminating from the property of Item VI the one-half (one-fourth for each of said two daughters) of my undivided interest in the land and buildings used in connection with the Four County Mortuary in Jeffersonville, Georgia; and if the foregoing abatement is not sufficient, then I hereby direct that Item V and Item VI of this Will abate by eliminating from the property of Item V the one-half of my undivided interest in the land and buildings used in connection with Crestlawn Funeral Home in Macon, Georgia, and by eliminating from the property of Item VI the one-half (one-fourth for each of my said two daughters) of my undivided interest in the land and buildings used in connection with the Crestlawn Funeral Home in Macon, Georgia; and if the foregoing abatements are not sufficient, then I direct that Item V and Item VI of this Will abate by eliminating from the property of Item V the one-third undivided interest in the three parking lots which I own adjacent to Hart's Mortuary in Macon, Georgia, and by eliminating from the property of Item VI the two-thirds (one-third for each of my said two daughters) undivided interest in the three parking lots which I own adjacent to Hart's Mortuary

*J.H.B.*

in Macon, Georgia; and if the foregoing abatements are not sufficient, then I direct that Item V further abate by elimination therefrom its remaining property, namely, the interest in the business and profits of the funeral homes known as Crestlawn Funeral Home in Macon, Georgia, and the Four County Mortuary at Jeffersonville, Georgia; and if the foregoing abatements are not sufficient, then I direct that Item IV abate next in the manner to be determined by my Executor. I desire that any of the aforementioned properties, which shall have been eliminated from Items IV, V or VI by such abatements, go to and become a part of the marital deduction share for my wife as provided for in Item III of this Will, thereby freeing liquid or other assets to fall into the Residue which might be used to pay such taxes, debts and expenses. If the aforementioned three parking lots adjacent to Hart's Mortuary are allocated to said marital share, they shall be free and clear of the restrictions set out in Item VI.

## ITEM X

I hereby constitute and appoint my wife, BESSIE LESTER HART, to be the sole Executor and sole Trustee of every trust created under this Will. Should my wife not survive me or should she fail to qualify or cease to serve either as Executor or as Trustee under this Will, the person or institution named and appointed by my said wife by written instrument or by the terms of her Last Will and Testament shall serve as the successor Executor or Trustee or both under this Will. My said wife, during her life time shall have full power and discretion to make such appointment of a successor Executor or Trustee or both, to serve in either or both capacities after her death. Should she fail to make any such appointment as successor, either as Executor or Trustee, or both, and should she not be living at my death or should she fail to qualify or continue to serve in either

25  
BESSIE LESTER HART

or both capacities, and failing to make such appointment The Georgia Bank & Trust Company of Macon, Georgia shall serve as the Executor, or Trustee or both under the terms of this Will. In the latter event, any bank or trust company with which said The Georgia Bank & Trust Company should be merged shall serve in either or both capacities as the need may be. In any event the successor either as Executor or Trustee or in both capacities, shall have all of the powers and authority herein granted to my Executor and Trustee.

## ITEM XI

(a) In the management, care and disposition of my estate and of every trust I confer upon the Executor of this Will and the Trustee of every trust created by this Will, and the successors in office, the power to do all things and execute such instruments as may be deemed necessary or proper, including the following powers, all of which may be exercised without order of or report to any court:

(1) To sell, exchange or otherwise dispose of any property at any time held or acquired under this Will at public or private sale, for cash or on terms, without advertisement, including the right to lease for any term notwithstanding the period of the trust, and to grant options to buy for any period including a period beyond the duration of the trust;

(2) To invest all monies in such stocks, bonds, securities, investment company or trust shares, mortgages, notes, choses in action, real estate, improvements thereon, common trust funds maintained and managed by corporate fiduciaries (including the corporate fiduciary that may become Executor of this Will), and other property as such Executor or Trustee may deem best without regard to any law now or hereafter in force limiting investments or fiduciaries;

(3) To retain for investment any property or choses in action owned by me at the time of my death, including

WILL

any stock in such corporate Executor or Trustee;

(4) To vote in person or by proxy any corporate stock or other security and to agree to or take any other action in regard to any reorganization, merger, consolidation, liquidation, bankruptcy or other procedure or proceeding affecting any stock, bond, note or other property;

(5) to use real estate brokers, accountants, attorneys and other agents, if such employment be deemed necessary and to pay reasonable compensation for their services

(6) To compromise, settle and/or adjust any claim or demand by or against said estate or trust and to agree to any rescission or modification of any contract or agreement affecting such estate or trust;

(7) To renew any indebtedness, as well as to borrow money, and to secure the same by mortgaging, pledging and/or conveying any property of such estate or trust, including the power to borrow from such Executor at a reasonable rate of interest;

(8) To retain and carry on any business in which I may own an interest at the time of my death, (including, but not limited to, the power to operate said business, pay all expenses and liabilities incurred therein, provide reasonable reserves out of income for repairs, improvements, and depreciation, and the power to do all other things in connection with any such business in as full and ample a manner as I might do if living and acting myself), to acquire additional interest in any such business, to agree to the liquidation in kind of any corporation in which my estate or trust may have any interest and to carry on the business thereof, to join with other owners in adopting any form of management for any business or property in which my estate or trust may have an interest, to become or remain a partner, general or limited, in regard to any such business or pro-

*W.L.P.S.*

erty and hold the stock or other securities as an investment and to employ agents and confer on them authority to manage and operate such business, property or corporation, without liability for the acts of any such agent or for any loss, liability or indebtedness of such business if the management is selected or retained with reasonable care;

(9) To register any stock, bond or other security in the name of a nominee, without the addition of words indicating that such security is held in a fiduciary capacity; but accurate records shall be maintained showing that such security is a trust asset and the Executor or Trustee shall be responsible for the acts of such nominee.

(b) Whenever the Executor or Trustee is directed to pay any money to or to use any money for the benefit of or to deliver any property to any person under twenty-one (21) years of age, the Executor or Trustee shall not require the appointment of a guardian, but shall be authorized to pay or deliver the same over to the person having custody of such person under twenty-one (21) years, to pay or deliver the same to such person without the intervention of a guardian, to pay or deliver the same to a legal guardian of such person if one has already been appointed, to pay or deliver the same to a legal custodian appointed for such person under the Georgia Gift to Minors Act (or the corresponding law of the state in which the person is domiciled), or to use the same for the benefit of such person.

(c) Whenever the Executor or Trustee is directed to distribute any money or property in fee simple to a person who is then under twenty-one (21) years of age, my Trustee shall be authorized to hold the share of such person in trust for such person until he or she becomes twenty-one (21) years of age, and in the meantime shall use such part of the income

*J. J. B.*



and/or corpus of the share of such person as such Trustee may deem necessary to provide for the proper support and education of such person.

(d) Whenever the Trustee is authorized or directed to make payment to a beneficiary, the Executor may, during the period of administration, make such payment directly to the beneficiary.

(e) No Executor or Trustee shall be required to file any inventory or appraisal or any annual or other returns or reports to any court or to give bond, but shall furnish a statement of receipts and disbursements at least annually to each person then entitled to income from my estate or any trust.

(f) In the distribution of my estate and the division into separate trusts and shares, the Executor and Trustee shall be authorized to make the division in money or in kind or in both, and the division made and the values established by my Executor or Trustee, made reasonably and in good faith, shall be binding and conclusive on all persons taking hereunder. My Executor or Trustee may in making such division allot undivided interests in the same property to several trust or shares.

(g) My Executor or Trustee shall have the power to provide a reasonable reserve against depreciation or obsolescence on any asset subject to depreciation or obsolescence, as may be reasonable and just under all the circumstances.

(h) The income on the part of my estate used to pay debts, taxes, expenses, general legacies and other such corpus charges, shall go to the income beneficiaries of the residuum of my estate and shall not be added to the principal thereof, and shall be authorized to make, or fail to make, such adjustment between the parties or the several bequests or accounts as may be reasonable and just under the circumstances.

(j) My Executor and the Trustee of any trust created by this Will shall be authorized to sell any property to

WJTB

or to purchase any property from any other trust created by this Will or created by me during life, or from the estate of my spouse or from any trust created by my spouse by Will or during life, at the fair market value thereof as determined by the Executor or Trustee even though the same person or corporation may be acting as Trustee of any of such other trusts or as Executor of my spouse's estate and as my Executor or Trustee of the trusts hereunder.

IN WITNESS WHEREOF, I have to this my Last Will and Testament subscribed my name and set my seal, this the 18th, day of April, 1980. For identification I have initialed each of the preceding fourteen pages of this Will which consists of fifteen pages.

John Freeman Hart, Jr. (SEAL)

Signed, sealed, published and declared by JOHN FREEMAN HART, JR., being of sound and disposing mind and memory, as his Last Will and Testament, in the presence of the undersigned, who, at his special instance and request, have signed our names hereto as witnesses, the day and year above set out, he first signing in our presence and then we signing in his presence and in the presence of each other.

John R. Anderson  
William Bennett

J.F.H.

FIRST CODICIL TO LAST WILL AND TESTAMENT

OF

JOHN FREEMAN HART, JR.

RECEIVED  
CLERK'S OFFICE  
1986 FEB 27 AM 11:55  
STATE OF GEORGIA  
COUNTY OF BIBB

STATE OF GEORGIA,

COUNTY OF BIBB:

I, JOHN FREEMAN HART, JR., of said State and County, do hereby make and publish this First Codicil to my Last Will and Testament executed by me on the 18th day of April, 1980, to-wit:

(1)

I hereby amend my said Last Will and Testament by substituting the following language for subparagraph (1) of paragraph (a) of ITEM III of my Will, as follows:

"(1) Ascertain the maximum marital deduction allowable in determining the federal estate tax payable by reason of my death, recognizing that an unlimited marital deduction will be available if I die after 1981, and taking into account any election the executor makes for tax purpose; . . ."

(2)

In my original Will I made references in several places to parking lots adjacent to Hart's Mortuary, and I have specified certain interests in the parking lots to go to certain persons. Whenever the interests in the parking lots are mentioned in my Will, I mean to refer to any interest in parking lots adjacent to Hart's Mortuary which I may own at the time of my death. In addition, in ITEM VI (a) of my original Will, I made a reference of a one-third undivided interest in the parking lots going to my daughter, Lester Hart Mallary. The reference should have been a one-fourth undivided interest in the parking lots to go to my daughter, Lester Hart Mallary.

(3)

Except as herein modified, I hereby affirm and republish my Last

Exhibit A<sup>4</sup>

Will and Testament.

IN WITNESS WHEREOF, I have signed my name and set my seal, to this First Codicil to my Will, on the 28th day of December, 1981.

John Freeman Hart, Jr. (SEAL)

Signed, sealed, published and declared by JOHN FREEMAN HART, JR., being of sound and disposing mind and memory, as a First Codicil to his Last Will and Testament, in the presence of the undersigned, who, at his special instance and request, have signed our names hereto as witnesses, the day and year above set out, he first signing in our presence and then we signing in his presence and in the presence of each other.

Ann R. Johnson,

William F. [unclear]

FILED

THIS DATE

FEB 26 1988

BILLY V. COOPER  
CHANCERY CLERK

BY

BOOK 22 PAGE 29

PROOF OF WILL IN SOLEMN FORM

GEORGIA—BIBB COUNTY:

March 1986  
Term, 1985

I, R. William Buzzell II do swear that I,  
 as well as R. L. Anderson and X  
 saw the within named John Freeman Hart, Jr. sign and publish the  
 within paper as his last Will and Testament; that I subscribed the same as a witness thereto, at the  
 special instance and request of the said John Freeman Hart, Jr.  
 and in his presence, as did also R. L. Anderson  
 and \_\_\_\_\_  
 that the said John Freeman Hart, Jr.  
 signed the same freely and voluntarily, and was at the time of such signing of sound and disposing mind and  
 memory.

*R. William Buzzell II*  
R. William Buzzell II

Sworn to and subscribed before me,

this the 7 day of March, 19 86

Stennis Owen, Dep.  
 Clerk The Probate Court of Bibb County

Exhibit "D"

FIRST CODICIL  
PROOF OF WILL IN SOLEMN FORM

GEORGIA—BIBB COUNTY:

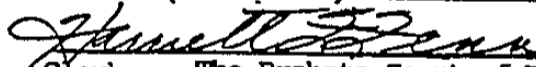
1986  
Term, 1986

I, Albert P. Reichert do swear that I,  
as well as Ann R. Johnson  
saw the within named John Freeman Hart, Jr. sign and publish the  
within paper as his last Will and Testament; that I subscribed the same as a witness thereto, at the  
special instance and request of the said John Freeman Hart, Jr.  
and in his presence, as did also Ann R. Johnson  
and  
that the said John Freeman Hart, Jr.  
signed the same freely and voluntarily, and was at the time of such signing of sound and disposing mind and  
memory.

  
Albert P. Reichert

Sworn to and subscribed before me,

this the MAR 7-1986 day of 19 86

  
Clerk The Probate Court of Bibb County

FILED  
THIS DATE  
FEB 26 1938  
BILLY V. COOPER  
CLERK  
BY *B. Eubank*



State of Georgia

Bibb County

PROBATE COURT

S. S.

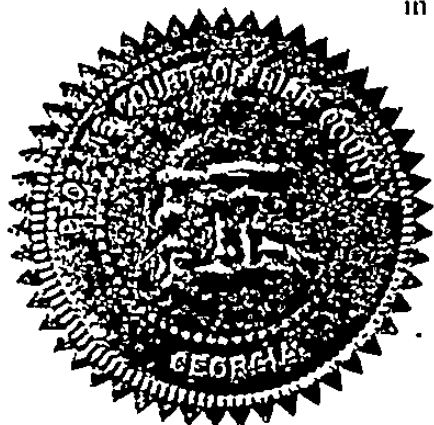
I, Berniece Eubank, Clerk of the Probate Court, Bibb County, State of Georgia, do hereby certify that the foregoing is a true copy of the proceedings in the Application of Mrs. Bessie Lester Hart to Probate the Last Will and Testament and Codicil of John Freeman Hart, Jr., late of said County, deceased, the entire proceedings therein consisting of:

The Petition to Probate Will and Codicil in Solemn Form; Acknowledgments of Heirs at Law, Mrs. Bessie Lester Hart, Mrs. Lester Hart McHan, Mrs. Elsie Hart Love and John Freeman Hart, III; Order Admitting said Will and Codicil to Record dated March 7, 1936; Oath of Mrs. Bessie Lester Hart as Executrix; Last Will and Testament of John Freeman Hart, Jr., dated April 18, 1930; Affidavit of R. William Buzzell, II, Subscribing Witness to Will; First Codicil to Last Will and Testament of John Freeman Hart, Jr., dated December 28, 1931; Affidavit of Albert P. Reichert, Subscribing Witness to Codicil; and Letter Testamentary issued to Mrs. Bessie Lester Hart as Executrix, dated March 7, 1936.

as the same appears of record and of files in this office

In Witness Whereof, I have hereto set my official signature and affixed the seal of the Probate Court at the City of Macon, County and State aforesaid.

the 20th. day of November  
in the year of our Lord one thousand nine hundred and Eighty-Seven.



*Berniece Eubank*  
Clerk of the Probate Court Bibb County, Ga

Group Exhibit "C"

STATE OF GEORGIA  
BIBB COUNTY  
PROBATE COURT

} S. S.

