

BOOK 26 PAGE 400

FILED
THIS DATE

SEP 17 1993

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE
LAST WILL AND TESTAMENT OF SAM IRVIN MILNER, JR.

STEVE DUNCAN
CHANCERY CLERK

Steve Duncan

STATE OF MISSISSIPPI
COUNTY OF HINDS

THIS DAY personally came and appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, the within named Dale V. Brown, who being first duly sworn, stated on oath the following, to-wit:

1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Last Will and Testament of Sam Irvin Milner, Jr., who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament which is dated February 14, 1978.

2. That on February 14, 1978, the said Sam Irvin Milner, Jr. 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 Alice L. Scott, the other subscribing witness to said instrument.

3. That the said Sam Irvin Milner, Jr. was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.

4. That this Affiant, together with Alice L. Scott, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and

BOOK 26 PAGE 401

request, and in the presence of Sam Irvin Milner, Jr. and in the presence of each other.

DALE V. BROWN
DALE V. BROWN

SWORN TO AND SUBSCRIBED BEFORE ME, this the 13th day of September, 1993.

Melissa P. Bailey
NOTARY PUBLIC

My Commission Expires:

My Commission Expires March 29, 1994



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 17th day of September, 1993, at _____ o'clock _____ M., and was duly recorded on the 17th of September, 1993, Book No. 216, Page 400.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trapp D.C.

FILED

THIS DATE

SEP 17 1993

7:22 P.M.

STEVE DUNCAN
CHANCERY CLERK

Page 1 of Page 2

February 14, 1978

Last will & testament of Emogene Lofton Milner
 I Emogene Lofton Milner a resident of
 Hinds County Miss. and over 21 years of age
 being of sound mind and disposing mind
 and memory, aware of the Natural objects
 of my bounty, knowing the property both
 real & personal that is mine and desiring
 to make disposition of that property in the
 manner specified below, do make this my
 last will and testament, and hereby make and
 publish this my last will releasing any
 prior will.

Upon my death, everything I own or
 have any interest in, in any way, partial or
 complete real or personal property, I devise
 and bequeath to my husband Sam Drun Milner,
 if my husband Sam Drun Milner, Jr. shall
 predecease me everything that I own or have
 any interest in, in any way, partial or complete,
 real or personal property, I devise and
 bequeath to my sons, Sammy Gene Milner
 and Steve Lofton Milner, share & share
 alike

I hereby appoint as the executor of
 my will my husband Sam Drun Milner, Jr.
 to serve without posting bond, and direct
 that he first pay my just debts and
 make provision for burial prior to
 disbursing my estate as directed above.

Should my husband, Sam Drun Milner, Jr.
 predecease me, I appoint as executor

of my estate Sammy Gene Milner also
to serve without posting bond and to
disburse my estate as directed above.

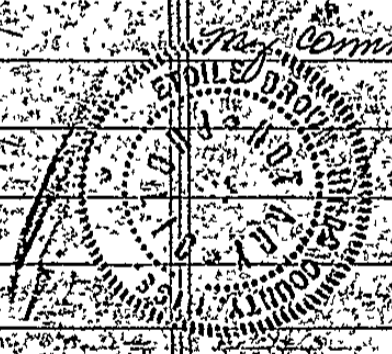
Emogene Lofton Milner
Testator

Witness: Dale Wilson - 7-14-78

Witness: Alice L. Scott 2-~~14~~ 14-78

Ettie Brown

My commission expires 12-17-79



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 17th day
of September, 19 93, at o'clock M., and was duly recorded
on the 17th day of September, 1993, Book No. 26, Page 402.

STEVE DUNCAN, CHANCERY CLERK BY: Karen Trapp D.C.

BOOK 26 PAGE 404

FILED
THIS DATE

SEP 17 1993

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE

LAST WILL AND TESTAMENT OF EMOGENE LOFTON MILNER

STEVE DUNCAN
CLERK

BY *Karen Supp*

STATE OF MISSISSIPPI
COUNTY OF HINDS

THIS DAY personally came and appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, the within named Dale V. Brown, who being first duly sworn, stated on oath the following, to-wit:

1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Last Will and Testament of Emogene Lofton Milner, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament which is dated February 14, 1978.

2. That on February 14, 1978, the said Emogene Lofton Milner 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 Alice L. Scott, the other subscribing witness to said instrument.

3. That the said Emogene Lofton Milner was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.

4. That this Affiant, together with Alice L. Scott, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and

BOOK 26 PAGE 405

request, and in the presence of Emogene Lofton Milner and in the presence of each other.

Dale V. Brown
DALE V. BROWN

SWORN TO AND SUBSCRIBED BEFORE ME, this the 13th day of September, 1993.

Melissa P. Bailey
NOTARY PUBLIC

My Commission Expires:

My Commission Expires March 29, 1994



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 17th day of September, 1993, at — o'clock — M., and was duly recorded on the 17th day of September, 1993, Book No. 26, Page 403.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trippi D.C.

BOOK 26 PAGE 406

FILED
THIS DATE

SEP 17 1993

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE LAST WILL AND TESTAMENT OF EMOGENE LOFTON, MILNER STEVE DUNCAN
CHANCERY CLERK
Karen Trapp

STATE OF MISSISSIPPI
COUNTY OF HINDS

THIS DAY personally came and appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, the within named Alice L. Scott, who being first duly sworn, stated on oath the following, to-wit:

1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Last Will and Testament of Emogene Lofton Milner, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament which is dated February 14, 1978.

2. That on February 14, 1978, the said Emogene Lofton Milner 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 Dale V. Brown, the other subscribing witness to said instrument.

3. That the said Emogene Lofton Milner was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.

4. That this Affiant, together with Dale V. Brown, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and

BOOK 26 PAGE 407

request, and in the presence of Emogene Lofton Milner and in the presence of each other.

Ms. Alice L. Scott
ALICE L. SCOTT

SWORN TO AND SUBSCRIBED BEFORE ME, this the 13 day of September, 1993.



Paula Birse
NOTARY PUBLIC

My Commission Expires:

My Commission Expires January 10, 1996

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 17th day of September, 1993, at — o'clock — M., and was duly recorded on the 17th day of September, 1993, Book No. 26, Page 406.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trapp D.C.



#32-211

FILED

THIS DATE

SEP 24 1993

STEVE DUNCAN
CHANCERY CLERK

BY: *Karen Trapp*

BOOK 26 PAGE 408

LAST WILL AND TESTAMENT OF GRIFFIN B. WHITE

I, Griffin B. White, of Canton, Madison County, Mississippi, being of sound and disposing mind, memory and understanding and over the age of twenty-one years do hereby make, publish and declare this to be my last will and testament hereby revoking all wills heretofore made by me.

Item 1- I direct that my Executrix pay my just debts.

Item 2- I will, bequeath and devise to my wife, Mrs. Clara Mae G. White, all of my property both real, personal and mixed and wherever the same may be located.

Item 3- I name, constitute and appoint my wife, Mrs. Clara Mae G. White, as Executrix of this my last will and testament and direct that she not be required to give bond as such Executrix and that she not be required to account to any person or court as such Executrix.

Signed, published and declared by me to be my last will and testament on this the 2nd day of February, 1954 in the presence of the undersigned witnesses who, at my request, in my presence and in the presence of each other affixed their names as witnesses thereto on the day and date aforesaid.

Griffin B White
Griffin B. White

WITNESSES:

W. B. Cooper

Gerey F. Parker

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 24 day of September, 1993, at _____ o'clock _____ M, and was duly recorded on the 24 day of September, 1993, Book No. 26, Page 408

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Trapp* D.C.



BOOK 26 PAGE 409 FILED
THIS DATE

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
AUG 24 1993

IN THE MATTER OF THE ESTATE OF
GRIFFIN B. WHITE, DECEASED

BILLY V. COOK
CHANCERY CLERK
Karen Supp

CIVIL ACTION FILE NO. 32-211

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF Madison

PERSONALLY came and appeared before me, the undersigned authority for the jurisdiction aforesaid, the undersigned SIDNEY RUNNELS, who after first being duly sworn on oath, states that he was well familiar with Griffin B. White for over 25 years and was familiar with his handwriting and his signature and that the signature set forth in the Last Will and Testament of Griffin B. White, a copy of which is attached, is in fact the signature of Griffin B. White.

WITNESS MY SIGNATURE, this the 19th day of August, 1993.

Sidney Runnels
AFFIANT - SIDNEY RUNNELS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 19th day of August, 1993.

Francis W. Williamson
NOTARY PUBLIC

My Commission Expires:
My Commission Expires April 10, 1995



STATE OF MISSISSIPPI, COUNTY OF MADISON:
I certify that the within instrument was filed for record in my office this 24 day of August, 1993, at o'clock M., and was duly recorded on the 24th day of September, 1993, Book No. 26, Page 409.
STEVE DUNCAN, CHANCERY CLERK BY: *Karen Supp* D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
THIS DATE

IN THE MATTER OF THE ESTATE OF
GRIFFIN B. WHITE, DECEASED

AUG 24 1993

BILLY V COOPER

CIVIL ACTION FILE NO. 32-211

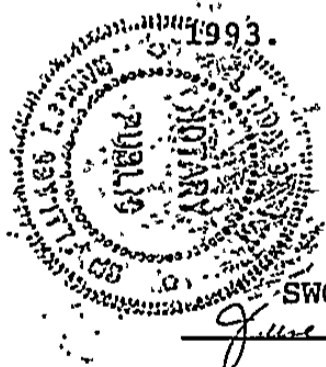
Karen Trupp

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF RAWKIN

PERSONALLY came and appeared before me, the undersigned authority for the jurisdiction aforesaid, the undersigned BETTY JOYCE RHODES, who after first being duly sworn on oath, states that she was well familiar with Griffin B. White for over 25 years and was familiar with his handwriting and his signature and that the signature set forth in the Last Will and Testament of Griffin B. White, a copy of which is attached, is in fact the signature of Griffin B. White.

WITNESS MY SIGNATURE, this the 15 day of June, 1993.



Betty Joyce Rhodes
AFFIANT BETTY JOYCE RHODES

SWORN TO AND SUBSCRIBED BEFORE ME, this the 15 day of June, 1993.

Charles S. Deay
NOTARY PUBLIC

My Commission Expires:
My Commission Expires November 17, 1995

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 24 day of August, 1993, at — o'clock — M., and was duly recorded on the 24 day of September, 1993, Book No. 26, Page 410.



STEVE DUNCAN, CHANCERY CLERK BY Karen Trupp D.C.

BOOK 26 PAGE 411

FILED

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

AUG 24 1993

IN THE MATTER OF THE ESTATE OF GRIFFIN B. WHITE, DECEASED

Karen Trupp

CIVIL ACTION FILE NO. 32-211

AFFIDAVIT

STATE OF MISSISSIPPI

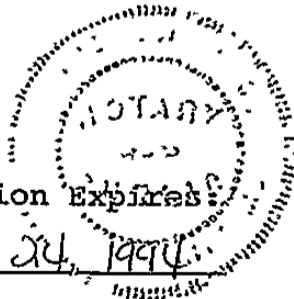
COUNTY OF Madison

PERSONALLY came and appeared before me, the undersigned authority for the jurisdiction aforesaid, the undersigned BENTLEY E. CONNER, who after first being duly sworn on oath, states that the signatures of W. B. Cooper and Percy F. Parker witnessing the signature of Griffin B. White, as set forth in the Last Will and Testament of Griffin B. White, a copy of which is attached, are in fact the signatures of W. B. Cooper and Percy F. Parker.

WITNESS MY SIGNATURE, this the 20th day of August, 1993.

Bentley E. Conner
AFFIANT - BENTLEY E. CONNER

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20th day of August, 1993.



Jamie M. Hammack
NOTARY PUBLIC

My Commission Expires: August 24, 1994



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 24 day of August, 1993, at _____ o'clock _____ M., and was duly recorded on the 20th day of September, 1993, Book No. 26, Page 411.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Trupp* D.C.

FILED
THIS DATE
OCT 1 1993
STEVE DUNCAN
CHANCERY CLERK
BY *[Signature]*

LAST WILL AND TESTAMENT
OF
GEORGIA BIZZELL PALMER

I, Georgia Bizzell Palmer, of Canton, Madison County, Mississippi, being over the age of twenty-one years, and of sound and disposing mind, memory and understanding, and not under the restraint or undue influence of any person, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking and making void all former wills and codicils by me made:

ARTICLE I

I direct my Executor, hereinafter named, to pay all just debts that I owe at the time of my death which may be legally probated against my estate.

ARTICLE II

I direct that a suitable monument be placed over my grave, but I do not intend for my burial expenses to be extravagant.

ARTICLE III

I bequeath and devise unto my husband, William Rownd Palmer, all my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated. Should my husband predecease me, I bequeath and devise all my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated to my child, Richard Bizzell Palmer. I direct further that should my husband predecease me, that Mrs. Ora B. Nestle, my sister, be appointed the Guardian of my child, Richard Bizzell Palmer.

ARTICLE IV

I hereby nominate, constitute and appoint my husband, William Rownd Palmer, of Canton, Mississippi, as Executor of this my Last Will and Testament; and I direct that he be permitted to serve in said capacity without bond or other security and without reporting or accounting to any Court or person for her actions.

PAGE ONE OF TWO PAGES *Georgia Bizzell Palmer*

LAST WILL AND TESTAMENT
GEORGIA BIZZELL PALMER
Page Two of Two Pages

IN TESTIMONY WHEREOF, I have signed, published and declared this instrument as my Last Will and Testament in the presence of the undersigned witnesses, whom I have especially requested to witness the same, and who have done so in my presence, this the 12th day of November, A. D. 1970.

Georgia Bizzell Palmer
TESTATOR

WITNESSES:

Franklin S. Perrine
Collins Wagner

CERTIFICATE

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

WITNESS our signatures on this the 12th day of November, A. D., 1970.

Franklin S. Perrine
NAME

467 Hickins St Canton Miss.
ADDRESS

Collins Wagner
NAME

Canton, Miss.
ADDRESS

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day of Oct, 1973, at 3.30 o'clock P M., and was duly recorded on the 1st day of Oct. 1973, Book No. 26, Page 412.



STEVE DUNCAN, CHANCERY CLERK

BY: M. B. R. H. D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
GEORGIA BIZZELL PALMER, DECEASED

CIVIL ACTION FILE
NO. 32-299

PROOF OF WILL

STATE OF MISSISSIPPI
MADISON COUNTY

FILED
THIS DATE
OCT 1 1993
STEVE DUNCAN
CHANCERY CLERK
BY *Karen Trupp*

Personally appeared before me, a notary public in and for said county and state, the undersigned Frankye S. Provine, who, being by me first duly sworn, states on oath:

That affiant, Frankye S. Provine was one of the subscribing witnesses to a certain instrument of writing which was dated November 12, 1970, purporting to be the Last Will and Testament of Georgia Bizzell Palmer, and affiant states that the said Georgia Bizzell Palmer signed, published and declared said instrument as her Last Will and Testament in the presence of this deponent and in the presence of Collins Wohner, the other subscribing witness thereto and this Will was so signed, published and declared, and that said Testatrix was then of sound and disposing mind and memory and more than eighteen years of age, and this deponent and Collins Wohner 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.

Frankye S. Provine
FRANKYE S. PROVINE

Sworn to and subscribed before me, this the 1st day of October, 1993.

Cynthia A. Baker
NOTARY PUBLIC

My Commission Expires:
My Commission Expires November 11, 1995

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1 day of Oct, 1993, at 3:30 o'clock P.M., and was duly recorded on the 1st day of Oct. 1993, Book No. 26, Page 414.

STEVE DUNCAN, CHANCERY CLERK

BY *M. Rickett* D.C.





STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day of October, 1993, at o'clock M., and was duly recorded on the 1st day of October, 1993, Book No. 86, Page 415.
BY: Steve Duncan Chancery Clerk D.C.

BOOK

26 PAGE 415

#32-283

FILED THIS DATE

OCT 1 1993

STEVE DUNCAN
CHANCERY CLERK

1980's wife

At my reported

Evolution MS to go to VA

Apr 1993

Get MA license - the help

Wife Bill & start of

Wife - Hattie June got his

head. Melissa get my

house after Mattie's death

the other children get

what they want - Hattie

Walter Bill Jones

Gold Banker's address

give this to Ed Howard of my

private to them to read

FILED
THIS DATE
OCT 1 1993
STEVE DUNCAN
CHANCERY CLERK
BY *[Signature]*

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF SAMSON ANDERSON, DECEASED

CIVIL ACTION FILE NO. 32-283

AFFIDAVIT AS TO HOLOGRAPHIC WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for said county and state, the within named Elder Johnny Lee Anderson, who being first duly sworn, states on oath as follows:

That affiant is an adult citizen and resident of Madison County, Mississippi, and is in no wise interested in the estate of Samson Anderson, deceased; that over a period of many years affiant had occasion to be familiar with the handwriting and signature of Samson Anderson and affiant has carefully examined the attached instrument dated 1980, purporting to be said decedent's Last Will and Testament; that the handwriting and signature contained in said instrument are genuine and were made and done by the said decedent and is authentic; that at the time of make said instrument said decedent was over the age of twenty-one (21) years and was of sound and disposing mind and memory and competent to make a testamentary disposition of decedent's property.

