

LAST WILL AND TESTAMENT

2005-113

I, Lois B. Thomas, an adult resident citizen of Madison County, Mississippi, and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my last will and testament; and, by so doing, I do hereby revoke any and all other wills and codicils thereto which may have been heretofore made by me;

W I T N E S S E T H

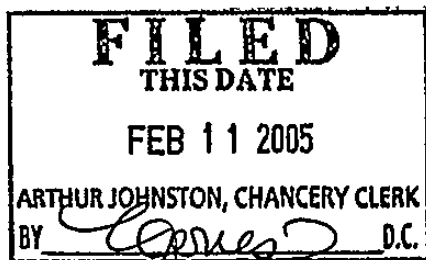
ITEM ONE: I do hereby give, devise and bequeath unto my niece, Beatrice A. Tatum, whose present address is 115 Herring Drive, Raymond, Mississippi, all of my real and personal property of every nature and description and wheresoever located.

ITEM TWO: I do hereby name, constitute and appoint my niece, Beatrice A. Tatum, to serve as the executrix of my estate, without bond, and to the fullest extent allowed by law I do hereby waive and release my said executrix from the requirement of having to make and file any inventory, accounting or appraisal in connection with the administration of my estate.

WITNESS MY SIGNATURE, this the 23 day of February, 2000.


Lois B. Thomas

LOIS B. THOMAS




This written instrument consisting of this and one preceding typewritten page, was on the day of the date thereof signed, published and declared by Lois B. Thomas to be her last will and testament in our presence, and, on said date, at her request, subscribed our names as witnesses hereto, in her presence and in the presence of each other.

'WITNESS OUR SIGNATURES, this the 23 day of February, 2000.



J. M. Ritchey



Te Helms

thomas, will
035/02/17/00

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE
LAST WILL AND TESTAMENT
OF LOIS B THOMAS, DECEASED

CIVIL ACTION, FILE NO: 205-113

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the state and county aforesaid, within my jurisdiction, the within named Te Helms Sutherland, one of the two subscribing witnesses to the foregoing and annexed instrument of writing purporting to be the last will and testament of Lois B Thomas, late of Madison County, Mississippi, who, having been by me first duly sworn, stated and deposed upon her oath that the said Lois B. Thomas signed, published and declared said instrument to be her last will and testament on the 23rd day of February, 2000, being the date of said instrument, in the presence of the deponent and J. M. Ritchey, that the said Lois B Thomas was then and there of sound and disposing mind and memory and was over the age of eighteen years; that the deponent and J. M. Ritchey, in the presence of each other, subscribed and attested said instrument of writing, as witnesses to Lois B Thomas' signature and publication thereof, at the request of and in the presence of Lois B. Thomas, on the 23rd day of February, 2000; that the deponent is not in any way interested in the estate of Lois B Thomas, and that the deponent is now and was at the time of her attestation of said written instrument a competent witness under the laws of the state of Mississippi.

WITNESS MY SIGNATURE, this the 9th day of February, 2005.

Te Helms Sutherland
TE HELMS SUTHERLAND, formerly known
and being the same person as Te Helms

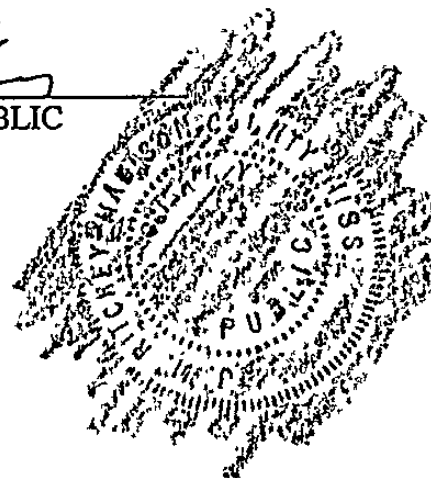
SWORN TO AND SUBSCRIBED BEFORE ME, this the 9 day of February, 2005.

J. M. Ritchey
NOTARY PUBLIC

MY COMMISSION EXPIRES:

6-23-05
ThomasLB-POW-066/020105(c)

FILED
THIS DATE
FEB 11 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF
THE LAST WILL AND TESTAMENT
OF LOIS B. THOMAS, DECEASED

CIVIL ACTION, FILE NO. 2005-113

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF MADISON

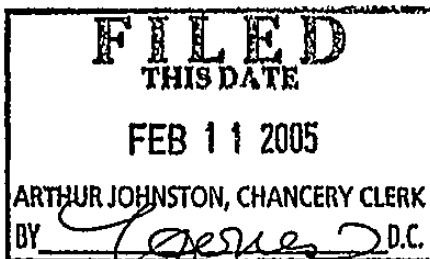
PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, within my jurisdiction, Beatrice A. Tatum, who, having been by me first duly sworn, deposed upon her oath as follows.

1. I am the duly appointed, qualified, and acting executor of the estate of Lois B Thomas, deceased.

2. I have made reasonably diligent efforts to identify all persons having claims against the estate of said decedent in order to give notice by mail to all persons so identified, at their last known address, informing them that a failure to have their claim probated and registered by the clerk of the Chancery Court of Madison County, Mississippi, within the ninety (90) day period provided by §91-7-145, *Mississippi Code of 1972*, as amended, will forever bar such claim

3. Despite such reasonably diligent efforts, I was unable to identify any person to whom Lois B. Thomas was indebted at the time of her death. Accordingly, no such written notice has been given by me.

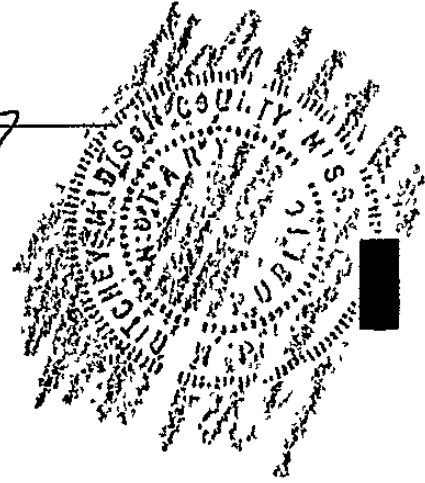
WITNESS MY SIGNATURE, this the 11 day of February, 2005



Beatrice A. Tatum
BEATRICE A. TATUM, Executrix

SWORN TO AND SUBSCRIBED BEFORE ME, this the 11 day of February, 2005.


NOTARY PUBLIC



MY COMMISSION EXPIRES:

6-25-05

ThomasLB AFF
066/020105(c)

2005-117

LAST WILL AND TESTAMENT

OF

JOHN HAROLD STROUD

I, JOHN HAROLD STROUD of Madison, Mississippi, being of sound and disposing mind and memory and of lawful age, do hereby make, publish and declare this as and for my Last Will and Testament, and I hereby specifically revoke any and all former wills and codicils which I have heretofore made.

I hereby appoint my

ITEM I.

wife, KATHRYN TATE

STROUD, Executrix of this my Last Will and Testament and my estate. If my said wife is unable or unwilling to serve in such capacity, I then appoint my son, JOHN DOUGLAS STROUD, as Executor of my Last Will and Testament. In any event, such Executrix or Executor shall hereafter be referred to as my "Personal Representative." I direct that no bond, appraisal, inventory or accounting be required of my Personal Representative insofar as the same may be legally waived.

A.

I hereby direct that my Personal Representative shall, out of the property and estate coming into its hands which is subject to the payment of debts, pay all of my just

debts which are properly probated and allowed as claims against my estate and all expenses of my last illness and funeral.

B.

I hereby direct that my Personal Representative shall not be required to reduce any or all of my personal or real property to cash during the administration of my estate, but in its discretion may sell only so much of my property as is necessary to obtain adequate cash (in addition to the cash which I leave at the time of my death) to pay taxes, debts, and the costs of the administration of my estate, and after the payment of the said items, my Personal Representative is authorized in its sole discretion to make distribution to my devisees and legatees either in cash or in kind or in both.

C.

I hereby direct that my Personal Representative shall have, with reference to my estate, all of the powers during the administration of my estate as are granted to

trustees under the Mississippi Uniform Trustees Powers Law, more specifically §§ 91-9-101 through 91-9-119, Miss. Code Ann. (1972), in addition to all inherent, implied and statutory powers of an executor, and without in any manner limiting or restricting such powers.

D. .

I hereby authorize my Personal Representative to acquire any necessary cemetery lot or lots for my burial and any appropriate marker for my grave, the expense of such to be paid for out of my residuary estate.

ITEM II.

I give, devise and bequeath unto my beloved wife, KATHRYN TATE STROUD, all of my property and estate of every kind and character and wheresoever situated, whether real, personal or mixed. If my said wife should predecease me, then and in that event, I give, devise and bequeath all of my property and estate of every kind and character and wheresoever situated, whether real, personal or mixed, unto my children, KATHRYN LU STROUD BUNTON, JOAN ELLEN

STROUD COFFEY and JOHN DOUGLAS STROUD, share and share alike, the children of a deceased child taking per stirpes the share to which their deceased parent would have been entitled had he or she survived.

IN TESTIMONY WHEREOF, I have hereunto set my hand, on this the 18th day of August, 1996.

John Harold Stroud
JOHN HAROLD STROUD

WITNESSES:

Barbara Atkins
Robert L. Atkins
Ernie F. Dawkins

ATTESTATION

We, the undersigned subscribing witnesses to the within and foregoing Last Will and Testament of John Harold Stroud, do hereby acknowledge and attest that the same was exhibited to us by the said John Harold Stroud as his Last Will and Testament and that he signed the same in our presence and in the presence of each of us, and that at his request and in his presence and in the presence of each other, we signed the same as subscribing witnesses thereto.

This the 18th day of August, 1996.

Barbara Atkins
384 Hoy Road
Madison, MS 39110

Robert L. Atkins
384 Hoy Rd
Madison MS 39110

Elaine F. Dawkins
13 Deerfield Rd.
Madison, MS 39110

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF JOHN HAROLD STROUD,
DECEASED

CAUSE NO. 2005-117

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF Madison

THIS DATE personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named ROBERT L. ATKINS, 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 John Harold Stroud, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament, dated the 18th day of August, 1996.

2. That on the 18th day of August, 1996, the said John Harold Stroud 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 Barbara Atkins and Elaine F. Dawkins, the other subscribing witnesses to the instrument.

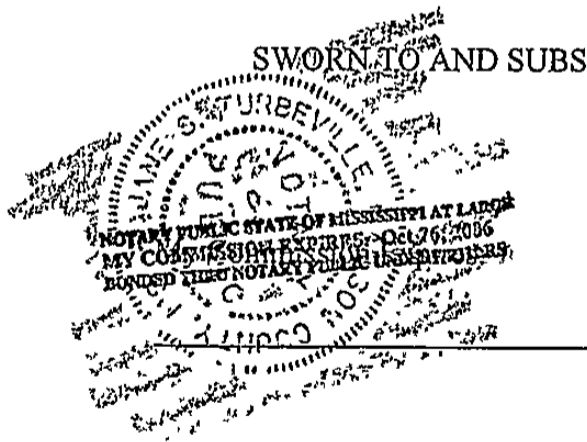
3. That John Harold Stroud was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years

4. That this Affiant, together with Barbara Atkins and Elaine F. Dawkins, 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 John Harold Stroud, and in the presence of each other.

Robert L. Atkins
ROBERT L. ATKINS

SWORN TO AND SUBSCRIBED before me, this the 9th day of February, 2005.

James J. Turbeville
NOTARY PUBLIC



ESTATE OF JOHN HAROLD STROUD,
DECEASED

CAUSE NO 2005-117

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF Madison

THIS DATE personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named BARBARA ATKINS, 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 John Harold Stroud, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament, dated the 18th day of August, 1996.

2. That on the 18th day of August, 1996, the said John Harold Stroud 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 Robert L Atkins and Elaine F Dawkins, the other subscribing witnesses to the instrument.

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

4. That this Affiant, together with Robert L. Atkins and Elaine F Dawkins, 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 John Harold Stroud, and in the presence of each other.

Barbara Atkins
BARBARA ATKINS



SWORN TO AND SUBSCRIBED before me, this the 9th day of February, 2005.
James S. Turbeville
NOTARY PUBLIC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: THE WILL AND ESTATE
OF REV. PETER QUINN, DECEASED

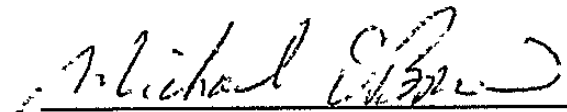
NO. 2004-938

AFFIDAVIT OF EXECUTOR

I, Rev. Michael O'Brien, Executor of the Estate of Rev. Peter Quinn, deceased, do hereby state that pursuant to Miss Code Ann §91-7-145(2), I have made reasonably diligent efforts to identify persons having claims against the estate, and have determined that the following entities may have a valid claim against the estate

(Please see attached Exhibit "A")

I further state that each of the above creditors has been notified by mail, pursuant to Miss. Code Ann. §91-7-145(1), and has been informed that a failure to have their claim probated and registered by the clerk of the court within ninety (90) days will bar such claim.



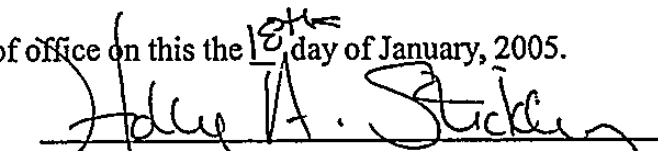
Rev. Michael O'Brien, Executor of the Estate
of Rev. Peter Quinn

STATE OF MISSISSIPPI
COUNTY OF Hinds

Personally came and appeared before me, the undersigned authority in and for the aforesaid jurisdiction, Rev. Michael O'Brien, who acknowledged that he signed, executed and delivered the above and foregoing instrument on the day and year therein mentioned.