I, Tilman E. Self, Judge of the Probate Court of Bibb County, State of Georgia, do hereby certify that Berniece Eubank who signed the foregoing certificate, is, and was at the time of signing the same, duly qualified Clerk of my Court; that the attestation is in proper form of law, and that all her official acts are entitled to full faith and credit

WITNESS my official signature at the City Macon, this 20th. day of November in the year of our Lord one thousand nine hundred and Eighty-Seven.



Tilman E. Self  
Judge of the Probate Court, Bibb County, Ga

STATE OF GEORGIA  
BIBB COUNTY  
PROBATE COURT

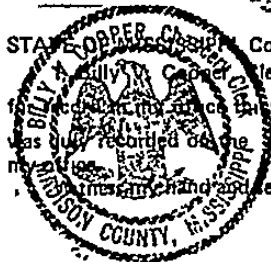
I, Berniece Eubank, Clerk of the Probate Court of Bibb County, State of Georgia, do hereby certify that Tilman E. Self, who signed the foregoing certificate, is, and was at the time of signing the same, the Judge of the Probate Court of Bibb County, Georgia, duly elected, commissioned and qualified, and that said signature is genuine

IN WITNESS WHEREOF,

I have hereunto set my hand and affixed the seal of the Probate Court at the City of Macon, County and State aforesaid the 20th. day of November in the year of our Lord one thousand nine hundred and Eighty-Seven.



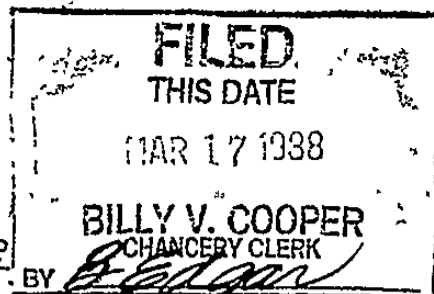
Berniece Eubank  
Clerk of the Probate Court, Bibb County, Ga



County of Madison  
BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed at the City of Macon, Georgia, on the 20th day of February, 19 88, at 4:15 o'clock P.M., and was duly recorded on the 4th day of March, 19 88, Book No 22 on Page 11 in my presence and seal of office, this the 4th day of March, 19 88.

BILLY V. COOPER, Clerk  
By B. Edgan, D.C.



LAST WILL AND TESTAMENT OF FRANCES B. KEMP

KNOW ALL MEN BY THESE PRESENTS: That I, FRANCES B. KEMP, of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one years, do hereby make, publish and declare this instrument to be my Last Will and Testament, expressly revoking all other wills and testaments and codicils thereto heretofore made by me; WITNESSETH:

ITEM I

I hereby give and bequeath to my granddaughter, Susan Alyne Kemp, my opal ring, gold dishes and my brass bed.

ITEM II

I hereby give and bequeath to my granddaughter Carol Anne Kemp, my flat silver and odd pieces of silver, my Apple Blossom China and any of my books which she may desire.

ITEM III

I hereby give and bequeath to my grandson Emmett Dean Kemp, Jr., my silver service, the remainder of my books, my diamond ring and the brass lamp from old Kemp house.

ITEM IV

I hereby give and bequeath to W. M. Dillon and wife, Elizabeth Dillon, my guest room furniture, book case, two marble ball lamps and two dollar gold piece on chain.

ITEM V

I direct that my Executor, hereinafter named, shall give my body a decent burial suitable to my family, and shall pay all my funeral expenses and all my just debts out of the first monies that come into his hands belonging to my estate.

ITEM VI

I hereby give, devise and bequeath all the rest and residue of my property, both real and personal, of every kind and character and wherever situated, to my grandchildren,

*Frances B. Kemp*

Emmett Dean Kemp, Jr., Carol Anne Kemp and Susan Alyne Kemp, share and share alike .

ITEM VII

I hereby nominate and appoint Virgil David Dillon as Executor of this my Last Will and Testament and I hereby waive bond, appraisement, inventory and accounting to Court. My Executor shall have full authority, without Court order, to sell or otherwise dispose of any of my personal property, not specifically herein disposed of, and shall have full authority, in his absolute discretion, to settle any indebtedness probated against my estate.

WITNESS MY SIGNATURE on this the 18 day of September, 1986.

Frances B. Kemp  
Frances B. Kemp

The foregoing instrument of writing was signed, published and declared before us, the undersigned, by Frances B. Kemp, as and for her Last Will and Testament, we being at the time present together in her presence, and in the presence of each other, and at her request subscribing our respective names as attesting witnesses.

Steve L. Ladd  
Witness

James Pate  
Witness

100 Bell St. Lexington Ms  
Address

109 Middle St  
Address  
Lexington Ms



County of Madison, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 17<sup>th</sup> day of March, 1988, at ..... o'clock ..... M., and was recorded on the 17<sup>th</sup> day of March, 1988, Book No 22 on Page 33 in my office and seal of office, this the 17<sup>th</sup> of March, 1988.

BILLY V. COOPER, Clerk

By B. Edgar....., D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
FRANCES B. KEMP, DECEASED

CIVIL ACTION, FILE NO. 28-891

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF HOLMES

FILED  
THIS DATE  
MAR 17 1988  
BILLY V COOPER  
CHANCERY CLERK  
BY B. Edgar

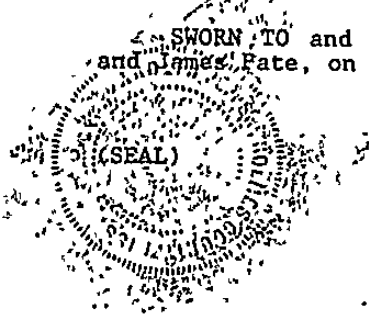
Personally appeared before me, the undersigned authority in and for the aforesaid County and State, the undersigned Betsy K. Padgett and James Pate who, being by me first duly sworn, state on their oaths as follows

That affiants were the subscribing witnesses to the attached instrument of writing purporting to be the Last Will and Testament of Frances B. Kemp, deceased, late of Holmes County, Mississippi; that, the said Frances B. Kemp signed, published and declared said instrument to be her Last Will and Testament on September 18, 1986, in the presence of Betsy K. Padgett and James Pate, the subscribing witnesses thereto, and that said testatrix was then of sound and disposing mind and memory and more than twenty-one years of age, and these deponents subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request of said testatrix and in the presence of said testatrix and in the presence of each other on the date of the execution of said instrument.

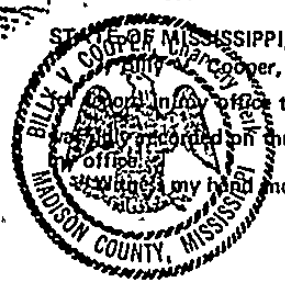
Betsy K. Padgett  
Betsy K. Padgett  
James Pate  
James Pate

SWORN TO and subscribed before me, by Betsy K. Padgett and James Pate, on this the 14th day of March, 1988.

Billy V. Cooper  
Notary Public  
My Commission Expires: 7-27-88



56C



STATE OF MISSISSIPPI, County of Madison.  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
in my office this 17th day of March, 1988, at .. o'clock. .. M, and  
filed on the 17th day of March, .., 1988, Book No. 22, on Page 35 in  
witness my hand and seal of office, this the 17th of March, .., 1988.  
BILLY V. COOPER, Clerk  
By .. B. Edgar .. D.C.

LAST WILL AND TESTAMENT OF S. A. DENSON PURVIS

I, S. A. Denson Purvis, being of sound mind and good health, do hereby will and bequeath at my death mineral rights in Rankin County in:

SE $\frac{1}{2}$  of NW $\frac{1}{2}$  less 1 acre in the SE Corner, Section 30, Township 7 North, Range 5 East.

and mineral rights in Scott County in

SE $\frac{1}{2}$  of SE $\frac{1}{2}$ , less 4 acres in NE Corner; 5 acres in SW Corner of NE $\frac{1}{2}$  of SE $\frac{1}{2}$ ; All that part of N $\frac{1}{2}$  of SW $\frac{1}{2}$  of SE $\frac{1}{2}$  lying East of Manning Mill Creek; and all that part of North 5 acres of Southwest 10 acres of SW $\frac{1}{2}$  of SE $\frac{1}{2}$  lying East of Manning Mill Creek; All in Section 23.

Also, S $\frac{1}{2}$  of S $\frac{1}{2}$  of SW $\frac{1}{2}$  and S $\frac{1}{2}$  of SW $\frac{1}{2}$  of SE $\frac{1}{2}$  in Section 24.

Also, S $\frac{1}{2}$  of NE $\frac{1}{2}$  and all that part of NW $\frac{1}{2}$  of NE $\frac{1}{2}$  lying East of Strong River, in Section 25.

All in Township 5 North, Range 6 East.

and stock which I have in the First Capitol Corporation and School Pictures, Inc. to be divided equally between my two daughters Jeryl Denson Hurley and Gloria Denson Carter, and I request that my Son-in-Law, Franklin Carter act as Administrator of said Will.

In witness whereof, I have hereto subscribed my name, this the 30<sup>th</sup> day of December, 1985.

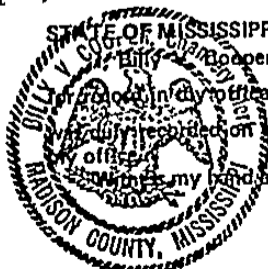
*S. A. Denson Purvis*  
S. A. Denson Purvis

This instrument was, on the date shown above, signed, published and declared by S. A. Denson Purvis to be her last Will and Testament in our presence, and we, at her request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

*David M. Halber*  
*Stephen R. Amerseth*

FILED  
THIS DATE  
MAR 30 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*

# 28906



BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office on the 30<sup>th</sup> day of March, 1988, at 10:00 o'clock P.M., and duly recorded on the 30<sup>th</sup> day of March, 1988, Book No. 22, on Page 36 in my hand and seal of office, this the 30<sup>th</sup> of March, 1988.

BILLY V. COOPER, Clerk  
By *B. Edgar*, D.C.

BOOK 22 PAGE 37  
PROOF OF WILL

FILED  
THIS DATE  
MAR 30 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *Bedger*  
28-906

STATE OF MISSISSIPPI  
COUNTY OF Madison

In the Matter of a Certain Instrument of Writing Purporting to be the Last Will and Testament of S. A. Denson Purvis, deceased, late of Madison County, Mississippi.

Personally appeared before me, a Notary Public in and for said county and state, the undersigned Doris G. Holder who, being by me first duly sworn, states on oath:

That affiant was one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of S. A. Denson Purvis, and affiant states that the said S. A. Denson Purvis, signed, published, and declared said instrument as her Last Will and Testament on the 3rd day of December, 1985, the date of the date of said instrument, in the presence of this deponent and in the presence of Stephen R. Ainsworth, the other subscribing witness, and that said Testatrix was then of sound and disposing mind and memory and more than twenty-one years of age, and this deponent and Stephen R. Ainsworth, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance of said Testatrix and in the presence of said Testatrix and in the presence of each other on the day and year of the date of said instrument.

*Doris G. Holder*  
Doris G. Holder

SWORN to and subscribed before me, this 23rd day of March, 1988.

*Steve Johnson*  
Notary Public

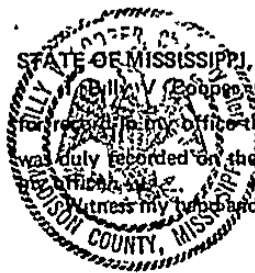


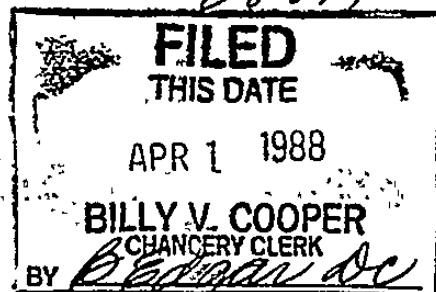
(SEAL)

My commission expires.

My Commission Expires March 6, 1991

STATE OF MISSISSIPPI, County of Madison:  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 30th day of March, 1988, at ..... o'clock ..... M., and was duly recorded on the 30th day of March, 1988, Book No 22, on Page 37... in  
Witness my hand and seal of office, this the 30th of March, 1988...  
BILLY V. COOPER, Clerk  
By *Bedger*....., D.C.



LAST WILL AND TESTAMENT

I, HATTIE T. BELL, a widow and an adult resident citizen of Canton, Madison County, Mississippi, being of sound and disposing mind and memory and more than twenty-one (21) years of age, and under no disabilities of any kind or character, do hereby make, declare and publish this my Last Will and Testament, hereby revoking any and all Wills, Testaments and Codicils heretofore made by me.

ITEM I.

I will and direct that all lawful claims duly probated, registered and allowed against my estate be paid and that the administration of my estate be completed and closed as soon after my death as may be reasonably possible.

ITEM II.

I hereby nominate, constitute and appoint my great-nephew, Allie Stuart Povall, Jr., to serve as Executor of this my Last Will and Testament. I do hereby expressly provide that said Executor is to serve without bond, inventory, or appraisal or accounting to any court and shall be vested with full and plenary power and authority to do and perform any act deemed by him to be for the best interest of the estate, without any limitation whatsoever, and to have all the powers granted under Title 91, Chapter 7, Mississippi Code Annotated (1972), including the power to sell any of my real or personal property at public or private sale for cash or in kind, or to lease, mortgage, pledge or exchange such property, all to be performed without a court order.

ITEM III.

I give, devise and bequeath unto my nephew, William Trafton, of Birmingham, Alabama, the sum of Ten Thousand Dollars (\$10,000) cash, provided that he survives me.

ITEM IV.

I give, devise and bequeath unto my great-nephew, George Williamson, of Paris, France, the sum of Five Thousand Dollars (\$5,000) cash, provided that he survives me.

ITEM V.

I give, devise and bequeath to my niece, Louise Bell Daniel, of Charlotte, North Carolina, the sum of Five Thousand Dollars (\$5,000) cash, provided that she survives me.

ITEM VI.

I give, devise and bequeath to my great-granddaughter, Harriet Snowden, of Memphis, Tennessee, all of my Francis I silverware, provided that she survives me.

ITEM VII.

All of the rest, residue and remainder of my property, both real, personal and mixed, of whatever nature and wheresoever situated, I hereby give, devise and bequeath to my daughter, Mary Elizabeth Bell Overton; my granddaughter, Virginia Bell Overton McClean; and my granddaughter, Mary Elizabeth Overton Snowden, absolutely and in fee, share and share alike, or to their issue, per stirpes.

IN WITNESS WHEREOF, I have under subscribed my name, this the 20<sup>th</sup> day of July, 1986.

Hattie T. Bell  
HATTIE T. BELL  
Testator

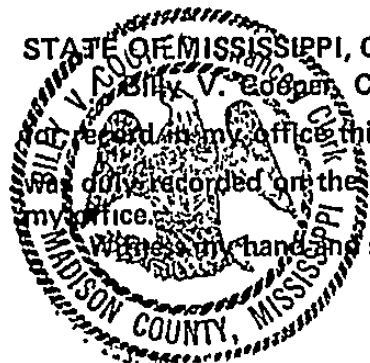
The foregoing instrument, consisting of three (3) pages, this page included, was at the date hereof by the said Testator, signed, sealed, published and declared to be her Last Will and Testament, in the presence of us, who at her request and in her presence and in the presence of each other, have signed the same as witnesses thereto, this the 20 day of July, 1986.

Sue C Edwards  
WITNESS

340 E. Center St  
Canton, Ms 39046  
ADDRESS

James C. Leary  
WITNESS

447 E. Academy  
Canton, MS 39046  
ADDRESS



STATE OF MISSISSIPPI, County of Madison:

Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 1st day of April, 1988, at        o'clock        M., and was duly recorded on the 1st day of April, 1988, Book No. 22 on Page 38 in my office. Witness my hand and seal of office, this the 1st of April, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.