WITNESS MY HAND, this the 14th day of September, 1993.

[Signature]
ELDER JOHNNY LEE ANDERSON

SWORN TO AND SUBSCRIBED before me, on this the 14th day of September, 1993.

[Signature]
NOTARY PUBLIC

(SEAL)
My Commission Expires:
January 31, 1994

FILED
THIS DATE
OCT 1 1993
STEVE DUNCAN
CHANCERY CLERK
BY *[Signature]*

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF SAMSON ANDERSON, DECEASED

CIVIL ACTION FILE NO. 22-283

AFFIDAVIT AS TO HOLOGRAPHIC WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for said county and state, the within named Jennifer Anderson, who being first duly sworn, states on oath as follows:

That affiant is an adult citizen and resident of Madison County, Mississippi, and is in no wise interested in the estate of Samson Anderson, deceased; that over a period of many years affiant had occasion to be familiar with the handwriting and signature of Samson Anderson and affiant has carefully examined the attached instrument dated 1980, purporting to be said decedent's Last Will and Testament; that the handwriting and signature contained in said instrument are genuine and were made and done by the said decedent and is authentic; that at the time of make said instrument said decedent was over the age of twenty-one (21) years and was of sound and disposing mind and memory and competent to make a testamentary disposition of decedent's property.

WITNESS MY HAND, this the 12th day of April, 1998.

Jennifer Anderson
JENNIFER ANDERSON

SWORN TO AND SUBSCRIBED before me, on this the 12th day of

April, 1998.

Maria H. Barnes
NOTARY PUBLIC

(SEAL)
My Commission Expires:
January 31, 1994

LAST WILL AND TESTAMENT OF LOLA ELLIS SEDLACEK

I, LOLA ELLIS SEDLACEK, an adult resident citizen of the City of Canton, Madison 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 expressly revoke any former wills or codicils heretofore made by me, to-wit:

1. I hereby give and bequeath unto my daughter-in-law, LAURENE HURST WILLIAMSON, now living in North Carolina, my pearl necklace and matching earrings.

2. Any furniture, automobiles, jewelry, or personal belongings which I may own at the time of my death, I direct that my daughter, EDITH WILLIAMSON PURVIANCE, dispose of in whatever manner she deems desirable.

3. I hereby exercise the power of appointment vested in me by the Last Will and Testament of my deceased husband, Frank J. Sedlacek, and specifically refer to such power granted to me in said Will, particularly by paragraph numbered 6 of Article II thereof. I hereby direct that upon my death, the entire remaining principal and uncollected or undistributed income of the trust created by the will of my deceased husband in which I am beneficiary shall be paid over, delivered, assigned, transferred and conveyed as follows: one-third to EDITH WILLIAMSON PURVIANCE, my daughter; one-third to WALTER ELLIS WILLIAMSON, my son; and one-third to AUBREY BRYAN SMITH, the spouse of my deceased daughter, CORNELIA WILLIAMSON SMITH. If Walter Ellis Williamson shall predecease me, then his share shall be devised to his spouse, Laurene Hurst Williamson, and in the event both shall predecease me, then that share shall be devised to his heirs-at-law; if Edith Williamson Purviance shall predecease me, then her share shall be devised to her spouse, Henry Schrock Purviance, and in the event both shall predecease me, then that share shall be devised to her heirs-at-law; if Aubrey Bryan Smith shall predecease me, then his share shall be devised to the heirs-at-law of my deceased daughter, Cornelia Williamson Smith, namely, Bryan Smith, Jr.; Rebecca Smith Bailey, and Deborah Smith Mabry, share and share alike

4. All of the balance and residue of my estate, real, personal or mixed, including any royalty or mineral interest which I may own at the time of my death, I give, devise and bequeath as follows: one-half to EDITH WILLIAMSON PURVIANCE, my daughter; and one-half to WALTER ELLIS WILLIAMSON, my son. If Walter Ellis Williamson shall predecease me, then his share shall be devised to his spouse, Laurene Hurst Williamson, and in the event both shall predecease me, then that share shall be devised to his heirs-at-law; if Edith Williamson Purviance shall predecease me, then her share shall be devised to her spouse, Henry Schrock Purviance, and in the event both shall predecease me, then that share shall be devised to her heirs-at-law.

5. I nominate and appoint as Executrix of my estate my daughter, EDITH WILLIAMSON PURVIANCE, of whom no bond or security shall be required. If my said daughter shall predecease me or is unwilling or unable to serve as Executrix, then I nominate and appoint as substitute Executor my son, WALTER ELLIS WILLIAMSON, of whom no bond or security shall be required. I waive the necessity of having a formal appraisal made of my estate.

IN WITNESS WHEREOF I have executed this my Last Will and Testament in the presence of the undersigned witnesses, each of whom I have specifically requested to act in such capacity on this the 29th day of January, 1987, at Canton, Mississippi.

Lola Ellis Sedlacek
LOLA ELLIS SEDLACEK

ATTESTATION CLAUSE

We hereby certify that on this the 29th day of January, 1987, Lola Ellis Sedlacek, specifically requested us to witness this her Last Will and Testament, and she, in our presence, signed, executed, and published her said Last Will and Testament, and we, in her presence and in the presence of each other, signed as attesting witnesses thereto, all as provided by law

Nina S. Pinkins
Witness

Jimmie Ambrose Sutliff
Witness

379 E. Race St.
Address

302 S. Liberty, Canton, MS
Address

OCT - 6 1993

STEVE DUNCAN
CHANCERY CLERK
Karen Supp



STATE OF MISSISSIPPI, COUNTY OF MADISON:
I certify that the within instrument was filed for record in my office this 6th day of October, 1993, at 10 o'clock AM, and was duly recorded on the 6th day of October, 1993, Book No 26, Page 416
STEVE DUNCAN, CHANCERY CLERK BY Karen Supp DC

BOOK 26 PAGE 417

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
LOLA ELLIS SEDLACEK, DECEASED

CIVIL ACTION

FILED FILE NO. 32-305
THIS DATE

PROOF OF WILL OCT - 6 1993

STATE OF MISSISSIPPI
MADISON COUNTY

STEVE DUNCAN
CHANCERY CLERK
Karen Trupp

Personally appeared before me, a notary public in and for said county and state, the undersigned Nina S. Dinkins, who, being by me first duly sworn, states on oath:

That affiant, Nina S. Dinkins was one of the subscribing witnesses to a certain instrument of writing which was dated January 29, 1987, purporting to be the Last Will and Testament of Lola Ellis Sedlacek, and affiant states that the said Lola Ellis Sedlacek signed, published and declared said instrument as her Last Will and Testament in the presence of this deponent and in the presence of Tiny Dinkins Sutliff, the other subscribing witness thereto and this Will was so signed, published and declared, and that said Testatrix was then of sound and disposing mind and memory and more than eighteen years of age, and this deponent and Tiny D. Sutliff 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.

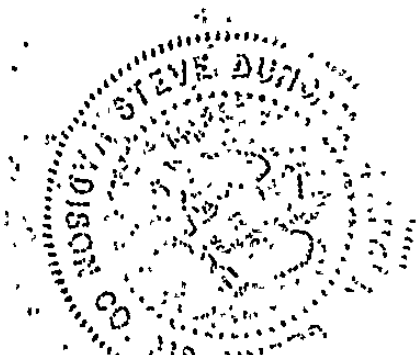
Nina S. Dinkins

Nina S. Dinkins

BOOK 26 PAGE 418

In the Matter of the Estate of
Lola Ellis Sedlacek, Deceased
Page 2

Sworn to and subscribed before me, this the 6th day
of October, 1993.



Steve Duncan, Chancery Clerk
By: Karen Tripp, D.C.
NOTARY PUBLIC

My Commission Expires:

1-1-96

STATE OF MISSISSIPPI, COUNTY OF MADISON:



I certify that the within instrument was filed for record in my office this 6th day
of October, 1993, at — o'clock — M., and was duly recorded
on the 6th day of October, 1993, Book No. 26, Page 417.

STEVE DUNCAN, CHANCERY CLERK BY: Karen Tripp D.C.

FILED #32-306

BOOK 26 PAGE 419

DEC 31 1992

NO. 10978

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By *[Signature]* Deputy

ESTATE OF) (IN THE PROBATE COURT
JANE WEINERT BLUMBERG,) (OF
DECEASED) (GUADALUPE COUNTY, TEXAS

APPLICATION FOR PROBATE OF WILL AND
ISSUANCE OF LETTERS TESTAMENTARY

TO THE HONORABLE JUDGE OF SAID COURT:

Joe H. Bruns, ("Applicant") furnishes the following information to the Court for the probate of the written Will with First Codicil of Jane Weinert Blumberg ("Decedent") and for issuance of Letters Testamentary to Applicant:

1. Applicant, Joe H. Bruns, whose Social Security Number is 460-56-3783, is an individual interested in this Estate, domiciled in and residing at 711 E. Nolte Street, Seguin, Guadalupe County, Texas.

2. Decedent, Jane Weinert Blumberg, Social Security Number 457-76-5544, died on December 26, 1992, in Guadalupe County, Texas, at the age of 75 years.

3. This Court has jurisdiction and venue because Decedent was domiciled and had a fixed place of residence in this county on the date of death.

4. Decedent owned real and personal property described generally as ranch land, oil properties, home, cash, securities, vehicles, livestock, household goods, and personal effects of a probable value in excess of \$1,000,000.00.

5. Decedent left a valid written Will ("Will") dated November 21, 1990, with First Codicil dated November 25, 1992, which instruments were never revoked and are filed herein.

6. The subscribing witnesses to the Will and their present residence addresses are Jennifer Rippstein (now having a married name of Jennifer Rippstein Reininger), 810 E. Humphreys, Seguin, Texas, and Joyce Magin, P.O. Box 1391, Seguin, Texas, and the subscribing witnesses to the First Codicil are Derisa Harborth, 425 Prexy Drive, Seguin, Texas, and Nathan Reneau, 200 N. River Street, Seguin, Texas.

The Will and First Codicil was made self proved in the manner prescribed by law.

7. No child or children were born to or adopted by Decedent after the date of the Will.

8. Decedent was never divorced.

9. A necessity exists for the administration of this estate.

10. Decedent's Will named Roland K. Blumberg to serve, without bond or other security, as Independent Executor, and Joe H. Bruns to serve, without bond or other security as successor Independent Executor. Roland K. Blumberg has waived the right to be appointed and by virtue thereof, Applicant, who would not be disqualified by law from serving as Independent Executor or from accepting Letters Testamentary, should be appointed as Independent Executor of Decedent's Estate.

The written waiver of the right of Roland K. Blumberg to be appointed as Independent Executor has been filed with the clerk of this Court.

11. Decedent's Will provides for bequests to the following charitable organizations:

- a. Board of Regents of The University of Texas System; and
- b. Texas Lutheran College, Seguin, Texas.

Applicant prays that citation issue as required by law to all persons interested in this Estate; that the Will be admitted to probate; that Letters Testamentary be issued to Applicant; and that all other orders be entered as the Court may deem proper.

Respectfully submitted,

Joe H. Bruns
By: Joe H. Bruns, Applicant

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LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By *Lizzie M. Lorenz* Deputy

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DEC 31 1992

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By *Lizzie M. Lorenz* Deputy

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LAST WILL AND TESTAMENT
OF
JANE WEINERT BLUMBERG

DEC 31 1992

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

THE STATE OF TEXAS
COUNTY OF GUADALUPE

§
§ KNOW ALL MEN BY THESE PRESENTS:
§

THAT I, JANE WEINERT BLUMBERG, a resident of Guadalupe County, Texas, do make, publish and declare this to be my last will and testament, hereby revoking all former wills and codicils. For the guidance of my fiduciaries (my hereinafter designated executors and trustees), I am married to Roland K. Blumberg, and wherever in this will the term "my spouse" is used, it shall refer to Roland K. Blumberg. Wherever in this will the term "my children" is used, it shall refer to Carla Ann Blumberg, Hilmar Daniel Blumberg, and Edward Austin Blumberg. It is my intention by this will to dispose of my one-half (1/2) interest in the community estate belonging to my spouse and me, as well as any property that may be determined to be my separate property. The provisions of this will are not intended to affect my spouse's one-half (1/2) interest in our community estate or any of his separate property.

ARTICLE 1

PAYMENT OF DEBTS AND TAXES

Except as otherwise provided herein, my executors shall, at such time as they shall in their sole discretion determine, pay, extend or renew, all of my enforceable debts, administration expenses and all estate, inheritance, succession, transfer and other death taxes (exclusive of any tax imposed as a result of Section 2032A, Section 2044 or Chapter 13 of the Code), including any interest or penalties thereon, owing as a result of my death, whether in respect of property passing under this will or otherwise, out of either the principal or income of my residuary estate without apportionment. All expenses incurred in the packing, storing, shipping and insuring of any article of tangible personal property given hereunder shall constitute an expense of my estate. Unless otherwise specified, devisees of property subject to any indebtedness shall not be entitled to have the obligation secured thereby paid out of my estate.

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Jane Weinert Blumberg

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

ARTICLE 2

SPECIFIC GIFTS

I hereby make the following specific gifts.

2.1 Personal Property. I give to my spouse my interest in all furniture, fixtures, furnishings (including the family portraits of the Weinert family), art objects, club memberships, personal automobiles, jewelry and all other tangible personal property, together with all policies of insurance relating thereto, except for such property as I may specifically bequeath to others in a separate memorandum in my handwriting. If my spouse shall not survive me, then I give all of the aforesaid personal property in equal shares to my children who shall survive me; provided, however, that my executors may, in their sole discretion, divide, partition and distribute the property subject to this gift among my children or may sell any such articles and distribute the proceeds thereof to them or to trusts created for their benefit. To avoid any dispute, I do not regard bonds, stocks or other such intangible assets, although represented by tangible certificates, as tangible personal property.

2.2 University of Texas. I give Seven Hundred Fifty Thousand Dollars (\$750,000) in cash, or assets of equal value to be selected by my executor, to the Board of Regents of The University of Texas System for the following purposes:

- a. Two Hundred Fifty Thousand Dollars (\$250,000) shall be used to create a permanent endowment known as the "Jane Weinert Blumberg Endowment Fund" for use by the University of Texas at El Paso Main Library to provide such educational materials as the Board of Regents determines will be of most benefit to the University and its students.
- b. Five Hundred Thousand Dollars (\$500,000) shall be used by the University of Texas at Austin to fund a chair in the field of English to be known as the "Jane Weinert Blumberg Chair in English." The holder of the chair shall be selected by the Board of Regents, and the terms, benefits and conditions of the chair shall also be determined by the Board of Regents.

2.3 Texas Lutheran College. I give Three Hundred Thousand Dollars (\$300,000) in cash, or other assets of equal value to be selected by my executor, to the Board of Regents of the Texas Lutheran College in Seguin, Texas, in perpetuity to establish an

Jane W. Blumberg

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LIZIEM. LORENZ
County Clerk, Guadalupe Co., Tex.
By *[Signature]* Deputy

endowment fund known as the "Jane Weinert Blumberg Endowment Fund," with the income derived therefrom to be used for the maintenance of the Chapel of the Abiding Presence, Weinert Memorial, and The Blumberg Memorial Library. "Maintenance" includes replacements, improvements, betterments and general refurbishing when needed, but not day-to-day expenses. In the event the Texas Lutheran College should ever be discontinued or moved from Seguin, Texas, the principal of this fund and any unspent accumulated income shall be distributed to The University of Texas at Austin located in Austin, Texas, to be added to the contingent gift provided in Section 4.3 of this Will.

ARTICLE 3

MARITAL DEDUCTION

If my spouse survives me, I give to my trustees hereinafter designated the amount which, after taking into consideration the value of all items which pass or have passed to my spouse under other provisions of this will or otherwise and qualify for the marital deduction in my estate, will result in my taxable estate being equal to \$300,000.00. Provided, however, if my spouse shall die within six months after my death, the property passing pursuant to this Article shall be decreased by the largest amount which will cause my estate and my spouse's estate to be subject to tax at the same highest tentative tax rate under Section 2001 of the Code. If my spouse and I die under such circumstances that the order of our deaths cannot be determined, then it shall be presumed that the spouse with the smaller estate survived the other. My trustees shall hold, manage, invest and reinvest the marital deduction gift as a separate and distinct trust and shall hold and dispose of the trust income and principal as hereinafter provided.

3.1 Income Distributions. As long as my spouse lives, my trustees shall distribute to him or, if my spouse so directs, apply for his sole benefit, at least quarterly, all of the net income of the Trust Estate. All undistributed net income at my spouse's death, whether accrued or collected, shall be distributed to his estate.

3.2 Principal Distributions. My trustees may also distribute to my spouse, or apply for his sole benefit, such amounts of the principal of the Trust Estate, whether the whole or a lesser amount, as my trustees may in their sole discretion determine.