WITNESS my signature and seal of office on this the 10th day of January, 2005.





NOTARY PUBLIC

FILED
THIS DATE
FEB 14 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY James D.C.

EXHIBIT "A"

1. St. Catherine's Village
200 Dominican Drive
Madison, Mississippi 39110
2. BellSouth
P.O. Box 105503
Atlanta, Georgia 30348-5503
3. Statewide Healthcare Services, Inc.
d/b/a Oxford Health Care
c/o Help At Home, Inc.
17 N: State-14th FL
Chicago, Illinois 60602

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF JOHN HAROLD STROUD,
DECEASED

CAUSE NO. 2005-117

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Doug Stroud, who, being first duly sworn by me, states and deposes on his oath as follows, to-wit:

I am the Executor of the Estate John Harold Stroud, deceased. Pursuant to the requirements of Miss. Code Ann. §91-7-145 (1972), I hereby state that I have made reasonable diligent efforts to identify persons having claims against the Estate of John Harold Stroud, deceased, and after diligent search and inquiry, I have identified no such persons or claims.

WITNESS MY SIGNATURE this the 15th day of February, 2005.

Doug Stroud

DOUG STROUD, EXECUTOR OF THE
ESTATE OF JOHN HAROLD STROUD

SWORN TO AND SUBSCRIBED BEFORE ME, this the 15th day of February, 2005.

Katie Ruth W. Shelton

NOTARY PUBLIC

My Commission Expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
NOTARIAL COMMISSION EXPIRES AUG 9, 2007
FOR MORE INFORMATION VISIT ALLNOTARY.COM

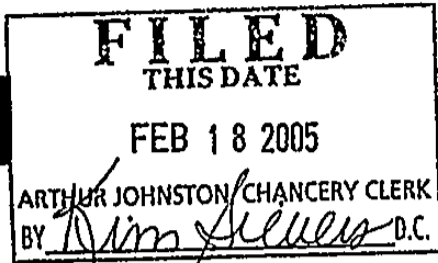
FILED
THIS DATE
FEB 18 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

LAST WILL AND TESTAMENT

OF

CARRIE JONES LEWIS

2005-105



I, CARRIE JONES LEWIS, of Madison County, Mississippi, being of the age of eighteen 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, Josh Lewis, my husband, as Executor of this my Last Will and Testament and direct that he 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 my husband, Josh Lewis, predecease me or refuse or be unable to serve as Executor hereunder, I name, constitute and appoint my daughter, Mabel Lewis Seaton, as Executrix, also without bond.

II.

I direct that all of my just legal debts, expenses of my last illness and funeral expenses be paid as promptly after my death as practical.

III.

I will, devise and bequeath unto my husband, Josh Lewis, all of my estate of whatsoever nature and wheresoever located or situated. Should my husband predecease me, I will devise and bequeath all of my said estate unto Mabel Lewis Seaton, Joe Mary Lewis Matthews, Eddie Ray Lewis, Joe Lewis, Mattie Lewis Hicks, and DeCelle Lewis, my children, in equal shares, share and share alike.

IV.

My son, William James Lewis, has received his inheritance prior to my execution of this my Last Will and Testament by a Deed signed by me and delivered to him prior to today.

Last Will and Testament of Carrie Jones Lewis-Page 2

V,

It is my desire that the real property devised to the devisee or devisees under this my Last Will and Testament remain in the family, and I specifically request that in the event of a devisee, or the devisees, herein selling his or her interest in said property, that such interest be sold to another family member or devisee hereunder.

IN WITNESS WHEREOF I have executed this Last Will and Testament on this the 7th day of May, 1993, 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.

Carrie Jones Lewis
CARRIE JONES LEWIS

Signed, published and declared by the Testatrix, Carrie Jones Lewis, on the date shown hereinabove, as and for her Last Will and Testament in the presence of us, who, at her request and in her presence and in the presence of each other, subscribe our names hereto as attesting witnesses.

R. B. White

Leslie C. Hunt

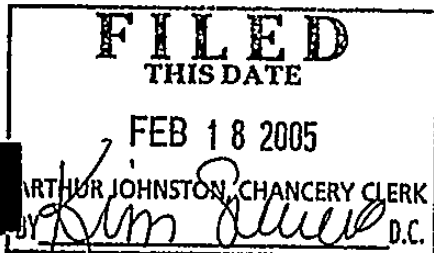
WITNESSES

LAST WILL AND TESTAMENT

OF

JOSH LEWIS

2005-104



I, JOSH LEWIS, of Madison County, Mississippi, being of the age of eighteen 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, Carrie Jones Lewis, my wife, as Executrix of this my Last Will and Testament and direct that she be not required to give bond or make any formal accounting to any Court other than the probate of this my Last Will and Testament. Should my wife, Carrie Jones Lewis, predecease me or refuse or be unable to serve as Executrix hereunder, I name, constitute and appoint my daughter, Mabel Lewis Seaton, as Executrix, also without bond.

II.

I direct that all of my just legal debts, expenses of my last illness and funeral expenses be paid as promptly after my death as practical.

III.

I will, devise and bequeath unto my wife, Carrie Jones Lewis, all of my estate of whatsoever nature and wheresoever located or situated. Should my wife predecease me, I will devise and bequeath all of my said estate unto Mabel Lewis Seaton, Joe Mary Lewis Matthews, Eddie Ray Lewis, Joe Lewis, Mattie Lewis Hicks, De Celle Lewis my children, in equal shares, share and share alike.

IV.

My son, William James Lewis, has received his inheritance prior to my execution of this my Last Will and Testament by a Deed signed by me and delivered to him prior to today.

Last Will and Testament of Josh Lewis-Page 2

v.

It is my desire that the real property devised to the devisee or devisees under this my Last Will and Testament remain in the family, and I specifically request that in the event of a devisee, or the devisees, herein selling his or her interest in said property, that such interest be sold to another family member or devisee hereunder.

IN WITNESS WHEREOF I have executed this Last Will and Testament on this the 7th day of May, 1993, 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.

Josh Lewis
JOSH LEWIS

Signed, published and declared by the Testator, Josh Lewis, on the date shown hereinabove, as and for his Last Will and Testament in the presence of us, who, at his request and in his presence and in the presence of each other, subscribe our names hereto as attesting witnesses.

Robert White

Leslie A. Hunt

WITNESSES

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
VICKI MARIE CHAPMAN KERSTINE,
DECEASED

CASE NO. 203-888

STATE OF LOUISIANA
PARISH OF CONCORDIA

AFFIDAVIT OF THOMAS CASEY WHITE

Personally appeared before me, the undersigned authority, the within named THOMAS CASEY WHITE, who being first duly sworn by me, under oath, deposes and states the following:

- (1) I am one of the heirs at law of Vicki Marie Chapman Kerstine.
- (2) That I have received a copy of the Petition to Close the Estate of Vicki Marie Chapman Kerstine, which Petition includes request for Approval of the First and Final Accounting, to pay probated claims, and to make a distribution of the estate assets including the automobiles.
- (3) That I have no objections to the First and Final Accounting, to the payment of the probated claims, to the distribution of the assets and for the closing of this estate, discharging the Administrator and to the releasing of the bonding company.

WITNESS MY SIGNATURE, this the 7 day of FEB, 2005.

Thomas Casey White
THOMAS CASEY WHITE

SWORN TO AND SUBSCRIBED before me, this the 7th day of February, 2005.

Arthur Johnston

My Commission Expires:
AT Death

NOTARY PUBLIC
FILED
 THIS DATE
 FEB 18 2005
 ARTHUR JOHNSTON, CHANCERY CLERK
 BY Agnes D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
VICKI MARIE CHAPMAN KERSTINE,
DECEASED

CASE NO. 203-888

STATE OF LOUISIANA
PARISH OF MOREHOUSE

FILED
THIS DATE
FEB 18 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

AFFIDAVIT OF RALPH SCOTT WHITE

Personally appeared before me, the undersigned authority, the within named RALPH SCOTT WHITE, who being first duly sworn by me, under oath, deposes and states the following:

- (1) I am one of the heirs at law of Vicki Marie Chapman Kerstine.
- (2) That I have received a copy of the Petition to Close the Estate of Vicki Marie Chapman Kerstine, which Petition includes request for Approval of the First and Final Accounting, to pay probated claims, and to make a distribution of the estate assets including the automobiles.
- (3) That I have no objections to the First and Final Accounting, to the payment of the probated claims, to the distribution of the assets and for the closing of this estate, discharging the Administrator and to the releasing of the bonding company.

WITNESS MY SIGNATURE, this the 7th day of February, 2005.

[Signature]
RALPH SCOTT WHITE

SWORN TO AND SUBSCRIBED before me, this the 7th day of February, 2005.

[Signature]
NOTARY PUBLIC
PEGGY K. COOK
NOTARY PUBLIC
STATE OF LOUISIANA
ID. #015583

My Commission Expires:
death

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
VICKI MARIE CHAPMAN KERSTINE,
DECEASED

CASE NO. 203-888

STATE OF LOUISIANA
PARISH OF MOREHOUSE

FILED
THIS DATE
FEB 18 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* DC

AFFIDAVIT OF BRADLEY RYAN WHITE

Personally appeared before me, the undersigned authority, the within named BRADLEY RYAN WHITE, who being first duly sworn by me, under oath, deposes and states the following:

- (1) I am one of the heirs at law of Vicki Marie Chapman Kerstine.
- (2) That I have received a copy of the Petition to Close the Estate of Vicki Marie Chapman Kerstine, which Petition includes request for Approval of the First and Final Accounting, to pay probated claims, and to make a distribution of the estate assets including the automobiles.
- (3) That I have no objections to the First and Final Accounting, to the payment of the probated claims, to the distribution of the assets and for the closing of this estate, discharging the Administrator and to the releasing of the bonding company.

WITNESS MY SIGNATURE, this the 7th day of February, 2005.

Bradley R. White
BRADLEY RYAN WHITE

SWORN TO AND SUBSCRIBED before me, this the 7th day of February, 2005.

Peggy K. Cook
NOTARY PUBLIC

My Commission Expires:
asym

PEGGY K COOK
NOTARY PUBLIC
STATE OF LOUISIANA
ID #016582

LAST WILL AND TESTAMENT

OF

2005-141

WILSON HAYWOOD SMITH

I, WILSON HAYWOOD SMITH, an adult resident citizen of Canton, Madison County, Mississippi, being above the age of eighteen years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any previous Wills and/or Codicils heretofore made by me.

ITEM I.

I do hereby appoint MICHAEL MURPHY, Executor of this my Last Will and Testament. In the event my said MICHAEL MURPHY shall be unable or unwilling to serve as Executor, then I name TOM BUTCHART, CPA, to serve as Executor. In any event, I waive the necessity of my Executor entering into bond, and I waive accounting, inventory and the necessity of a formal appraisement being made of my estate. I hereby expressly give and grant unto said Executor all of the rights, powers and discretion granted by the "Uniform Trustees' Powers Law," being Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972 as now enacted or hereafter amended, reference to which statute is hereby made for all purposes

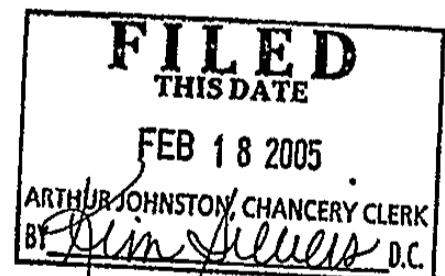
ITEM II.

My wife is EMMA MAE SMITH, and all references in this Will to "my wife" or "said wife" shall be deemed to refer to her. At the present time I have one child, SHERRIE MURPHY. All references in this Will to "my child" or "said child" shall be deemed to refer to the above mentioned

WHS



Page 1 of 12



child. I currently have three grandchildren, SARA MCKINZIE MURPHY, JOHN CLAYTON MURPHY and EMMALINE MURPHY. All references in this Will to "my grandchildren" or "said grandchildren" shall refer to said three grandchildren and any additional grandchildren born of or adopted by my said daughter, SHERRIE MURPHY.

ITEM III

I hereby direct my Executor to pay my funeral expenses and all of my just debts which may be probated, registered and allowed against my estate as soon as may be conveniently done. I direct my Executor to pay out of the assets to be distributed under Item VI of this my Last Will and Testament all Federal and State estate, inheritance, succession, transfer, or other 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 gross estate for the purpose of such taxes, whether or not included in my estate for probate purposes.

ITEM IV

I give and bequeath to my said wife, EMMA MAE SMITH, my automobiles, clothing, jewelry, sports equipment and other personal effects, as well as all furniture, furnishings, ornamental decorations, silverware, china, pictures, linens, glassware and the like located in our home. If my said wife does not survive me, then this property shall pass to my grandchildren, share and share alike, per stirpes. If any of my said grandchildren are under the age of thirty-four (34), said personal tangible property shall pass to the trust established for said grandchild under Item VIII herein and to be administered as specified herein. My Executor shall make the determination as to which items of personal tangible property are distributed to each grandchild or to each grandchild's separate trust,

WHS 

and the division of said property shall be as equally distributed as possible among the grandchildren or to their respective separate trusts.

ITEM V.

I give and bequeath the amount of \$100,000 to MICHAEL MURPHY and SHERRIE MURPHY as Co-Trustees of a trust for the benefit of my grandchildren, the children of my daughter, SHERRIE MURPHY. This trust shall be named the "Murphy Children's Trust." The Co-Trustees shall hold said property in trust under the following terms and conditions.

A. Until a grandchild reaches the age of 24, no distributions shall be made unless for medical expenses not covered by insurance. If said expenses are incurred, then the distributions to pay said expenses shall be paid out of the trust assets as a whole and shall not reduce the share of the trust assets of the beneficiary of said distributions, but the share of each grandchild would be reduced equally.