28-897

FILED  
THIS DATE  
APR 1 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

BOOK 22 PAGE 41

C O D I C I L

I, HATTIE T. BELL, an adult resident citizen of Canton, Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish, and declare this instrument of writing to be a codicil to the Last Will and Testament heretofore made by me on the 20th day of July, 1986.

- 1 -

I do hereby revoke ITEM II of my aforesaid Last Will and Testament and hereby substitute in lieu thereof the following as ITEM II thereof:

ITEM II

I hereby nominate, constitute and appoint George Hite McLean, Jr., of Memphis, Tennessee, and Bayard Snowden of Memphis, Tennessee, as co-executors of this my Last Will and Testament. I do hereby expressly provide that said co-executors are to serve without bond, inventory, or appraisal or accounting to any court and shall be vested with full and plenary power and authority to do and perform any act deemed by them to be for the best interest of the estate, without any limitation whatsoever, and to have all the powers granted under Title 91, Chapter 7, Mississippi Code Annotated (1972), including the power to sell any of my real or personal property at public or private sale for cash or in kind, or to lease, mortgage, pledge or exchange such property, all to be performed without a court order.

- 2 -

Except as changed above, I hereby republish, reaffirm and readopt my aforesaid Last Will and Testament of the 20th day of July, 1986.

Codicil to Last Will and Testament of  
Hattie T. Bell  
Page 2.

IN WITNESS WHEREOF, I have hereunto subscribed my  
name, this the 15<sup>th</sup> day of April, 1987.

Hattie T. Bell  
Hattie T. Bell

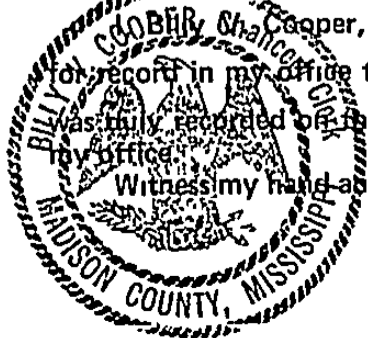
Fred J. Plummer  
WITNESS

238 Munroe Drive  
ADDRESS

Margie Martin  
WITNESS

452 Roosevelt, Canton, MS.  
ADDRESS

STATE OF MISSISSIPPI, County of Madison:



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
for record in my office this 10<sup>th</sup> day of April, 1988, at ..... o'clock ..... M., and  
was truly recorded on the 10<sup>th</sup> day of April, 1988, Book No. 22 on Page 41 in  
my office.  
Witness my hand and seal of office, this the 10<sup>th</sup> of April, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI  
MARCH, 1988

**FILED**  
THIS DATE  
APR 1 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*  
NO. *28-897*

IN THE MATTER OF A CERTAIN PAPER WRITING  
PURPORTING TO BE THE LAST WILL AND  
TESTAMENT OF HATTIE T. BELL

PROOF OF WILL - AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF MADISON

This day personally appeared before the undersigned authority of law in and for the county and state aforesaid Lucile C. Edwards and Jean C. Lacy, subscribing witnesses to the attached and annexed paper writing purporting to be the last will and testament of HATTIE T. BELL, Deceased, late of Madison County, Mississippi, who being by me first duly sworn upon their oaths severally say that the said Hattie T. Bell signed, published and declared said instrument as and to be her last will and testament on the 20th day of July, 1986, the day of the date of said instrument, in the presence of deponents, and each of them, and that the said testatrix was then of sound and disposing mind and memory, and was above the age of twenty-one years, and that deponents, and each of them, subscribed and attested said paper writing as witnesses to the signature and publication thereof at the special instance and request and in the presence of said testatrix, and in the presence of each other, on the day and year of the date thereof; and that deponents, and each of them, were at the time of said attestation competent witnesses under the laws of the state of Mississippi..

*Lucile C. Edwards*  
\_\_\_\_\_  
Lucile C. Edwards

*Jean C. Lacy*  
\_\_\_\_\_  
Jean C. Lacy

Sworn to and subscribed before me on this the 15 day of March, 1988, Lucile C. Edwards.

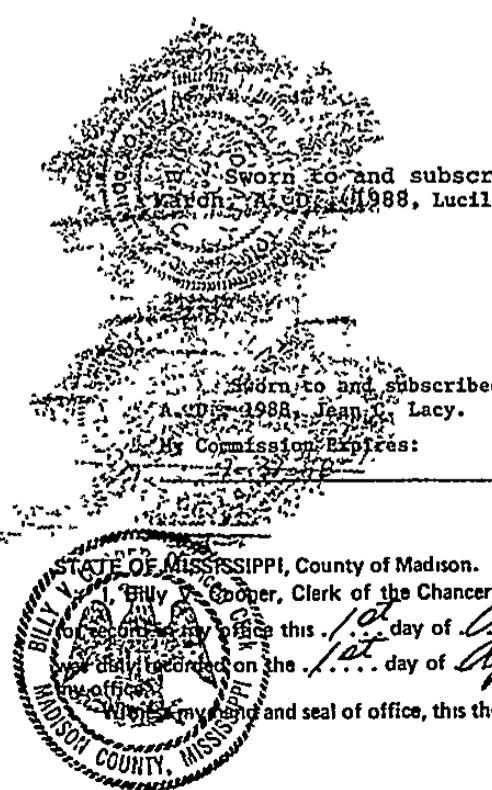
*Jean Middleton*  
\_\_\_\_\_  
Notary Public

My commission expires 1-29-91.

Sworn to and subscribed before me on this the 1st day of March, 1988, Jean C. Lacy.

My Commission Expires: \_\_\_\_\_

*Liana V. Ford*  
\_\_\_\_\_  
Notary Public



STATE OF MISSISSIPPI, County of Madison.  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 1st day of April, 1988, at 10 o'clock P.M. and was duly recorded on the 1st day of April, 1988, Book No. 22 on Page 43. In testimony whereof, I have hereunto set my hand and seal of office, this the 1st day of April, 1988.

BILLY V. COOPER, Clerk

By *B. Edgar*, D.C.

BOOK 22 PAGE 44

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI  
MARCH, 1988

FILED  
THIS DATE  
APR 1 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*

IN THE MATTER OF A CERTAIN PAPER WRITING  
PURPORTING TO BE THE CODICIL TO THE LAST  
WILL AND TESTAMENT OF HATTIE T. BELL

NO. 28-897

PROOF OF CODICIL - AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF MADISON

This day personally appeared before the undersigned authority of law in and for the county and state aforesaid Fred G. Plummer and Margie Martin, subscribing witnesses to the attached and annexed paper writing purporting to be the first and only codicil to the last will and testament of HATTIE T. BELL, Deceased, late of Madison County, Mississippi, who being by me first duly sworn upon their oaths severally say that the said Hattie T. Bell signed, published and declared said instrument as and to be her codicil to her last will and testament on the 15th day of April, 1987, the day of the date of said instrument, in the presence of deponents, and each of them, and that the said testatrix was then of sound and disposing mind and memory, and was above the age of twenty-one years, and that deponents, and each of them, subscribed and attested said paper writing as witnesses to the signature and publication thereof at the special instance and request and in the presence of said testatrix, and in the presence of each other, on the day and year of the date thereof; and that deponents, and each of them, were at the time of said attestation competent witnesses under the laws of the state of Mississippi.

*Fred G. Plummer*  
Fred G. Plummer

*Margie Martin*  
Margie Martin

Sworn to and subscribed before me on this the 15th  
March, A. D., 1988.

*Harold G. Sutherland*  
Notary Public

My commission expires \_\_\_\_\_

1



STATE OF MISSISSIPPI, County of Madison.  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
in my office this 1st day of April, 1988, at 11 o'clock AM, and  
said instrument recorded on the 1st day of April, 1988, Book No 22 on Page 44 in  
my office and seal of office, this the 1st of April, 1988.

BILLY V COOPER, Clerk

By *B. Edgar* D.C.

BOOK 22 PAGE 45  
LAST WILL AND TESTAMENT  
OF  
BETTIE CONWAY BEAMON

28-958  
**FILED**  
THIS DATE  
APR 18 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

I, BETTIE CONWAY BEAMON, of Madison County, Mississippi, being of sound mind and disposing memory and over the age of twenty-one years, do make, declare and publish this to be my Last Will and Testament, revoking all others heretofore made by me.

1. I give, devise and bequeath to my daughter, Leonetta Beamon Larson and my grandson Gregory Moore, one (1) yearling calve, to share and share alike, if they live on the place, and a 1971 Galaxie 500 to share and share alike where ever they live

2. I give, devise and bequeath to my son, Brance Beamon, all my farm equipment and the remainder of my cattle.

3. I hereby name, constitute and appoint my niece, MRS. SALINA O'LEARY JONES, executrix of this my Last Will and Testament, and direct no bond be required of her and that no inventory be taken, and that she be not required to account to any courts, except that which is required by law.

WITNESS my signature this 7 day of Feb, 1980, and the signatures of two witnesses who have signed at my request and in my presence and I have signed this Will in their presence and they have signed as witnesses in the presence of each other.

*Mrs. Bettie B. Beamon*  
MRS BETTIE CONWAY BEAMON

WITNESSES

*Virginia Davis*

*Bennie M. Francis*



ST. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed this 18<sup>th</sup> day of April, 1988, at ..... o'clock ..... M., and this 18<sup>th</sup> day of April, 1988, Book No 22, on Page 45. in seal of office, this the 18<sup>th</sup> of April, 1988.  
BILLY V. COOPER, Clerk  
By B. Edgar D.C.

FILED THIS DATE APR 18 1988 BILLY V. COOPER CHANCERY CLERK BY *B. Edgar*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI  
IN THE MATTER OF THE ESTATE  
OF BETTIE CONWAY BEAMON, DECEASED

CIVIL ACTION FILE # 28-952

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named BESSIE M. TRAVIS, who being by me first duly sworn according to law, says on oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Bettie Conway Beamon, deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 7th day of February, 1980.

(2) That on the 7th day of February, 1980, the said Bettie Conway Beamon signed, published and declared said instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Virginia Travis, the other subscribing witness to said instrument.

(3) That the said Bettie Conway Beamon was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with Virginia Travis subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Bettie Conway Beamon, and in the presence of each other.

*Bessie M. Travis*  
SIGNATURE

SWORN TO AND SUBSCRIBED before me, this the 14th day of April, 1988.

*[Signature]*  
NOTARY PUBLIC  
July 21, 1991



STATE OF MISSISSIPPI, County of Madison.

*Billy V. Cooper*, Clerk of the Chancery Court of Said County, certify that the within instrument was filed this 18th day of April, 1988, at ..... o'clock ..... M, and 18th day of April, 1988, Book No 22 on Page 44 in ..... my hand and seal of office, this the 18th of April, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

BOOK 22 PAGE 47  
LAST WILL AND TESTAMENT  
 OF  
ERNEST L. DUKES

**FILED**  
 THIS DATE  
 MAY 6 1988  
 BILLY V. COOPER  
 CHANCERY CLERK  
 BY *Bedger*  
 28-984

I, ERNEST L. DUKES, of Madison County, Mississippi, being of the age of twenty-one years and over and of sound and disposing mind and memory, do make, declare and publish this to be my last will and testament, revoking all previous wills and codicils.

I.

I name, constitute and appoint Lucy Pettit Dukes, my wife, as executrix of this, my last will and testament, and direct that she be not required to give bond or make any formal accounting to any Court other than the probate of this my last will and testament.

II.

I will, devise and bequeath unto my wife, Lucy Pettit Dukes, all of my estate, real, personal and mixed of whatever nature and wheresoever located or situated.

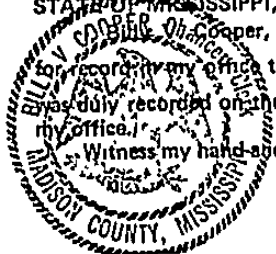
IN WITNESS WHEREOF I have executed this last will and testament on this the 24<sup>th</sup> day of May, 1977.

*Ernest L. Dukes*  
 Ernest L. Dukes

Signed, published and declared by the testator, ERNEST L. DUKES, as and for his last will and testament in the presence of us, who, at his request and in his presence and in the presence of each other, subscribe our names hereto as attesting witnesses, this the 21 day of May, 1977.

*Carot La Cour*  
*DeK Lumb*  
 Witnesses

STATE OF MISSISSIPPI, County of Madison.  
 I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed and recorded in my office this 6<sup>th</sup> day of May, 1988, at ... o'clock ... M, and was duly recorded on the 6<sup>th</sup> day of May, 1988, Book No 22, on Page 47.  
 Witness my hand and seal of office, this the 6<sup>th</sup> of May, 1988.  
 BILLY V. COOPER, Clerk  
 By *Bedger* D C



IN THE CHANCERY COURT OF MADISON COUNTY  
STATE OF MISSISSIPPI

FILED  
THIS DATE  
MAY 6 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *Bedgar*

IN THE MATTER OF THE ESTATE  
OF ERNEST L. DUKES, DECEASED

CIVIL ACTION NO. 28-984

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Joe R. Fancher, Jr., who being by me first duly sworn according to law, says on oath:

1. That this Affiant is one of the subscribing witnesses to an attached instrument of writing purporting to be the Last Will and Testament of Ernest L. Dukes, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament, dated the 24th day of May, 1977.

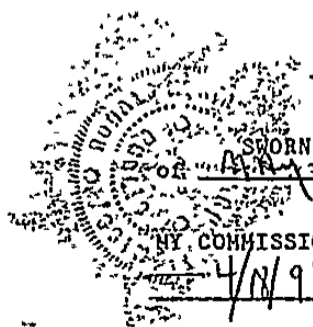
2. That on the 24th day of May, 1977, the said Ernest L. Dukes signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this Affiant, and in the presence of Janet La Cour, the other subscribing witness to the instrument.

3. That Ernest L. Dukes was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.

4. That this Affiant, together with Janet La Cour subscribed and attested said instrument, as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Ernest L. Dukes and in the presence of each other.

And further, your Affiant says naught.

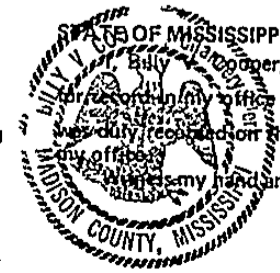
Joe R. Fancher, Jr.



SWORN TO AND SUBSCRIBED BEFORE ME, this the 2<sup>nd</sup> day of May, 1988.

Rauld M. Kl...  
NOTARY PUBLIC

MY COMMISSION EXPIRES: 4/11/91



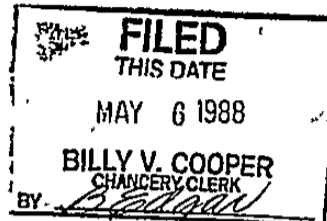
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 6<sup>th</sup> day of May, 1988, at ... o'clock ... M, and was duly recorded on the 6<sup>th</sup> day of May, 1988, Book No. 27 on Page 48 in my office.

BILLY V. COOPER, Clerk

By Bedgar, D.C.