3.3 Distribution of Remainder. Upon the death of my spouse, such part of the Trust Estate not effectively disposed of under the preceding sections of this Article shall be held or

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Jane Weinert Blumberg

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distributed in the manner the Trust Estate would have been held or distributed had I died immediately following the death of my spouse.

3.4 Marital Deduction Election. My executors shall in their sole discretion determine whether to elect to qualify any portion of the trust created by this Article for the marital deduction. Generally, I anticipate that my executors will elect to minimize the estate tax payable by my estate. However, I expect that consideration be given to the estate tax payable in my spouse's estate upon his death, especially if my spouse should die prior to the time the election is made. The determination of my executors with respect to the exercise of the election shall be conclusive upon all affected persons. With respect to any portion of the trust which my executors elect to qualify for the marital deduction, no power or discretion under this will shall be exercised or exercisable in a manner inconsistent with the intent to qualify said portion for the marital deduction. In addition, my spouse may at any time, by written notice, require that any unproductive property in such portion be made productive or be converted to productive property within a reasonable time.

ARTICLE 4

RESIDUARY ESTATE

All of my residuary estate, of whatever nature and wherever located, including all void or lapsed gifts (but excluding all property over which I have a power of appointment), I dispose of as hereinafter provided. My executors shall divide and set apart said property into shares in respect of the persons constituting my then living descendants, per stirpes. I give each such share to my trustees hereinafter designated as a separate and distinct trust for the benefit of my descendant for whom the share was set apart. My trustees shall hold, manage, invest and reinvest the trust for each of my children as provided in sections 4.1 through 4.3 and 4.5 through 4.7 hereof. My trustees shall hold, manage, invest and reinvest the trust for each of my grandchildren or more remote descendants as provided in sections 4.3 through 4.7. Each trust created hereunder shall be identified by the name of its beneficiary followed by "Trust."

4.1 Income Distributions for Children. My trustees shall distribute to or apply for the benefit of my child, for as long as he or she shall live, at least quarterly, all of the net income of the Trust Estate until termination of the trust.

4.2 Principal Distributions. In addition, until termination of the trust, my trustees shall distribute to or apply for the benefit of my child such amounts of the principal of the Trust

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Jane Weichert Blumberg

Estate, whether the whole or a lesser amount, as my trustees shall determine for his or her health, support, maintenance and education. Upon the death of my child, his or her trust shall terminate and the remaining Trust Estate shall be held or distributed as hereinafter provided.

4.3 Death of Beneficiary. Upon the death of one of my children or more remote descendants before complete distribution of his or her Trust Estate, then all property which in the absence of such beneficiary's exercise of his or her power of appointment will pass in a manner resulting in a generation skipping tax being incurred, shall pass to such persons, entities and/or such beneficiary's estate in such estates, interests and portions as such beneficiary may appoint by a will duly admitted to probate specifically referring to this Section. The remaining Trust Estate and the portion, if any, of the Trust Estate over which such beneficiary has not exercised the aforementioned power of appointment shall pass to such persons or entities, excluding such beneficiary's estate or the creditors of his or her estate, in such estates, interests and portions as such beneficiary may appoint by a will duly admitted to probate specifically referring to this Section. The remaining Trust Estate and the portion, if any, of the Trust Estate over which such beneficiary has not exercised the aforementioned powers of appointment shall pass, per stirpes, to such beneficiary's then surviving descendants. If such beneficiary shall leave no surviving descendants, then the remaining Trust Estate, or portion thereof, shall pass, per stirpes, to the then surviving descendants of the beneficiary's closest ancestor in my family line, including me, who has descendants then surviving. In each instance, property passing to the aforesaid beneficiaries other than pursuant to the exercise of a power of appointment shall be distributed, or held by, my trustees as a separate and distinct trust, in accordance with this section and the remaining provisions of this Article; provided, however, if any such new beneficiary is then a beneficiary of another trust then being held under this Article, his or her share shall not create a new trust but instead shall be added to the principal of such other trust.

4.4 Continuation in Trust for Descendants under Thirty-Five. The share of my residuary estate or of a Trust Estate, as the case may be, for each of my grandchildren or more remote descendants (hereinafter "beneficiary" or "beneficiaries") who shall not have attained the age of thirty-five (35) years at the time the share is created for his or her benefit shall be held in a separate and distinct trust, and my trustees shall distribute to him or her approximately one-third (1/3) of the Trust Estate upon his or her attaining the age of twenty-five (25) years, approximately one-half (1/2) of the remaining Trust Estate upon **FILED** or her attaining the age of thirty (30) years,

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Jane Weinert Blumberg

and the remaining Trust Estate upon his or her attaining the age of thirty-five (35) years. If he or she shall have attained either of such respective ages at the time such Trust Estate is directed to be set apart for him or her, my trustees shall distribute to him or her such part or parts of such Trust Estate (instead of placing same in trust) as are directed to be distributed to him or her upon attaining such respective ages. So long as any part of the Trust Estate is held in trust for one of my descendants under this Section, my trustees shall distribute to or for the benefit of such beneficiary so much of the net income and principal of the Trust Estate as he or she shall need for his or her health, support, maintenance and education, and add to principal any income not so expended.

4.5 Contingent Gift. If I am not survived by descendants, or if my last surviving descendant dies before complete distribution of his or her Trust Estate, my residuary estate or the remaining Trust Estate, as the case may be, shall be distributed to The University of Texas at Austin, located in Austin, Texas. The fund created by this gift shall be known as the "Jane Weinert Blumberg Memorial Fund" and be used for purchasing English literary material. Both income and principal may be used for this purpose as determined by the Board of Regents.

4.6 Deferred Acceptance. At any time when a distribution is to be made hereunder, the beneficiary affected shall have the privilege to defer accepting the distributable portion, or any part thereof. Unless the beneficiary and my trustees otherwise agree, the deferred portion shall remain in trust thereafter, except that any such beneficiary who has elected to be governed by this section shall have the option annually on his or her birthday, by giving my trustees thirty (30) days' advance written notice, to request a distribution of those properties subject to this section.

4.7 Unusual Terminations. Notwithstanding all provisions herein to the contrary, no trust created hereunder shall continue beyond twenty-one (21) years after the death of the last to die of those beneficiaries, contingent or otherwise, who were living at the time of my death. If any trust created hereunder shall terminate at any time other than at a time specified herein for termination, whether pursuant to the preceding sentence, Section 6.6, rule of law or judicial determination, the trustees shall distribute the property in the trust so terminated to the then living vested beneficiaries thereof in proportion to their respective interests in the trust at the time of such termination; but if any such beneficiaries are not then entitled to a specific portion of the trust, then the trustees shall distribute to them such portions of the trust as the trustees

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Jane W. Blumberg

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determine, in their sole discretion, will best accomplish the purposes of the trust.

ARTICLE 5

FIDUCIARIES

The selection, resignation, compensation and liability of my fiduciaries shall be governed by the following provisions:

5.1 Executors and Trustees. I appoint Roland K. Blumberg as independent executor of my estate and trustee of all trusts created hereunder. In the event Roland K. Blumberg should fail to qualify as independent executor or trustee, or both, or having qualified should cease to act further from any cause, I appoint Joe H. Bruns to serve as the successor independent executor or trustee, or both, as the case may be. In the event both of the above named individuals should fail to qualify as independent executor or trustee, or both, or having qualified should cease to act further from any cause, I appoint Frost National Bank, a national banking corporation, to serve as successor independent executor or trustee, or both, as the case may be. A successor trustee shall accept the trust by filing an executed and acknowledged instrument in the court wherein this will is probated. Nothing herein shall preclude a fiduciary from serving in any other capacity and receiving reasonable compensation for such services.

5.2 Resignation of Fiduciaries. My fiduciaries may at any time resign by filing an executed and acknowledged instrument in the court wherein this will is probated; provided, however, no such resignation shall become effective until a successor fiduciary has duly qualified.

5.3 Independent Administration. Other than the probating and recording of this my will and the return of an inventory, appraisement and list of claims of my estate, my fiduciaries shall exercise their rights, privileges and powers free of any court or judicial authority, and shall have the power of sale without regard to the necessity of such sale for the purpose of paying debts or taxes.

5.4 Compensation. In the event Roland K. Blumberg serves as the independent executor of my estate or as trustee of any or all of the trusts created hereunder, he shall be paid no commissions or other compensation for serving as such, but shall be reimbursed for all expenses incurred by him during the administration of my estate or any of the trusts for which he is serving as trustee.

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Jane Weinert Blumberg

In the event Joe H. Bruns serves as independent executor of my estate or as trustee of any of the trusts created hereunder, he shall be paid, in his sole discretion, either the customary fees charged by the Frost National Bank of San Antonio for serving as executor and trustee, or a reasonable fee for his legal services rendered, but not both. He shall also be reimbursed for all expenses incurred in connection with my estate or any of the trusts for which he is serving as executor or trustee.

In the event the Frost National Bank of San Antonio serves as executor of my estate and as trustee of one or more of the trusts created hereunder, it shall be allowed and paid for its services as executor and trustee the usual fees customarily charged by it for similar services in other estates and trusts at the time such services are rendered.

5.5 Liability of Fiduciaries. Each fiduciary acting hereunder shall be exempt from giving any bond or other security in any jurisdiction. Unless the fiduciaries are acting in bad faith or are grossly negligent in exercising the discretion given them hereunder, they shall not be subject to any liability for (1) distributing or failing to distribute income or principal, or (2) exercising or refraining from exercising any elections or options. The fiduciaries shall perform all the duties required of them by the Texas Trust Code, except to the extent relieved thereof herein, but shall be fully protected as to any act or omission taken or suffered by them in good faith and in reliance on the opinion of legal, investment or other professional counsel. A release of liability by any beneficiary pursuant to Section 114.005 of the Texas Trust Code shall be binding upon all future beneficiaries succeeding to and having interests substantially identical to the releasing beneficiary.

ARTICLE 6

INVESTMENT AND MANAGEMENT

My fiduciaries are authorized and empowered to exercise from time to time in their sole discretion and without prior authority from any court, in respect of any property held hereunder, all powers now or hereafter conferred by law upon trustees, or expressed in this instrument. Such powers, including the following, shall be construed in such a way as to vest in them full and absolute power and authority, but shall be exercised solely in a fiduciary capacity.

6.1 Investments. Power to invest and reinvest without regard to the laws of the State of Texas, or any other jurisdiction, with respect to permissible investments in any kind

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Jane W. Wernert Blumberg

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of property, real or personal (including, but not by way of limitation, oil and gas properties and life insurance policies), in common or undivided interests, whether productive or unproductive of income and without regard to the proportion that such property, or property of a similar character, may bear to the other property held hereunder, and to hold such property in separate trust, shares or subshares without being required to make physical segregation thereof.

6.2 Elections and Valuation. Power to exercise, or refrain from exercising, all elections and options available under the Code, with or without making equitable adjustments with respect to any interests in property passing hereunder by reason of any such election or option, and to evaluate any property, which evaluation shall be binding upon all beneficiaries.

6.3 Partitions and Distributions. Power, without the consent of any beneficiary, to make distributions (including the satisfaction of any pecuniary bequest), subject to any indebtedness or liabilities, in cash or in specific property, real or personal, or an undivided interest therein, or partly in cash and partly in such property, and to do so without regard to the income tax basis of specific property allocated to any beneficiary (including any trust), and without making pro rata distribution of specific assets.

6.4 Real Estate. Power to permit any beneficiary having any interest in the income of a trust to occupy any real property forming part of such trust upon such terms as the trustee shall deem proper, whether rent free or in consideration of the payment of taxes, insurance, maintenance and ordinary repairs, or otherwise.

6.5 Merge Trusts. Power, if my fiduciaries deem such action desirable, to transfer and merge all or any part of the assets held hereunder to and with trusts having substantially the same terms and conditions as those set forth herein which are created for the benefit of the same person or persons who are beneficiaries hereunder.

6.6 Terminate Trusts. Power, at any time, to terminate any trust or any share thereof if the management of the trust or any share thereof is not economical because of the small size of the Trust Estate or share and such action shall be deemed to be for the best interests of the beneficiaries. The trustees shall not be liable for failing or refusing at any time to terminate a trust or a share thereof as authorized by this section.

6.7 Transactions with Related Parties. Power to enter into any transaction described herein with any persons or entities,

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Jane Weinert Blumberg

including themselves, regardless of any relationship or identity of any fiduciary to or with such persons or entities, notwithstanding all provisions in the Texas Trust Code to the contrary.

6.8 Texas Trust Code. Except as limited herein, all of the rights, privileges and powers granted trustees in the Texas Trust Code, as the same exists at the time this will is executed, regardless of whether such Trust Code may hereafter be repealed or amended, as fully as though its provisions were written into this will, and shall have any and all additional powers conferred on trustees by any subsequent amendment of such Trust Code or that may be necessary or proper in adequately handling, managing and disposing of any property or funds coming into their possession. Any power herein granted may be released at any time, in whole or in part, temporarily or permanently, by an instrument in writing signed by my fiduciary.

6.9 Limitations. If a trustee disclaims property which as a result passes to a trust created hereunder, he shall not have any discretion with respect to such disclaimed property as will disqualify the disclaimer under section 2518 of the Code. All such discretion shall be exercised by the affected trustee's successor trustee. If any person, hereinafter referred to as the "participant," designates my executors or trustees as beneficiary of any benefits or assets, and such benefits or assets would be otherwise exempt from federal estate tax in the participant's estate, in whole or in part, my executors or trustees shall not elect to receive or use such otherwise exempt benefits in such a manner as will subject them to federal estate tax in the participant's estate without the written consent of the participant's executors. Unless otherwise specified in the controlling instrument, all benefits or assets payable to my trustees shall be allocated among the beneficiary shares or trusts in the same manner as the other property passing to them hereunder.

6.10 Generation-Skipping Tax Election. I intend that the election under Section 2652(a)(3) of the Code be exercised, partially exercised, or not exercised as the executor of my estate shall determine in my executor's discretion to be in the best interest of my estate and my beneficiaries as a group. My executor shall have the power to allocate any portion of my generation-skipping tax exemption which is remaining at my death to any property with respect to which I am the transferor. If any trust hereunder shall be allocated a generation-skipping tax inclusion ratio (as defined in the Code) other than either one (1) or zero (0), the trustee, upon being apprised of such allocation, may divide any such trust into two separate trusts (to be administered on the same terms and conditions), in order

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Jane Weinert Blumberg

that the generation-skipping tax inclusion ratio for one such trust shall be zero (0) and the inclusion ratio for the other such trust shall be one (1). With regard to any distributions that may be made to a beneficiary from either of such separate trusts, my Trustee shall have the discretionary power, subject to the other provisions of this Will, to make distributions of nonexempt assets prior to making distribution of exempt assets. Upon the termination of such trusts, my Trustee shall have the discretionary power, subject to the other provisions of this Will, (i) to allocate assets with an inclusion ratio of zero (0) (exempt assets) to skip persons (within the meaning of the Code) and nonexempt assets to non-skip persons (within the meaning of the Code), and (ii) to pay all or any portion of the tax, if any, that is required to be reimbursed to my spouse's estate under Section 2207A from the trust holding nonexempt assets.

ARTICLE 7

MISCELLANEOUS

In the administration of my estate and trusts hereunder, the following general provisions shall apply.

7.1 Incapacity of Beneficiaries. If my estate or any trust hereunder terminates, and any person entitled to a distribution at such time shall be incapacitated (a person under the age of twenty-one (21) years and any adult beneficiary who, because of age, illness or infirmity is not, in the opinion of my fiduciaries, able to care for himself or herself or to look after his or her affairs), the property distributable shall be vested in him or her, but distribution shall be postponed until he or she shall gain or regain capacity. If such beneficiary should die before attaining such capacity or complete distribution hereunder, all of such property vested in him or her shall be distributed to his or her estate. In the meantime, my fiduciaries shall hold such property in trust, continue to exercise all the rights, privileges and powers granted them hereunder, including the right to receive trustee compensation, and shall distribute to or for the benefit of such beneficiary the net income and as much, or all, of the principal of the retained property as they consider necessary for the support, maintenance and education of such beneficiary.

7.2 Beneficiary Rights and Limitations. All trust net income and principal, whether distributed or retained, shall be subject to a "spendthrift trust" and shall constitute the sole and separate property of the respective beneficiaries. Provided the trust is not one which my executors elect to qualify for the marital deduction, undistributed income and income and expenses accrued at the death of an income beneficiary shall not be

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Jane Weinert Blumberg

prorated or apportioned to his or her estate but shall inure to the benefit of, or become the obligation of, the successor beneficiary. Disclaimers shall be treated for all purposes hereunder as the equivalent of the death of the disclaiming beneficiary. Provided, however, in the absence of a clear expression of intent to the contrary in the instrument of disclaimer, a disclaimer by my spouse of any beneficial interest or power shall not be construed as the disclaimer of any interest in or power over a trust to which such property is added, including the property added to such trust by reason of such disclaimer.