B. When a grandchild reaches the age of 24, the Co-Trustees shall pay the grandchild the amount of \$550 a month to the grandchild reaching 24. Said monthly payments shall continue for a period of five years for each grandchild after they reach 24 years of age. If, in the discretion of the Co-Trustees, the trust assets, in their judgment, become at anytime insufficient to reasonably assure that \$550 monthly shall be paid to each grandchild for five years, the Co-Trustees may reduce the monthly payments of each grandchild. The grandchildren shall receive equal total distributions from this trust although they will begin their distributions at different times.

WHS 

C. The trust assets are to be invested in low risk investments, including low risk mutual funds. Whether or not an investment is indeed "low risk" is in the sole discretion of the Co-Trustees and may not be challenged by any beneficiary.

D. When the youngest grandchild reaches the age of 29 years old, the remaining trust assets shall be distributed among said grandchildren, share and share alike, per stirpes

ITEM VI.

If my said wife survives me, I give and bequeath in trust to MICHAEL MURPHY and SHERRIE MURPHY, as Co-Trustees, the following stated property.

(a) Stock in Mississippi Discount Drugs, Inc., a Mississippi corporation, however, the value of my said stock transferred into the trust under this Item VI(a) of my Last Will and Testament shall not exceed the dollar amount which can pass free of federal estate tax in my estate by reason of the unified credit against federal estate tax allowable to my estate (the "credit shelter amount"), reduced by the aggregate of (1) all items includible in my estate for federal estate tax purposes which either are disposed of in previous articles of this Will or pass outside of this Will but only if such items do not qualify for the federal estate tax marital deduction or the federal estate tax charitable deduction, and (2) the amount of any administration expenses claimed as income tax rather than estate tax deductions. If the value of my said stock exceeds the amount defined above in this Item VI(a), then the stock the value of which exceeds the amount defined above in this Item VI(a) shall be distributed to my said wife under Item VII below or should my said wife predecease me, then said stock shall pass under Item VIII below. Assets transferred to satisfy this bequest shall be valued at the date of distribution

WHS WHS

(b) Additional assets equal in value to the dollar amount which can pass free of federal estate tax in my estate by reason of the unified credit against federal estate tax allowable to my estate (the "credit shelter amount"), reduced by the aggregate of (1) all items includible in my estate for federal estate tax purposes which either are disposed of above in Item VI(a) or in previous articles of this Will or pass outside of this Will but only if such items do not qualify for the federal estate tax marital deduction or the federal estate tax charitable deduction, and (2) the amount of any administration expenses claimed as income tax rather than estate tax deductions. Assets transferred to satisfy this bequest shall be valued at the date of distribution.

This Trust shall be known as the "Haywood Smith Family Trust "

The Co-Trustees shall hold said property in trust under the following terms and conditions:

A The Co-Trustees shall distribute to or for the benefit of my wife as much of the net income as the Co-Trustees deem advisable for the support, maintenance and health of my said wife; for the maintenance of her accustomed standard of living; or for any medical, hospital or other institutional care which she may require. These distributions shall be made in such proportions, amounts, and intervals as the Co-Trustees determine. Any income not distributed shall be added to principal and shall be distributed in accordance with provisions of this Item.

B In addition to the income distributions, the Co-Trustees may pay to or for the benefit of my wife as much principal as the Co-Trustees deem advisable for the support, maintenance and health of my said wife; for the maintenance and health of my said wife; for the maintenance of her accustomed standard of living, or for her medical, hospital or other institutional care which she may require.

WHS 

C. Upon the death of my said wife, the stock of Mississippi Discount Drugs, Inc shall be distributed to Michael Murphy and Sherrie Murphy in such proportions that, when added to any existing stock owned by said Sherrie Murphy and Michael Murphy, will result in Sherrie Murphy and Michael Murphy owning an equal amount of the stock in Mississippi Discount Drugs, Inc. The rest and remainder of the trust assets shall be distributed equally to said SHERRIE MURPHY and MICHAEL MURPHY. Notwithstanding any other language herein to the contrary, the Co-Trustees shall have the right in their discretion to sell at any time during the pendency of the trust (at price that is, in their discretion, reasonable) the stock of Mississippi Discount Drugs, Inc that is held in trust with the sale proceeds being paid back into the trust. Assuming said stock is sold by said Co-Trustees, then all of the trust assets shall be distributed to MICHAEL MURPHY and SHERRIE MURPHY, share and share alike, at the death of my said wife.

Should either of said MICHAEL MURPHY or SHERRIE MURPHY predecease my said wife, then the share of the predeceased beneficiary shall pass to the one of MICHAEL MURPHY and SHERRIE MURPHY who survives the other. If both SHERRIE MURPHY and MICHAEL MURPHY predecease my wife, then the trust assets shall be distributed equally to my grandchildren, share and share alike, per stirpes, under the terms of the trusts established under Item VIII below.

ITEM VII

I give, devise and bequeath the rest and remainder of my property, of whatsoever kind or character, and wheresoever situated to my said wife, EMMA MAE SMITH.

WHS 

ITEM VIII.

If my wife shall predecease me, I give and bequeath my stock in Mississippi Discount Drugs, Inc to MICHAEL MURPHY and SHERRIE MURPHY in such proportions that, when added to any existing stock owned by said SHERRIE MURPHY and MICHAEL MURPHY, will result in SHERRIE MURPHY and MICHAEL MURPHY owning an equal amount of the stock in Mississippi Discount Drugs, Inc . If my said wife predeceases me, I give, devise and bequeath all the rest, residue and remainder of my property, both real and personal, to SHERRIE MURPHY and MICHAEL MURPHY, as Co-Trustees for the benefit of my grandchildren. The Co-Trustees shall separate the assets into equal shares for each grandchild and create a separate trust for each grandchild. The term "Trustee" incorporates the term "Co-Trustees" herein).

A. Until a grandchild reaches the age of 24, the Co-Trustees shall make no distributions of income or principal to the said grandchildren out of his or her separate trust, except for college expenses and for medical expenses not covered by insurance.

B. When a grandchild reaches the age of 24 and until the grandchild reaches the age of 30, the Co-Trustees shall distribute to said grandchild out of his or her separate trust the total net income of the separate trust, plus an annual distribution of 5% of the principal. Said distributions shall be made at such times and in such a manner as deemed appropriate by the Co-Trustees.

C. When a grandchild reaches the age of 30, the Co-Trustees shall distribute to the said grandchild all of the net income out of the separate trust for that grandchild and shall distribute 20% of the principal to that grandchild. When the grandchild reaches the age of 31, the trustee shall distribute the income and 25% of the principal to the grandchild; when the grandchild reaches the

WHS 4/1/82

age of 32, the income and 33 1/3% of the principal, when the grandchild reaches the age of 33, the income and 50% of the principal; when the grandchild reaches the age of 34, the balance of the trust assets shall be distributed to said grandchild and that separate trust shall be terminated

D. It is my desire that the trust assets of each separate trust be invested in moderate risk investments for growth. However, the ultimate discretion for said investments shall be the Co-Trustees, according to market conditions existing at the time

E. Should a grandchild predecease me, or predecease their 34th birthday, then the remaining assets shall pass to that grandchild's heirs at law, with the right in the Co-Trustees to manage said trust in the best interest of any minor heir at law until said minor reaches the age of 21

ITEM IX

The Trustee or Co-Trustees of all the trusts established hereunder shall have full power and authority to invest and reinvest the principal of the trust in such manner and upon such terms and conditions as the Trustee or Co-Trustees may see fit (keeping in mind my recommendations stated herein, but not be bound thereby), and with express authority to invest funds in a common trust fund established by the Trustee pursuant to the Uniform Common Trust Fund Act of Mississippi, to sell, exchange, pledge, mortgage, hypothecate or otherwise dispose of any property, real or personal, originally or subsequently acquired, to retain and hold in unchanged form any property, real or personal, coming into his/her/their hands, to rent or lease any of the properties embraced within the trust, upon such terms and conditions as the Trustee or Co-Trustees deem advisable; to make all determinations respecting division, allotments and distributions of income and principal to the beneficiaries; to pay taxes of every kind existing against the trust property; to hold investments in

WHS WHS

the name of a nominee, and to do all other acts which, in the judgment of the Trustee or Co-Trustee, may be necessary or appropriate for the proper and advantageous management, investment and distribution of the trust estate to the same extent as though it were the sole owner of the trust property. In addition, the Trustee shall have all of the powers granted by the "Uniform Trustees' Power Law," being Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972 as now enacted or hereinafter amended, reference to which statute is hereby made for all purposes

ITEM X.

The trusts hereinbefore created are private trusts, and the Trustee ("Trustee" incorporates the term "Co-Trustees" herein) shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The income of the trusts herein created shall accrue from the date of my death, and during the period of the administering of my estate, and until the trusts are established, I hereby authorize my Executor, in his/her sole discretion, to pay at least annually out of my general estate to the respective income beneficiaries of such trusts, as advanced payment of income, such sums as in his/her judgment equal the income which such income beneficiaries would receive from said trusts had the same been established. The Executor shall have discretion to select property in satisfaction of any bequest, in trust or otherwise, under this Will. The Trustee shall not be required to return to any Court any periodic formal accounting of its administration of any trust established hereunder, or render annual accounts to the various beneficiaries of said trusts. No person paying money or delivering property to the Trustee shall be required to see to its application. Neither the principal nor the income of any trust funds created herein, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the

WHS 

same be subject to seizure by any creditor of any beneficiary hereunder, and no beneficiary shall have any power to sell, assign, transfer, or in any manner to anticipate or dispose of his or her interest in the trust funds, nor any part of same, or the income produced from said fund or any part of same.

ITEM XI.

I have named as the Co-Trustees of each trust hereunder Sherrie Murphy and Michael Murphy. If at any point said married couple shall divorce, said divorce shall not affect their rights and duties as Co-Trustees or any right of inheritance they may have herein. Any of the Trustees in all of the trusts hereinabove created may resign at any time by giving written notice to the beneficiaries entitled to participate in the trusts at the time of said resignation, specifying in said notice the effective date of such resignation. If a Trustee resigns, or if a trustee is otherwise unable to properly perform their responsibility because of incompetence or otherwise, as certified by three medical doctors, then Tom Butchart, CPA, shall become Co-Trustee with the remaining Co-Trustee. If both original Co-Trustees resign or are unable to serve, then Tom Butchart, CPA, shall be sole Trustee. If Tom Butchart, CPA, is unable or unwilling to serve, then a unanimous vote of Emma Mae Murphy, Sherrie Murphy and Michael Murphy, or those of said persons who are then living shall appoint a trustee. If a successor Trustee is not named herein, then a successor Trustee may be appointed on petition of the beneficiaries to the appropriate Court.

WHS 

ITEM XII.

Every trust established under the terms of this Last Will and Testament and every Trustee ("Trustee" incorporates the term "Co-Trustees" hereunder) named hereunder shall be subject to the following additional terms and conditions:

A. Anything herein to the contrary notwithstanding, any beneficiary or the duly appointed personal representative of the estate of any beneficiary of my estate or any trust estate hereunder shall have the right and power to disclaim irrevocably such beneficiary's interest in my estate or such trust estate, by written notice delivered to the holder of the legal title to the property to which such interest relates at any time prior to the acceptance by or on behalf of such beneficiary of such interest or any of its benefits; and, upon receipt of such written notice, such interest shall be administered in accordance with the provisions hereof as though such beneficiary had predeceased me and as otherwise provided in this Will.

B. The Trustee may consolidate and merge for any purpose a trust created under this Will with any other trust which contains substantially the same provisions as this trust, and is administered for the same beneficiary or beneficiaries by the same trustee. The Trustee may thereafter administer such consolidated and merged trusts as one unit; but if such consolidation and merger does not appear desirable or feasible, the Trustee may consolidate the property of such trusts for purposes of investment and administration while retaining separate records and accounts for the separate trusts

C. As stated, no accounting for any trust herein is required to be filed with any court. Further, no accounting is due to any beneficiary of any trust herein. However, the Co-Trustees or

WHS 

Trustees shall render annual accounts to any beneficiary over the age of 21 who requests said accounting.

ITEM XIII

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

IN WITNESS WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament on this the 21st day of July, 2003.

Wilson Haywood Smith
WILSON HAYWOOD SMITH

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

WITNESS: *Thomas M. Milam*
Address: P.O. Box 1247
Madison, MS 39130

WITNESS: *Gaynie E. Maxey*
Address: 250 Cedar Ridge Dr.
Madison, MS 39110

WHS *WHS*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
WILSON HAYWOOD SMITH, DECEASED CIVIL ACTION NO. 2005-141

AFFIDAVIT

FILED
THIS DATE
FEB 18 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim Stevens* D.C.

STATE OF MISSISSIPPI
COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the state and county aforesaid, the within named JAYNIE E. MAXEY, P. O. Box 1926, Madison, MS 39130, 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 Wilson Haywood Smith, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 21st day of July, 2003, a true and correct copy of which is attached hereto as an Exhibit.

(2) That on the 21st day of July, 2003, said Wilson Haywood Smith 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 Thomas M. Milam, the other subscribing witness to the instrument.

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

(4) That this affiant, together with the other said witness 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 Wilson Haywood Smith and in the presence of each other.

Jaynie E. Maxey
JAYNIE E. MAXEY

SWORN TO AND SUBSCRIBED before me, as of the 16th day of February, 2005.