BOOK 22 PAGE 49  
LAST WILL AND TESTAMENT  
OF  
LLOYD KELLY ECHOLS



I, LLOYD KELLY ECHOLS, a resident citizen of Madison County, <sup>28-985</sup> Mississippi, above the age of twenty-one years, and of sound mind and disposing memory, do hereby make, publish and declare this instrument to be my Last Will and Testament, hereby expressly revoking all wills and codicils thereto heretofore made by me, to-wit:

1. I hereby direct my Executrix, hereinafter named, to pay all my just debts which may be probated, registered and allowed against my estate as soon after my death as is practical.

2. I hereby name, constitute and appoint my wife, Opal P. Echols, as the Executrix of my Last Will and Testament, and further direct that she be allowed to act in that capacity without posting bond to insure the faithful performance of her duties, and without the necessity of accounting to any Court. In the event my wife has predeceased me, or is unwilling, unable, or incompetent to serve in the capacity as Executrix, I hereby name, constitute and appoint my daughter, Theresa Echols Irwin, as an alternate Executrix, and direct that she be allowed to act under the same terms and conditions as are applied to my wife if she were to act.

3. I hereby give, devise and bequeath all my property, whether the same is real, personal, or mixed, and wheresoever the same may be situated, to my wife, Opal P. Echols, as her own, absolutely, in fee simple forever, EXCEPT THAT I specifically direct my Executrix to set aside the sum of \$1,000.00 for each of my grandchildren living at the time of my death, to be given to each grandchild upon his or her graduation from high school. I direct that the stated sum shall be withheld at my death and deposited in an interest bearing account to so remain until such time as each grandchild graduates from high school. In the event that all my grandchildren have graduated from high school at the time of my death, then this particular bequest shall be null and void. I further direct that each child's mother shall be the trustee of any funds so set aside in compliance with the terms of this paragraph.

*L. K. E.*

4. In the event my wife has predeceased me, then I hereby give, devise and bequeath all my property, whether the same may consist of real, personal or mixed property, and wheresoever the same may be situated, to my daughters living at the time of my death, in equal shares, share and share alike.

5. In the event that my wife and I are killed in a common disaster, or under circumstances which make it difficult to determine which of us survived the other, then I hereby direct that I shall be presumed to have predeceased her.

6. The terms "personal or mixed property", heretofore used in this my Last Will and Testament, shall include, all funds on hand in any bank, savings and loan, or other financial institution, whether the same are in the form of checking accounts, saving accounts, bonds, certificates of deposit, or any other negotiable form, and any and all proceeds of any promissory notes of which I am the holder at the time of my death, and all personal property, such as articles of clothing, jewelry, household appliances, furnishings and furniture.

7. I specifically direct that if my beneficiaries determine it to be in their best interest to sell the marital homestead property owned by my wife and myself, situated on 2nd Street, in the Town of Flora, that each daughter have the right to first reject or refuse to purchase same prior to being offered for sale to the general public. If all my grandchildren have attained the age of twenty-one (21) years prior to my death, then I likewise direct that each of them be given the right to first refuse or reject to purchase said property prior to being sold to anyone outside my family.

IN WITNESS WHEREOF, I, Lloyd Kelly Echols, have hereunto set my hand to this my Last Will and Testament on this the 31<sup>st</sup> day of October, 1983.

ATTESTING WITNESSES:

Walter H. Kirk  
Ronald M. Kirk

Lloyd Kelly Echols  
LLOYD KELLY ECHOLS, Testator

ATTESTATION CLAUSE

STATE OF MISSISSIPPI  
COUNTY OF MADISON

We, each of the subscribing witnesses to the Last Will and Testament of Lloyd Kelly Echols, do hereby certify that said instrument was signed by said Lloyd Kelly Echols in our presence and in the presence of each of us, and that the said Lloyd Kelly Echols declared the same to be his Last Will and Testament in the presence of each of us, and that we signed said Last Will and Testament as subscribing witnesses at the request of Lloyd Kelly Echols, in his presence, and in the presence of each other. We further certify that at the time he signed the Last Will and Testament, Lloyd Kelly Echols was above the age of twenty-one (21) years and of sound mind and disposing memory.

WITNESS OUR SIGNATURES on this the 31<sup>st</sup> day of October, 1983.

*Uylene H. Kirk*  
*Ronald M Kirk*

STATE OF MISSISSIPPI, County of Madison.  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 31<sup>st</sup> day of May, 1988, at ... o'clock ... M, and was duly recorded on the 63 day of May, 1988, Book No 22, on Page 49.  
Witness my hand and seal of office, this the 6<sup>th</sup> of May, 1988.  
BILLY V COOPER, Clerk  
By *B. Edgan* ... .., D.C.



IN THE CHANCERY COURT OF MADISON COUNTY  
STATE OF MISSISSIPPI

FILED  
THIS DATE  
MAY 6 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

IN THE MATTER OF THE ESTATE OF  
LLOYD KELLY ECHOLS, DECEASED

CIVIL ACTION NO. 88-985

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority at law in and for the jurisdiction aforesaid, the within named WYLENE H. KIRK, who being by me first duly sworn according to law, says on oath:

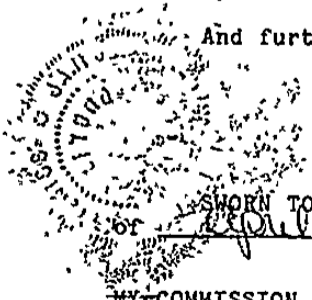
1. That this Affiant is one of the subscribing witnesses to an attached instrument of writing purporting to be the Last Will and Testament of Lloyd Kelly Echols, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament, dated the 31st day of October, 1983.

2. That on the 31st day of October, 1983, the said Lloyd Kelly Echols signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this Affiant, and in the presence of Ronald M. Kirk, the other subscribing witness to the instrument.

3. That Lloyd Kelly Echols was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.

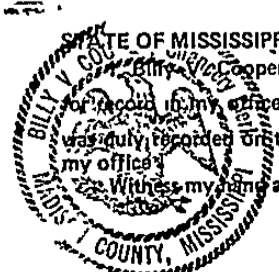
4. That this Affiant, together with Ronald M. Kirk subscribed and attested said instrument, as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Lloyd Kelly Echols and in the presence of each other.

And further, your Affiant says naught.



*Wylene H. Kirk*  
WYLENE H. KIRK  
SWORN TO AND SUBSCRIBED BEFORE ME, this the 12<sup>th</sup> day of May, 1988.  
*[Signature]*  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
My Commission Expires September 22, 1993



STATE OF MISSISSIPPI, County of Madison  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 6<sup>th</sup> day of May, 19 88, at ..... o'clock ..... M., and was duly recorded in the 6<sup>th</sup> day of May, 19 88, Book No. 22, on Page 52 in my office.  
Witness my hand and seal of office, this the 6<sup>th</sup> of May, 19 88.

BILLY V COOPER, Clerk

By *[Signature]*, D.C.

BOOK 22 PAGE 53  
LAST WILL AND TESTAMENT  
OF  
JOE T. DICKERSON

**FILED**  
THIS DATE  
MAY 18 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *D. Wright*  
# 29-002

KNOW ALL MEN BY THESE PRESENTS, That I, Joe T. Dickerson, of the City of Ridgeland, County of Madison, State of Mississippi, being above the age of eighteen years and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ARTICLE I.

I direct that all of my just debts, all taxes and all expenses of my last illness and funeral be paid as soon after my death as conveniently can be done. I will and direct that the administration of my estate be closed as soon after my death as is reasonably possible.

ARTICLE II.

I give and bequeath unto my wife, Gretchen K. Dickerson, if she survives me, all of my tangible personal property, including without limitation household furnishings, wearing apparel and personal effects. If my wife does not survive me, I give and bequeath all of my tangible personal property unto my daughter, Carolyn Dickerson McDaniel.

ARTICLE III.

If my wife, Gretchen K. Dickerson survives me, I give, devise and bequeath all of the rest, residue and remainder of my property unto my daughter, Carolyn Dickerson McDaniel, IN TRUST NEVERTHELESS, to be held for the benefit of my wife. The Trustee may pay any part or all of the net income and principal to or for the benefit of my wife in such amounts as the Trustee may determine to be necessary for her support, maintenance, medical care and welfare. Upon the death of my wife, the trust shall terminate and the corpus and any undistributed income shall be

*Joe T. Dickerson*  
\_\_\_\_\_  
JOE T. DICKERSON

paid over to my daughter, Carolyn Dickerson McDaniel, free of trust.

ARTICLE IV.

If my wife, Gretchen K. Dickerson, does not survive me, I give, devise and bequeath all the rest, residue and remainder of my property, real, personal and mixed, unto my daughter, Carolyn Dickerson McDaniel.

ARTICLE V.

A. The trusts specified herein are intended to be within the definition of a "trust" as set forth in the Uniform Trustees' Powers Act, Chapter 372, Mississippi Laws of 1966 (Section 91-9-101, et seq., Mississippi Code of 1972), and the said Trustee shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended, reference to which statute is hereby made for all purposes.

B. None of the beneficiaries hereunder shall have any power to charge by way of anticipation any interest given to such beneficiary; and all sums payable to such beneficiaries hereunder shall be free and clear of the debts, contracts, alienations and anticipations of the beneficiaries, and of all liabilities, levies, attachments, and proceedings of whatsoever kind, at law and equity, and in the case of a married person, free from control of such person's spouse.

C. During the continuance of the trusts under this Will, my Trustee shall render not less frequently than annually statements of account to the beneficiary or beneficiaries then entitled to current income.

D. It shall not be necessary that the Trustee furnish accountings other than provided for above either during the continuance of the trusts or upon the termination of the same, and I expressly waive any requirements of law or otherwise that

Joe T. Dickerson  
JOE T. DICKERSON

accountings be filed with any court or other public tribunal except upon the written request of any individual having an interest in the trusts, or by the voluntary action of the Trustee.

ARTICLE VI.

I hereby nominate, constitute and appoint my daughter, Carolyn Dickerson McDaniel, as Executrix of this my Last Will and Testament. Should my daughter be unable or unwilling to serve as Executrix either before or after entering upon such duties, I hereby appoint her husband, Max E. McDaniel, as alternate Executor of this Will. I hereby relieve my said Executrix, my alternate Executor, and my Trustee from giving bond, from having an appraisal made of my estate and of making or filing any reports, returns or accountings of any kind or character to any Court or other tribunal.

During the period of administration thereof, my estate shall be considered a trust within the meaning of the said Uniform Trustees' Powers Act, reference to which is again hereby made, and my Executor shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Last Will and Testament, consisting of three (3) pages on the 13<sup>th</sup> day of September, 1987.

Joe T. Dickerson  
JOE T. DICKERSON

WITNESSES:

Dele MacCherie

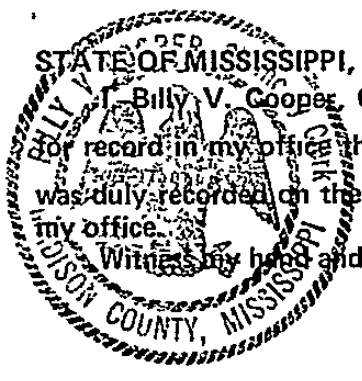
Shad McLawrie III

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by JOE T. DICKERSON as his Last Will and Testament, that he signed the same in our presence and in the presence of each of us, and that we, at his request, and in his presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 13<sup>th</sup> day of September, 1987.

Doc MacChesie  
Shad McSwain III

B4003H



STATE OF MISSISSIPPI, County of Madison:

Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 18<sup>th</sup> day of May, 1988, at ..... o'clock ..... M., and was duly recorded on the 18<sup>th</sup> day of May, 1988, Book No. 22 on Page 53 in my office. Witness my hand and seal of office, this the 18<sup>th</sup> of May, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

NO. 29-002

IN THE MATTER OF THE  
LAST WILL AND TESTAMENT OF  
JOE T. DICKERSON, DECEASED

FILED  
THIS DATE  
MAY 18 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

STATE OF MISSISSIPPI )  
COUNTY OF MADISON )

AFFIDAVIT OF SUBSCRIBING WITNESS

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Thad McLaurin III, who, being first duly sworn, makes oath to the following:

That he was personally acquainted with Joe T. Dickerson, late of Madison County, Mississippi; that the said Joe T. Dickerson, was a resident of and had a fixed place of residence in the City of Ridgeland, Madison County, Mississippi; that affiant, in the presence of DeCe MacChlerie, subscribing witness, and at the special instance and request of the said Joe T. Dickerson, did, on the 13th day of September, 1987, sign and subscribe an instrument of writing represented to be the Last Will and Testament of the said Joe T. Dickerson, Deceased; that said instrument, the original of which is attached hereto, was signed by Joe T. Dickerson, as Testator, and the said Testator declared in the presence of affiant and in the presence of the said DeCe MacChlerie that said instrument constituted his Last Will and Testament and thereupon affiant, in the presence of the said Joe T. Dickerson, and in the presence of DeCe MacChlerie, the other subscribing witness thereto, signed and subscribed the said instrument as one of the attesting witnesses thereto, both of the witnesses signing said Will in the presence of the said Testator and in the presence of each other; that at the time of the said attestation and signing of said instrument the said Joe T. Dickerson was above the age of eighteen years, was then of sound and disposing mind and memory, and in full possession of all of his mental faculties.

The original of said Will is attached to this affidavit and this affidavit is executed by this affiant in proof of said Will, and for the purpose of probating the same in the Chancery Court of Madison County, Mississippi.

*[Signature]*  
THAD McLAURIN III

SWORN TO AND SUBSCRIBED before me, this the 10<sup>th</sup> day of May, 1988.

*[Signature]*  
NOTARY PUBLIC

My Commission Expires:  
My Commission Expires March 14, 1992  
404/B072

STATE OF MISSISSIPPI, County of Madison:  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
in my office on this 18<sup>th</sup> day of May, 1988 at .. o'clock .. M., and  
was duly recorded on the 18<sup>th</sup> day of May, 1988, Book No 22, on Page 57. in  
Witness my hand and seal of office, this the 18<sup>th</sup> day of May, 1988.  
BILLY V. COOPER, Clerk  
By B. Edgar .. DC

STATE OF MISSISSIPPI  
COUNTY OF MADISON

BOOK 22 PAGE 58

# 29-020

LAST WILL AND TESTAMENT OF W. L. SHIVERS

KNOW ALL MEN BY THESE PRESENTS, that I, W. L. Shivers, a resident of Madison County, Mississippi, Ridgeland, Mississippi, and having a fixed place of residence in Madison County, Mississippi, as indicated above, and being of sound and disposing mind and memory, and over the age of twenty one (21) years, do hereby make, publish and declare this my last will and testament, hereby revoking all wills and codicils heretofore made by me.

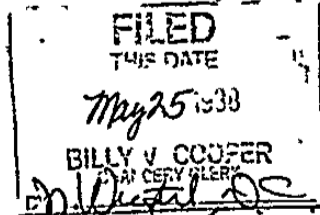
At the present time I am the owner of the following described real property in Madison County, Mississippi, to-wit:

(1) My residence home property, located at Ridgeland, Mississippi, and described in deed of record in the land deed records of said county in Book 100 at page 95, in the Chancery Clerk's Office of the county

(2) The E½ of the SE¼ less 10 acres off of the East Side of the SE¼ of the SE¼ (70 acres) in Section 8, Township 11 North, Range 4 East and the W½ of the NW¼ of the SW¼ (20 acres) in Section 9, Township 11 North, Range 4 East, as per deed of record in the land deed records of the county aforesaid, Book 21, page 272.

I will, devise and bequeath to my son Walter Wayne Shivers, out of the land described in item 2 above, 30 acres known to my children and my wife as the "Home Place".