7.3 Standards for Trustees. Except as otherwise provided herein, distributions for health, support and maintenance shall, to the extent possible, be in accordance with the beneficiary's accustomed standard of living at the time of my death, taking into consideration any other income or resources of such beneficiary known to my trustees. It is my particular desire that each of my descendants be afforded every opportunity to obtain as complete an education, including attendance at preparatory, graduate and professional schools, as he or she may reasonably desire and be qualified to obtain.

7.4 Distributions and Allocations During Administration. Prior to final distribution of my estate (which may be delayed until the time reasonably required for administration, i.e. the time necessary to satisfy all current liabilities, pay and obtain receipts for all death taxes, and obtain necessary cash funds without requiring sacrifice sales of estate assets) my executors shall not be required to, but may, make partial distributions to one or more beneficiaries, including trusts. As a consequence, the executorship and any trust created under the will may exist contemporaneously. At the time of such final distribution, beneficiaries, including trusts, shall be entitled to the net income earned during administration directly attributable to specific gifts, as determined within the sole discretion of my executors, but shall not be entitled to any interest on pecuniary gifts during administration. Reserves for depreciation and depletion shall be maintained equal to the maximum income tax deductions for same, and estate income taxes shall be apportioned to the shares of all beneficiaries, other than charitable beneficiaries, having an interest in such income.

7.5 Definitions. Nouns, pronouns and other descriptive terms shall include the masculine, feminine and neuter, and the singular and plural, wherever appropriate to the context. "Code" means the Internal Revenue Code of 1986, as amended through the date of a determination hereunder, or any similar successor statute. As used herein, any other words which from the context in which they are used refer to the Code shall be assigned the

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Jane Wessment Blumberg

same meaning as such words have for the purposes of applying the Code hereunder. "Trust Estate" means all properties, however and whenever acquired, and any income therefrom, including any accumulated income, which may belong to a trust hereunder. "Descendants" means the children of the person designated and the descendants of said children, but such children and descendants shall not include those who have been legally adopted. For all purposes herein, a posthumous child shall be considered as living at the death of his or her parents. Unless another survival period is indicated, a beneficiary whose interest depends upon surviving a designated person or persons and who fails to survive said person or persons by 30 days shall be deemed for the purposes of this instrument to have predeceased said person or persons.

7.6 Marital Deduction Specifics. The marital deduction needed to "result in my taxable estate being equal to \$300,000.00" shall be determined without regard to disclaimers by my spouse and after allowing for only the unified credit, the credit for tax on prior transfers if the transferor died within 2 years prior to my death, and the credit for state death taxes (but only to the extent that consideration of the latter credit does not increase the amount of death taxes otherwise payable to any state by reason of my death). Values as finally determined for federal estate tax purposes shall control. In funding the marital deduction gift, only property qualifying for the marital deduction shall be used, and the right to any income in respect of a decedent under Section 691 of the Code shall be allocated before other properties are allocated and shall be allocated as a matter of right. To the extent possible without failing to fully satisfy the marital deduction gift, the properties used shall not include any unmaturred life insurance policy or United States Treasury Bonds redeemable at par in payment of the federal estate tax upon my estate. Each asset distributed in kind shall be valued at its fair market value when distributed or at its federal estate tax value finally determined for that purpose, whichever is lower.

7.7 Texas Law. The validity, construction and administration of all provisions hereunder shall be determined by the laws of the State of Texas; provided, however, my fiduciaries shall have the power to remove at any time the situs of any property or entity created hereunder from one state to another in their sole discretion.

7.8 Codicils and Headings. All references herein to this will shall be construed as referring to this will and any codicils hereto. Headings are included in this will only for convenient reference, and are not intended to be a part of, or

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DEC 31 1992

Jane Weisert Blumberg

BOOK 26 PAGE 434

affect the meaning, interpretation or construction of any provisions of this will.

This will contains fifteen (15) pages of which this is page fourteen (14)..

IN TESTIMONY WHEREOF, I have hereunto set my hand on this 21ST day of NOVEMBER, 1990..

Jane Weinert Blumberg
JANE WEINERT BLUMBERG, Testatrix

We, the undersigned, do hereby certify that on the date above written, the foregoing instrument was signed, published and declared by Jane Weinert Blumberg to be her Last Will and Testament, in our presence, and we, at her request and in her presence and in the presence of each other, have signed our names as witnesses.

Name	Address
<u>Jennifer Ripstein</u>	<u>622 N. CHERRY</u>
<u>Joyce Magin</u>	<u>SEGUIN, TX 78155</u>
	<u>PO Box 1391</u>
	<u>SEGUIN, TX 78156</u>

FILED

DEC 31 1992

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

THE STATE OF TEXAS
COUNTY OF GUADALUPE

§
§
§

BEFORE ME, the undersigned authority, on this day personally appeared JANE WEINERT BLUMBERG, JENNIFER RIPPSTEIN, and JOYCE MAGIN, known to me to be the Testatrix and witnesses respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and, all of said persons being by me duly sworn, the said JANE WEINERT BLUMBERG, Testatrix, declared to me and to the said witnesses in my presence that said instrument is her Last Will and Testament and that she had willingly made and executed it as her free act and deed for the purposes therein expressed; and the said witnesses, each on his oath, stated to me, in the presence and hearing of said Testatrix that the said Testatrix had declared to them that said instrument is her Last Will and Testament and that she executed the same as such and wanted each of them to sign it as a witness; and upon their oaths each witness stated further that they did sign the same as witnesses in the presence of said Testatrix and at her request, that her was at that time eighteen (18) years of age or over and was of sound mind, and that each of said witnesses was then at least fourteen (14) years of age.

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DEC 31 1992

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

Jane Weinert Blumberg
JANE WEINERT BLUMBERG, Testatrix

Jennifer Rippstein
Witness

Joyce Magin
Witness

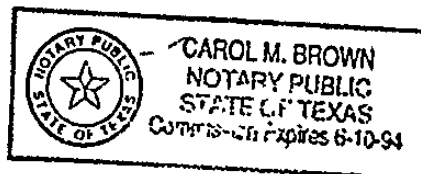
SUBSCRIBED AND ACKNOWLEDGED BEFORE ME by the said JANE WEINERT BLUMBERG, Testatrix, and SUBSCRIBED AND SWORN TO BEFORE ME by the said JENNIFER RIPPSTEIN and JOYCE MAGIN, witnesses, this 21ST day of NOVEMBER, 1990.

My Commission Expires:

6/10/94

Carol M Brown
NOTARY PUBLIC, STATE OF TEXAS

CAROL M. BROWN
Printed or Stamped Name of Notary



FILED

10978
BOOK 26 PAGE 436
FIRST CODICIL TO THE

FILED

DEC 3 1 1992

LAST WILL AND TESTAMENT OF

DEC 3 1 1992

LIZZIE M. LORENZ

JANE WEINERT BLUMBERG

LIZZIE M. LORENZ

County Clerk, Guadalupe Co., Tex.
By Richard W. Lorenz Deputy

County Clerk, Guadalupe Co., Tex.
By Richard W. Lorenz Deputy

THE STATE OF TEXAS :
:
COUNTY OF GUADALUPE :

KNOW ALL MEN BY THESE PRESENTS:

That I, JANE WEINERT BLUMBERG, of Guadalupe County, Texas, do make, publish and declare this, my First Codicil to my Last Will and Testament dated November 21, 1990.

ARTICLE 1

I hereby amend ARTICLE 2 of said Last Will and Testament by adding a new Section 2.4 which shall hereafter provide as follows:

2.4 Liquid Assets. If my spouse survives me, I give to my spouse all of my liquid assets. By "liquid assets," I mean money in financial institutions, publicly traded stocks and bonds, Treasury obligations, mutual funds, money market funds and other similar assets readily convertible into cash. By publicly traded stocks, I mean stocks traded on an established, nationally recognized exchange or market.

ARTICLE 2

" I hereby amend Section 7.2 of ARTICLE 7 of said Last Will and Testament so that hereafter it shall provide as follows:

7.2 Beneficiary Rights and Limitations. Except for the Trust created by Article 3, all trust net income and principal, whether distributed or retained, shall be subject to a "spendthrift trust" and shall constitute the sole and separate property of the respective beneficiaries. Provided the trust is not one which my executors elect to qualify for the marital deduction, undistributed income and income and expenses accrued at the death of an income beneficiary shall not be prorated or apportioned to his or her estate but shall inure to the benefit of, or become the obligation of, the successor beneficiary. Disclaimers shall be treated for all purposes hereunder as the equivalent of the death of the disclaiming beneficiary. Provided, however, in the absence of a clear expression of intent to the contrary in the instrument of disclaimer, a disclaimer by my spouse of any beneficial interest or power shall not be construed as the disclaimer of any interest in or power over a trust to which such property is added, including the property added to such trust by reason of such disclaimer.

Jane W. Blumberg JWB

BOOK 26 PAGE 437

ARTICLE 3

Except as hereinabove provided in this Codicil, my Last Will and Testament dated November 21, 1990, is hereby confirmed and republished and shall remain in full force and effect.

This Codicil and self-proving affidavit contain three (3) pages of which this is page two (2).

IN TESTIMONY WHEREOF, I have hereunto set my hand on this 25TH day of November, 1992.

James Weinert Blumberg
JANE WEINERT BLUMBERG

We, the undersigned persons, of lawful age, have on this day at the request of JANE WEINERT BLUMBERG witnessed her signature to the foregoing First Codicil to her Last Will and testament dated November 25TH, 1992 in the presence of each of us, and we have, at the same time and in her presence and in the presence of each other, subscribed our names hereto as attesting witnesses.

NAME
Derisa L. Harborth
DERISA L. HARBORTH, witness

ADDRESS
425 PREXY DRIVE
SEGUIN, TX 78155

Nathan L. Rneau
NATHAN L. RNEAU, witness

200 NORTH RIVER
SEGUIN, TX 78155

FILED

DEC 3 1 1992

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

THE STATE OF TEXAS :
:
COUNTY OF GUADALUPE :

Before me, the undersigned authority, on this day personally appeared JANE WEINERT BLUMBERG, DERISA L. HARBORTH and NATHAN L. RENEAU, known to me to be the Testatrix and the witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and, all of said persons being by me duly sworn, the said JANE WEINERT BLUMBERG, Testatrix, declared to me and to the said witnesses in my presence that said instrument is her First Codicil to her Last Will and Testament dated November 21, 1990, and that she had willingly made and executed it as her free act and deed for the purposes therein expressed; and the said witnesses, each on his oath stated to me, in the presence and hearing of said Testatrix, that the said Testatrix had declared to them that said instrument is her First Codicil to her Last Will and Testament dated November 25TH, 1992, and that she executed same as such and wanted each of them to sign it as a witness; and upon their oaths each witness stated further that they did sign the same as witnesses in the presence of the said Testatrix and at her request; that she was at that time eighteen years of age or over and was of sound mind; and that each of said witnesses was then at least fourteen years of age.

FILED

DEC 31 1992

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

Jane Weinert Blumberg
JANE WEINERT BLUMBERG, Testatrix

Derisa L Harborth
DERISA L HARBORTH, Witness

Nathan L. Renau
NATHAN L. RENEAU, Witness

Subscribed and sworn to before me by said JANE WEINERT BLUMBERG, Testatrix, and by the said DERISA L HARBORTH and NATHAN L. RENEAU, witnesses, this 25TH day of November, 1992.



Carol M. Brown
Notary Public, State of Texas
CAROL M. BROWN
Typed or printed name of Notary
My Commission expires: 6/10/94

NO. 10978

ESTATE OF
JANE WEINERT BLUMBERG,
DECEASED

§
§
§
§
§

PROBATE COURT
OF
GUADALUPE COUNTY, TEXAS

FILED

JAN 21 1993

LIZZIE M. LORENZ

County Clerk, Guadalupe Co., Tex.
By *[Signature]* Deputy

**ORDER ADMITTING WILL TO PROBATE AND
AUTHORIZING LETTERS TESTAMENTARY**

On this day the Court heard the Application For Probate of Will and Issuance of Letters Testamentary filed by JOE H. BRUNS, ("Applicant") in the Estate of JANE WEINERT BLUMBERG, Deceased ("Decedent").

The Court having heard the evidence and having reviewed the Will, the First Codicil to the Will and other documents filed herein, finds that the allegations contained in the Application are true; that notice and citation have been given in the manner and for the length of time required by law; that Decedent is dead and that four years have not elapsed since the date of Decedent's death; that this Court has jurisdiction and venue of the Decedent's estate, that Decedent left a Will dated November 21, 1990, with First Codicil dated November 25, 1992, executed with the formalities and solemnities and under the circumstances required by law to make them a valid Will and Codicil that on such dates Decedent had attained the age of 18 years and was of sound mind; that the Will and First Codicil were not revoked by Decedent; that no objection to or contest of the probate of the Will or the First Codicil has been filed; that all of the necessary proof required for the probate of the Will and the First Codicil has been made; that the Will and the First Codicil are entitled to probate; that in the Will, Decedent named JOE H. BRUNS as Independent Executor, to serve without bond if ROLAND K. BLUMBERG failed to qualify as

BOOK 26 PAGE 440

Independent Executor; that ROLAND K. BLUMBERG elected not to qualify as Independent Executor; that JOE H. BRUNS is duly qualified and not disqualified by law to act as Independent Executor and to receive Letters Testamentary, that a necessity exists for the administration of this estate, and that no interested person has applied for the appointment of appraisers and none are deemed necessary by the Court.

It is therefore, ORDERED, ADJUDGED and DECREED that such Will and the First Codicil are admitted to probate, and the Clerk of this Court is ORDERED to record the Will and the First Codicil, together with the Application in the Minutes of this Court.

It is further ORDERED, ADJUDGED and DECREED that no bond or other security is required and that upon the taking and filing of the Oath required by law, Letters Testamentary shall issue to Applicant who is appointed as Independent Executor of Decedent's Will, First Codicil and Estate, and no other action shall be had in this Court other than the return of an Inventory, Appraisement, and List of Claims as required by law

SIGNED this 21st day of January, 1993.

James E. Sagebiel
Judge Presiding

FILED

JAN 21 1993

LIZZIE M. LORENZ
County Clerk, Guadalupe Co., Tex.
By [Signature] Deputy

THE STATE OF TEXAS ()

COUNTY OF GUADALUPE () I, LIZZIE M. LORENZ, Clerk of the County Court in and for Guadalupe County, Texas, do hereby certify that the above and foregoing is a true and correct copy of the following:

Application for Probate of Will and Issuance of Letters Testamentary

Last Will and Testament


First Codicil to the Last Will and Testament of Jane Weinert Blumberg

Order Admitting Will to Probate and Authorizing Letters Testamentary

In Cause No. 10978, in the Matter of the Estate of Jane Weinert Blumberg, Deceased, as the same appears from the original instruments on file in my office and yet to be recorded in the Probate Minutes of Guadalupe County, Texas.

WITNESS MY HAND AND OFFICIAL SEAL OF OFFICE, at office in Seguin, Texas, this 16th day of February A.D., 1993

LIZZIE M. LORENZ, COUNTY CLERK
GUADALUPE COUNTY, TEXAS

BY 
Richard D. Harvey, Deputy



EXEMPLIFICATION CERTIFICATE.

STATE OF TEXAS X
COUNTY OF GUADALUPE X

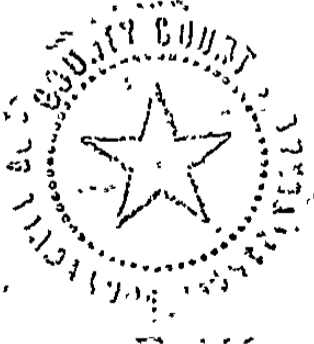
I, JAMES E SAGEBIEL, County Judge in and for Guadalupe County, State of Texas, do hereby certify that LIZZIE M. LORENZ, whose name is subscribed to the foregoing certificate of attestation, is and was at the time of making the same, County Clerk, in and for the County of Guadalupe, State of Texas, duly appointed and qualified, the keeper of its seal and the custodian of its files and records, and that her official acts are entitled to full faith and credit, that I am well acquainted with the handwriting of said Clerk, and verily believe her signature to said certificate to be genuine, and that certificate is in due form and by the proper officer.

Witness my hand at City of Seguin, in said County of Guadalupe and State of Texas, this 18th day of February A.D. 1993.

By: James E. Sagebiel
JAMES E. SAGEBIEL, COUNTY JUDGE

STATE OF TEXAS X
COUNTY OF GUADALUPE X

I, LIZZIE M. LORENZ, County Clerk in and for the County Court at Law of Guadalupe County, State of Texas, do hereby certify that the Honorable JAMES E. SAGEBIEL whose name is subscribed to the foregoing certificate of attestation, is and was at the time of making the same, County Judge in and for Guadalupe County, State of Texas, duly appointed and qualified, and that his official acts are entitled to full faith and credit; that I am well acquainted with the handwriting of said Judge, and verily believe his signature to said certificate to be genuine.



In Testimony Whereof, I have hereunto set my hand and affixed the seal of said County Court At Law, at the City of Seguin, in said Court, this 18th day of February A.D. 1993.