Karen S. Roy
Notary Public

My Commission Expires: Feb 24, 2008

OF COUNSEL:

Thomas M. Milam, Esq.
Post Office Box 1247
Madison, Mississippi 39130-1247
Telephone No. (601) 853-1268
Mississippi Bar No. 3264

2005-128

<p>FILED THIS DATE FEB 18 2005 ARTHUR JOHNSTON, CHANCERY CLERK BY <u>[Signature]</u> D.</p>
--

LAST WILL AND TESTAMENT OF ARIEDELLE DAVIS JONES

I, ARIEDELLE DAVIS JONES, a resident citizen of the City of Canton, County of Madison, State of Mississippi, being over the age of twenty-one (21) years and being of sound and disposing mind and memory, do hereby make, publish and declare this as and for my Last Will and Testament and I hereby specifically revoke any and all former Wills and Codicils which I have heretofore made

ITEM I

I hereby appoint my namesake, Ariedelle Shelby Stewart, who has always been like a daughter to me, Executrix of this my Last Will and Testament and of my Estate. In the event that my said namesake is unwilling or unable to serve, then I appoint my niece, Carolyn Tucker, to serve, as Executrix of my Last Will and Testament and my Estate. In either event, I direct that no bond, appraisal, inventory or accounting be required of my Executrix insofar as the same may be legally waived.

A.

I direct that my Executrix shall, out of the property and estate coming into her hands, which is subject to the payment of debts, pay any and all of my just debts which are properly probated and allowed as claims against my estate and all the expenses of my last illness, funeral and burial.

B.

I hereby direct that my 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, in her discretion, may sell only so much of my property as is necessary to obtain adequate cash (in addition to the cash which I leave at the time of my death) to pay taxes, my just debts that are properly probated and the cost of the administration of my Estate and after the payment of said items, my Executrix is authorized to in her sole discretion, to make distributions to my Devisees and Legatees either in cash, in kind or both.

C.

I hereby direct that my Executrix shall have, with reference to my Estate, all powers as are granted to Trustees under the Mississippi Uniform Trustees Powers Law,

more specifically 91-9-101 through 91-9-109 Mississippi Code of 1972, as amended, in addition to all inherent, implied and statutory powers of an Executrix and without, in any manner, limiting or restricting such powers, and without court order, (1) to sell any property, real or personal at any public or private sell, (2) to settle any claim in favor of or against my estate and (3) to settle any property in kind and to divide tangible personal property conclusively among those entitled thereto.

ITEM II

A.

I hereby give, devise and bequeath unto my nephew, Isaiah Sutherland, a Life Estate in and to the land, family house and pond installed on said land by Isaiah Sutherland, being located at 290 Stump Bridge Road, Canton, Mississippi, consisting of 22 acres more or less and being described as follows

The S ½ of the S½ of the NW ¼, less 15 acres West of Canton and Camden Road and SW ¼ of NE 1/4 , less a private road of East Side, all in Section 33, Township 10 North, Range 3 East, being the same land conveyed to Rufus Davis by the said Walter M. Davis and his wife, by deed dated January 5, 1927, recorded in Book 5, Page 597 of the Land records of Madison County, Mississippi

I hereby give, devise and bequeath a remainder interest, subject to the Life Estate in Isaiah Southerland, unto Ariedelle Shelby Stewart and Carolyn Tucker in and to the same land and property described in Sub-Paragraph A, heremabove

B.

I hereby give, devise and bequeath unto Ariedelle Shelby Stewart and Carolyn Tucker, a share and share alike, all of my right, title and interest in and to all of the land and property which I own at the time of my death which came from my husband, Albert Jones, and/or which came from his side of the family including, but not limited to all property from the Lila Jones Estate, including but not limited to Fee Simple Title and/or such other rights in and to the following described land and property, including but not limited to any and all contracts of sale pertaining thereto, to which I may be a party at the time of my death, said land being situated in Madison County, Mississippi and being described as follows, TO WIT:

Tract 1

W 1/2 of SW 1/4 North of Creek, Section 28 -T9N - R3E;

* Tract 2

25 acres off the North end of W 1/2 of the NW 1/4, Section 28 – T9N – R3E;
and

Tract 3

55 acres off the South end of the W 1/2 of the NW 1/4, Section 28, T9N, R3E and 20 acres in NE corner of Section 29, T9N, R3E, less and except that part of subject property conveyed to the State Highway Commission recorded in Book 59, Page 60 Book 59, Page 62 and Book 59, Page 64 and, also, less and except that part of subject property conveyed to Mariah Thomas recorded in Book U, Page 557.

C.

If either Ariedelle Shelby Stewart or Carolyn Tucker should precede me in death, then what they would have inherited under my Will shall go to the survivor of them.

ITEM III

I hereby give, devise and bequeath unto the following persons the amounts set forth opposite their names listed here and below:

Irene Ward	\$15,000
Annie Mount	\$7,000
Yvonne Battle	\$5,000
Christopher Thomas	\$3,000
Joe E. Shelby	\$2,500
Calvin Shelby	\$2,500
Mildred Branch	\$5,000
Doris Johnson	\$3,000
Patricia Evans	\$3,000
Charlene Evans	\$2,000
Sandra Hayes	\$2,000
Walter Shelby	\$2,000
Willie Lous Shelby	\$1,500

William Shelby	\$1,000
Crystal Tucker	\$2,000
Linda Primer	\$1,000

In the event any of the Legatees listed here and above should precede me in death, then what such deceased Legatee would have inherited shall go to and be inherited by Ariedelle Shelby Stewart

ITEM IV

I hereby give, devise and bequeath unto Ariedelle Stewart, all the rest and residue of my Estate, real, personal and mixed.

In the event Ariedelle Shelby Stewart should precede me in death, then I hereby give, devise and bequeath what said Ariedelle Shelby Stewart would have inherited, including such property as would be covered by my residuary clause, the same shall go to and become the property of Carolyn Tucker.

ITEM V

The property interest of any Legatee hereunder, either real, personal or mixed shall not be anticipated, alienated or in any other matter assigned, or pledged or promised by, nor be subject to any legal, equitable or other process, including any bankruptcy proceedings or be subject to interference or control of creditors, or others in any matter.

IN WITNESS THEREOF, I, Ariedelle Davis Jones, the above named, Testator, have to this my Last Will and Testament subscribed my name this the 24th day of September, 2002.

Ariedelle Davis Jones
Ariedelle Davis Jones

WITNESS:

Frank D. [Signature]

775 N. President St.
Jackson, Ms 39202
City, State, Zip

WITNESS.

Sharon Kelly

10444 Midway Road
Raymond, Ms 39154
City, State, Zip

WITNESS.

Denise S. Brown

775 N President St
Jackson, Ms 39202
City, State, Zip

ATTESTATION AND AFFIDAVIT
OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI ;
COUNTY OF HINDS

THIS DAY, personally came and appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the within named Frank D. Stimley, Sharon Kelly, and Pernila S Brown, each of whom, after being by me first duly sworn, on their oaths stated that the three (3) of them are the subscribing witnesses to the within and foregoing Last Will and Testament of Ariedelle Davis Jones, and that they respectively and jointly certify that the said instrument was declared by the said Ariedelle Davis Jones to be her Last Will and Testament in their presence simultancously, and that they did, at the request of Ariedelle Davis Jones, subscribe their names thereunto as witnesses, in the presence of each other, and, further, that they are adult resident citizens of the State of Mississippi, and that they are competent to testify as to the matters contained herein. That they are acquainted with the said Ariedelle Davis Jones and they know from their own personal knowledge that said Ariedelle Davis Jones is a resident of the Hinds County, State of Mississippi, of legal age to make a Will, and is of sound and disposing mind and memory and fully capable of appreciating his acts and the consequences thereof on this date and for some time heretofore.

Frank D. Stimley
Witness

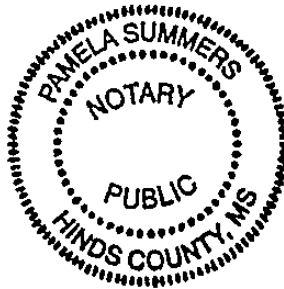
Sharon Kelly
Witness

Pernila S. Brown
Witness

SWORN TO AND SUBSCRIBED before me this the 24th day of September, 2002.

Pamela Summers
NOTARY PUBLIC

Notary Commission Expires At Large
My Commission Expires: May 20, 2006
Bonded Thru Dixie Notary Service, Inc.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF EARNEST EUGENE BLACK, DECEASED NO 2005-057

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF MADISON

Personally appeared before me the undersigned authority in and for the state and county aforesaid the within named DYANNA BLACK & DWIGHT DAVID BLACK who being by me first duly sworn on oath stated:

That affiant is the duly appointed, qualified and acting executor of the estate of EARNEST EUGENE BLACK, Deceased; that affiant has made reasonably diligent effort to identify all persons having claims against the above-styled and numbered estate and has given notice by mail to persons so identified, at their last probated and registered by the clerk of the court granting letters within the ninety (90) day period provided by Mississippi Code of 1972, as amended, Section 91-7-145 will bar such claim. The persons so identified and their last known addresses are:

Person/Corporation Last Known Address

1. NONE

Witness my hand this, Feb. 2, 2005.

x Dwight Black
DWIGHT DAVID BLACK

SWORN TO AND SUBSCRIBED BEFORE ME this, Feb 2, 2005.

Cleo Chesser
NOTARY PUBLIC

(SEAL)
My commission expires March 20 2006

Dyanna Black
DYANNA BLACK

SWORN TO AND SUBSCRIBED BEFORE ME this, Feb 2nd, 2005

Cleo Chesser
NOTARY PUBLIC

(SEAL)
My commission expires: _____

Last Will and Testament 2005-164

OF

HENRY LEE HAYES

STATE OF MISSISSIPPI
COUNTY OF MADISON

<p>FILED THIS DATE FEB 24 2005 ARTHUR JOHNSTON, CHANCERY CLERK BY <i>Kim Jones</i> D.C.</p>
--

KNOW ALL MEN BY THESE PRESENTS: That I, Henry Lee Hayes, being above the age of twenty-one years, and having a fixed place of residence in Madison County, Mississippi, and being of sound and disposing mind and memory, and being aware of the uncertainty of life, do here and now, make, publish and declare this instrument as my Last Will and Testament, and hereby revoke all prior wills and instruments of a testamentary nature that may have heretofore been executed by me.

ARTICLE I

I direct that all of my debts, all expenses of my last illness, all funeral and burial expenses, including the costs of a suitable monument at my grave and the cost of administration of my estate be paid as soon as practicable after my death out of the principal of my residuary estate.

ARTICLE II

All the residue of the property which I may own at the time of my death, real or personal, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this will, I bequeath and devise in fee to my nephew, George Max Lee, Jr., of Metairie, Louisiana. If my said nephew, George Max Lee, Jr., shall not survive me, then I bequeath and devise the said property in fee to my nephew, Russell William Hayes, of Route 4, Canton, Mississippi, per stirpes.

As Executor of this, my Last Will and Testament, I name, make, constitute and appoint, my nephew, George Max Lee, Jr., and if my said nephew, George Max Lee, Jr., shall not survive me, then I name, make, constitute and appoint, my nephew, Russell William Hayes, as my contingent Executor and direct that either of them be and he is hereby relieved from the necessity of entering into bond for the faithful performance of his duties as such; that either of said Executors be and he is further relieved from the necessity of filing any inventory of the assets of my estate and he is further relieved of the duty of having an appraisal made of the assets of my estate; and that either of said Executor be and he is hereby relieved from the necessity of rendering any accounting to any Court whatsoever and wheresoever situate.

IN WITNESS WHEREOF, I sign, seal, publish and declare this instrument to be my last will this the 11th day of ~~February~~ ^{March}, 1996.

Henry Lee Hayes
Henry Lee Hayes, Testator

A T T E S T A T I O N

The foregoing instrument, consisting of this and two preceding typewritten pages, was signed, sealed, published, and declared by Henry Lee Hayes, the Testator, to be his last will, 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 11th day of ~~February~~ ^{March}, 1996.

Janet Wilson
Witness

Ernest P. Baker
Witness

2005-163

FILED
THIS DATE
MAR 07 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

STATE OF GEORGIA
COUNTY OF COUNTY

LAST WILL AND TESTAMENT

I, DOROTHY E. ROOT, of said State and County, do make and publish this my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

ITEM 1

(a) I wish my body buried in a suitable manner and a suitable memorial erected and the cost thereof paid out of my estate.

(b) The expenses of my last illness and all of my due and payable debts shall be paid out of my estate as soon as practicable.

(c) In the event that any property or interest in property passing under this Will or by operation of law or otherwise by reason of my death shall be encumbered by a mortgage or a lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), I direct that except to the extent I expressly provide otherwise in this Will or any codicil hereto, that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship or beneficiary shall take such property or interest in property subject to all encumbrances existing at the time of my death.

ITEM 2

All my household furniture and furnishings, books, pictures, objects of art, silverware, jewelry, clothing and other such personal effects, and any vehicles I may own at the time of my death, I give and bequeath to my spouse, J. LLOYD ROOT, if my spouse survives me, and if my spouse does not survive me, then equally to my children who survive me.

(Page 1 of Will of DOROTHY E. ROOT: [Signature])

B 38 P 546

necessary to provide for the support and education of such person. If such person should die before becoming twenty-one (21) years of age, the property then remaining in the trust shall be distributed to the personal representative of such person's estate. The Executor acting as a trustee shall have and may exercise any and all powers, privileges, immunities and exemptions conferred upon the Executor herein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal to this my Will, this 17th day of September, 1987.

Dorothy E. Root (SEAL)
Dorothy E. Root

Signed, sealed, published and declared by Dorothy E. Root 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 the day and year above set out.