W. L. Shivers  
W. L. Shivers



BOOK 22 PAGE 59

I, will, devise and bequeath the balance of the land described in item 2 above, other than the "Home Place" to my children Denone Ray Shivers Howard and Otha Lloyd Shivers, children of W L. Shivers and Ruth F Shivers, share and share alike as tenants in common the descendants of any deceased child to take per stirpes the share of their deceased parent

If my wife survives me, I will, devise and bequeath to my wife, Mrs. Ruth F Shivers, the land referred to in item (1) above

If I survive my wife, I will, devise and bequeath the land referred to in item (1) above to my children Walter Wayne Shivers, Denone Ray Shivers Howard and Otha Lloyd Shivers, share and share alike as tenants in common, the descendants of any deceased child to take per stirpes the share of their deceased partner

I bequeath to my child Audine S. Marshall the sum of \$1 00

All the balance of my estate, real, personal and mixed, wheresoever situate or located, which I may own at the time of my death, I will, devise and bequeath to my wife, Mrs Ruth F Shivers if she survives me.

If my said wife shall predecease me or if we should both die as a result of a common disaster and she should survive me for only 30 days or less, I will, devise and bequeath the residue of my estate referred to in the next preceding paragraph, to my Children Walter Wayne Shivers, Denone Ray Shivers Howard and Otha Lloyd Shivers, share and share alike as tenants in common,

W. L. Shivers  
W. L. Shivers

the descendants of any deceased child to take per stirpes the share of their deceased parent

If my said wife survives me, I name and appoint as executor of this my last will and testament the said Mrs. Ruth F. Shivers. If my said wife shall predecease me, I name and appoint as my executor herein, my child Denone Ray Shivers Howard and, in either event, I excuse my executor from executing any bond, any appraisalment and from accounting to any Court.

The foregoing Will consists of three pages, including this page, at the bottom of each of which I have signed my name.

SIGNED, PUBLISHED AND DECLARED BY ME, as and for My Last Will and Testament, on this the 5 day of November, 1976, in the presence and in the presence of each other, have subscribed their names as witnesses hereto.

W L Shivers  
W. L. Shivers

WITNESSES

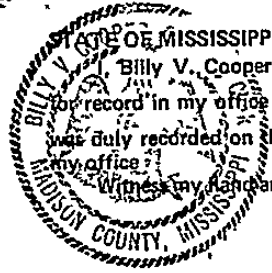
Judette S. McChase

Address 1720 Berlin Dr.  
Jackson, Miss 39211

Marilla Curren

Address Redbank Miss. 39157

W L Shivers  
W. L. Shivers



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 25<sup>th</sup> day of May, 1976, at 8 o'clock PM and was duly recorded on the 25<sup>th</sup> day of May, 1976, Book No. 22 on Page 58 in my office. Witness my hand and seal of office, this the 25<sup>th</sup> of May, 1976.

BILLY V. COOPER, Clerk

By P. Edgar, DC.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
W L Shivers

CAUSE NO. 29-020

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF Madison

FILED  
THIS DATE  
May 25 1988  
BILLY V COOPER  
CHANCERY CLERK  
BY *[Signature]*

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Juliette S McClure, who being by me first duly sworn according to law, states on oath

(1) This this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of W.L Shivers, deceased, who was personally known by the Affiant and whose signature is affixed to said LAST WILL AND TESTAMENT, which is dated the 5th day of November, 1976

(2) That on the 5th day of November, 1976, the said W L Shivers, signed, published and declared said instrument of writing as his LAST WILL AND TESTAMENT in the presence of this Affiant and in the presence of Marcella Cannon, the other subscribing witness to said instrument.

(3) That the said W L Shivers was then and there of sound and disposing mind and memory, and above the age of twenty-one years.

(4) That this Affiant, together with Marcella Cannon, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said W L Shivers and in the presence of each other.

*Juliette S McClure*  
SWORN TO AND SUBSCRIBED before me, this the 20th day of May, 1988.  
*Nanma Lou Morgan*  
NOTARY PUBLIC

My Commission Expires: 7/20/88

"Exhibit B"

STATE OF MISSISSIPPI, County of Madison.  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 25th day of May, 1988 at ... o'clock ... M, and was duly recorded on the 25th day of May, 1988, Book No. 22 on Page 61 in my office.  
Witness my hand and seal of office, this the 25th of May, 1988.  
BILLY V. COOPER, Clerk  
By *[Signature]*, D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
W L. SHIVERS

CAUSE NO. 25-020

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF MADISON

FILED  
THIS DATE  
May 25 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY [Signature]

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Marcella Cannon, who being by me first duly sworn according to law, states on oath:

(1) This this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of W. L. Shivers, deceased, who was personally known by the Affiant and whose signature is affixed to said LAST WILL AND TESTAMENT, which is dated the 5th day of November, 19 76.

(2) That on the 5th day of November, 19 76, the said W. L. Shivers, signed, published and declared said instrument of writing as his LAST WILL AND TESTAMENT in the presence of this Affiant and in the presence of Juliette S. McClure, the other subscribing witness to said instrument.

(3) That the said W. L. Shivers was then and there of sound and disposing mind and memory, and above the age of twenty-one years.

(4) That this Affiant, together with Juliette S. McClure, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said W. L. Shivers and in the presence of each other.

Marcella Cannon  
SWORN TO AND SUBSCRIBED before me, this the 20<sup>th</sup> day of May, 19 88.

Dannie Lee Morgan  
NOTARY PUBLIC

"Exhibit B"

BILLY V. COOPER  
STATE OF MISSISSIPPI, County of Madison:  
My Commission Expires: 11-26-88

Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 25<sup>th</sup> day of May, 19 88, at ..... o'clock ..... M and was duly recorded on the 25<sup>th</sup> day of May, 19 88, Book No 22, on Page 62 in my office.

BILLY V. COOPER, Clerk

By B. Edgar D.C.

BCCX 22 PAGE 63  
LAST WILL AND TESTAMENT  
OF  
GEORGE C. PENTECOST

FILED  
THIS DATE  
MAY 25 1988  
BILLY V COOPER  
CHANCERY CLERK  
BY *[Signature]*  
#29-019

I, George C. Pentecost, of Madison County, Mississippi, being of sound and disposing mind and memory and being of the age of 21 years and older, do make, publish and declare this to be my last will and testament.

I.

I hereby expressly revoke all other wills and codicils heretofore made by me and intend hereby to dispose of all my worldly estate of which I may be seized and possessed at the time of my death

II.

I direct my executor or executrix to pay all of my just debts, probated against my estate, and all funeral expenses, as soon after my death as conveniently can be done.

III.

I give, devise and bequeath unto my wife, Helen Ernestine H. Pentecost, all of my property both real and personal, tangible and intangible, of whatsoever nature and wheresoever found

IV.

If my wife, Helen Ernestine H. Pentecost, pre-deceases me and be not living at the time of my death then I give, devise, and bequeath equally all my property to our children, Nathan Barksdale Pentecost and Martha Ann Pentecost, to share and share alike.

I appoint my wife, Helen Ernestine H Pentecost, as executrix of this my Last Will and Testament. Should she pre-decease me then I appoint my son, Nathan Barksdale Pentecost, as Executor. I request that either party serve without bond

or without giving any appraisals to any court

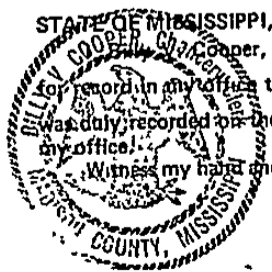
In Testimony of Making, Declaring, and Publishing of the foregoing to be my Last Will and Testament, I now sign my name hereto in the presence of Don Alford and Jay Ann McCrary, this the 27 day of December 1984

George C. Pentecost  
GEORGE C. PENTECOST

We Don Alford and Jay Ann McCrary hereby certify and attest that we witnessed George C. Pentecost make, declare, and publish the above and foregoing instrument to be his Last Will and Testament in our presence and we at his request, signed our names as witnesses in his presence and in the presence of each other. This done the 27 day of December 1984

Don Alford Residing at 22 Brookside Pl. Madison, Ms 39110  
Jay Ann McCrary Residing at 20 Bay Hill Sand Hill, Ms 39161

STATE OF MISSISSIPPI, County of Madison.  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 25<sup>th</sup> day of May, 1988, at        o'clock        M, and was duly recorded on the 25<sup>th</sup> day of May, 1988, Book No. 22 on Page 63 in my office.  
Witness my hand and seal of office, this the 25<sup>th</sup> of May, 1988.  
BILLY V COOPER, Clerk  
By. Bedgan, D.C.





IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF GEORGE C. PENTECOST

CAUSE NO. 29-019

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI COUNTY OF MADISON

FILED THIS DATE MAY 25 1988 BILLY V COOPER CHANCERY CLERK BY [Signature]

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named DON ALFORD, who being by me first duly sworn according to law, states on oath.

(1) This this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of GEORGE C. PENTECOST, deceased, who was personally known by the Affiant and whose signature is affixed to said LAST WILL AND TESTAMENT, which is dated the 27 day of December, 19 84.

(2) That on the 27 day of December, 19 84, the said GEORGE C. PENTECOST, signed, published and declared said instrument of writing as his LAST WILL AND TESTAMENT in the presence of this Affiant and in the presence of JOY ANN MCCRARY, the other subscribing witness to said instrument.

(3) That the said GEORGE C PENTECOST was then and there of sound and disposing mind and memory, and above the age of twenty-one years.

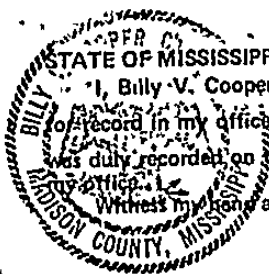
(4) That this Affiant, together with JOY ANN MCCRARY, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said GEORGE C. PENTECOST and in the presence of each other.

SWORN TO AND SUBSCRIBED before me, this the 24 day of May, 19 88

[Signature] NOTARY PUBLIC

My Commission Expires. My Commission Expires April 13-1992

"Exhibit B"

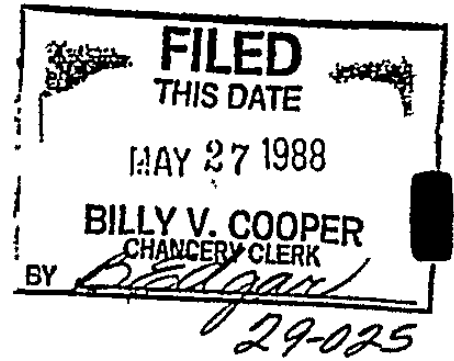


STATE OF MISSISSIPPI, County of Madison. I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed of record in my office this 25th day of May, 19 88, at ... o'clock ... M., and was duly recorded on the 25th day of May, 19 88, Book No. 22 on Page 65 in Witness my hand and seal of office, this the 25th of May, 19 88

BILLY V. COOPER, Clerk By [Signature] D.C.

BOOK 22 PAGE 66  
LAST WILL AND TESTAMENT

OF  
SAMUEL DEAN ROBERTS



I, Samuel Dean Roberts, an adult resident citizen of the City of Jackson, Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all other Wills and Codicils heretofore made by me.

ITEM I.

I hereby nominate, appoint and designate my wife, Elizabeth R. Roberts, as Executrix of this my Last Will and Testament; or if my wife shall predecease me or be unable or unwilling to serve in said capacity, then I nominate and appoint my son, Richard Dean Roberts, as successor-Executor of this my Last Will and Testament. I do hereby waive the necessity of my Executors' (including any successor-Executor, as the case may be) entering into any bond as such and I waive the necessity of any accountings, inventory or formal appraisal of my estate. I do hereby grant my Executors (including any successor-Executor, as the case may be) all the powers set forth in Sections 91-9-101 to 91-9-119 of the Mississippi Code of 1972, as amended, and any others that may be granted by law.

The terms "Executrix," "Executor," and "Executors" as used in this Will or any Codicil hereto, and all references thereto through any type of pronoun, shall include any person or persons, whether male or female, who may be serving hereunder at any time as a personal representative of my estate.

*Samuel Dean Roberts*  
SAMUEL DEAN ROBERTS

ITEM II.

I hereby direct that all my funeral expenses and all of my just debts which may be probated, registered and allowed against my estate be paid as soon after my death as can conveniently be done out of the principal of that portion of my Residuary Estate which is not included in the share qualifying for the Marital Deduction.

In the event any property or interest in property passing under this Will, or by operation of law, or otherwise by reason of my death shall be encumbered by a mortgage or a lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not mandatorily be charged to or paid by my estate, but that my Executrix shall have absolute discretion as to whether said indebtedness, either in whole or in part, shall be paid.

It is my intention, however, that nothing in this Item of my Will should be construed as creating an express Trust or fund for the payment of debts and expenses, which would in any way extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

ITEM III.

I direct that my Executrix pay out of that portion of my Residuary Estate which is not included in the gift qualifying for the Marital Deduction, without apportionment, all estate, inheritance, succession and other taxes, together with any interest or penalty thereon, (but not including any taxes imposed on generation-skipping transfers under the Federal tax laws) assessed by reason of my death and imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof, in respect of all property required to be included in my gross estate for

  
SAMUEL DEAN ROBERTS

estate or like tax purposes by any of such governments, whether the property passes under this Will or otherwise, including property over which I have a power of appointment, without contribution by any recipient of any such property.

ITEM IV.

I give and bequeath, in fee, all of my personal and household effects of every kind held for personal use at the time of my death, including, but not limited to, furniture, furnishings, rugs, pictures, books, silverware, linen, china, glassware, objects of art, wearing apparel, jewelry and automobiles (but excluding cash on hand or on deposit, securities, choses in action or other intangibles), to my wife, Elizabeth R. Roberts, if my wife survives me. If my said wife, Elizabeth R. Roberts, does not survive me, then and in such event I give and bequeath all of said property to my children, to be divided among them by my Executrix, in my Executrix's absolute discretion, in as nearly equal portions as may be practicable, having due regard for the preferences of my children. In the event that any of my said children shall predecease me leaving issue, then the share of such deceased child I give and bequeath to the issue of such deceased child, per stirpes. If any of my said children shall predecease me without leaving issue, then the share of such deceased child I give and bequeath to my remaining children, or to their issue, per stirpes. In the event that none of my children survive me with issue, this bequest shall lapse and shall pass as part of my Residuary Estate.

All of my insurance policies which provide indemnity for the loss of any of my personal or real property by fire, windstorm, or other casualty (including any claim for such loss of any such property which I might have at the time of my death against any insurance company) I give and bequeath respectively to those persons or corporations, as the case may be, who shall become owners of such properties by reason of my death; whether

  
SAMUEL DEAN ROBERTS

such ownership be acquired under the provisions of this Will, by survivorship or by other means.

I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereof.

ITEM V.

I give and devise to my wife, Elizabeth R. Roberts, if my wife shall survive me, all of my right, title and interest in and to the house and lot comprising our residence at the time of my death; or if my said wife shall not survive me, I give and devise said property to my children, share and share alike; or if any of my children shall predecease me leaving issue, then the share of such deceased child to the issue of such deceased child, per stirpes; or if any of my children shall predecease me without leaving issue, then the share of such deceased child to my remaining children, share and share alike, or to their issue, per stirpes.

ITEM VI.