By: Lizzie M. Lorenz
LIZZIE M. LORENZ, COUNTY CLERK

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 7th day of October, 1993, at — o'clock — M., and was duly recorded on the 7th day of October, 1993, Book No. 26, Page 419.



STEVE DUNCAN, CHANCERY CLERK BY: Karen Fuyaj D.C.

#32-309

STATE OF MISSISSIPPI

COUNTY OF LEAKE

FILED
THIS DATE

LAST WILL AND TESTAMENT

OCT - 8 1993

of

JAMES THOMAS O'BANNON

STEVE DUNN
CHANCERY CLERK
Karen Hipp

KNOW ALL MEN BY THESE PRESENTS: That I, James Thomas O'Bannon, of Leake County, Mississippi, declare this to be my Will, and hereby revoke any and all other wills, codicils or other instruments of a testamentary nature heretofore made by me.

I.

I direct the Executrix of my estate to pay my funeral expenses and the expenses of my last illness, and all my just debts which may be probated and allowed against my estate as soon after my death as she lawfully so may do.

II.

In the event that my wife, Paula Cannon O'Bannon, survives me, then in that event I hereby give, devise and bequeath unto her all my personal property, including clothing, books, jewelry, automobiles, sporting goods, and other items of a personal nature not otherwise disposed of under the terms of this Will.

III.

In the event that my wife, Paula Cannon O'Bannon, survives me, then in that event I give, devise and bequeath unto her property equal in value to the maximum marital deduction allowable under federal estate tax laws with reference to my estate; provided, however, that the amount so devised and bequeathed shall be reduced by the value of the property qualifying for said marital deduction which passes or has passed to my said wife, either under the provisions of this Will or outside this Will, including life insurance payable to her as named beneficiary

and bank accounts, stocks, bonds, and other personal and real property owned by my wife and me as joint tenants or tenants by the entirety with full rights of survivorship. No assets shall be included within this devise and bequest which do not qualify for said marital deduction. All values shall be those finally determined for estate tax purposes. The amount of assets comprising this devise and bequest shall be determined before there is a reduction of my estate by reason of inheritance, estate, or transfer taxes due by reason of my death.

IV.

All the rest, residue and remainder of my estate, whether real, personal or mixed in character and of whatever kind, nature and description, I devise and bequeath unto my wife, Paula Cannon O'Bannon, if she shall survive me.

V.

In the event that my wife, Paula Cannon O'Bannon, does not survive me, then in that event I hereby give, devise and bequeath unto my three children: Angela Jeanelle O'Bannon Cotten, James Louis O'Bannon and Herschel Lee O'Bannon, per stirpes, all property owned by me at the time of my death, whether real, personal or mixed in character and of whatever kind, nature or description.

VI.

In the event my wife, Paula Cannon O'Bannon, and I shall die as the result of a common disaster or under such circumstances which make it difficult to determine which of us survived the other, then and in that event my wife, Paula Cannon O'Bannon, shall be deemed to have survived me, and this Will and all the terms and provisions hereof shall be construed upon that presumption.

VII.

As Executrix of my estate, I appoint my wife, Paula Cannon

O'Bannon, and direct that she shall so serve without the necessity of entering into bond for the faithful discharge of her duties as Executrix, without the necessity of having any appraisal of the assets of my estate and without the necessity of filing inventories or accountings with any court whatsoever.

In the event my wife, Paula Cannon O'Bannon, is unwilling or unable to serve as Executrix, then in that event I appoint my daughter, Angela Jeanelle O'Bannon Cotten, as Alternate Executrix and direct that she shall so serve under the same terms and conditions as hereinabove set forth for the Executrix of my estate.

IN WITNESS WHEREOF, I have this date declared the above and foregoing typewritten instrument of three typewritten pages to be my true Last Will and Testament, and have signed same in the presence of the two subscribing witnesses hereto, who have witnessed same in my presence and in the presence of each other at my special instance and request on this the 26 day of August, A.D., 1978.

James Thomas O'Bannon
TESTATOR

WITNESSES:

Kathleen M. C. Lemon Jr.
Jim Bell

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 8th day of October, 1993, at — o'clock — M., and was duly recorded on the 8th day of October, 1993, Book No. 26, Page 443.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trupp D.C.



FILED
THIS DATE

OCT 8 1993

STEVE DUNCAN
CHANCERY CLERK

Karen Trupp

STATE OF MISSISSIPPI
COUNTY OF LEAKE

AFFIDAVIT OF SUBSCRIBING WITNESS

Before me, the undersigned authority in and for said County and State, personally came and appeared James G. McLemore, Jr., one of the subscribing witnesses to a certain instrument purporting to be the Last Will and Testament of James Thomas O'Bannon, late of the County of Madison, in the State of Mississippi, which is attached hereto, who having been by me first duly sworn on his oath states that the said James Thomas O'Bannon signed, published and declared said instrument as his Last Will and Testament on the 26th day of August, 1978, being the day and date of said instrument, in the presence of this Affiant, and in the presence of Jimmie Bell, the other subscribing witness, and that the said James G. McLemore, Jr. and Jimmie Bell each witnessed the execution of said Will in the presence of the Testator and in the presence of each other, and at the special instance and request of James Thomas O'Bannon.

Affiant further makes oath that the said James Thomas O'Bannon was on said day of sound and disposing mind, memory and understanding, and was above the age of twenty-one years, and that a xerox copy of the instrument referred to herein is marked as Exhibit "A" to the petition of Paula Cannon O'Bannon, being styled "Petition for Probate of Will."

James G. McLemore, Jr.
James G. McLemore, Jr.

Sworn to and subscribed before me, this the 7th day of October, 1993.

Evelyn Brantley
Notary Public

My Commission Expires:

7-22-94

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 8th day of October, 1993, at _____ o'clock _____ M, and was duly recorded on the 8th day of October, 1993, Book No. 26, Page 446.

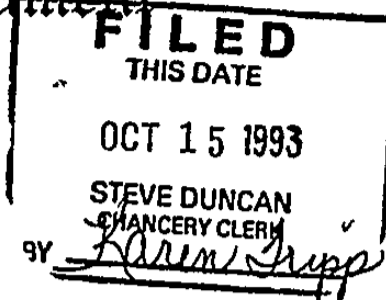


STEVE DUNCAN, CHANCERY CLERK

BY *Karen Trupp* D.C.

Last Will and Testament

OF
MR. ROSE BROWN



I, ROSE BROWN, of Route 3, Box 433-A, (Brown Road), Canton, Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind and memory, do make, publish and declare this to be my Last Will and Testament, hereby revoking all previous Wills and Codicils.

I.

I appoint as the Executrix of my estate Rosie Helen Neal, to serve without bond and to act as her good judgment and discretion will determine; and she shall not be required to file any accounting, annual or final, to any Courts of her actions as Executrix.

II.

I give, devise and bequeath to Mildred Brown Matthews and Bernice Brown Shelwood, at the time of my death, to share and share alike, the trailer and my present homesite located at Route 3, Box 433-A (Brown Road), Canton, MS.

III.

I give, devise and bequeath to Mildred Brown Matthews and Bernice Brown Shelwood, at the time of my death, to share and share alike, my truck.

IV.

I give, devise and bequeath my interest in the family home located at 3957 North Wabash Street, Jackson, MS to my wife, Aslee^vBrown, and my children: Rita Diane Brown, Lillie Ruth Gibbs, Bernice Shelwood, James Edward Brown,

Dorothy Jean Russell, Charles Ray Brown, Rosie Helen Neal and Winnie Mae Brooks, to share and share alike, at the time of my death.

V.

I give, devise and bequeath to my children: Rita Diane Brown, Lillie Ruth Gibbs, Bernice Shelwood, James Edward Brown, Dorothy Jean Russell, Charles Ray Brown, Rosie Helen Neal and Winnie Mae Brooks, to share and share alike, at the time of my death, the residue of my estate.

VI.

I request that all of my just debts, duly probated, be paid out of any non-exempt money or property that I may have in my estate and that I be buried in a manner befitting my station in life, the expense of which shall be paid out of my estate.

WITNESS MY SIGNATURE, this 20th day of July, 1993.

Rose Brown
ROSE BROWN

WITNESSES:

Melanie Shelwood
Rosevelt Daniels

* * *

STATE OF MISSISSIPPI

COUNTY OF Itasca

WE, the undersigned, do hereby certify that we have subscribed our signatures as attesting witnesses to the above and foregoing instrument on the date therein stated at the request of MR. ROSE BROWN, who declared the said instrument to be his Last Will and Testament, and who signed said instrument in our presence and that at his request we

affixed our signatures hereto as attesting witnesses in his presence and in the presence of each other.

WITNESS OUR HANDS, this 20th day of July, 1993.

NAME

ADDRESS

Millicent Lubiano

745 Lakeside N1

Rosevelt Daniels

Jackson, Ms 39202

232 W. Peace St

Canton, Ms 39046

0000.0253

STATE OF MISSISSIPPI, COUNTY OF MADISON:

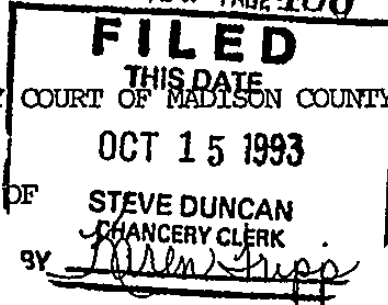
I certify that the within instrument was filed for record in my office this 15th day of October, 1993, at — o'clock — M., and was duly recorded on the 15th day of October, 1993, Book No. 26, Page 447.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trupp D.C.

BOOK 26 PAGE 450



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
ROSE BROWN, DECEASED

CIVIL ACTION
FILE NO. 32-326

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

This date personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, the within named ROOSEVELT DANIELS, II., who being by me first duly sworn according to law, states 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 Rose Brown, Deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 20th. day of July 1993.

(2). That on the 20th. day of July, 1993 the said Rose Brown 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 Melanie Underwood.

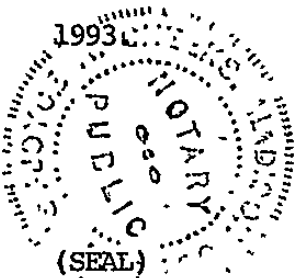
(3). That Rose Brown was then and there of sound and disposing mind and memory, and well above the age of twenty-one years.

(4). That this affiant, together with Melanie Underwood, 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 Rose Brown and in the presence of each other.

Roosevelt Daniels, II.
ROOSEVELT DANIELS, II.

BOOK 26 PAGE 451

SWORN TO AND SUBSCRIBED before me, this the 14th day of October,



My commission expires:
5-14-96

Joan Alshuts
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 15th day of October, 1993, at — o'clock — M., and was duly recorded on the 15th day of October, 1993, Book No. 26, Page 451.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Trapp* D.C.

32-339

LAST WILL AND TESTAMENT
OF
MARY EMILY HAMILTON

FILED
THIS DATE
OCT 29 1993
STEVE DUNCAN
CHANCERY CLERK

I, MARY EMILY HAMILTON, a resident citizen of Madison County, Mississippi, and being over the age of eighteen (18) years and of sound and disposing mind and memory, do hereby make, declare and publish this to be my Last Will and Testament, and I hereby specifically revoke any and all former wills, codicils and other testamentary devices heretofore made by me.

ITEM I.

I direct that all of my debts, including my funeral expenses, expenses of my last illness and expenses of the administration of my estate be paid by my Executrix hereinafter named.

ITEM II.

I do hereby appoint my Daughter, MARY ELIZABETH HAMILTON REID to be Executrix of this my Last Will and Testament hereby waiving all of the formalities which I am by the laws of the State of Mississippi empowered to waive and do require no bond or accounting of said Executrix.

ITEM III.

I do hereby give, devise and bequeath all of my property of which I die seised and possessed, be it real, personal or mixed, wheresoever situated and whether acquired before or after the making of this Will to my Daughter, MARY ELIZABETH HAMILTON REID.

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

Mary Emily Hamilton
MARY EMILY HAMILTON

WITNESS MY SIGNATURE, this the 3 day of

July, 1991.

Mary Emily Hamilton
MARY EMILY HAMILTON

We, D. Vivian Preece and Richard H. Young

do certify that MARY EMILY HAMILTON, made, declared and published the foregoing instrument to be her Last Will and Testament, in our presence and that she signed and subscribed the same as her Last Will and Testament, in our presence, especially and expressly requesting us to be the subscribing witnesses, each signing in the presence of the Testatrix and in the presence of each other.

WITNESS OUR SIGNATURES this the 3rd day of

July, 1991.

D. Vivian Preece
ADDRESS 3471 Rosemary
Jackson, Ms 39212

Richard H. Young
ADDRESS 95 Spithway Rd,
Brandon, Ms 39042



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of October, 1993, at o'clock M., and was duly recorded on the 29th day of October, 1993, Book No. 26, Page 452.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

EXHIBIT "B"

BOOK 26 PAGE 454

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED THIS DATE

ESTATE OF MARY EMILY HAMILTON,
DECEASED

OCT 29 1993

NO. 32-339

STEVE DUNCAN
CHANCERY CLERK

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF RANKIN

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Richard H. Young, 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 Mary Emily Hamilton, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 3rd day of July, 1991.

(2) That on the 3rd day of July, 1991, the said Mary Emily Hamilton 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 D. Vivian Potter, the other subscribing witness to the instrument.

(3) That Mary Emily Hamilton was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21).

(4) That this affiant, together with D. Vivian Potter 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 Mary Emily Hamilton, and in the presence of each other.

Richard H. Young
18

SWORN TO AND SUBSCRIBED before me, this the 18 day of

October, 1993.

Wanda June Summers James
NOTARY PUBLIC

My commission expires:

My Commission Expires May 5, 1994



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of October, 1993, at o'clock M., and was duly recorded on the 29th day of October, 1993, Book No. 26, Page 454.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp DC



#32-338

LAST WILL AND TESTAMENT

OF

P. L. HUGHES, SR.

FILED

THIS DATE

OCT 29 1993

STEVE DUNCAN
CHANCERY CLERK

Steve Duncan

STATE OF MISSISSIPPI

COUNTY OF MADISON

I, P. L. HUGHES, SR., a resident citizen of Madison County, Mississippi, being of sound and disposing mind, memory and understanding, and being over the age of twenty-one (21) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all Wills, Testaments and Codicils thereto heretofore made by me.

ITEM I

I hereby direct that all of my just and lawful debts duly probated be paid, including expenses of my funeral and a suitable marker for my grave; that the administration of my estate be completed and closed as soon after my death as may be reasonably possible.

ITEM II

All the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated, including lapsed legacies and bequests, of which I shall die seized and possessed or to which I shall have any power of appointment, I do hereby give, devise and bequeath to my two sons, P. L. HUGHES, JR., and WELDON A. HUGHES, and my three daughters, MRS. JOAN H. SLAYTON, MRS. JOY H. McLENDON, and MRS. SHIRLEY H. INMAN, share and share alike, per stirpes.

ITEM III

I hereby appoint, nominate and constitute my son, P. L. HUGHES, JR., Executor of this my Last Will and Testament. My Executor shall have full and plenary power and authority to do and perform any act deemed by him to be for the best interest of my

MLB
PAS

P. L. Hughes, Sr.
P. L. HUGHES, SR.

PAGE TWO OF THREE PAGES

estate, without any limitations whatsoever, and without surety bond, and said authority shall include, but shall not be limited to, the right to take possession, hold, manage, invest and re-invest the same, and to collect the income, dividends, rents, interests and profits therefrom, and to employ and to pay any attorneys, agents or accountants that he may deem necessary and for the best interest of my estate and to pay unto himself a just and reasonable compensation as Executor.

The foregoing Will consists of three (3) pages, at the bottom of each of which I have signed my name.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament on this the 13 day of October, 1992.

P. L. Hughes Sr mhb
P. L. HUGHES SR.

mhb
Pns P. L. Hughes Sr.
P. L. HUGHES, SR.

Book 26 Page 457

STATE OF MISSISSIPPI

COUNTY OF MADISON

We, each of the subscribing witnesses to the Last Will and Testament of P. L. HUGHES, SR., do hereby certify that said instrument was signed by the said P. L. HUGHES, ^{SR.} JR., in our ^{PSH SR} presence and in the presence of each of us, and that the said P. L. HUGHES, SR., declared the same to be his Last Will and Testament in the presence of each of us and that we each signed as subscribing witnesses to his Will at the request of P. L. HUGHES, ^{SR.} JR., in his presence and in the presence of each other. ^{PSH SR MAB PAF}

Maria H. Lucas
 ADDRESS: 1369 Highway 43
Canton, Mo. 39046

Peggy A. Juelton
 ADDRESS: Rt. 2, Box 991
Philadelphia, Miss. 39350

P. L. Hughes SR.
 P. L. HUGHES, SR.

MAB PAF



STATE OF MISSISSIPPI, COUNTY OF MADISON:
 I certify that the within instrument was filed for record in my office this 29th day of October, 1993, at _____ o'clock _____ M., and was duly recorded on the 29th day of October, 1993, Book No. 26, Page 453.
 STEVE DUNCAN, CHANCERY CLERK BY: Karen Frappi D.C.