WITNESSES:

ADDRESSES:

[Signature]
Deeresa H. Pridge

317 E Ashley St
Douglas GA 31533
319 E Ashley St
Douglas, GA 31533

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
DOROTHY E. ROOT, DECEASED

NO. _____

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF Georgia
COUNTY OF Coffee

This date personally appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, the within named Teresa H.Pridgen, 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 Dorothy E. Root, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 17th day of September, 1987.

(2) That on the 17th day of September, 1987, the said Dorothy E. Root signed, published and declared the instrument of writing as her Last Will and Testament, in the other subscribing witness to the instrument.

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

(4) That the affiant, together with Sidney L. Cottingham 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 Dorothy E. Rood, and in the presence of each other


TERESA H. PRIDGEN

CATHY M. BROWNING
NOTARY PUBLIC
Coffee County
State of Georgia
My Comm. Expires August 6, 2006


NOTARY PUBLIC

My Commission Expires:
8/6/06

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
DOROTHY E. ROOT, DECEASED

NO. _____

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF Georgia
COUNTY OF Coffee

This date personally appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, the within named Sidney L. Cottingham, 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 Dorothy E. Root, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 17th day of September, 1987.

(2) That on the 17th day of September, 1987, the said Dorothy E. Root signed, published and declared the instrument of writing as her Last Will and Testament, in the other subscribing witness to the instrument.

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

(4) That the affiant, together with Teresa H. Pridgen 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 Dorothy E. Rood, and in the presence of each other

CATHY M. BROWNING
NOTARY PUBLIC
Coffee County
State of Georgia
My Comm. Expires August 6, 2008



SIDNEY L. COTTINGHAM



NOTARY PUBLIC

My Commission Expires:
8/6/08

IN THE CHANCERY COURT MADISON COUNTY, MISSISSIPPI

THE ADMINISTRATION OF THE ESTATE
OF GEORGIA GOWDY, DECEASED

CAUSE NO. 2003-138

HENRIETTA BUCK

PETITIONER

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Henrietta Buck, who, being first duly sworn by me, states and deposes on her oath as follows, to-wit:

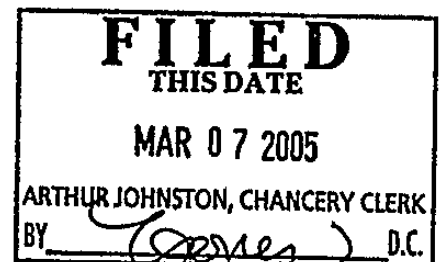
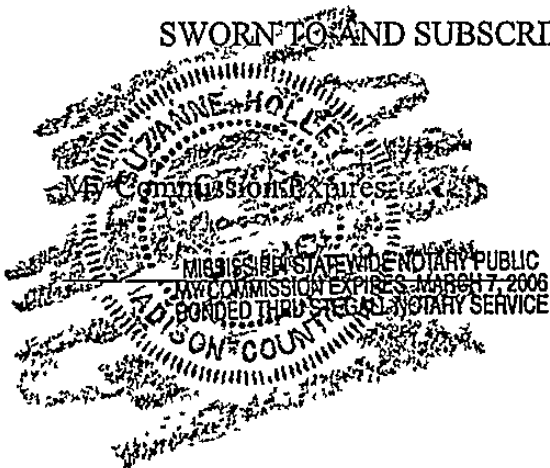
I am the Administratrix of the Estate Georgia Gowdy, deceased. Pursuant to the requirements of Miss. Code Ann. §91-7-145 (1972), I hereby state that I have made reasonable diligent efforts to identify persons having claims against the Estate of Georgia Gowdy, deceased, and after diligent search and inquiry, I have identified no such persons or claims.

WITNESS MY SIGNATURE this the 2nd day of March, 2005.

Henrietta Buck
HENRIETTA BUCK, ADMINISTRATRIX OF THE
ESTATE OF GEORGIA GOWDY

SWORN TO AND SUBSCRIBED BEFORE ME, this the 2nd day of March, 2005.

Suzanne Halley
NOTARY PUBLIC



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF JOHN J. BABB, DECEASED

NO. 2004-874


AMSOUTH BANK, EXECUTOR

AFFIDAVIT

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named AMSOUTH BANK, Executor of the Estate of JOHN J BABB, Deceased, who, being by me first duly sworn, deposes and saith:

1. AMSOUTH BANK is the duly appointed Executor of the estate described above.
2. AMSOUTH BANK has made reasonably diligent efforts to identify persons having claims against the estate and has given notice by mail pursuant to Mississippi Code Annotated, Section 91-7-145 (1), by mailing a copy of a notice to such creditors at their last known address. A list of such creditors is attached hereto as Exhibit "A".

And further Affiant saith not.



 AMSOUTH BANK, EXECUTOR
 OF THE ESTATE OF JOHN J
 BABB, DECEASED

Sworn to and subscribed before me on this the 16th day of Nov., 2004



 NOTARY PUBLIC

My commission Expires:
MY COMMISSION EXPIRES FEBRUARY 2, 2008

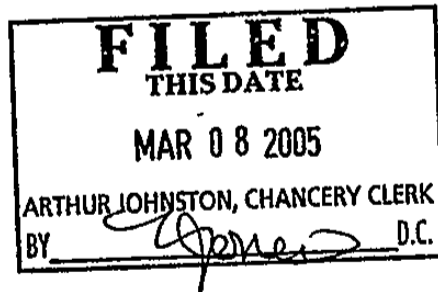
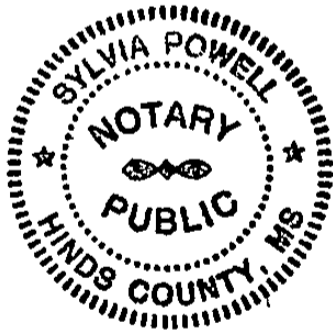


EXHIBIT "A"

LIST OF CREDITORS NOTIFIED

McNaMed, Inc.
P. O. Box 4369
Brandon, MS 39047-4369

American Medical Response South
12020 Intraplex Parkway
Gulfport, MS 39503-4602

However, my Executor shall not exercise this discretion in a manner that would result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate.

ARTICLE THREE

Payment of Taxes

I direct my Executor to pay out of my residuary estate all federal and state estate, inheritance, succession and other death taxes which are assessed against my estate, or against any beneficiary, if any, including estate and inheritance taxes assessed on account of life insurance proceeds or any other property which shall be included in my estate for the purpose of such taxes, whether or not included in my estate for probate purposes.

ARTICLE FOUR

Specific Bequests of Tangible Personal Property

I will, give and bequeath unto my wife, if she survives me, the following described tangible personal property:

- (a) All of my personal belongings and effects, including jewelry, clothing and books;
- (b) All vehicles which I may own at the time of my death and all equipment relating thereto;
- (c) All of my interest in the household furniture, furnishings and effects including, but not limited to, chinaware, silverware, glassware, linens, rugs, fixtures, paintings, portraits and works of art which are in, or are used in connection with, our homestead, and
- (d) All club memberships that I own at the time of my death.

I also will, give and bequeath unto my wife, if she survives me, any and all policies of insurance and rights thereunder pertaining to or insuring the tangible personal property bequeathed under this Article. If my wife does not survive me, then the gifts and bequests provided for under this Article of my Will shall lapse and the property hereinabove described in this Article shall be added to and become a part of my residuary estate to be distributed as hereinafter set forth.

Notwithstanding the bequest of my personal belongings and effects, including jewelry, to my wife as hereinabove set forth in this Article, I may leave a written memorandum in which I direct the disposition of my jewelry and perhaps other personal effects to persons other than my wife. In such event, I direct my Executor to distribute the jewelry and other personal effects in accordance with the provisions of any such memorandum written entirely in my handwriting and signed by me, said

J.M.H.
J.M.H.

memorandum to be treated as a codicil to this, my Last Will and Testament. If for any reason such a memorandum is not found and properly identified as such by my Executor within thirty (30) days after my death, then all of the property hereinabove described shall be distributed to my wife or, if she shall predecease me, as part of my residuary estate to be distributed as hereinafter set forth.

ARTICLE FIVE
Specific Devise of Homestead

I will, give and devise unto my wife, if she survives me, any interest in our homestead which I may own at the time of my death, including any land adjacent to said homestead and used as a part thereof. At the present time our homestead is located at 105 Misty Cove, Madison, Mississippi. I also will, give and bequeath unto my wife, if she survives me, all insurance policies and rights thereunder which I may have under any policy of insurance insuring or pertaining to our homestead. If my wife does not survive me, then the devise and bequest provided for under this Article of my Will shall lapse and the real property and insurance policy rights hereinabove described in this Article shall be added to and become a part of my residuary estate to be distributed as hereinafter set forth.

ARTICLE SIX
Marital Deduction Bequest

If my wife, MELISSA ROGERS HARRINGTON, survives me, then I will, devise and bequeath outright unto my said wife, an amount equal to the maximum estate tax marital deduction (allowable in determining the federal estate tax payable by reason of my death) reduced by an amount, if any, needed to increase my taxable estate (taking into account the marital deduction allowed under federal estate tax law) to the largest amount that will, after taking into account all allowable deductions and credits, including, but not limited to, the applicable credit amount (also known as the "applicable exclusion" and "unified credit") allowed under Section 2010 of the Internal Revenue Code of 1986, as amended, result in the imposition of no, or the smallest possible, federal estate tax. Property which equals the amount by which my marital deduction bequest is reduced shall be distributed as hereinafter set forth under Article Seven of this Will as part of my residuary estate. Provided, however, that in determining said amount, the state death tax credit provided for under federal estate tax law shall be taken or taken into account only to the extent that such credit does not result in an increase in state estate or death taxes payable by reason of my death. In making the computations necessary to determine the amount of this pecuniary estate tax marital deduction gift, values as finally determined for federal estate tax purposes shall control. Further, in determining the amount which will be distributed outright to my wife as a marital deduction bequest under the terms of this Article, my Executor shall consider and take into account all property which passes or has passed to my said wife other than under this Article of my Will and which qualifies for the


J.M.H.

marital deduction allowed for federal estate tax purposes which property may include, without limitation, property which has passed or passes to my wife as a bequest or devise under any other Article of this, my Last Will and Testament, or which has passed or passes to my wife by beneficiary designation, or by contract, or by virtue of her being a survivor with respect to property which we own as joint tenants with rights of survivorship or as tenants by the entirety. My Executor shall have the sole discretion to determine the identity of the property of my estate, whether cash or other property, or partly cash and partly other property, which shall constitute the property to be distributed to my wife in satisfaction of the marital deduction gift provided for under this Article of my Will, but in making distributions in satisfaction of said marital deduction gift only property, including cash, which is fairly representative of the net appreciation or depreciation in the value or values of the available property on the date or dates of distribution shall be selected. No property shall be made a part of this marital deduction bequest which does not qualify for said marital deduction. The selection of property used to satisfy the bequest provided for under this Article of my Will shall not be subject to question by any beneficiary. If my wife, MELISSA ROGERS HARRINGTON, shall not survive me then, in that event, the bequest provided for under this Article of my Will shall lapse and the property which would have otherwise been distributed outright to my wife under this Article shall instead be added to and become a part of my residuary estate to be distributed as hereinafter provided.

ARTICLE SEVEN

Disposition of Residuary Estate

I will, give, devise and bequeath all of the rest, residue and remainder of my property and estate, real, personal and mixed, of whatsoever kind or character and wheresoever situated, together with any lapsed bequests and devises (my "residuary estate") as follows:

- A. If my wife, MELISSA ROGERS HARRINGTON, survives me, then I will, devise and bequeath my entire residuary estate unto my Trustee, In Trust, Nevertheless, to be held, maintained, administered, invested, reinvested and distributed for the uses and purposes and upon the terms and conditions hereinafter set forth:
1. The name of this Trust shall be the "Jesse Martin Harrington Family Trust."
 2. This Trust shall be for the primary benefit of my wife, MELISSA ROGERS HARRINGTON, during her life. My Trustee shall pay all the net income of the Trust to my said wife in convenient installments, periodically, at least as often as annually, during his life. Provided, however, my Trustee may, in his sole discretion, withhold from my wife so much of the income of the Trust as my Trustee determines not to be required for her health and for her maintenance


 J.M.H.

and support in the standard of living to which her is accustomed at the time of my death. My Trustee shall not be required to consider the interest of any other beneficiary in determining whether to withhold income. During the life of my wife, MELISSA ROGERS HARRINGTON, my Trustee may, in his sole discretion, pay to any child or any grandchild of mine so much of any withheld income as my Trustee determines to be required or desirable for such beneficiary's education (including college, graduate and professional education) and health. My Trustee shall, in making all decisions concerning distributions, consider that this Trust is for the primary benefit of my wife during his life. Any excess income may be added to principal in the sole discretion of my Trustee.

3. During the life of my wife, MELISSA ROGERS HARRINGTON, if her total income is, in the sole discretion of my Trustee, insufficient to provide for her health and to permit her to maintain and support herself in the standard of living to which she is accustomed at the time of my death, then my Trustee may pay and distribute to my wife out of the principal of the Trust such additional sum or sums as my Trustee shall deem proper for the health care of my wife and to enable her to support and maintain herself in such standard of living, taking into account her needs. In making this determination, my Trustee may take into consideration my said wife's assets and income from sources other than this Trust known to my Trustee. My Trustee is also authorized, in his sole discretion, to pay any and all medical, nursing, hospital, institutional care and related expenses which may be incurred by my wife out of the principal of the Trust. My Trustee is further authorized, in his sole discretion, to pay out of the principal, to or for the benefit of any child or any grandchild of mine, taking into consideration that this Trust is for the primary benefit of my wife, such amounts as my Trustee shall from time to time determine to be required or desirable for the education (including college, graduate and professional education) and health of any child or any grandchild of mine.
4. Upon the death of my said wife, or if my wife shall predecease me, my Trustee shall pay or reserve from the Trust estate any taxes and expenses attributable to the property and income of the Trust and my Trustee shall then divide my residuary estate into as many equal shares as are necessary to create one equal share for each of my children who are then living and one equal share for the direct lineal descendants, as a group, of each child of mine, if any, who is then deceased with a direct lineal descendant surviving. These shares, so created by my Trustee, shall be held, maintained, invested, reinvested and distributed as follows:


J.M.H.