All the rest, residue and remainder of the property which I may own at the time of my death, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including proceeds of any life insurance policies which are payable to my estate, including all lapsed legacies and devises (but excluding any property over or concerning which I have any power of appointment), hereinafter referred to as my Residuary Estate, I give, devise and bequeath unto my Executrix, and I direct that my Executrix shall administer and dispose of my said Residuary Estate in accordance with the terms and provisions set forth and contained in the succeeding Items of this my Last Will and Testament. My Executrix appointed herein shall have sole discretion to divide and distribute the assets of my Residuary

  
SAMUEL DEAN ROBERTS

Estate as set forth in Items VII and VIII but it is my wish and desire that the stock of Southern Automotive Products, Inc., if owned by me at the time of my death, be distributed under Item VIII.

ITEM VII.

In the event that my wife, Elizabeth R. Roberts, survives me, then and in such event, I give, devise and bequeath to my said wife, Elizabeth R. Roberts, a sum equal to the amount by which the value of the property disposed of by this Will exceeds the aggregate of (1) the value of the property disposed of by the preceding Items of this Will (other than Item VI), (2) a sum equal to the largest amount, if any, that can pass free of Federal estate tax under this Will by reason of the unified credit and the state death tax credit (provided use of the state death tax credit does not require an increase in the state death taxes paid) allowable to my estate but no other credit and after taking account of dispositions under previous Items of this Will (other than Item VI) and property passing outside of this Will which do not qualify for the Marital or Charitable Deduction and after taking into account charges to principal that are not allowed as deductions in computing my Federal estate tax and (3) my debts, expenses of administration and other charges payable from principal by my Executrix, including the death taxes referred to in Item III hereof, which reduce the value of property disposed of by this Will that may qualify for the Marital Deduction. I recognize that no sum may be disposed of by this Item and that the sum so disposed of may be affected by the action of my Executrix in exercising certain tax elections.

For the purpose of determining the amount of this bequest, values shall be those which are finally determined for Federal estate tax purposes. Elections made by my Executrix with respect to an optional valuation date and with respect to deductions for income tax purposes shall determine the aforesaid values and the amount of the bequest under this Item. Subject to

  
SAMUEL DEAN ROBERTS

BOOK 22 PAGE 71

the following requirements of this Item, this bequest may be satisfied either in cash or in kind, or both, as determined by and in the sole and absolute discretion of my Executrix. This bequest shall, in all events, be satisfied exclusively by assets qualifying for the Federal estate tax Marital Deduction, based upon the fair market value thereof as of the date of distribution thereof. It is my intent that my Executrix shall have the greatest discretion in the selection and determination of the values of assets to be used to satisfy this bequest allowable without disqualifying this bequest for Marital Deduction purposes under the Federal Internal Revenue Code and applicable regulations promulgated thereunder.

So long as any part of the bequest provided for by this Item shall remain unpaid, my said wife shall be entitled to receive from my Executrix all of the net income of my estate.

Any such income to which my wife is entitled under the provisions of this Item shall be paid over as herein provided at such time or times as may be determined by my Executrix during the settlement of my estate, but not later than at the time of the satisfaction in full of the sum provided for in this Item.

Notwithstanding any provision in this Will to the contrary, any duty or power (including discretionary powers) imposed upon or granted to my Executrix shall be absolutely void to the extent that the right to perform such duty or exercise such power or the performance or exercise thereof would in any way cause my estate to lose all or any part of the tax benefit of the Marital Deduction provisions under the Federal estate tax laws.

In the event my wife, Elizabeth R. Roberts, does not survive me, then and in such event the property passing under this Item shall pass as part of the remainder of my Residuary Estate.

*Samuel Dean Roberts*  
SAMUEL DEAN ROBERTS

ITEM VIII.

I direct that, after satisfying all of the bequests and devises hereinabove set out and after the payment or provision for the payment of all administration expenses and all death taxes as directed in the preceding Items, my Executrix shall deliver and convey all of the remainder of my aforesaid Residuary Estate wheresoever situated, including all lapsed legacies and devises (but expressly excluding any property over or concerning which I may have any power of appointment), to Richard Dean Roberts, as Trustee, in trust for the use and purposes hereinafter set forth and I direct that such remainder of my Residuary Estate (hereinafter referred to sometimes as my Trust Estate) so passing to my Trustee shall be administered and disposed of upon the following terms and conditions:

A. This Trust shall be known as The Samuel Dean Roberts Trust.

B. I direct that during the lifetime of my wife, the Trustee shall pay to my wife the net income derived from the Trust Estate and said net income shall be paid to my wife in monthly or quarterly installments. Additionally, the Trustee shall pay to my wife, or for my said wife's benefit, such amount or amounts of the principal of the Trust Estate as the Trustee may, from time to time in the Trustee's sole discretion deem necessary or advisable for my said wife's support, welfare and maintenance. Such support, welfare and maintenance shall include, but not be limited to, medical, surgical, hospital and other institutional care, as well as education, having in mind the standard of living to which my wife has been accustomed and the income or principal that may be available to my wife from other sources.

C. Upon the death of my wife, the principal then consisting of my Trust Estate shall be apportioned in equal shares to such of my children as shall then be living (a living child hereinafter sometimes referred to as a "beneficiary") and

  
SAMUEL DEAN ROBERTS



to the living issue per stirpes of such of my children as shall be dead with issue then living -- such issue representing its parents; and I direct that the several equal shares shall be administered and disposed of as follows:

1. Upon the creation of the separate share for the primary benefit of a child of mine, the Trustee shall immediately pay and distribute such share to such child.

2. If a separate share shall be created for the primary benefit of the issue of a deceased beneficiary, then, upon the creation of such share, the Trustee shall pay and distribute the same to such lawful issue, per stirpes; provided, however, that if under this provision any portion of the principal of the Trust shall become payable to the issue of a deceased beneficiary who is then less than twenty-one (21) years of age, such portion shall immediately vest in such issue, but the distribution thereof shall be postponed by the Trustee until such issue attains the age of twenty-one (21) years, and in the meantime the Trustee shall pay as much of the net income and/or principal of such portion as the Trustee shall deem necessary or proper in the Trustee's sole discretion to or for the benefit of such issue; if such issue shall die before attaining the age of twenty-one (21) years, the principal together with any accumulated and undistributed income, shall be paid over to the estate of such issue. The authority conferred upon the Trustee by this subparagraph shall be construed as a power only and shall not operate to suspend the absolute ownership of such property by such issue or to prevent the absolute vesting thereof in such issue.

D. In the event that none of my children or none of the issue of my children survive to the time the Trust Estate is to vest, then, at the death of the last of them and of my wife, the then remaining Trust Estate shall be distributed to my heirs-at-law under the laws of the State of Mississippi.

  
SAMUEL DEAN ROBERTS

E. In case any discretionary payment of income or principal from the Trust Estate or any share thereof becomes payable to a minor, or to a person under legal disability, or to a person not adjudicated incompetent, but who, by reason of illness or mental or physical disability, is in the opinion of the Trustee, unable to administer properly such amounts, then such amounts shall be paid out by the Trustee in such of the following ways as the Trustee deems best:

- (i) directly to such beneficiary;
- (ii) to the legal or natural guardian or the legally appointed conservator of such beneficiary;
- (iii) to an apparently qualified individual or bank who, in taking the same "as custodian for" such person under the appropriate state's "Uniform Gifts to Minors Act", indicates that such sum or property shall be treated in all respects as "custodial property" for the benefit of such person, in accordance with the provisions of the Uniform Gifts to Minors Act of such state (whether or not such Act permits custodial property of such an origin);
- (iv) to some relative or friend for the care, support, education and welfare of such beneficiary;
- (v) by the Trustee, using such amounts directly for such beneficiary's care, support, education, and welfare or for any other proper purpose under this Trust;
- (vi) the making of a deposit into a bank, savings and loan association, brokerage,

  
SAMUEL DEAN ROBERTS

or other similar account in the sole name  
of the beneficiary.

Even in the absence of minority or disability, distributions made in the manner described in Subparagraphs (i), (ii), (iv), (v), or (vi) above shall be conclusively deemed to have been made for the direct benefit of the beneficiary. The receipt for or evidence of any such payment, distribution, or application shall be a complete discharge and acquittance of the Trustee to the extent of such payment, distribution, or application and such Trustee shall have no duty to see to the actual application of amounts so paid or distributed to others.

F. Neither the principal nor the income of the Trust Estate, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder, and no beneficiary hereunder shall have any power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of his or her interest in the Trust Estate, or any part of same, or any income produced from said Trust Estate, or any part of same.

G. In dividing the principal of the Trust Estate into parts or shares, as provided for, the Trustee is authorized and empowered in the Trustee's sole discretion to make division or distribution in kind and partly in money. The judgment of the Trustee concerning the division or distribution of the property among the beneficiaries and concerning the values for the purpose of such division or distribution of the property or securities shall be binding and conclusive on all parties interested therein.

H. The interest of every beneficiary shall vest, anything else in this Trust to the contrary notwithstanding, within the period prescribed by the rule against perpetuities or any statute pertaining thereto. Upon such vesting the principal shall be distributed among those who theretofore had been income beneficiaries and in equal proportions.

## ITEM IX.

I hereby grant to my Executrix and also to the Trustee of each Trust established hereunder (including any substitute or successor-Executrix or Trustee or Ancillary Trustee) the continuing, absolute, discretionary power to deal with any property, real or personal, held in my estate or in any Trust, as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with my Executrix or any Trustee hereunder shall be required to inquire into the propriety of any of their actions. I expressly confer upon my Executrix and any Trustee hereunder the specific powers set forth in Section 91-9-101 through Section 91-9-119 of the Mississippi Code of 1972, as now enacted or hereinafter amended, same as herein modified. Without limiting the generality of the foregoing, I hereby grant to my Executrix, and to any Trustee hereunder, the following specific powers and authority in addition to and not in substitution of powers conferred by law:

1. To compromise, settle or adjust any claim or demand by or against my estate or any Trust and to agree to any rescission or modification of any contract or agreement.

2. To retain any security or other property owned by me at the time of my death, so long as such retention appears advisable, and to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executrix or Trustee may presume that I have confidence in the securities owned by me at the time of my death, and, therefore, no sale thereof shall be made solely in order to diversify investments.

3. To retain such property for any period, whether or not the same be of the character permissible for investments by fiduciaries under any applicable law, and without regard to any effect the retention may have upon the diversification of investments.

  
SAMUEL DEAN ROBERTS

4. To sell, transfer, exchange, convert or otherwise dispose of, or grant options with respect to any security or property, real or personal, held in my estate or any Trust fund, at public or private sale, with or without security, in such manner, at such time or times, for such purposes, for such prices and upon such terms, credits and conditions as the Trustee may deem advisable.

5. To invest and reinvest in common stocks, preferred stocks, bonds, options, securities and other property, real or personal, foreign or domestic, whether or not such investments be of the character permissible for investments by fiduciaries under any applicable law, and without regard to the effect any such investment or reinvestment may have upon the diversity of the investments.

6. To render liquid my estate or any Trust created hereunder, in whole or in part at any time, or from time to time, and hold cash or readily marketable securities of little or no yield for such period as the Trustee may deem advisable.

7. To lease any such property beyond the period fixed by statute for leases made by a Trustee and beyond the duration of the Trust Estate or any Trust created hereunder.

8. To join in or become a party to, or to oppose, any reorganization, readjustment, recapitalization, foreclosure, merger, voting trust, dissolution, consolidation or exchange, and to deposit any securities with any committee, depository or trustee, and to pay any and all fees, expenses and assessments incurred in connection therewith, and to charge the same to principal; to exercise conversion, subscription or other rights, and to make any necessary payments in connection therewith, or to sell any such privileges.

9. To vote in person at meetings of stock or security holders, or any adjournment of such meetings, or to vote by general or limited proxy with respect to any such shares of stock or other securities held by the Trustee.

  
SAMUEL DEAN ROBERTS

10. To hold securities in the name of a nominee without indicating the Trust character of such holding, or unregistered, or in such form as will pass by delivery.

11. To pay, compromise, compound, adjust, submit to arbitration, sell or release any claims or demands of the Trust Estate, or any Trust created hereunder, against others or of others against the same as the Trustee may deem advisable, including the acceptance of deeds of real property in satisfaction of bonds and mortgages, and to make any payments in connection therewith which the Trustee may deem advisable.

12. To borrow money for any purpose from any source including the Trustee or any other fiduciary at any time acting hereunder, and to secure the repayment of any and all amounts so borrowed by mortgage or pledge of any property.

13. To possess, manage, insure against loss by fire or other casualties, develop, subdivide, control, partition, mortgage, lease or otherwise deal with any and all real property; to satisfy and discharge or extend the term of any mortgage thereon; to execute the necessary instruments and covenants to effectuate the foregoing powers, including the giving or granting of options in connection therewith; to make improvements, structural or otherwise, or abandon the same if deemed to be worthless or not of sufficient value to warrant keeping or protecting; to abstain from the payment of taxes, water rents, assessments, repairs, maintenance and upkeep of the same; to permit to be lost by tax sale or other proceeding or to convey the same for a nominal consideration or without consideration; to set up appropriate reserves out of income for repairs, modernization and upkeep of buildings, including reserves for depreciation and obsolescence, and to add such reserves to principal, and, if the income from the property itself should not suffice for such purposes, to advance out of other income any sum needed therefor, and, except in the case of a Trust for which the Marital Deduction is allowable in determining the Federal estate

tax payable by the Settlor's estate, to advance any income of the Trust for the amortization of any mortgage on property held in the Trust.

14. To make distribution of the Trust Estate or of the principal of any Trust created hereunder in kind, and to cause any share to be composed of cash, property or undivided fractional shares in property different in kind from any other share.

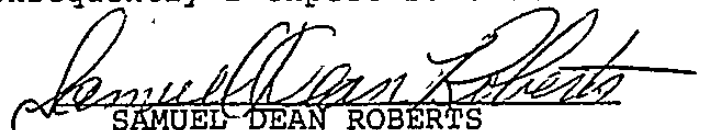
15. To execute and deliver any and all instruments in writing which the Trustee may deem advisable to carry out any of the foregoing powers. No party to any such instrument in writing signed by the Trustee shall be obliged to inquire into its validity.

16. To allocate in the Trustee's sole discretion, in whole or in part, to principal and income, all receipts and disbursements for which no express provision is made hereunder, which allocation shall fully protect the Trustee with respect to any action taken or payment made in reliance thereon.

17. I hereby authorize the Trustee, in his sole and absolute discretion, to elect, or not elect, to treat all or any portion of estimated tax paid by any Trust created hereunder as a payment by a beneficiary of such Trust, which election may be made pro rata among the beneficiaries or otherwise in the discretion of the Trustee, whose decision shall be conclusive and binding upon all parties in interest.

ITEM X.

I presently own certain stock which represents a substantial interest in the Southern Automotive Products, Inc. corporation of Jackson, Mississippi. I anticipate that at the time of my death I will own such stock in said corporation or in a successor thereto, or that I will own a substantial interest in another business enterprise (whether operated in the form of a corporation, a partnership or a sole proprietorship), hereinafter referred to as the business, and consequently I expect some such

  
SAMUEL DEAN ROBERTS

business enterprise will be in my estate at the time of my death. Since I desire that my Executrix and Trustee shall continue to hold and operate such business as part of my estate and the Trust Estate herein created, I hereby vest my said Executrix and Trustee; severally, including any successors to either, with the following powers and authority as supplemental to the ones contained in Item IX, the applicability of which to the business I confirm, without limitation by reason of specification, and in addition to powers conferred by law, all of which may be exercised with respect to every such business, whether a corporation, a partnership, or a sole proprietorship:

1. To retain and continue to operate the business for such period as the Executrix or Trustee, as the case may be, may deem advisable.