FILED
THIS DATE

OCT 29 1993

STEVE DUNCAN
CHANCERY CLERK

BY *[Signature]*

STATE OF MISSISSIPPI

COUNTY OF MADISON

PROOF OF WILL

#32-338

Comes now PEGGY A. FULTON, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of P. L. Hughes, Sr., and enters her appearance herein as provided by Section 91-7-9, Miss.Code Anno. (1972), as amended, and makes oath before the undersigned authority that P. L. Hughes, Sr., the above named decedent, signed, published and declared said instrument to be his Last Will and Testament on the 13th day of October, 1992, the day of the date of said instrument, in the presence of this deponent and Marie H. Banes, the other subscribing witness, and that said testator was then of sound and disposing mind and memory, more than twenty-one years of age, and having his usual place of abode in Madison County, Mississippi, and that she and Marie H. Banes subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said testator and in the presence of said testator and in the presence of each other, on this the 13th day of October, 1992.

Peggy A. Fulton
PEGGY A. FULTON

SWORN TO AND SUBSCRIBED before me on this the 13th day of October, 1992.

Mary S. Sanders
NOTARY PUBLIC

(SEAL)

MY COMMISSION EXPIRES:

10-2-94



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of October, 1993, at — o'clock — M., and was duly recorded on the 29th day of November, 1993, Book No. 26, Page 458.

STEVE DUNCAN, CHANCERY CLERK

BY: *[Signature]* D.C



FILED
THIS DATE

OCT 29 1993

STEVE DUNCAN
CHANCERY CLERK

BY *[Signature]*

STATE OF MISSISSIPPI

COUNTY OF MADISON

PROOF OF WILL

32-338

Comes now MARIE H. BANES, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of P. L. Hughes, Sr., and enters her appearance herein as provided by Section 91-7-9, Miss. Code Anno. (1972), as amended, and makes oath before the undersigned authority that P. L. Hughes, Sr., the above named decedent, signed, published and declared said instrument to be his Last Will and Testament on the 13th day of October, 1992, the day of the date of said instrument, in the presence of this deponent and Peggy A. Fulton, the other subscribing witness, and that said testator was then of sound and disposing mind and memory, more than twenty-one years of age, and having his usual place of abode in Madison County, Mississippi, and that she and Peggy A. Fulton subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said testator and in the presence of said testator and in the presence of each other, on this the 13th day of October, 1992.

Marie H. Banes
MARIE H. BANES

SWORN TO AND SUBSCRIBED before me on this the 13th day of October, 1992.

Mary S. Sanders
NOTARY PUBLIC

(SEAL)

MY COMMISSION EXPIRES:
10-2-94



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of October, 1993, at — o'clock — M., and was duly recorded on the 29th November, 1993, Book No. 26, Page 459.

STEVE DUNCAN, CHANCERY CLERK

BY: [Signature] D.C.

Book 26 Page 460

THIS

SPACE LEFT

BLANK

INTENTIONALLY

Steve Duncanson, Chancery Clerk

LAST WILL AND TESTAMENT

NOV 01 1993

OF

STEVE DUNCAN
CHANCERY CLERK

JON ALAN JENNINGS

BY *Karen Trapp*

I, JON ALAN JENNINGS, an adult resident citizen of the County of Madison, State of 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 other wills and codicils heretofore made by me.

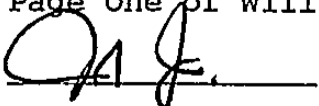
I.

I hereby direct my Executor to pay all of my just debts that may be probated, registered or allowed against my estate as soon as may be conveniently done. I direct my Executor to pay all federal and estate, inheritance, succession, transfer, or death taxes which are assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds, or any other property which shall be included in my estate for probate purposes, out of my residuary estate. If my father, Floyd L. Jennings, survives me, I hereby devise and bequeath unto him all of my property of which I may die seized and possessed, real, personal and mixed, and of whatever kind and character and wheresoever located. In such event, to the extent allowed by law, I hereby specifically exclude and disinherit my current wife, Jenny L. Jennings, from receiving any of my assets whatsoever inasmuch as we are currently separated, and are seeking a divorce. If I should die after the effective date of our divorce, I further direct that Jenny L. Jennings receive no portion of my estate. It is my intention that my father, Floyd L. Jennings, use any such funds received by him for his benefit, and for the benefit of my children, Mike Jennings and Kelly Kate Jennings, in any manner which he deems fair and equitable considering their own separate estates.

III.

In the event that my father, Floyd L. Jennings, shall not survive me, I hereby devise and bequeath unto my natural children,

Page One of Will



Kelly Kate Jennings and Mike Jennings, all property of which I may die seized and possessed, real, personal and mixed and of whatever kind and character and wheresoever located. To the extent allowed by law, I hereby specifically disinherit my current wife, Jenny L. Jennings, and direct that she receive no funds whatsoever out of the proceeds of my estate.

IV.

I hereby nominate and appoint as Executor of my estate, David T. Cobb of Jackson, Mississippi, and I direct that he not be required to file any bond, and I further direct that an appraisal of my estate be dispensed with and that no accounting be made in any Court other than of money and choses in action.

IN WITNESS WHEREOF, I have signed, published, and declared this instrument as my Last Will and Testament in the City of Jackson, County of Hinds, State of Mississippi, on this the 15th day of June, 1992.

Jon Alan Jennings
JON ALAN JENNINGS

We, the undersigned Louise A. Lowe and Vicky C. Mitchell, having this day, to wit:

the 15th day of June, 1992, been called upon by the above Testator, Jon Alan Jennings, to witness the execution of this Last Will and Testament, do hereby certify that Jon Alan Jennings is of sound and disposing mind and memory and over the age of twenty-one (21) years, and that he signed the above Will in our presence, and that we, in his presence, signed the same and in the presence of each other, at his request, as attesting and subscribing witnesses.

WITNESSES:

SIGNATURES:

Louise A. Lowe
NAME
27 ASHLAND AVE.
ADDRESS
BRANDON, MS 39042

Louise A. Lowe

Vicky C. Mitchell
NAME
113 DeVeaux Dr.
ADDRESS
MADISON, MS 39110

Vicky C. Mitchell

Page Two of Will

Jon Alan Jennings



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 1st day of November, 1993, at — o'clock — M., and was duly recorded on the 1st day of November, 1993, Book No 26, Page 461

STEVE DUNCAN, CHANCERY CLERK

BY [Signature] DC

FILED
THIS DATE

NOV 01 1993

STEVE DUNCAN
CHANCERY CLERK

BY *Karen Shipp*
law on oath

BOOK 26 PAGE 463

PROOF OF WILL

VICKY C. MITCHELL, being duly sworn according

states:

I was a subscribing witness to the attached written instrument dated June 15, 1992, which purports to be the Last Will and Testament of Jon Alan Jennings, Testator, who was personally known to me. On the execution date of the instrument, the Testator, in my presence and in the presence of Louise Lowe, the other attesting witness, signed, published and declared the instrument to be his Last Will and Testament, and requested that I attest his execution thereof. I signed my name as an attesting witness in the presence of the Testator and the other attesting witness, Louise Lowe, whom I also personally know. I also witnessed the signing of this instrument by Louise Lowe, the other attesting witness. At the time of execution of the instrument the Testator appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud, or restraint.

DATED this 1st day of November, 1993.

Vicky C. Mitchell
VICKY C. MITCHELL
113 D'Evereaux Drive
Madison, Mississippi 39110

STATE OF MISSISSIPPI
COUNTY OF HINDS

The above and foregoing Proof of Will (Jon Alan Jennings) was subscribed and sworn to before me, the undersigned Notary Public, by VICKY C. MITCHELL on this the 1st day of November, 1993.

Sally M. Holly
NOTARY PUBLIC

My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES OCT 30, 1997
FORGED TO BE SPECIAL NOTARY SERVICE

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day of November, 1993, at — o'clock — M., and was duly recorded on the 1st day of November, 1993, Book No. 26, Page 463.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karey* D.C.



LAST WILL AND TESTAMENT

OF

MAGGIE OTTO

NOV 02 1993

STEVE DUNCAN
CHANCERY CLERK

BY *[Signature]*

#32,239

I, MAGGIE OTTO, an adult resident citizen of Madison County, Mississippi, 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 former Wills or codicils heretofore executed by me.

I.

I hereby appoint BARBARA JEWANA FIELDS MARTIN as Executrix of my Last Will and Testament and my estate, and I direct that she shall not be required to enter into any bond as such Executrix, and I hereby waive the necessity of having a formal appraisement made of my estate.

II.

I give, devise and bequeath unto my niece BARBARA JEWANA FIELDS MARTIN all of my property, both personal and real, of whatsoever kind or character and wheresoever situated.

III.

If my niece, Barbara Jewana Fields Martin predeceases me, then I give, devise and bequeath unto my niece, ALMA DOZIER, all of my property, both personal and real, of whatsoever kind or character and wheresoever situated.

IN WITNESS WHEREOF, I have hereto subscribed my name this, the 17 day of Nov, 1993

[Signature]
MAGGIE OTTO

Gertha Brown
WITNESS

John Powell
WITNESS

ATTESTATION

WE, the undersigned subscribing witnesses to the within and foregoing Last Will and Testament of MAGGIE OTTO, do hereby acknowledge and attest that the same was exhibited to us by the said MAGGIE OTTO as her Last Will and Testament; that she signed the same in our presence and in the presence of each of us, and that at her request and in her presence and in the presence of each of us, we signed the same as subscribing witnesses thereto.

This, the 13 day of NOVEMBER, 1985.

Maggie Otto
MAGGIE OTTO

Gertha Brown
WITNESS
306 W. N. St
ADDRESS
Canton Miss

John Paul
WITNESS
2211 Bidler
ADDRESS
Canton MS

Page 2 of my Will: Maggie Otto



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 2nd day of November, 1993, at _____ o'clock _____ M., and was duly recorded on the 2nd day of November, 1993, Book No. 26, Page 464.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

BOOK 26 PAGE 466

IN THE CHANCERY COURT OF
MADISON COUNTY, MISSISSIPPI

FILED

THIS DATE

12.32 P.M.

1993

STEVE DUNCAN
CHANCERY CLERK

Karen Frupp

IN THE MATTER OF THE ESTATE
OF MAGGIE OTTO, DECEASED

CAUSE NO. 32-239

AFFIDAVIT OF SUBSCRIBING WITNESS

Be it known and remembered that on this 27th day of October,
A.D., 1993, before me, the undersigned authority, personally came and appeared JOE LEE
POWELL, residing at 5734 Twenty Eight Street, Detroit, Michigan 48210, who, being first
duly sworn, makes oath to the following:

1.

That he has personal knowledge of the facts stated herein; that he is competent to testify
as to the facts stated herein; that he is not disqualified, for any reason, from testifying to the fact
stated herein.

2.

That he is familiar with the handwriting and signature of the late Maggie Otto; that the
signature of the testatrix, Maggie Otto, to that certain Last Will and Testament of Maggie Otto,
said Will dated November 13, 1985, is authentic and is in the genuine handwriting of the
testatrix; that the signature subscribed thereto is the genuine signature of the said Maggie Otto
and the signature was made and done by the said Maggie Otto.

BOOK 26 PAGE 467

3.

That on the 13th day of November, 1985, Maggie Otto and the other subscribing witness, Gertha Brown, signed said will in his presence.

Joe Lee Powell
JOE LEE POWELL

SWORN TO AND SUBSCRIBED BEFORE ME on this the 27th day of October,
A.D., 1993.

Ruth M. Dickerson
NOTARY PUBLIC

My Commission Expires:

RUTH M. DICKERSON
Notary Public, Wayne County, MI
~~My Commission Expires Nov. 23, 1994~~

-- Page 2 --



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 2nd day of November, 1993, at 12:32 o'clock P.M., and was duly recorded on the 2nd day of November, 1993, Book No. 26, Page 466.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trapp D.C.

#32-370

LAST WILL AND TESTAMENT
OF
FRANCES H. BROWN

FILED
THIS DATE
NOV 10 1993
STEVE DUNCAN
CHANCERY CLERK
BY *Aren Supp*

I, FRANCES H. BROWN, of Canton, 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 heretofore made by me.

I.

I name, constitute and appoint Sara Brown Walker, 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. Should the said Sara Brown Walker predecease me or refuse or be unable to serve as Executrix hereunder, I name, constitute and appoint my brother, Dr. Lucien R. Hodges, as Executor, also without bond.

II.

It is my will that all of my just debts, expenses of last illness and funeral expenses be fully paid. I further instruct that all of the costs of administration of my estate, including estate taxes, if any, shall be paid from the residue and remainder of my estate and not from any specific bequests.

III.

I will, devise and bequeath unto Sara Brown Walker and Sara Neal Holder, or the survivor of them, all of my jewelry, clothing, personal effects, paintings, bric-a-brac, silver, china and crystal, automobile, and all household goods and household furnishings including, but not limited to, all personal property and chattels of every kind, except cash, money, securities for money, evidence of debt, certificates of deposit, and bank accounts owned by me at the time of my death, and direct that they dispose of same in such manner

FHB

Last Will and Testament of Frances H. Brown - Page 2.

and to such persons as in their sole discretion they shall deem advisable, but preferably in accordance with any written memorandum of instructions which I may leave at the time of my death.

IV.

I direct that my residence property situated at 375 East Fulton Street, Canton, Mississippi, be sold as soon after my death as may be reasonably consistent with the preservation of values in the judgment of my Executrix, of Executor, as the case may be, for such consideration and upon such terms and conditions as she or he in her or his sole discretion may determine, and that the proceeds thereof go into and be distributed in accordance with the residuary clause of this Will. The actions of my said Executrix or Executor herein shall be determined in her or his uncontrolled discretion and without order of any Court.

V.

All of the rest, residue and remainder of my estate, which is contemplated to consist solely of cash, I will, devise and bequeath as follows:

- (a) Unto Decelle Memorial United Methodist Church of Wesson, Mississippi, an undivided one-half (1/2) interest; and
- (b) Unto First United Methodist Church of Canton, Mississippi, an undivided one-half (1/2) interest.

IN WITNESS WHEREOF, I have executed this Last Will and Testament on this the 2th day of January, 1988, in the presence of the undersigned attesting and credible witnesses who, at my request and in my presence, and in the presence of each other, have witnessed my signature hereto.


 Frances H. Brown

Signed, published and declared by the Testatrix, FRANCES H. BROWN, as and for her Last Will and Testament in the presence of us, who, at

Last Will and Testament of Frances H. Brown - Page 3.

her request and in her presence and in the presence of each other, subscribed our names hereto as attesting witnesses, this the 1st day of January, 1988.

Doc R. Fancher, Sr.

Elsie R. Fancher

WITNESSES



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 10th day of November, 19 93, at — o'clock — M., and was duly recorded on the 10th day of November, Book No. 26, Page 468.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

BOOK 26 PAGE 471

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
THIS DATE

IN THE MATTER OF THE ESTATE
OF
FRANCES HODGES BROWN, DECEASED

NOV 10 1993
STEVE DUNCAN
CHANCERY CLERK
BY *Karen Supp*

CIVIL ACTION FILE
NO. 32-370

PROOF OF WILL

STATE OF MISSISSIPPI
MADISON COUNTY

Personally appeared before me, the undersigned authority in and for said county and state, the undersigned JOE R. FANCHER, JR., who, being by me first duly sworn, states on oath:

That affiant, Joe R. Fancher, Jr., was one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Frances Hodges Brown, and affiant states that the said Frances Hodges Brown signed, published and declared said instrument as her Last Will and Testament on the 8th day of January, 1988, the date of said instrument, in the presence of this deponent and in the presence of Elsie R. Fancher, the other subscribing witness thereto, 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 Elsie R. Fancher, 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

BOOK 26 PAGE 472

on the day and year of the date of said instrument.

Joe R. Fancher, Jr
Joe R. Fancher, Jr

SWORN to and subscribed before me, this the 8th day of November, 1993.

STEVE DUNCAN Chancery Clerk

By: Karen Trupp D.C.

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 10th day of November, 1993, at — o'clock — M., and was duly recorded on the 10th day of November, 1993, Book No. 26, Page 471.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trupp D.C.



FILED
THIS DATE

BOOK 26 PAGE 473

FILED
NOV 10 1993

NOV 18 1993

BOOK 1084 PAGE 42

STEVE DUNCAN
CHANCERY CLERK
BY *Karen Jupp*

ALICE JAMES, Chancery Clerk
By *M. Jacobs* D.C.

IN THE CHANCERY COURT OF THE FIRST JUDICIAL DISTRICT

OF HINDS COUNTY, MISSISSIPPI

ESTATE OF ERNEST L. JENKINS, SR., DECEASED

NO. P-10417

**DECREE WAIVING
FINAL ACCOUNTING
AND DISCHARGING EXECUTRIX**

THIS CAUSE came to be heard on the sworn Petition of Petitioner, Catherine S. Jenkins, 216 Stoney Brook Cove, Jackson, Mississippi, duly appointed Executrix of the Estate of Ernest L. Jenkins, Sr., respectfully petitioning this Court for waiver of the Executrix' Final Accounting, for approval of the final distribution of assets of this Estate, and for final discharge of the Executrix after such distribution has been made. The Court having considered the Petition finds the following facts, to-wit:

I.