- (a) Each trust share so set apart for a child of mine who shall not have attained age thirty (30) shall be held by my Trustee, In Trust, Nevertheless, to invest and reinvest the same, and to pay so much of the net income to or for the benefit of such child as my Trustee, in his or her sole discretion, shall determine is necessary or desirable for the child's health, support, maintenance and education (including college, graduate and professional education). In addition to said distributions of income, my Trustee may, at any time, or from time to time, pay to or for the benefit of such child of mine so much of the principal, whether the whole or a lesser amount, as my Trustee may determine, in his sole discretion, is necessary or desirable for the child's health, support, maintenance and education (including college, graduate and professional education). In exercising this discretionary power, my Trustee may, but need not, consider any other resources of the child known to my Trustee. My Trustee shall distribute to each child of mine for whom a trust share is created hereunder one-half of the principal of such trust share upon the attainment of age thirty (30) by such child, and the remaining balance thereof upon the attainment of age thirty-five (35) by such child thereby terminating the trust created for the benefit of such child.
- (b) In the event that a child of mine shall have attained age thirty (30) but not thirty-five (35) at the time a trust share is created for such child, then one-half (1/2) of such share shall be distributed to such child upon the funding of such share and the balance of the share shall be administered and distributed as set forth above, or if such child shall have attained age thirty-five (35) at the time of funding then the entire share created for such child shall be distributed to such child, outright and discharged of trust. Provided that in each instance in which a distribution of principal is made all then payable administrative expenses and any applicable taxes shall be paid from the trust share before the principal distribution is made.
- (c) In the event that a child of mine for whom a trust share is created hereunder shall die prior to the complete distribution of all principal and income to such child from the trust share created for such child, then upon the death of such child, such child's trust share, including principal and all accrued income, shall be distributed to the direct lineal descendants of such deceased child, per stirpes, or if such deceased child shall leave no lineal descendant surviving, in equal shares to my other child, or if my other child is then deceased, then such other deceased child's share shall be distributed to his or her descendants, per stirpes. Provided, however, that any property which

would pass to a beneficiary of a trust then in existence under this Article shall not pass outright to such beneficiary, but instead shall be added to the principal of such trust to be administered in accordance with the terms and provisions hereof.

(d) In the event a child of mine for whom a trust share is created hereunder shall die prior to the complete distribution of all principal and income to such child from the trust share created for such child, leaving no child, no other direct lineal descendant, no sibling and no child or other direct lineal descendant of a sibling surviving, then upon the death of such child, the trust share created for such child shall be distributed in equal shares to my now living nieces and nephews, and all other nieces and nephews of mine born after the execution of this Will. In the event that a niece or nephew of mine shall die prior to me, then the share of the deceased niece or nephew shall be distributed to the direct lineal descendants of such deceased niece or nephew, per stirpes, or if such deceased niece or nephew shall leave no direct lineal descendant surviving, in equal shares to my other nieces and nephews. Provided, however, that any property which would pass to a beneficiary of a trust then in existence under this Article shall not pass outright to such beneficiary, but instead shall be added to the principal of such trust to be administered in accordance with the terms and provisions hereof.

5. Notwithstanding any other provision herein to the contrary, if at the time trust property becomes distributable to a child of mine by virtue of such child's attainment of a certain age my Trustee learns or otherwise has knowledge that such beneficiary is involved in divorce or other legal proceedings, is ill or incapacitated, is bankrupt, insolvent, a judgment debtor or otherwise experiencing adverse financial circumstances, or other circumstances exist with respect to such beneficiary under which my Trustee, in his or her sole discretion, determines that such distribution is or may be subject to claims of a spouse, a creditor or any other person, or such beneficiary's ability to reasonably, prudently and effectively manage and use such distribution is or may be impaired, then my Trustee may, in his or her sole discretion, defer or withhold some part or all of such distribution until such time as my Trustee determines that such circumstances no longer exist or have been mitigated to such an extent that it is reasonably prudent to make such distribution or some part thereof. The decision of my Trustee to defer or withhold some part or all of any such distribution shall not be subject to question by any beneficiary or other person, and my Trustee shall not be liable to any beneficiary or other interested person for making such decision in good faith. If my Trustee defers all or any part of the distribution of


J.M.H.

principal beyond such beneficiary's attainment of thirty-five (35) years of age, my Trustee may continue to distribute income and principal to or for the benefit of such beneficiary as hereinabove provided. In the event that a child of mine for whom a trust share is created hereunder shall die prior to receiving the principal and all accrued income in that child's trust share, then such trust share, including principal and all accrued income, shall be distributed to the direct lineal descendants of such deceased child, per stirpes, or if such deceased child shall leave no direct lineal descendant surviving, in equal shares to my other child, or if my other child is then deceased, then such other deceased child's share shall be distributed to his or her descendants, per stirpes. Provided, however, that any property which would pass to a beneficiary of a trust then in existence under this Article shall not pass outright to such beneficiary, but instead shall be added to the principal of such trust to be administered in accordance with the terms and provisions hereof. In the event that a child of mine for whom a trust share is created hereunder shall die prior to receiving all the principal and all accrued income from that child's trust share, and such deceased child of mine shall leave no child, no other direct lineal descendant, no sibling and no child or other direct lineal descendant of a sibling surviving, then the trust created for such deceased child of mine shall be distributed in equal shares to my now living nieces and nephews, and all other nieces and nephews of mine born after the execution of this Will. In the event that a niece or nephew of mine shall die prior to me, then the share of the deceased niece or nephew shall be distributed to the direct lineal descendants of such deceased niece or nephew, per stirpes, or if such deceased niece or nephew shall leave no direct lineal descendant surviving, in equal shares to my other nieces and nephews.

- B. If my spouse, MELISSA ROGERS HARRINGTON, does not survive me, then, in that event, I will, give, devise and bequeath my entire residuary estate unto my Trustee, In Trust, Nevertheless, to be held, maintained, administered, invested, reinvested and distributed for the primary benefit of my children in accordance with the terms and provisions, and in the manner, hereinabove set forth in Subparagraphs 4 and 5 of Paragraph A. of this Article of my Will.

ARTICLE EIGHT

Property Vested In Minor Beneficiary

Whenever any property, whether principal or income, vests pursuant to the provisions of this, my Will, in a minor, persons acting hereunder as Executor or Trustee, as the case may be, shall have the right as donees of a power during minority, upon distribution of such property, to hold and manage the same until such minor attains his or her majority, and may exercise in respect of such


J.M.H.

property, and the income thereof, all powers conferred by this my Will, or by law, upon my Executor or Trustee, including the power to apply any such property or the income thereof to the use or for the benefit of such minor. Said donees shall be entitled to receive such compensation as they would be entitled to receive if they were holding the property as Trustee of a separate Trust under this Will and shall not be required to render periodic accounts to any Court. My Executor and Trustee are not required to exercise the power granted under this Article of my Will, and may, in their discretion, elect to distribute property to or for the benefit of the minor in whom such property has vested, or to such minor's natural or legal guardian, or to an eligible custodian under the Mississippi Uniform Transfers to Minors Act (and my Executor and Trustee shall not be prohibited from serving as custodian unless otherwise prohibited by law), and upon obtaining receipt therefor shall have no further obligation with respect to such property as Executor or Trustee.

ARTICLE NINE
Trust Provisions

To the extent permitted or required by law, it is my intention and I hereby direct, with respect to any trust created under the terms of this, my Last Will and Testament, that:

- A. Neither the principal nor the income of any trust created hereunder, nor any part of same, shall be liable for the debts or torts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder and no beneficiary hereunder shall have any power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of his or her interest in any trust, or any part of same, or the income produced from said trust, or any part of same. No part of any trust created hereunder, principal, income or increment shall be attachable, assignable, trustable or liable to be taken at law or in equity for or on account of any debt, tort, obligation or contract of the beneficiary hereunder. No beneficiary's interest in income or principal or both of any trust created hereunder is subject to voluntary or involuntary transfer.
- B. Any trust created under this, my Last Will and Testament, shall be a private trust, and the Trustee shall not be required to obtain the order or approval of any Court for the exercise of any power or discretion herein given. The Trustee shall not be required to return to any Court any periodic formal accounting of her administration of any trust, but said Trustee shall render annual accounts to each beneficiary of each trust.
- C. No person paying money or delivering property to the Trustee shall be required to see to its application. No bond or other security shall be required of my Trustee. The


J.M.H.

Trustee of any trust created hereunder is authorized to receive and retain for said Trustee's services in administering each trust reasonable compensation in accordance with that which is customarily and generally charged for performing trust services of the nature involved in such trust.

- D. Notwithstanding any other provision of this Will to the contrary, I direct that any trust created hereunder shall terminate within the period prescribed by any applicable Rule Against Perpetuities. I further direct that in the event such termination is required, the principal of any trust then in effect shall be paid over to the primary income beneficiary of such trust, or if there are more than one, then in equal shares to the income beneficiaries, thereby terminating such trust.

ARTICLE TEN
Powers of Executor and Trustee

I hereby authorize and empower my Executor, with respect to my estate, and my Trustee, with respect to any Trust created hereunder, and any successor or successors thereof, in their sole and absolute discretion, to do the following:

1. To exercise all of the powers, rights and discretions granted by virtue of the "Uniform Trustees' Powers Law," being §§91-9-101 through 91-9-119, inclusive, of the Mississippi Code of 1972, Annotated, as now enacted, or as hereafter amended, which "Uniform Trustees' Powers Law" is hereby incorporated by reference as though fully and completely copied herein. Should said "Uniform Trustees' Powers Law" be repealed, then my Executor and Trustee herein named shall continue to have all of the powers, rights and discretions granted by said "Uniform Trustees' Powers Law," the same as if it were still in effect.
2. To purchase or otherwise acquire and to retain, whether originally a part of the estate or subsequently acquired, any and all stocks, bonds, notes or other securities, or shares or interests in investment trusts and common trust funds, or in any other property, real, personal or mixed, as they may deem advisable, whether or not such investments or property be of the character permissible by fiduciaries, without being liable to any person for such retention or investment.
3. To pay all necessary expenses of administering the estate and any trust including taxes, trustees' fees, fees for the services of accountants, agents and attorneys, and to reimburse said parties for expenses incurred on behalf of the estate or any trust hereunder.


J.M.H.

4. To determine what is principal and what is income with respect to all receipts and disbursements; to establish and maintain reserves for depreciation, depletion, obsolescence, taxes, insurance premiums, and any other purpose deemed necessary and proper by them and to partite and to distribute property of the estate or trust in kind or in undivided interests, and to determine the value of such property. My Trustee is hereby authorized and empowered to hold and invest the assets of any trust created hereunder jointly and in undivided shares or interests.
5. To perform such acts, to participate in such proceedings and to exercise such other rights and privileges in respect to any property, as if they were the absolute owner thereof, and in connection therewith to enter into and execute any and all agreements binding my estate and any trust created hereunder.
6. To borrow money from such source or sources and upon such terms and conditions as my Executor or Trustee shall determine, and to give such security therefor as my Executor or Trustee may determine.
7. To participate in any plan of reorganization, consolidation, dissolution, redemption, or similar proceedings involving assets comprising my estate or any trust created hereunder, and to deposit or withdraw securities under any such proceedings.
8. To compromise, settle or adjust any claim or demand by or against my estate, or any trust, to litigate any such claims, including, without limitation, any claims relating to estate or income taxes, and to agree to any rescission or modification of any contract or agreement.
9. To sell, exchange, assign, transfer and convey any security or property, real or personal, held in my estate, or in any trust, at public or private sale, at such time and price and upon such terms and conditions (including credit) as my Executor or Trustee may deem advisable and for the best interest of my estate, or any trust. I hereby waive any requirement of issuing summons, giving notice of any hearing, conducting or holding any such hearing, filing bond or other security, or in any way obtaining court authority or approval for any such sale, exchange, assignment, transfer or conveyance of any real or personal property.
10. To lease any real or personal property for such term and upon such terms and conditions and rentals and in such manner as may be deemed advisable (with or without privilege of purchase), and any lease so made shall be valid and binding for


J.M.H.

the full term thereof even though the same shall extend beyond the duration of the administration of my estate, or any trust created hereunder, all without the approval or authority of any court; and to insure against fire or other risks, to make repairs, replacements and improvements, structural or otherwise, to any real property, to improve any real property and to pay the cost out of principal.

11. Unless otherwise specifically provided, to make distributions (including the satisfaction of any pecuniary bequest) in cash or in specific property, real or personal, or in an undivided interest therein, or partly in cash and partly in other property, and to do so with or without regard to the income tax basis of specific property allocated to any beneficiary and without making pro rata distributions of specific assets.
12. To settle, adjust, dissolve, windup or continue any partnership or other entity in which I may own a partnership or equity interest at the time of my death, subject, however, to the terms of any partnership or other agreement to which I am a party at the time of my death. I authorize my Executor and Trustee to continue in any partnership or other entity for such periods and upon such terms as they shall determine. Neither my Executor nor my Trustee shall be disqualified by reason of being a partner, equity owner or title holder in such firm from participating on behalf of my estate in any dealings herein authorized to be carried on between my Executor or Trustee and the partners or equity owners of any such partnership or other entity.
13. To make any elections and to take any actions necessary in connection therewith which are available under the Internal Revenue Code of 1986, as amended, including, but not limited to, Section 2032, Section 2032A, and Section 6166.
14. To disclaim any property which my estate or any trust created hereunder may otherwise be entitled to receive and to take any and all necessary or proper actions to make and fully effectuate a qualified disclaimer or disclaimers under Internal Revenue Code Section 2518, or any similar provision which may be subsequently enacted, and under any disclaimer statute or law which may at any time be in effect under Mississippi law.
15. To change the domicile or situs of any trust created hereunder.
16. To divide any trust created hereunder into shares that are treated as separate trusts, and to divide any trust created hereunder in such manner as may be advantageous for the beneficiaries thereunder.