2. To control, direct and manage the business. In this connection, the Executrix or Trustee in, the Executrix's or Trustee's sole discretion, shall determine the manner and extent of the Executrix's or Trustee's, as the case may be, active participation in the operation and the Executrix or the Trustee may delegate all or any part of the Executrix's or Trustee's, as the case may be, power to supervise and operate, to such person or persons as the Executrix or Trustee may select, including any associate, partner, officer or employee of the business.

3. To hire and discharge officers and employees, fix their compensation and define their duties; and similarly to employ, compensate and discharge agents, attorneys, consultants, accountants and such other representatives as the Executrix or Trustee may deem appropriate; including the right to employ any beneficiary (or Trustee) in any of the foregoing capacities.

4. To invest other estate or trust funds in such business; to pledge other assets of the estate or Trust Estate as security for loans made to such business; and to loan funds from the Trust Estate to such business.



5. To organize a corporation under the laws of the State of Mississippi or any other state or country and to transfer thereto all or any part of the business or other property held in the estate or the Trust Estate, and to receive in exchange therefor such stocks, bonds and other securities as the Executrix or Trustee may deem advisable.

6. To take any action required to convert any corporation into a partnership or sole proprietorship.

7. To treat the business as an entity separate from the estate or Trust Estate. In its accountings to the court and to any beneficiaries, the Trustee shall only be required to report the earnings and condition of the business in accordance with standard corporate accounting practice.

8. To retain in the business such amount of the net earnings for working capital and other purposes of the business as the Executrix or Trustee may deem advisable in conformity with sound business practice.

9. To purchase, process and sell merchandise of every kind and description; and to purchase and sell machinery and equipment, furniture, fixtures and supplies of all kinds.

10. To sell or liquidate all or any part of any business at such time and price and upon such terms and conditions (including credit) as the Executrix or Trustee may determine. The Executrix or the Trustee is specifically authorized and empowered to make such sale to any partner, officer or employee of the business (or to any individual, Executrix or Trustee) or to any beneficiary hereunder.

11. To exercise any of the rights and powers herein conferred in connection with another or others. To diminish, enlarge or change the scope or nature of any business.

I am aware that certain risks are inherent in the operation of any business. Therefore, I direct that my Executrix and Trustee shall not be held liable for any loss resulting from the retention and operation of any business unless such loss

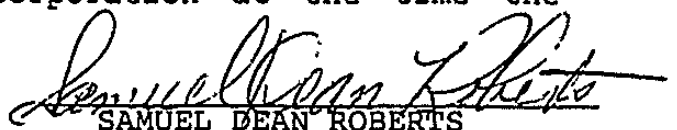
  
SAMUEL DEAN ROBERTS

shall result directly from the Executrix's or Trustee's gross negligence or willful misconduct. In determining any question of liability for losses, it should be considered that the Executrix or Trustee, as the case may be, is engaging in a speculative enterprise at my express request.

If any business operated by my Executrix or Trustee pursuant to the authorization contained in this Will shall be unincorporated, then I direct that all liabilities arising therefrom (other than those resulting from the Executrix's or Trustee's gross negligence or willful misconduct) shall be satisfied first from the business itself and second out of the estate or Trust Estate. It is my intention that in no event shall any such liability (other than those resulting from the Executrix's or Trustee's gross negligence or willful misconduct) be enforced against the Executrix or Trustee personally. If the Executrix or Trustee shall be held personally liable, the Executrix or Trustee shall be entitled to indemnity first from the business and second from the estate or Trust Estate.

ITEM XI.

At the time of the execution of this my Last Will and Testament, I am engaged in business. In connection with that business, I am a stockholder in a closely-held corporation. I direct that my Executrix complete the terms of any agreement concerning the sale or disposition of my stock that may be in existence at the time of my death. In the event that there is no such agreement in force at the time of my death, I direct that my Executrix sell my interest in the closely-held corporation as a going concern, if that is reasonably possible, and I further direct that my Executrix not engage in liquidation of the corporation if it is reasonably possible to avoid doing so. If it is reasonably possible to do so, my Executrix may cause the closely-held corporation to continue its business until it can be disposed of. If my Executrix is unable to reasonably dispose of my interest in the closely-held corporation at the time the

  
SAMUEL DEAN ROBERTS

balance of my estate is ready for distribution, then said Executrix is authorized to distribute stock in the closely-held corporation under the residuary clause of this Will, if such a distribution is not contrary to law. My Executrix will not be responsible or liable to any beneficiary of this Will for any act or omission to act in connection with the closely-held corporation while my Executrix is following or attempting to follow my desires in this regard.

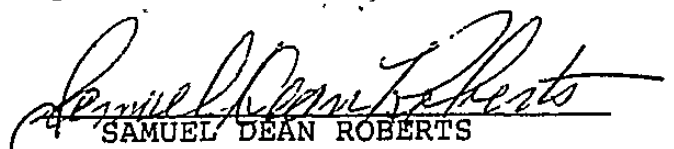
ITEM XII.

The Trustee hereunder (whether originally designated herein or appointed as successor) shall have the right to resign at any time by giving thirty (30) days' written notice to that effect to the current income beneficiary (or beneficiaries) of the Trust, specifying in said notice the effective date of the Trustee's resignation.

Upon the death, incapacity, resignation or discharge of Richard Dean Roberts, as Trustee, Deposit Guaranty National Bank, Jackson, Mississippi, shall be the successor-Trustee.

Upon the death, incapacity, resignation or discharge of a Trustee where no successor-Trustee is otherwise named herein, a successor-Trustee may be appointed on petition of the beneficiary or beneficiaries by the Chancery Court of the First Judicial District of Hinds County, Mississippi.

Each Trust herein created is a private Trust, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee of each Trust herein created shall not be required to enter into any bond as Trustee, nor shall the Trustee be required to return to any court any periodic formal accounting of the Trustee's administration of said Trust, but said Trustee shall render annual accounts to the various beneficiaries of each Trust herein created. No person paying money or delivering property to the Trustee of each Trust herein created shall be required to see to its application.

  
SAMUEL DEAN ROBERTS

Any successor-Trustee shall have the rights, powers, duties and discretions conferred or imposed on the original Trustee. No successor-Trustee shall be obliged to examine the accounts and actions of any previous Trustee. No Trustee shall be liable for any act or omission unless the same be due to such Trustee's own default. In no event shall a corporate Trustee be a corporation owned or controlled by any beneficiary hereof.

Each Trustee is hereby authorized to receive and retain for the Trustee's services of administering the Trust reasonable fees and compensation in accordance with that which is customarily and generally charged by institutions for performing Trust services of the nature involved in the Trust.

ITEM XIII.

In the event that both my said wife and I should die in a common accident, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that my wife shall be deemed to have survived me, and this Will and all of its provisions shall be construed upon that assumption.

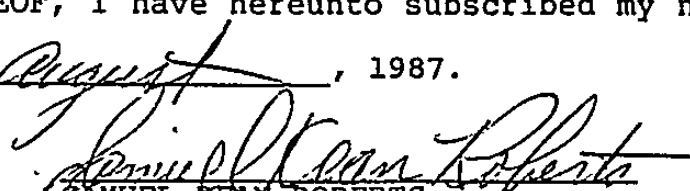
ITEM XIV.

If any beneficiary other than my wife should die simultaneously with me, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that said beneficiary shall be deemed to have predeceased me, and this Will and all of its provisions shall be construed upon that assumption.

ITEM XV.

This Last Will and Testament consists of twenty (20) typewritten pages, on each of which, I have for greater security and identification signed my name thereto.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 5 day of August, 1987.

  
 (SAMUEL DEAN ROBERTS)

This instrument was, on the day shown above, signed, published, and declared by Samuel Dean Roberts to be his Last Will and Testament in our presence, and we, at his request have subscribed our names hereto as witnesses in his presence and in the presence of each other.

WITNESSES:

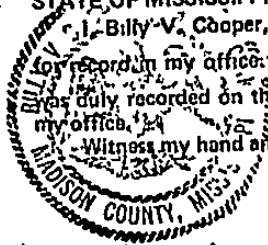
Melinda R Williams  
NAME  
28 River Buck Circle  
ADDRESS  
Madison, Ms 39110

David B. Britton  
NAME  
2693 Lake Circle  
ADDRESS  
Jackson, MS 39211

Albert R. Jones  
NAME  
4347 Madison Pk. N.  
ADDRESS  
Jackson, MS 39211

Samuel Dean Roberts  
SAMUEL DEAN ROBERTS

STATE OF MISSISSIPPI, County of Madison  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
for record in my office this 27th day of May ... 19 88 at ... o'clock ... M., and  
was duly recorded on the 27th day of May ... 19 88, Book No. 22 on Page 66 in  
my office. Witness my hand and seal of office, this the 27th of May ... 19 88.  
BILLY V COOPER, Clerk  
By B. Edgar ... D.C.



BOOK 22 PAGE 86  
AFFIDAVIT OF SUBSCRIBING WITNESS

FILED  
THIS DATE  
APR 27 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

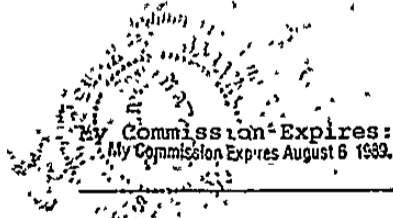
STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said county and state, Melinda R. Williams, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of Samuel Dean Roberts, of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said Samuel Dean Roberts signed, published and declared said instrument as his Last Will and Testament on the 5th day of August, 1987, in the presence of this affiant and in the presence of David B. Grishman, and Robert L. Boyd, the other subscribing witnesses, that said Testator was then of sound and disposing mind and memory and above the age of eighteen years, and this affiant makes oath that she, the said David B. Grishman, and Robert L. Boyd subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testator and in the presence of each other.

*Melinda R. Williams*  
Melinda R. Williams

Sworn to and subscribed before me this, the 26<sup>th</sup> day of April, 1988.

*Leah L. Jordan*  
Notary Public



David B. Grishman  
WATKINS LUDLAM & STENNIS  
633 North State Street  
Jackson, Mississippi 39202

Post Office Box 427  
Jackson, Mississippi 39205  
(601) 949-4900



STATE OF MISSISSIPPI, County of Madison:  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 27<sup>th</sup> day of May, 1988, at ..... o'clock ..... M, and was duly recorded on the 27<sup>th</sup> day of May, 1988, Book No. 22, on Page 86 in my office.  
Witness my hand and seal of office, this the 27<sup>th</sup> day of May, 1988.

BILLY V. COOPER, Clerk  
By *[Signature]*, D.C.

BOOK 22 PAGE 87

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

FILED  
THIS DATE  
MAY 27 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*

This day personally appeared before me, the undersigned authority in and for said county and state, David B. Grishman, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of Samuel Dean Roberts, of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said Samuel Dean Roberts signed, published and declared said instrument as his Last Will and Testament on the 5th day of August, 1987, in the presence of this affiant, in the presence of Melinda R. Williams, and Robert L. Boyd, the other subscribing witnesses, that said Testator was then of sound and disposing mind and memory and above the age of eighteen years, and this affiant makes oath that he, the said Melinda R. Williams, and Robert L. Boyd subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Testator, and in the presence of each other

*David B. Grishman*  
David B. Grishman

Sworn to and subscribed before me this, the 26th day of April, 1988.

*Joseph L. Jordan*  
Notary Public

My Commission Expires:  
My Commission Expires August 6, 1989.

David B. Grishman  
WATKINS LUDLAM & STENNIS  
633 North State Street  
Jackson, Mississippi 39202  
Post Office Box 427  
Jackson, Mississippi 39205  
(601) 949-4900

STATE OF MISSISSIPPI, County of Madison:  
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed and recorded in my office this 27th day of May, 1988, at        o'clock        M., and was duly recorded on the 27th day of May, 1988, Book No 22, on Page 87 in my office.  
Witness my hand and seal of office, this the 27th day of May, 1988.  
BILLY V. COOPER, Clerk  
By *[Signature]* D C

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

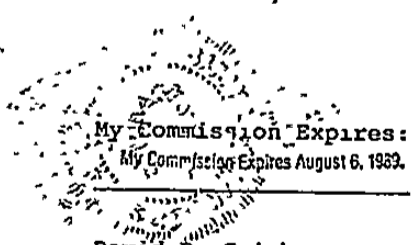
FILED  
THIS DATE  
MAY 27 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *B. Edgar*

This day personally appeared before me, the undersigned authority in and for said county and state, Robert L. Boyd, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of Samuel Dean Roberts, Deceased, late of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said Samuel Dean Roberts signed, published and declared said instrument as his Last Will and Testament on the 5th day of August, 1987, in the presence of this affiant, in the presence of Melinda R. Williams, and in the presence of David B. Grishman, the other subscribing witnesses, that said Testator was then of sound and disposing mind and memory and above the age of eighteen years, and this affiant makes oath that he, the said Melinda R. Williams, and the said David B. Grishman subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testator and in the presence of each other.

*Robert L. Boyd*  
Robert L. Boyd

Sworn to and subscribed before me this, the 26<sup>th</sup> day of April, 1988.

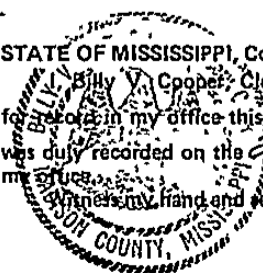
*Sarah L. Jordan*  
Notary Public



David B. Grishman  
WATKINS LUDLAM & STENNIS  
633 North State Street  
Jackson, Mississippi 39202  
  
Post Office Box 427  
Jackson, Mississippi 39205  
(601) 949-4900

STATE OF MISSISSIPPI, County of Madison:

Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 27<sup>th</sup> day of May, 19 88, at ..... o'clock ..... M, and was duly recorded on this 27<sup>th</sup> day of May, 19 88, Book No. 22 on Page 88 in my office.  
Witness my hand and seal of office, this the 27<sup>th</sup> of May, 19 88.



BILLY V. COOPER, Clerk

By *B. Edgar*, D.C.



FILED  
THIS DATE  
JUN 15 1988  
BILLY V. COOPER  
CHANCERY CLERK  
BY *[Signature]*  
# 24-068

# Last Will and Testament

OF

MARY MOTT SCHLUETTER

I, MARY MOTT SCHLUETTER, of Madison County, Mississippi, being over the age of twenty-one (21) years and of sound mind and disposing memory, do hereby make, publish and declare this to be my Last Will and Testament hereby expressly revoking all Wills and Codicils heretofore made by me.

I.

I direct that all my just debts, all estate, inheritance, succession or transfer taxes, however designated, expenses of my last illness and funeral, and the cost of administration of my estate be promptly paid out of the principal of my estate.

II.

I nominate and appoint my husband, FRANZ O. SCHLUETTER, and JAMES CLARENCE MOTT of Box 332, Howie-in-the-Hills, Florida 32737, as co-Executors of this my Last Will and Testament, and I do hereby waive the necessity of bond, inventory or appraisal of my Estate.

III.

I do hereby give, devise and bequeath unto my husband, FRANZ O. SCHLUETTER, all of my property, real, personal and mixed, wheresoever situated or howsoever described.

IV.

In the event my husband, FRANZ O. SCHLUETTER and I die in a common accident, I do nominate and appoint JAMES A. MOTT of P. O. Box 521, Ridgeway, Ontario, Canada or 711 King Arthur's Way, Hewington, Connecticut 06111, as Executor of this my Last Will and Testament and I direct that all of my property, real, personal and mixed, wheresoever situated or howsoever described, be donated to a charity of my Executor's choice.