Ernest L. Jenkins, Sr., Deceased, died testate on March 10, 1992. At the time of his death, the Decedent had a fixed place of residence in and was an adult resident citizen of Jackson, in the First Judicial District of Hinds County, Mississippi.

BOOK 26 PAGE 474

BOOK 1084 PAGE 43

II.

Petitioner, Catherine S. Jenkins, is the duly qualified and acting Executrix of the Estate of Ernest L. Jenkins, Sr., Deceased, having been so appointed by Decree of this Court dated March 25, 1992. Letters Testamentary were issued to the Petitioner by the Clerk of this Court on that date.

III.

In accordance with law, Notice to Creditors of the Deceased and of his Estate was published by the Executrix in the Clarion Ledger, a newspaper published in Hinds County, Mississippi, on April 24, May 1, and May 8, 1992. The time within which claims might be probated against the Estate of the Decedent has expired. The Executrix has filed an Affidavit certifying that she has made a diligent effort to identify all persons having claims against the Estate.

IV.

The only claims outstanding against this Estate are for Court costs and attorney's fees and expenses. These unpaid claims will be paid promptly upon approval of the Court.

BOOK 26 PAGE 475

BOOK 1084 PAGE 44

V.

The Executrix has specifically waived any fee for serving as Executrix.

VI.

Estate tax returns have been filed with the State Tax Commission for the State of Mississippi and the Internal Revenue Service for the United States of America and all taxes due thereon have been paid. Closing letters from the State Tax Commission and the Internal Revenue Service have been received by the Executrix and copies are attached to the Petition as Exhibit "A".

VII.

The Executrix, with authority of the Court, has previously distributed to the beneficiaries of the Estate the specific bequests set out in Items II through VII of the Decedent's Last Will and Testament.

VIII.

The Executrix has completed the administration of this Estate, and this Estate should be closed with distribution of the remaining assets of this Estate to be made to the beneficiaries of Ernest L. Jenkins, Sr.

The Last Will and Testament of Ernest L. Jenkins, Sr. left the property comprising his Estate as follows:

BOOK 26 PAGE 476

BOOK 1084 PAGE 45

1. Certain specific bequests to various family members as set forth in Items II through VII.
2. His home to his wife, Catherine S. Jenkins.
3. The residue of his estate to his wife, Catherine S. Jenkins.

IX.

The Decedent left surviving the following heirs, devisees, and legatees whose names and addresses are listed therewith. None of the heirs, devisees or legatees are of unsound mind, the convict of a felony, or under age 21.

1. His wife, Catherine S. Jenkins, 216 Stoney Brook Cove, Jackson, Mississippi 39211.
2. His daughter, Virginia Jenkins Priester, 1835 Dogwood Drive, Hoffman Estates, Illinois 60195.
3. His son, Ernest L. Jenkins, Jr., 580 Pear Orchard Road, Apt. 122, Ridgeland, Mississippi 39157.
4. His niece, Barbara Mitchell, Route 2, Box 288-C, Weedowee, Alabama 36278.
5. His nephew, Mike Jenkins, 1206 2nd Avenue, LaGrange, Georgia 30240.
6. His nephew, John Will Jenkins, Jr., 924 Utah Street, LaGrange, Georgia 30240.

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BOOK 1084 PAGE 46

7. His sister, Mary Pearl Whaley, 404 Harwell Avenue,
LaGrange, Georgia 30240.

X.

Since all specific bequests and devises have previously been distributed, and since Catherine S. Jenkins is the only remaining beneficiary, Catherine S. Jenkins is the only necessary party to the Petition. Catherine S. Jenkins, individually, joined in the Petition to waive service of process upon herself with respect to the Petition, to show that she agrees that a hearing may be held for approval of the Petition, and to show that she agrees with the distribution of assets in accordance with the Petition.

XI.

Wells, Moore, Simmons & Neeld has rendered services to the Executrix in connection with the administration of this Estate. The Executrix should be authorized and directed to pay her attorneys a reasonable fee for legal services rendered to the Executrix and this Estate. The Executrix believes the sum of Seven Thousand Five Hundred Dollars (\$7,500.00) to be a fair and reasonable fee to be paid to her attorneys based upon the time spent, the legal services provided, and the expertise of the attorneys.

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BOOK 1084 PAGE 47

XII.

Petitioner has shown that it is in the best interest of the Estate to waive the Final Accounting of the Executrix. Upon making payment of Estate expenses and distribution of the assets of the Estate, the Executrix should file a Statement of Compliance with the Court.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED:

A. That the Final Accounting of Catherine S. Jenkins, Executrix of the Estate of Ernest L. Jenkins, Sr., Deceased, is waived.

B. That the Executrix is authorized to pay all accrued Court costs, other costs, any unpaid claims and incidental expenses of administration;

C. That this Court approves a fee of Seven Thousand, Five Hundred Dollars (\$7,500.00) to be paid to Wells, Moore, Simmons & Neeld, attorneys for the Executrix, for services rendered to the Executrix and this Estate;

D. That after payment of administration expenses, Court costs, unpaid claims and attorney's fees and expenses, the Executrix is authorized to distribute the remaining assets of this Estate to the beneficiaries, as provided in the Last Will and Testament of the Decedent;

BOOK 26 PAGE 479

BOOK 1084 FACE 48

E. That after all Court costs, administration expenses, unpaid claims and attorney's fees and expenses have been paid, when the remaining assets of this Estate have been distributed as provided herein, and when the Executrix has filed in this cause a Statement of Compliance, Catherine S. Jenkins, Executrix of the Estate of Ernest L. Jenkins, Deceased, shall stand finally discharged in the premises without the entry of any other or further Decree in this cause;

ORDERED, ADJUDGED AND DECREED, this the 10th day of Nov, 1993.

Stuart Robinson
CHANCELLOR

AM [Signature]

Wells, Moore, Simmons & Neeld
1300 Deposit Guaranty Plaza
Post Office Box 1970
Jackson, Mississippi 39215-1970
(601) 354-5400
MSB No. 9390

31CAME-WILLJENKINS\CLOS-EST.DEC

STATE OF MISSISSIPPI
HINDS COUNTY

FIRST DISTRICT

I, ALICE JAMES, Clerk of the Chancery Court in and for above mentioned County and State do hereby certify that the foregoing decree waiving ^{cred account} is a true and correct copy as appears on record in my office in Madison Book 1084, Page 42.
Given under 7 my hand and official seal of office this the 17 day of Nov, 1993.

ALICE JAMES, CHANCERY CLERK
BY Joyce Bentley D.C.



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 18th day of November, 1993, at 9:06 o'clock A. M., and was duly recorded on the 18th day of November, 1993, Book No. 26, Page 473.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trapp D.C.



FILED
THIS DATE

BOOK 26 PAGE 480

BOOK 099 PAGE 403

NOV 18 1993

STEVE DUNCAN
CHANCERY CLERK

BY Karen Lipp

Last Will and Testament

FILED

OF

MAR 25 92

ERNEST L. JENKINS, SR.

WITNESSES, Chancery Clerk
By alping D.C.

P-10417

I, ERNEST L. JENKINS, SR., an adult resident of the First Judicial District of Hinds County, Mississippi, being of sound and disposing mind and memory, over the age of eighteen (18) years, and not acting under duress or undue influence, hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me.

ITEM I.

I appoint my wife, Catherine S. Jenkins, as Executrix of my estate under this Will. If she is unable or unwilling to serve, I appoint and substitute as Executrix, Cathey Kennedy. I direct my Executrix to pay all of my just debts and obligations which may be properly probated, registered and allowed against my estate; all taxes properly payable by my estate; and the cost of administration of my estate as soon as practical after my death. Except as otherwise provided herein, all such payments shall be paid out of my residuary estate.

ITEM II.

I give and bequeath unto my son, Ernest L. Jenkins, Jr., two thousand (2,000) shares of common stock in Philip Morris Companies, Inc. and the sum of \$50,000.00 cash.

ITEM III.

I give and bequeath unto my adopted daughter, Mrs. Virginia Jenkins Priester, the sum of \$10,000.00 cash.

ITEM IV.

I give and bequeath unto my niece, Barbara Mitchell, the sum of \$10,000.00 cash.

Ernest L. Jenkins, Sr.

I give and bequeath unto nephew, Mike Jenkins, the sum of \$10,000.00 cash.

ITEM VI.

I give and bequeath unto my nephew, John Will Jenkins, Jr., the sum of \$10,000.00 cash.

ITEM VII.

I give and bequeath unto my sister, Mary Pearl Whaley, the sum of \$10,000.00 cash.

ITEM VIII.

I give, devise and bequeath unto my wife, Catherine S. Jenkins, all of my interest in our home located at 216 Stoney Brook Cove, Jackson, Mississippi, and all personal property owned by me at the time of my death.

ITEM IX.

I give, devise and bequeath unto my wife, Catherine S. Jenkins, all the rest and residue of the property, which shall include all remaining assets of my estate of every nature and kind wheresoever situated, including property acquired after the execution of this Will and all lapsed legacies and devises.

ITEM X.

A. I direct that my Executrix shall not be required to make any bond as Executrix. To the extent permissible by law, I waive the requirement that the Executrix or any successor be required to make a formal appraisal, provide an inventory or file an accounting for my estate with any Court.

B. The Executrix shall not be required to reduce any or all of my personal or real property to cash during the administration of my estate, but may sell or lease any of my property in such manner and on such terms as the Executrix may deem advisable.

C. The Executrix shall have the power to exercise all powers conferred by law upon executors and all powers granted herein

without prior authority from any Court; however, the Executrix may seek Court authority if doing so is in the best interest of the Executrix, my estate or my beneficiaries.

D. The Executrix may pay or deliver part or all of the property bequeathed or devised herein as soon as it is convenient to do so without jeopardizing the ability of my estate to satisfy its taxes and obligations. In any event, the date or dates of distribution shall be determined in the discretion of the Executrix.

* * * * *

IN WITNESS WHEREOF, I have signed and declared this instrument to be my Last Will and Testament on this the 14 day of February, 1992.

Ernest L. Jenkins Sr.
ERNEST L. JENKINS, SR.

* * * * *

This instrument was, on the day and year shown above, signed, published and declared by ERNEST L. JENKINS, SR. to be his Last Will and Testament in our presence, and we have subscribed our names as witnesses in his presence and in the presence of each other.

WITNESSES:

Robert West OF 3123 Bridgport Ln
Madison, Mississippi 39110

William H. OF 760 Lakeland Dr. 2-C
Jackson, MS 39216



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 18th day of November, 1993, at 9:06 o'clock A. M., and was duly recorded on the 18th day of November, 1993, Book No. 26, Page 480.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Fupp D.C.

PROOF OF WILL

We, Robert J. West and William Artmann

on oath state:

We are the subscribing witnesses to the attached written instrument dated February 14, 1992, which purports to be the Last Will and Testament of ERNEST L. JENKINS, SR. On the execution date of the instrument, ERNEST L. JENKINS, SR., in our presence, signed the instrument at the end thereof acknowledged his signature thereto, declared the instrument to be his Will, and requested that we attest his execution thereof. In the presence of ERNEST L. JENKINS, SR., each of us signed our respective names as attesting witnesses. At the time of execution of the instrument, ERNEST L. JENKINS, SR. appeared to be eighteen (18) years of age or older, of sound mind, and acting without undue influence, fraud or restraint.



DATED this 14 day of February, 1992.

Robert J. West
(WITNESS)

William H. Artmann
(WITNESS)

* * * * *

STATE OF MISSISSIPPI

COUNTY OF HINDS

Subscribed and sworn to before me, the undersigned Notary Public, on this 14th day of February, 1992.

Emilia B. Goble
NOTARY PUBLIC

My Commission Expires:
My Commission Expires August 19, 1994

Book 26 Page 483 1/2

STATE OF MISSISSIPPI
HINDS COUNTY

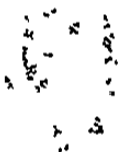
FIRST DISTRICT

I, ALICE JAMES, Clerk of the Chancery Court in and for above mentioned County and State do hereby certify that the foregoing Last will test. is a true and correct copy as appears on record in my office in ~~mistake~~ Book 099, Page 403.

Given under my hand and official seal of office this the 17 day of Nov., 1993.

ALICE JAMES, CHANCERY CLERK

BY Jane Burnley D.C.



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 18th day of November, 1993 at 9:06 o'clock A M., and was duly recorded on the 18th day of November, 1993, Book No. 26, Page 483.

STEVE DUNCAN, CHANCERY CLERK

BY Karen Trapp D.C.



Last Will and Testament

NOV 18 1993

OF

STEVE DUNCAN
CHANCERY CLERK

BY Annice Riddell

ANNICE RIDDELL CHANCELLOR

KNOW ALL MEN BY THESE PRESENTS, that I, Annice Riddell Chancellor, an adult resident of New York County, New York, 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 ONE

I do hereby nominate, constitute and appoint my brother, Julian W. Chancellor, Jr., as Executor of this, my Last Will and Testament, and I do hereby ordain and direct that he serve as such Executor without being required to make bond, have any formal appraisement of the assets of my estate, file any inventory, or report or account to any Court.

ITEM TWO

I will, devise and bequeath my timber land in Noxubee County, Mississippi, inherited from my Father and Grandfather Chancellor to Julian W. Chancellor, Jr., William Prentiss Chancellor, II and William L. Chancellor, Jr., share and share alike.

ITEM THREE

I will, devise and bequeath all of my interest in W. P. Chancellor and Sons, Inc., a Mississippi corporation with its principal place of business located in the City of Macon, Noxubee County, Mississippi, to my brothers, Julian W. Chancellor, Jr. and William Prentiss Chancellor, II, share and share alike.

ITEM FOUR

I will, devise and bequeath all of my stocks, bonds, other securities, cash, bank accounts, certificates of deposit, and savings accounts of whatever kind and nature, together with my condominium located in Houston, Texas to Julian W. Chancellor, Jr., William Prentiss Chancellor, II and William L. Chancellor, Jr., share and share alike.

*Filed March 9, 1995
Annice Riddell Clerk*

ARU

ITEM FIVE

I will, devise and bequeath my antique jewelry unto Julia Annice Chancellor, Kathryn Lucille Chancellor and Alice Kathryn Word, share and share alike. It is my will and direction that said jewelry be divided among the three said legatees by my aunt, Mrs. Leon E. (Jane) Lewis, whose decision relative to said division shall be conclusive and final.

ITEM SIX

I will, devise and bequeath my interest in the Riddell estate property inherited by me from the Riddell family, to my brothers, Julian W. Chancellor, Jr. and William Prentiss Chancellor, II, share and share alike. Said property is situated primarily in Madison County, Mississippi.

ITEM SEVEN

All of the rest, residue and remainder of the property comprising my estate, of whatsoever kind and character and wheresoever situated, I hereby will, devise and bequeath unto Julian W. Chancellor, Jr., William Prentiss Chancellor, II and William L. Chancellor, Jr., share and share alike.

IN WITNESS WHEREOF, I have hereunto subscribed my name, on this the 1 day of April, 1983.

Annice Riddell Chancellor
 ANNICE RIDDELL CHANCELLOR,
 TESTATRIX
 344 East 63rd, Apt. 4B
 New York, N.Y. 10021

This instrument was, on the day and year shown above, signed, sealed, published and declared by Annice Riddell Chancellor, the above named Testatrix, as and for her Last Will and Testament, in our presence, and we, at her request, and in her presence and in the presence of each other, have hereunto subscribed our names as witnesses this 1st day of April, 1983.

Charles G. Perkins
 CHARLES G. PERKINS
 417 Jefferson Street
 P. O. Drawer D
 Macon, MS 39341

Ann L. Perkins
 ANN L. PERKINS
 417 Jefferson Street
 P. O. Drawer D
 Macon, MS 39341

STATE OF MISSISSIPPI

COUNTY OF NOXUBEE

Each of the undersigned, being duly sworn, say:

The within will was subscribed in our presence by Annice Riddell Chancellor, the Testatrix, on the 1st day of April, 1983, at 417 Jefferson Street, Macon, Mississippi.

At the time that the instrument was so subscribed, the Testatrix declared such instrument to be her instrument to be her Last Will.

The undersigned thereupon signed their names as attesting witnesses at the end of such Will, at the request of the Testatrix and in the presence of the Testatrix and in the presence of each other. At the time of so executing such will, the Testatrix was over the age of 18 years, of sound mind, memory and understanding, under no restraint and in no respect incompetent to make a will. In the respective opinions of the undersigned, the Testatrix was able to read, write, and converse in the English language and was not suffering from any defect of sight, hearing, speech or other physical impairment, or from any mental impairment, that would prevent the execution of a valid will.

Each of the undersigned was acquainted with the Testatrix and makes this affidavit at the Testatrix's request.