J.M.H.

All authorities and powers hereinabove granted unto my Executor and Trustee shall be exercised from time to time in their sole and absolute discretion and without prior authority or approval of any Court, and I intend that such powers be construed in the broadest possible manner.

ARTICLE ELEVEN
Appointment of Executor

I hereby appoint my wife, MELISSA ROGERS HARRINGTON, to be Executor of this, my Last Will and Testament and my estate. In the event that my wife shall predecease me, or, for any reason, shall fail to qualify or cease to act as my Executor, then I hereby appoint CARRIE ROGERS BURKS to serve as successor Executor of this, my Last Will and Testament, and my estate. In the event that CARRIE ROGERS BURKS shall predecease me, or, for any reason, shall fail to qualify or cease to act as my successor Executor, then, in that event, I hereby appoint my father-in-law, TOMMY CADE ROGERS, to serve as successor Executor of this, my Last Will and Testament, and my estate. In the event that TOMMY CADE ROGERS shall predecease me, or, for any reason, shall fail to qualify or cease to act as my successor Executor, then, in that event, I hereby appoint MARTIN E. WILLOUGHBY, JR., to serve as successor Executor of this, my Last Will and Testament, and my estate. Any reference herein to my "Executor" shall also refer to and include my successor Executor herein named, and I confer upon said successor Executor all of the rights, powers, duties, discretions and obligations conferred upon my original Executor hereinabove named. My Executor and my successor Executor, hereinabove named, shall serve without any bond, and I hereby waive the necessity of preparing or filing any inventory, accounting or formal appraisalment of my estate.

ARTICLE TWELVE
Appointment of Trustee

I hereby appoint my father-in-law, TOMMY CADE ROGERS, to be Trustee of each Trust created under this, my Last Will and Testament. If TOMMY CADE ROGERS shall predecease me, or for any reason shall fail to qualify or cease to act as my Trustee, then, in that event, I hereby appoint CARRIE ROGERS BURKS to serve as successor Trustee. If CARRIE ROGERS BURKS shall predecease me, or for any reason shall fail to qualify or cease to act as my successor Trustee, then, in that event, I hereby appoint MARTIN E. WILLOUGHBY, JR. to serve as successor Trustee. Any successor Trustee shall have all of the rights, powers, duties, discretions and obligations conferred upon my original Trustee hereinabove named


J.M.H.

ARTICLE THIRTEEN
Appointment of Guardians

If my wife, MELISSA ROGERS HARRINGTON, shall not be living at the time of my death, then I hereby appoint CARRIE ROGERS BURKS to serve as Guardian of the person and property of each minor child of mine who shall survive me. In the event that CARRIE ROGERS BURKS should not survive me or for any reason should cease to act as Guardian (if my wife predeceases me), then, in that event, I hereby appoint my mother-in-law, BRENDA RICE ROGERS, to serve as successor Guardian. In the event that BRENDA RICE ROGERS should not survive me or for any reason should cease to act as successor Guardian (if my wife predeceases me), then, in that event, I hereby appoint MARTIN E. WILLOUGHBY, JR. to serve as successor Guardian. I direct that no bond or other security be required of my Guardian or any successor Guardian as hereinabove named in this Article of my Will.

ARTICLE FOURTEEN
Simultaneous Death Provision

If my death and the death of my wife occur under such circumstances that there is not sufficient evidence that we have died otherwise than simultaneously, i.e. that the order of our deaths cannot be established by proof, it shall be conclusively presumed that my wife predeceased me, and this presumption shall apply throughout this Will. My express intention is that my residuary estate be held in trust for my children pursuant to the terms of Subparagraphs 4 and 5 of Paragraph A. of Article Seven of my Will in the event my wife's will does not provide for the assets of her residuary estate to be held in trust for my children if she were presumed to survive me.

ARTICLE FIFTEEN
Construction

Throughout this Will, the masculine gender shall be deemed to include the feminine as well as the neuter, and vice versa, as to each of them; the singular shall be deemed to include the plural, and vice versa. The term "descendants" shall include the legally adopted children and more remote descendants of my children. The headings used herein are for convenience only and shall not be construed or interpreted as limiting the scope of the Article to which the heading pertains.

IN WITNESS WHEREOF, I have hereunto affixed my signature in the presence of JAY LOPOSER and LESLIE LOPOSER, whom I have requested to act as subscribing witnesses hereto on this, the 12th day of May, 2004.



 JESSE MARTIN HARRINGTON

We, each of the subscribing witnesses to the foregoing Last Will and Testament of JESSE MARTIN HARRINGTON, do hereby declare that we have acted as subscribing witnesses hereto at the request of the said JESSE MARTIN HARRINGTON; that he declared this instrument to be his Last Will and Testament to us; that he affixed his signature hereto in the presence of each of us; and that we have affixed our signatures hereto in his presence and in the presence of each other all on the day and year above written; and that on this occasion the said JESSE MARTIN HARRINGTON, was of sound and disposing mind and memory.

WITNESS OUR SIGNATURES on this, the 12TH day of May, 2004.

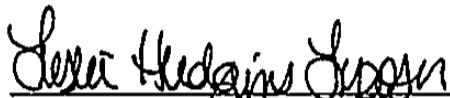
WITNESSES:

ADDRESS:



JAY LOPOSER

128 Charleston Lane
Madison, Mississippi 39110



LESLIE HUDGINS LOPOSER

128 Charleston Lane
Madison, Mississippi 39110

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, JAY LOPOSER and LESLIE HUDGINS LOPOSER, credible and competent subscribing witnesses to the foregoing instrument of writing dated the 12TH day of May, 2004, purporting to be the Last Will and Testament of JESSE MARTIN HARRINGTON, each of whom having been first duly sworn, state on oath that JESSE MARTIN HARRINGTON, signed, made, published and declared said instrument as her Last Will and Testament on the 12TH day of May, 2004, the date of said instrument, in the presence of these affiants; that JESSE MARTIN HARRINGTON was then of sound and disposing mind and memory, and above the age of twenty-one (21) years; that JESSE MARTIN HARRINGTON was acting voluntarily without undue influence, fraud or restraint; that the affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of JESSE MARTIN HARRINGTON, and in the presence of JESSE MARTIN HARRINGTON, and in the presence of each other; that JESSE MARTIN HARRINGTON at the time of the attestation was mentally capable of recognizing, and actually conscious of said act and attestation; that the subscribing witnesses were, at the time of said attestation, competent witnesses under the laws of the State of Mississippi; that at the time of said attestation JESSE MARTIN HARRINGTON indicated to the affiants that he was a resident of and had a fixed place of residence in Madison County, State of Mississippi; and that this Proof of Will is attached to the original of that certain foregoing written instrument signed, made, published and declared by JESSE MARTIN HARRINGTON as his Last Will and Testament on this, the 12TH day of May, 2004.

WITNESSES:

ADDRESSES:

Jay Loposer
JAY LOPOSER

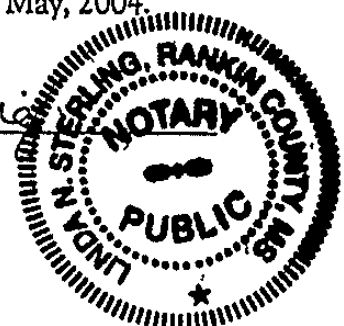
128 Charleston Lane
Madison, Mississippi 39110

Leslie Hudgins Loposer
LESLIE HUDGINS LOPOSER

128 Charleston Lane
Madison, Mississippi 39110

SWORN TO AND SUBSCRIBED before me on this, the 12th day of May, 2004.

Linda N. Sterling
NOTARY PUBLIC



My Commission Expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 7, 2008
BONDED THRU STEGALL NOTARY SERVICE

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JESSE MARTIN HARRINGTON, DECEASED

CAUSE NO. 2005-186-L

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF MADISON

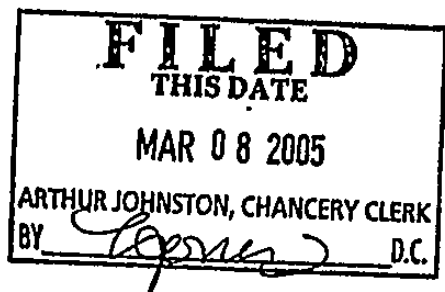
PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid, **MELISSA ROGERS HARRINGTON**, who by me being duly sworn, states on oath the following:

1. I am the duly appointed and acting Executrix of the estate of Jesse Martin Harrington, deceased.

2. Acting in my capacity as Executrix, I have made reasonably diligent efforts to identify those persons having claims against the estate of Jesse Martin Harrington, deceased, and I have concluded that there are no persons to whom notice should be given informing them that a failure to have their claim probated and registered by the Clerk of the Chancery Court granting Letters Testamentary to me as Executrix within ninety (90) days after the first publication of the Notice to Creditors as required under § 91-7-145, Mississippi Code Annotated (Rev. 1994) will bar such claim.

3. I am giving this affidavit in my capacity as Executrix of the estate of Jesse Martin Harrington, deceased, for the purpose of fulfilling the requirements of § 91-7-145, Mississippi Code Annotated (Rev. 1994).

Melissa Rogers Harrington
MELISSA ROGERS HARRINGTON, Affiant

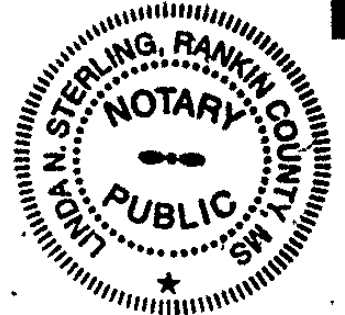


SWORN TO AND SUBSCRIBED BEFORE ME this, the 8th day of March,

2005.

Linda N. Sterling
NOTARY PUBLIC

My Commission Expires
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 7, 2008
BONDED THRU STEGALL NOTARY SERVICE



Prepared by

Craig R. Sessums, MS Bar No. 10184
JONES, FUNDERBURG & SESSUMS
Post Office Box 13960
Jackson, MS 39286-3960
Telephone 601.355.5200
Facsimile 601.355 5400

ATTORNEY FOR EXECUTRIX

LAST WILL AND TESTAMENT

B 38 P 572

OF

2005-161

JOYCE S. MAXEY

I, Joyce S. Maxey, an adult resident citizen of Ridgeland, 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 any and all other wills and codicils heretofore made by me.

ITEM I.

I appoint my daughters, Marsha M. Belvedresi and Debra M. Lewis, as Co-Executors of my Estate under this Will. I direct my Co-Executors to pay all of my just debts and obligations which may be probated, registered, and allowed against my estate as soon as may be conveniently done.

ITEM II.

My husband, James C. Maxey, has predeceased me. I have two (2) daughters now living, and they are Marsha M. Belvedresi and Debra M Lewis. They are herein referred to as "my daughters."

ITEM III.

A. I give, devise, and bequeath my entire estate to my daughters, in equal shares. If either of my daughters shall not survive me, the interest of my deceased daughter shall be distributed to her then living children, in equal shares. If my deceased daughter has no surviving children, the interest shall be distributed to my surviving daughter.

B. In the event all the persons and classes designated as beneficiaries of my estate predecease me, or if we die in a common disaster, the assets of my estate shall be distributed outright and free of trust to my heirs at law, in accordance with the intestacy laws then in effect in the State of Mississippi.

Page 1.

FILED
THIS DATE
MAR 08 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

Joyce S. Maxey

JOYCE S. MAXEY

A. In the event either of my Co-Executors is or becomes unable or unwilling to serve as my Co-Executor, the other Co-Executor shall serve alone as my successor Executor. All rights, powers, duties and discretions granted to or imposed upon my Co-Executors shall be exercisable by and imposed upon any successor Executor.

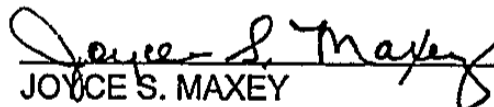
B. I direct that neither my Co-Executors nor any successor Executor shall be required to make any bond as Executor. To the extent permissible by law, I waive the requirement that my Co-Executors or any successor Executor be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

C. My Co-Executors shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will without respect to the income tax basis of the property. In making a selection, my Co-Executors are excused from any duty of impartiality with respect to the income tax basis of the property. My Co-Executors may satisfy any pecuniary bequest provided in this Will in cash or in kind or partly in cash and partly in kind; however, any asset distributed in kind shall be valued at its date of distribution value.

D. No person dealing with my Co-Executors shall be obligated to see to the application of any moneys, securities, or other property paid or delivered to my Co-Executors, or to inquire into the expediency or propriety of any transaction or the authority of my Co-Executors to enter into and consummate the transaction upon such terms as my Co-Executors may deem advisable.

E. My Co-Executors shall have the power to disclaim any part or all of my interest in any property which is or has been devised or bequeathed to me, whether outright or in trust, provided such disclaimer is made within the time period required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any future law.

F. I specifically authorize my Co-Executors to borrow such funds as may be necessary to pay my debts, administration expenses, and taxes of my estate; and to pledge such of my property, real or personal, as may be necessary to secure such loan. My Co-Executors shall not be required to pay or otherwise satisfy such loan prior to the closing of my estate and the discharge of my Co-Executors, but in satisfaction of any bequest herein, my Co-Executors may distribute such property at its value net of such loan.