*Mary Mott Schluetter*

IN WITNESS WHEREOF, I, MARY MOTT SCHLUETTER, have hereunto set my signature and published and declared this to be my Last Will and Testament on this the 16<sup>th</sup> day of July, 1982, in the presence of two witnesses who have each signed as witnesses at my request, in my presence and in the presence of each other.

Mary Mott Schluetter  
MARY MOTT SCHLUETTER

WITNESSES:

Stanley J. Stater  
Pamela A. Minnigau

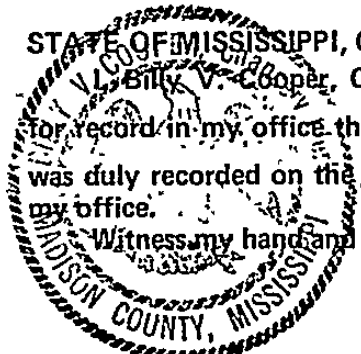
ATTESTATION CLAUSE

We, each of the subscribing witnesses of the Last Will and Testament of MARY MOTT SCHLUETTER, do hereby certify that said instrument was signed in the presence of each of us, and that said MARY MOTT SCHLUETTER, declared the same to be her Last Will and Testament in the presence of each of us, and that we signed as subscribing witnesses to the said Will at the request of MARY MOTT SCHLUETTER, in her presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 16<sup>th</sup> day of July, 1982.

Stanley J. Stater  
Pamela A. Minnigau  
WITNESSES

STATE OF MISSISSIPPI, County of Madison:



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 15 day of June, 1988, at \_\_\_\_\_ o'clock \_\_\_\_\_ M., and was duly recorded on the 15 day of June, 1988, Book No. 22 on Page 89 in my office.

Witness my hand and seal of office, this the 15 of June, 1988.

BILLY V. COOPER, Clerk

By Belgar, D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

In the Matter of the Last Will and Testament of MARY MOTT SCHLUETTER, Deceased.

No. 29-065 Franz O. Schluetter and James Clarence Mott, C-Executors

PROOF OF WILL

FILED THIS DATE JUN 15 1988 BILLY V. COOPER CHANCERY CLERK

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for the Jurisdiction above mentioned, PAMELA A. MINNINGER, one of the subscribing witnesses for the last will and testament of MARY MOTT SCHLUETTER, deceased, who having been by me duly sworn, on her oath states:

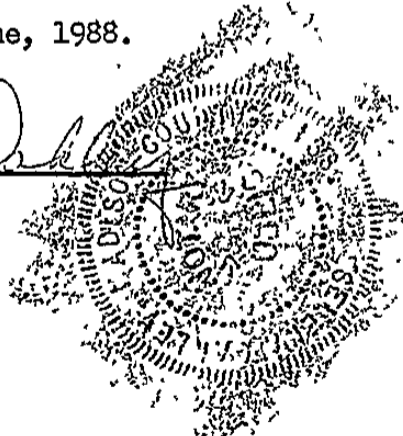
That she is one of the subscribing witnesses to a certain instrument purporting to be the last will and testament of MARY MOTT SCHLUETTER, which was executed by said MARY MOTT SCHLUETTER on the 16th day of July, 1982 in her presence, and in the presence of Stanley F. Stater, III and that she and the said Stanley F. Stater, III subscribed their names to the said will and testament of MARY MOTT SCHLUETTER at the special instance and request of said MARY MOTT SCHLUETTER in her presence and in the presence of each other;

That MARY MOTT SCHLUETTER signed, published and declared said instrument to be her last will and testament; that MARY MOTT SCHLUETTER was then of sound, disposing mind and memory and more than 21 years of age.

Pamela A. Minninger PAMELA A. MINNINGER

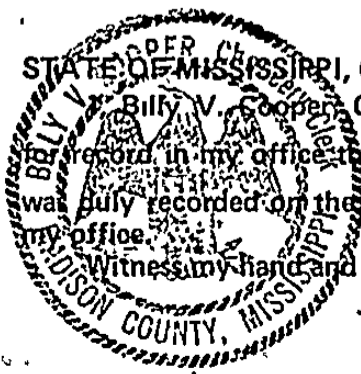
Sworn to and subscribed before me this the 2nd day of June, 1988.

Selena O. [Signature] NOTARY PUBLIC



My Commission Expires:

My Commission Expires July 1, 1988

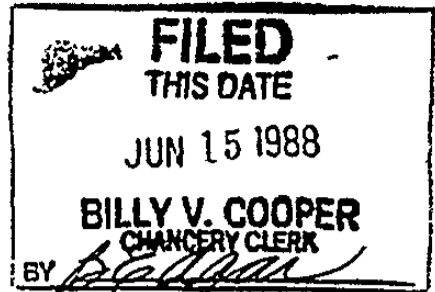


STATE OF MISSISSIPPI, County of Madison: Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed and recorded in my office this 15 day of June, 1988, at ... o'clock ... M., and was duly recorded on the 15 day of June, 1988, Book No. 27 on Page 91 in my office. Witness my hand and seal of office, this the 15 of June, 1988

BILLY V. COOPER, Clerk

By [Signature] D.C.

BOOK 22 PAGE 92  
LAST WILL AND TESTAMENT  
OF  
RACHEL WILLIAMS YOUNG



*4-29-061*

I, RACHEL WILLIAMS YOUNG, an adult resident citizen of Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I hereby revoke any and all other wills and codicils heretofore made by me.

ARTICLE I

I hereby nominate and appoint my TRUSTMARK NATIONAL BANK OF JACKSON, Jackson, Mississippi, as Executor of this my Last Will and Testament to serve without inventory, appraisal, bond or accounting to any Court and to have all the powers during the administration of this estate that are given to trustees in the Uniform Powers of Trustees Act.

ARTICLE II

I direct my Executor to pay all my just debts which shall be probated, registered and allowed against my estate, all taxes due as a result of my death, and all funeral expenses as soon after my death as can be conveniently done.

ARTICLE III

I hereby give, devise and bequeath to JOHN RUSSELL ECKFORD the sum of Five Thousand Dollars (\$5,000.00).

ARTICLE IV

I hereby give, devise and bequeath to RACHEL DIANE ECKFORD the sum of Five Thousand Dollars (\$5,000.00) and my silver.

ARTICLE V

I hereby give, devise and bequeath to JANICE ECKFORD my diamond earrings and my sapphire and diamond dinner ring.

ARTICLE VI

I hereby give, devise and bequeath to JENNIFER ECKFORD the sum of Five Thousand Dollars (\$5,000.00).

*Rwy*

ARTICLE VII

I hereby give, devise and bequeath to ROBERT M. McLEOD, JR. the sum of Five Thousand Dollars (\$5,000.00).

ARTICLE VIII

I hereby give, devise and bequeath to ANDREW THOMAS McLEOD the sum of Five Thousand Dollars (\$5,000.00).

ARTICLE IX

I hereby give, devise and bequeath to TIMOTHY SPENCER McLEOD the sum of Five Thousand Dollars (\$5,000.00).

ARTICLE X

I hereby give, devise and bequeath to JONATHAN McLEOD the sum of Five Thousand Dollars (\$5,000.00).

ARTICLE XI

I hereby give, devise and bequeath to ROBERT MADISON McLEOD any automobile which I may have at the time of my death.

ARTICLE XII

I hereby give, devise and bequeath to SUSAN DIANE ROARK my diamond engagement ring and all the rest and remainder of my personal property but not including cash, notes, bonds, stocks, certificates of deposit, securities, accounts with financial institutions or other negotiable instruments.

ARTICLE XIII

I hereby give, devise and bequeath twenty percent (20%) of the total value of the rest, remainder and residue of my property of whatsoever kind or character and wheresoever situated to the W. T. and RACHEL YOUNG MEMORIAL FUND of the CALVARY BAPTIST CHURCH OF JACKSON, MISSISSIPPI.

ARTICLE XIV

All the rest, remainder and residue of my property of whatsoever kind or character and wheresoever situated I hereby give, devise and bequeath to TRUSTMARK NATIONAL BANK OF JACKSON, Jackson, Mississippi, in trust, however, for SUSAN DIANE ROARK.

This trust shall be known as the RACHEL W. YOUNG TRUST and shall be administered by the Trustee upon the following terms and conditions and for the uses and purposes as hereinafter stated:

*Ruby*  
2

1. The sole beneficiary of this trust shall be SUSAN DIANE ROARK.

2. The primary purpose of this trust is to provide for the support, health and well-being of the beneficiary.

3. The Trustee shall have all powers as designated to trustees in the Uniform Powers of Trustees Act including:

(a) The power to sell at private or public sale any trust property;

(b) The power to lease, mortgage, or pledge trust property;

(c) The power to expend from the income, rents, profits, dividends and/or profits of sales of the trust property, the necessary expenses of administering these trusts, including taxes, trustee's fees and attorney's fees.

4. This is a private trust and the Trustee shall not be required to obtain the order or approval of any Court for the exercising of any power or discretion herein contained. The Trustee shall render annual statements of receipts and disbursements of the income and principal to the beneficiary, but shall not be required to return to any Court any periodic form of accounting of its administration of this trust. The Trustee shall not be required to enter into any bond as Trustee.

5. The Trustee shall pay the net income of this trust to the beneficiary at least as often as annually.

6. Whenever the Trustee determines that the net income of the beneficiary from whatever source derived is insufficient for the reasonable support, health, welfare or maintenance of her accustomed manner of living, the Trustee may, solely, at its discretion, invade the corpus of this trust in order to meet the reasonable needs of the beneficiary.

7. Upon the death of SUSAN DIANE ROARK, the Trustee shall pay over, deliver, assign, transfer and convey to JOHN RUSSELL ECKFORD, RACHEL DIANE ECKFORD and JENNIFER ECKFORD the total trust estate as of that date, share and share alike.

*Rury*

8. During the administration of this trust, the Trustee shall be entitled to reasonable compensation for its services.

I, RACHEL WILLIAMS YOUNG, have signed this Will which consists of 4 pages on this the 29<sup>th</sup> day of May, 1987, in the presence of David W. Decker and Juan B. Brown who attested it at my request.

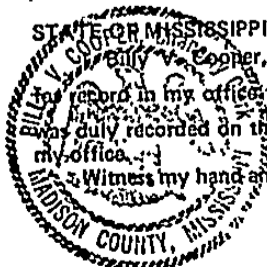
Rachel W. Young  
RACHEL WILLIAMS YOUNG

The above and foregoing Will of RACHEL WILLIAMS YOUNG was declared by her in our presence to be her Last Will and Testament and was signed in our presence; and at her request and in her presence and in the presence of each other was attested by us.

[Signature]  
WITNESS  
401 East Capitol St, Suite 506  
STREET ADDRESS  
Jackson, Mississippi  
CITY & STATE

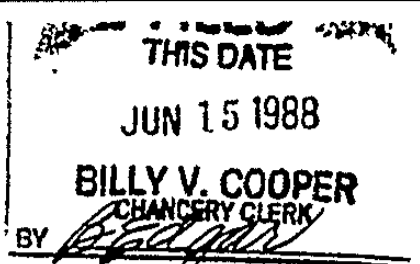
The above and foregoing Will of RACHEL WILLIAMS YOUNG was declared by her in our presence to be her Last Will and Testament and was signed in our presence; and at her request and in her presence and in the presence of each other was attested by us.

Juan B. Brown  
WITNESS  
516 Live Oak Drive  
STREET ADDRESS  
Madison, Mississippi  
CITY & STATE



STATE OF MISSISSIPPI, County of Madison:  
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office on this 15 day of June, 1988, at 11 o'clock A.M., and was duly recorded on the 15 day of June, 1988, Book No 22, on Page 92 in my office.  
Witness my hand and seal of office, this the 15 day of June, 1988.  
BILLY V. COOPER, Clerk

By [Signature] D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF RACHAEL WILLIAMS YOUNG,  
DECEASEDNO. 29-061AFFIDAVIT OF SUBSCRIBING WITNESSSTATE OF MISSISSIPPI  
COUNTY OF HINDS


This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named David W. Dreher, who being by me first duly sworn according to law, says on oath:

- (1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Rachael Williams Young, deceased, who was personally known to this affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 29th day of May, 1987.
- (2) That on the 29th day of May, 1987, the said Rachael Williams Young signed, published and declared said instrument of writing as her Last Will and Testament in the presence of the affiant and in the presence of Susan B. Brown, the other subscribing witness to said instrument.
- (3) That said testator was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.
- (4) That this affiant and Susan B. Brown subscribed and attested said instrument as witnesses to the signature

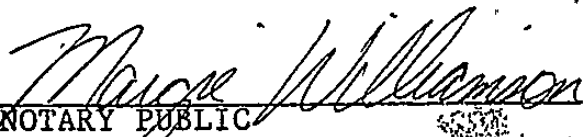
Exhibit "B"



and publication thereof, at the special instance and request, and in the presence of the said testator, and in the presence of each other.

  
\_\_\_\_\_  
DAVID W. DREHER

Sworn to and subscribed before me this the 1st day of June, 1988.

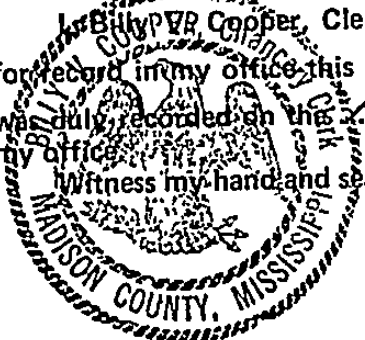
  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:  
3-15-90



STATE OF MISSISSIPPI, County of Madison:

I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 15 day of June, 1988, at        o'clock        M., and was duly recorded in this 15 day of June, 1988, Book No. 22 on Page 96 in my office. Witness my hand and seal of office, this the 15 of June, 1988.



BILLY V. COOPER, Clerk

By B. Edgar ....., D.C.

FILED  
 THIS DATE  
 JUN 15 1988  
 BILLY V. COOPER  
 CHANCERY CLERK  
 BY *[Signature]*

ESTATE OF RACHAEL WILLIAMS YOUNG,  
DECEASED

NO. 29061

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Susan B. Brown, who being by me first duly sworn according to law, says on oath:

- (1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Rachael Williams Young, deceased, who was personally known to this affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 29th day of May, 1987.
- (2) That on the 29th day of May, 1987, the said Rachael Williams Young signed, published and declared said instrument of writing as her Last Will and Testament in the presence of the affiant and in the presence of David W. Dreher, the other subscribing witness to said instrument.
- (3) That said testator was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.
- (4) That this affiant and David W. Dreher subscribed and attested said instrument as witnesses to the signature

EXHIBIT 'C'

BOOK 22 PAGE 99

and publication thereof, at the special instance and request, and in the presence of the said testator, and in the presence of each other.

Susan B. Brown  
SUSAN B. BROWN

Sworn to and subscribed before me this the 1st. day of June, 1988.

Margie Williamson  
NOTARY PUBLIC

My Commission Expires:  
3-15-90



STATE OF MISSISSIPPI, County of Madison  
BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed  
record in my office this 15 day of June, 1988, at ... o'clock ... M., and  
was duly recorded on the 15 day of June, 1988, Book No 22, on Page 98 ... in  
my office.  
Witness my hand and seal of office, this the 15 day of June, 1988.  
BILLY V. COOPER, Clerk  
By .. B. Edgar .., D.C.