The within Will was shown to the undersigned at the time this affidavit was made, and was examined by each of them as to the signatures of the Testatrix and the undersigned. Such Will was executed as a single original instrument and not in counterparts.

Charles G. Perkins
CHARLES G. PERKINS
417 Jefferson Street
P. O. Drawer D
Macon, MS 39341

Ann L. Perkins
ANN L. PERKINS
417 Jefferson Street
P. O. Drawer D
Macon, MS 39341

SWORN TO AND SUBSCRIBED BEFORE ME, this the 1st day of April, 1983.

Janelle Floore Craig
NOTARY PUBLIC
Chancery Clerk

(SEAL)

MY COMMISSION EXPIRES 1st Nov Jan 1984

THE STATE OF MISSISSIPPI
NOXUBEE COUNTY

I, JANELLE FLOORE CRAIG, Clerk of the Chancery Court in and for said County and State, do hereby certify that the above and foregoing contains a true and correct copy of the original

Last Will of Annice Riddell Chancellor

as fully and completely as the same appears on file and of record in my office

In testimony whereof I hereunto set my hand and affix the seal of said Court at my office in Macon, Mississippi, this the 12 day of Nov A. D. 1983.

By Janelle Floore Craig D.C. Clerk

Last Will and Testament **FILED**
THIS DATE

OF

DEC 01 1993

IDA LEE WILSON

STEVE DUNCAN
CHANCERY CLERK
BY *Steve Duncan*

I, IDA LEE WILSON, being over the age of twenty-one (21) years and of sound and disposing mind and memory, do hereby make, declare and publish this to be my Last Will and Testament, hereby expressly revoking any and all wills and codicils heretofore made by me as follows, to-wit:

I.

I nominate and appoint LILLIE MARTIN, to serve as Executrix of my Last Will and Testament to serve without bond or security and insofar as may be permitted by law, I waive the necessity of inventory, appraisal and accounting to any Court.

II.

I do hereby give, devise and bequeath all of my property real, personal and mixed, wheresoever situated or howsoever described, unto LILLIE MARTIN; PRINCESS WILSON, JR., JANICE MARIE EVANS and VELLINA KAYE GRANT in equal shares to share and share alike.

IN WITNESS WHEREOF, I, IDA LEE WILSON, have hereunto set my signature and published this to be my Last Will and Testament on this the 10th day of FEBRUARY, 1982, in the presence of two witnesses who have each signed at my request, in my presence and in the presence of each other.

Ida Lee Wilson
Ida Lee Wilson

WITNESSES:

Margaret A. Wilson
Don A. Brown

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of IDA LEE WILSON, do hereby certify that said instrument was signed in the presence of each of us, and that said IDA LEE WILSON 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 IDA LEE WILSON in her presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 10th day of FEBRUARY, 1982.

Margaret A. Weber
[Signature]
WITNESSES



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day of December, 1993, at 3:32 o'clock P.M., and was duly recorded on the 1st day of December, 1993, Book No. 26, Page 487.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Tripp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE

DEC 01 1993

IN THE MATTER OF THE ESTATE OF
IDA LEE WILSON, DECEASED

STEVE DUNCAN
CHANCERY CLERK
BY *Karen Tripp*

CIVIL ACTION FILE NO. 32-832

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

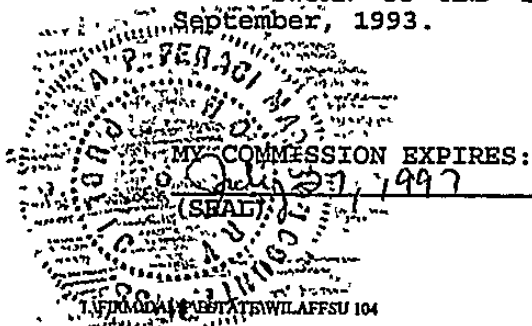
COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, DON A. McGRAW, JR., one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Ida Lee Wilson, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Ida Lee Wilson signed, published and declared said instrument as her Last Will and Testament on the 10th day of February, 1982, the day and date of said instrument, in the presence of this affiant and Margaret A. Wehr, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, DON A. McGRAW, JR., the Affiant and Margaret A. Wehr, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

Don A. McGraw, Jr.
Don A. McGraw, Jr.

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 22nd day of September, 1993.

[Signature]
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day of December, 1993, at 3:32 o'clock P M, and was duly recorded on the 1st day of December, 1993, Book No. 26, Page 489.



STEVE DUNCAN, CHANCERY CLERK BY: *Karen Tripp* D.C.

#32-401

LAST WILL AND TESTAMENT
OF
ALCUS LOUIS FORNEA

FILED
THIS DATE

DEC 03 1993

STEVE DUNCAN
CHANCERY CLERK

BY *Karen Hupp*

I, ALCUS LOUIS FORNEA, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory, and above the age of eighteen years, do hereby make, publish, and declare the following as this my LAST WILL and TESTAMENT, and hereby revoke all other wills and codicils thereto heretofore made by me.

I.

I direct that all of my just debts which may be probated, registered and allowed against my estate, together with my funeral expenses be paid as soon after my death as may be practically done, except that the payment of any debt secured by a mortgage or pledge of real or personal property may be postponed by the executrix in her discretion.

II.

To my wife, Charlotte H. Fornea; if she be living at my death, I give, devise and bequeath to her all of my property, real, personal and mixed, tangible and intangible, of whatsoever kind or character, and wheresoever located.

III.

If my wife, Charlotte H. Fornea, does not survive me, I give, devise and bequeath all of my property, real, personal and mixed, tangible and intangible of whatsoever kind or character and wheresoever located, to my children, Tonia Marguerite Fornea McMullan, Sherri Lynn Fornea Napier, and Sandi Adelle Fornea, equally to share and share alike.

P

It is my desire that at my death should my daughter, Sandi Adelle Fornea, be below the age of twenty-one, that her equal share of my estate be distributed accordingly by my daughter, Tonia Marguerite Fornea McMullan, in the following manner.

Until Sandi Adelle Fornea reaches the age of twenty-one, at which time Sandi Adelle Fornea shall receive the remaining part of her equal share, she shall receive the sum of \$1,500.00 (Fifteen Hundred Dollars) per month, in addition, all school expenses (tuition, books, etc.) will be paid. At the age of eighteen, Sandi Adelle Fornea shall also receive the sum of \$10,000 (Ten Thousand Dollars).

IV.

If any of my children shall be deceased and leave surviving issue, then it is my desire that the surviving issue receive my child's equal share.

If any of my children shall be deceased and leave no issue, that child's equal share shall be divided equally among my other children, herein named.

V.

If my wife and I shall die simultaneously, or under circumstances which make it difficult to determine which of us died first, I direct that my wife shall be deemed to have survived me for the purposes of this will.

VI.

I hereby appoint my wife, Charlotte H. Fornea, as Executrix of my estate under this my LAST WILL and TESTAMENT.

In the event my Executrix is unable to serve, I nominate and appoint my daughter, Tonia Marguerite Fornea McMullan, to serve as Executrix. I direct that neither



shall be required to make any bond or be required to make a formal appraisal of my estate or provide an inventory or an accounting to be filed with any court.

In the administration of my estate, the Executrix shall have full power and authority to continue any and all business operations in which I may be interested at the time of my death. The Executrix may continue to act as partner and engage in any partnership in which I am interested and to take any and all actions with regard thereto the Executrix may deem necessary or advisable.

IN WITNESS WHEREOF, I sign, publish and declare this instrument to be my LAST WILL and TESTAMENT on this the 11TH day of DECEMBER, 1985.


ALCUS LOUIS FORNEA

We, each of the subscribing witnesses to the LAST WILL and TESTAMENT of Alcus Louis Fornea, do hereby certify that said instrument was signed, published, and declared by said Alcus Louis Fornea in our presence and we at his request and in his presence and in the presence of each other, have hereunto subscribed our names as witnesses this the 11 day of December, 1985.

Donna Prokup Residing at 6110 Westwind Rd
Jackson, Md 39206

Africa Foster Residing at 72 Kelbuck Lane
Madison, Mo. 39110

BOOK 26 PAGE 493

FILED
THIS DATE
DEC 03 1993

AFFIDAVIT OF SUBSCRIBING WITNESS TO WILL STEVE DUNCAN
CHANCERY CLERK

BY [Signature]

STATE OF MISSISSIPPI
COUNTY OF ATTALA

BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, this day personally appeared Sylvia Foster, Jr., one of the two attesting and subscribing witnesses to a certain instrument of writing, hereto attached, purporting to be the Last Will and Testament of Alcus Louis Fornea, who, having been by me first duly sworn, on her oath deposed and said that the said Alcus Louis Fornea, signed, published and declared said instrument as his Last Will and Testament in the presence of this deponent and Van C. Foster, Jr., the other attesting and subscribing witness to said instrument, as attesting and subscribing witnesses thereto, on the day and date thereof, to-wit: the 11th day of December, 1985; that said testator was then of sound and disposing mind, memory and understanding, and more than eighteen years of age, and that this deponent and the said Van C. Foster, Jr., attested and subscribed said instrument as witnesses to the signature, execution and publication thereof, at the special instance and request, and in the presence of said testator, and in the presence of each other on the day and year aforesaid.

[Signature]
SYLVIA FOSTER

SWORN TO AND SUBSCRIBED BEFORE ME, this the 9 day of November, 1993.

[Signature]
Notary Public

My commission expires: Apr 23, 1996

FILED
THIS DATE

AFFIDAVIT OF SUBSCRIBING WITNESS TO WILL DEC 09 1993

STATE OF MISSISSIPPI
COUNTY OF ATTALA

STEVE DUNCAN
CHANCERY CLERK
BY [Signature]

BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, this day personally appeared Van C. Foster, Jr., one of the two attesting and subscribing witnesses to a certain instrument of writing, hereto attached, purporting to be the Last Will and Testament of Alcus Louis Fornea, who, having been by me first duly sworn, on his oath deposed and said that the said Alcus Louis Fornea, signed, published and declared said instrument as his Last Will and Testament in the presence of this deponent and Sylvia Foster, the other attesting and subscribing witness to said instrument, as attesting and subscribing witnesses thereto, on the day and date thereof, to-wit: the 11th day of December, 1985; that said testator was then of sound and disposing mind, memory and understanding, and more than eighteen years of age, and that this deponent and the said Sylvia Foster, attested and subscribed said instrument as witnesses to the signature, execution and publication thereof, at the special instance and request, and in the presence of said testator, and in the presence of each other on the day and year aforesaid.

[Signature]
VAN C. FOSTER, JR.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 9 day of November, 1993.

[Signature]
Notary Public

My commission expires: April 25, 1996

BOOK 26 PAGE 495

FILED
THIS DATE

DEC 03 1993

LAST WILL AND TESTAMENT
OF
MARGARET CRAIG JOHNSTON

STEVE DUNCAN
CHANCERY CLERK

BY *[Signature]*

#32-389

I, MARGARET CRAIG JOHNSTON, of Jackson, Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

I

To my HUSBAND, JOSEPH EDMUND JOHNSTON, I give, devise and bequeath a sum which, together with the total of any other amounts allowed as a marital deduction in the Federal estate tax proceeding relating to my estate, shall equal the maximum allowable marital deduction; provided that this sum shall be reduced by an amount, if any, needed to increase my taxable estate to the largest amount that will, after allowing for the unified credit against the Federal estate tax, and any other allowable credits, not result in a Federal estate tax being imposed on my estate. However, I direct that no property be included in this devise and bequest which does not qualify for the marital deduction.

II

All the rest, residue and remainder of my property, real, personal, and mixed, of whatsoever kind and nature, wheresoever situated and howsoever held, I give, devise and bequeath to my children, JOSEPH EDMUND JOHNSTON, JR. and BARKSDALE JOHNSTON CROSLAND, IN TRUST NEVERTHELESS, with my husband, JOSEPH EDMUND JOHNSTON, to serve as Trustee. The Trustee shall hold the children's property in trust, and shall not be required to give bond to perform in said capacity. The Trustee shall have the right to use all of the income from said trust for his own pleasure and upkeep. In addition, the principal of this trust may be used for the support, maintenance and welfare of my said husband, if it shall become necessary, taking into consideration any other property he has at his disposal. At the death of my said husband, JOSEPH EDMUND JOHNSTON, the remaining corpus and any undistributed income of

mcg

the trust shall be distributed, free of the trust, to my children, JOSEPH EDMUND JOHNSTON, JR. and BARKSDALE JOHNSTON CROSLAND, share and share alike. If my said daughter, BARKSDALE JOHNSTON CROSLAND, shall not be living at the time provided for herein for distribution of the trust, her share shall go instead to her descendants, per stirpes, if any and if none unto such of my other descendants, per stirpes as shall then be living. If my said son, JOSEPH EDMUND JOHNSTON, JR., shall not be living at the time provided for herein for distribution of the trust, his share shall be divided into four parts with each of his three children receiving one part each. Their respective shares shall be delivered unto them outright provided they are twenty-one (21) years of age or older. Should any of these said grandchildren of mine not be living at the time for distribution then their share shall be distributed to their descendants, per stirpes, or if none, to the other children of JOSEPH EDMUND JOHNSTON, JR. in equal shares. Any share that would, at the time of distribution normally be distributed to a minor, shall be held in trust by my trustee until such beneficiary becomes twenty-one (21) years of age at which time his trust will terminate and the property will be delivered outright. The fourth part shall be held in trust by my Trustee for the benefit of my son's wife, BETTY ANNE JOHNSTON, should she be living at that time. The Trustee shall pay to her all of the income annually in convenient installments and so much of the principal as may be necessary for support, maintenance and welfare. At the death of the said BETTY ANNE JOHNSTON the remaining principal and income of this trust shall be paid over to the descendant's of my son, per stirpes, and in a manner similar to that provided earlier in this paragraph.

If my husband, JOSEPH EDMUND JOHNSTON, shall be, or become, unable or unwilling to serve as Trustee of this trust, then I hereby nominate and appoint DEPOSIT GUARANTY NATIONAL BANK, of Jackson, Mississippi, to serve as the Trustee hereunder. Any Trustee of any trust hereunder shall have all the powers afforded to trustees in and by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi, as it now exists or may hereafter be amended, reference to which statute is hereby made for all purposes.

III

If my husband, JOSEPH EDMUND JOHNSTON, shall not survive me, I give, devise and bequeath my entire estate to my children, JOSEPH EDMUND JOHNSTON, JR. and BARKSDALE JOHNSTON CROSLAND, share and share alike. If my said daughter, BARKSDALE JOHNSTON CROSLAND, shall not be living at the time provided for herein for distribution of the trust, her share shall go instead to her descendants, per stirpes, if any and, if none, unto such of my other descendants, per stirpes as shall then be living. If my said son, JOSEPH EDMUND JOHNSTON, JR., shall not be living at the time provided for herein for distribution of the trust, his share shall be divided into four parts with each of his three children receiving one part each. Their respective shares shall be delivered unto them outright provided they are twenty-one (21) years of age or older. Should any of these said grandchildren of mine not be living at the time for distribution then their share shall be distributed to their descendants, per stirpes, or if none, to the other children of JOSEPH EDMUND JOHNSTON, JR. in equal shares. Any share that would, at the time of distribution normally be distributed to a minor, shall be held in trust by my trustee until such beneficiary becomes twenty-one (21) years of age at which time his trust will terminate and the property will be delivered outright. The fourth part shall be held in trust by my Trustee for the benefit of my son's wife, BETTY ANNE JOHNSTON, should she be living at that time. The Trustee shall pay to her all of the income annually in convenient installments and so much of the principal as may be necessary for support, maintenance and welfare. At the death of the said BETTY ANNE JOHNSTON the remaining principal and income of this trust shall be paid over to the descendant's of my son, per stirpes, and in a manner similar to that provided earlier in this paragraph.

IV

I nominate, constitute and appoint my husband, JOSEPH EDMUND JOHNSTON, as Executor of this my Last Will and Testament. If my said husband does not survive me, or shall be, or become, unable or unwilling to serve in such capacity, then I nominate, constitute and appoint DEPOSIT GUARANTY NATIONAL BANK, of Jackson, Mississippi, as Executor of this my Will. Every Executor hereunder shall have all the powers and discretions with respect to

my estate as are herein given my Trustee with respect to the trust established under Article II hereof. I hereby request that no bond be required of any Executor serving hereunder, and, insofar as may be permitted by law, I waive inventory and any appraisal of my estate.

IN WITNESS WHEREOF, I have set my hand and seal to this my Last Will and Testament, in the presence of the undersigned witnesses, on this the 1st day of November, 1982.

Margaret Craig Johnston
MARGARET CRAIG JOHNSTON

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by MARGARET CRAIG JOHNSTON as her Last Will and Testament, that she signed the same in our presence, and in the presence of each of us, and that we, at her request, and in her presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 1 day of November, 1982.

William G. W. [Signature]

Carol L. Knapp



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 3 day of December, 1993, at 2:45 o'clock P.M., and was duly recorded on the 3rd day of December 1993, Book No. 26, Page 495.

STEVE DUNCAN, CHANCERY CLERK

BY: M. Luckett D.C.