JOYCE S. MAXEY

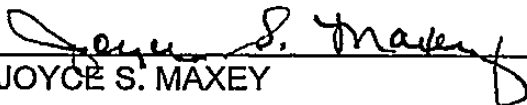
G. My Co-Executors shall not be required to reduce any or all of my personal or real property to cash during the administration of my estate. After the payment of debts, taxes, and costs, in the sole discretion of my Co-Executors; my Co-Executors are authorized to make distributions either in cash or in kind or a combination of each.

H. My Co-Executors shall have all power and authority given to Trustees by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi, as amended.

I. Notwithstanding any other provision contained in this Will to the contrary, I hereby authorize and empower my Co-Executors to sell any real property or personal property owned by me at the time of my death. My Co-Executors are hereby authorized and empowered to determine whether to sell any such property, and if so, the terms and conditions of such sale. In the event of any such sale it shall not be necessary for my Co-Executors to give notice to any beneficiaries under this Will, it being my intention and direction that my Co-Executors be authorized and empowered to sell any such property without the necessity of notice to, or joinder by, any beneficiary under this Will.

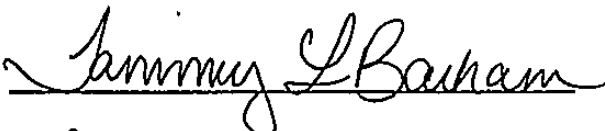
J. My Co-Executors shall have power and authority to retain, and pay the compensation of, investment bankers, appraisers, accountants, legal counsel, and others when my Co-Executors shall determine that such services are desirable in connection with the administration of my estate.


IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Last Will and Testament, consisting of 3 pages on the 17 day of March, 1999.



JOYCE S. MAXEY

WITNESSES:





ATTESTATION

B 38 P 575

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by Joyce S. Maxey 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 17th day of March, 1999.

Johnny L. Barham

Paige L. Potts

STATE OF MISSISSIPPI

COUNTY OF HINDS

We, Tammy L. Barham and Paige L. Purvis, on oath state that we are the subscribing witnesses to the attached written instrument dated the 17th day of March, 1999, which has been represented to us to be the Last Will and Testament of Joyce S. Maxey ("Testator"), who indicated to us that she is a resident of and has a fixed place of residence in Ridgeland, Madison County, Mississippi. On the execution date of the instrument, the Testator, in our presence and in the presence of each of us, signed the instrument at the end thereof and declared the instrument to be her Will, and requested that we attest to the execution thereof whereupon, in the presence of the Testator and in the presence of each other, each of us signed our respective names as attesting witnesses. At the time of the execution of the instrument, the Testator was over eighteen (18) years of age, and in our opinion was of sound mind, in full possession of her mental faculties, and acting without undue influence, fraud, or restraint.

DATED this 17th day of March, 1999.

Tammy L. Barham
Signature of Witness
200 Bordeaux Drive
Street Address
Clinton, MS 39056
City and State

Paige L. Purvis
Signature of Witness
3954 Forest Hill Rd.
Street Address
Jackson, MS 39212
City and State

Subscribed and sworn to before me on this the 17th day of March, 1999.

Katherine D. Yarbary
NOTARY PUBLIC



My Commission Expires:
My Commission Expires
May 21, 2002

B 38 P 577

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
IN THE MATTER OF THE ESTATE OF
BLANCHE LEE (WOLCOTT) PATTERSON, DECEASED

CIVIL ACTION, FILE NO. 2005-067

ERNEST EUDOX PATTERSON

PETITIONER

AFFIDAVIT

STATE OF ARKANSAS

COUNTY OF GARLAND

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid, the within named ERNEST EUDOX PATTERSON, who being by me first duly sworn, stated on oath as follows:

That Affiant is the duly appointed, qualified and acting Administrator of the Estate of Blanche Lee (Wolcott) Patterson, Deceased; that Affiant has made reasonably diligent efforts to identify all persons having claims against the above styled and numbered estate and has given notice by mail to persons so identified, at their last known address informing them that a failure to have their claim probated and registered by the Clerk of the Court granting letters within the ninety (90) day period provided by §91-7-145, Mississippi Code of 1972, will bar such claim. The persons so identified and their last known addresses are:

PERSON(S)

LAST KNOWN ADDRESS

N O N E

WITNESS MY HAND this the 8th day of March, 2005.

Ernest Eudox Patterson
ERNEST EUDOX PATTERSON, Executor of
the Estate of Blanche Lee (Wolcott)
Patterson, Deceased

FILED
THIS DATE
MAR 10 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

B 38 P 578

SWORN TO AND SUBSCRIBED BEFORE ME, this the 8th day of March, 2005.

Nancy Hazelwood
NOTARY PUBLIC

MY COMMISSION EXPIRES:
9-9-13



Prepared by:

R. Ellen Matthews
1220 Highway 51 North
Madison, MS 39110
1-601-856-8869
M.S.B.# 9621

Attorney for Executor

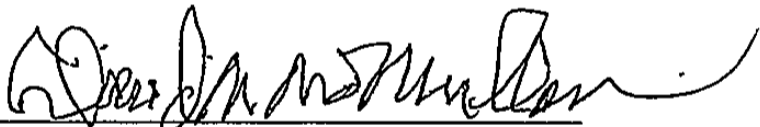
ITEM III.

Any property of mine that is not disposed of under any provision of this Will shall go and be distributed to the said Patricia C. McMullan, if she survives me; and if Patricia C. McMullan does not survive me, to David M McMullan, Jr and Richard Stewart McMullan, share and share alike.

ITEM IV.

I hereby nominate, constitute and appoint Patricia C McMullan as Executrix of this my Last Will and Testament, and I direct she be permitted to serve in said capacity without bond or other security, and I waive the necessity of inventory and appraisal; but in the event the said Patricia C. McMullan should die, resign, or be disqualified or unable or unwilling to act as Exectrix, then I appoint David M. McMullan, Jr. and Richard Stewart McMullan, as Co-Executors, and direct no bond or other security shall be required of them as Co-Executors, and I waive the necessity of inventory and appraisal.

This my Last Will and Testament consists of three pages, including this page and the following page, at the bottom of each of which I have signed my name for the purpose of identification, as my Last Will and Testament in the presence of the undersigned witnesses, whom I have requested to witness the same, on this the 20th day of September, 2001.


David M. McMullan

WITNESSES:


Chris Beauchamp

PAGE 2 OF MY WILL 

[Signature]

STATE OF MISSISSIPPI
COUNTY OF HINDS

We, each of the subscribing witnesses to the Last Will and Testament of David M. McMullan, do hereby certify that said instrument was signed by the said David M. McMullan, in our presence and in the presence of each of us, and that the said David M. McMullan 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 said Will at the request of the said David M. McMullan in his presence and in the presence of each other.

Witness our signatures this the 20th day of Sept., 2001.

Chris Beauchamp
Address: 184 Blackmon Rd.
Jackson, MS 39272

[Signature]
Address: 139 Kings Ridge Drive
Brandon, MS 39047

PAGE 3 OF MY WILL

[Signature]

PROOF OF WILL

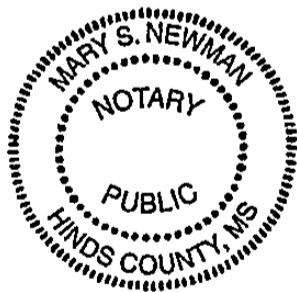
STATE OF MISSISSIPPI
HOLMES COUNTY

FILED
THIS DATE
MAR 18 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

Personally appeared before me the undersigned authority in and for the State and County aforesaid, Glenn Brogan, who being first by me duly sworn, stated on oath that, as one of the subscribing witnesses to the foregoing and annexed instrument of writing, purporting to be the Last Will and Testament of David M. McMullan, Deceased, late of Hinds County, the said David M. McMullan signed, published and declared said instrument as his Last Will and Testament, on the 20th day of September, 2001, the day of the date of said instrument, in the presence of this affiant, and in the presence of Chris Beauchamp, the other subscribing witness thereto, and that the said testator was then of sound and disposing mind and memory, was more than twenty-one years of age, and that this affiant subscribed and attested said instrument as a witness to the signature and publication thereof, at the special instance and in the presence of testator, and in the presence of Chris Beauchamp, the other attesting witness, on the day and year of the date thereof, and the affiant's address is 139 Kings Ridge Drive, Brandon, Mississippi 39047.

[Signature]
Glenn Brogan

13th SWORN TO and subscribed before me, by Glenn Brogan, on this the day of January, 2005.



(SEAL)

Mary S. Newman MARY S. NEWMAN
Notary Public
My Commission Expires: _____

Notary Public State of Mississippi At Large
My Commission Expires August 12, 2006
Bonded Thru Heiden, Brooks & Garland, Inc.

LAST WILL AND TESTAMENT

OF

DAVID M. MCMULLAN

I, David M. McMullan, a resident of Madison County, Mississippi, being over the age of eighteen (18) 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.

ITEM I.

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

ITEM II.

All of my property, real, personal and mixed, of whatever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death, or over which I shall have power of appointment, I give, devise and bequeath unto my wife, Patricia C. McMullan, of Madison County, Mississippi, if she survives me. In the event that Patricia C. McMullan does not survive me, then I give, devise and bequeath all of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death, or over which I shall have power of appointment unto my sons, David M. McMullan, Jr. and Richard Stewart McMullan, share and share alike

PAGE 1 OF MY WILL

David M. McMullan

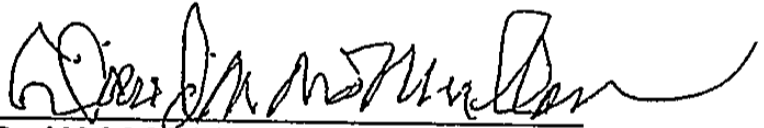
ITEM III.

Any property of mine that is not disposed of under any provision of this Will shall go and be distributed to the said Patricia C. McMullan, if she survives me; and if Patricia C. McMullan does not survive me, to David M. McMullan, Jr and Richard Stewart McMullan, share and share alike.

ITEM IV.

I hereby nominate, constitute and appoint Patricia C. McMullan as Executrix of this my Last Will and Testament, and I direct she be permitted to serve in said capacity without bond or other security, and I waive the necessity of inventory and appraisal; but in the event the said Patricia C. McMullan should die, resign, or be disqualified or unable or unwilling to act as Executrix, then I appoint David M. McMullan, Jr. and Richard Stewart McMullan, as Co-Executors, and direct no bond or other security shall be required of them as Co-Executors, and I waive the necessity of inventory and appraisal.

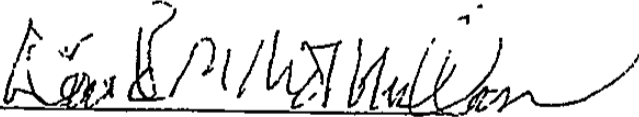
This my Last Will and Testament consists of three pages, including this page and the following page, at the bottom of each of which I have signed my name for the purpose of identification, as my Last Will and Testament in the presence of the undersigned witnesses, whom I have requested to witness the same, on this the 20th day of September, 2001.


David M. McMullan

WITNESSES:

Chris Beauchamp

PAGE 2 OF MY WILL



[Signature]

STATE OF MISSISSIPPI
COUNTY OF HINDS

We, each of the subscribing witnesses to the Last Will and Testament of David M. McMullan, do hereby certify that said instrument was signed by the said David M. McMullan, in our presence and in the presence of each of us, and that the said David M. McMullan 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 said Will at the request of the said David M McMullan in his presence and in the presence of each other.

Witness our signatures this the 20th day of ~~June~~ ^{Sept.}, 2001.

Chris Beauchamp
Address: 184 Blackmon Rd.
Jackson, MS 39272

[Signature]
Address: 139 Kings Ridge Drive
Brandon, MS 39047

PAGE 3 OF MY WILL [Signature]

LAST WILL AND TESTAMENT

OF

DAVID M. MCMULLAN

I, David M. McMullan, a resident of Madison County, Mississippi, being over the age of eighteen (18) 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.

ITEM I.

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

ITEM II.

All of my property, real, personal and mixed, of whatever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death, or over which I shall have power of appointment, I give, devise and bequeath unto my wife, Patricia C. McMullan, of Madison County, Mississippi, if she survives me. In the event that Patricia C. McMullan does not survive me, then I give, devise and bequeath all of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death, or over which I shall have power of appointment unto my sons, David M. McMullan, Jr. and Richard Stewart McMullan, share and share alike.

PAGE 1 OF MY WILL

David M. McMullan

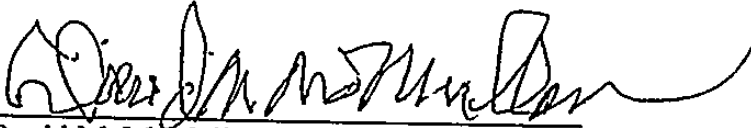
ITEM III

Any property of mine that is not disposed of under any provision of this Will shall go and be distributed to the said Patricia C. McMullan, if she survives me; and if Patricia C. McMullan does not survive me, to David M. McMullan, Jr. and Richard Stewart McMullan, share and share alike

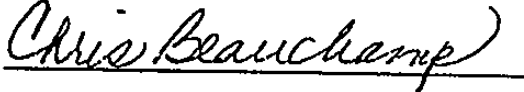
ITEM IV.

I hereby nominate, constitute and appoint Patricia C. McMullan as Executrix of this my Last Will and Testament, and I direct she be permitted to serve in said capacity without bond or other security, and I waive the necessity of inventory and appraisal; but in the event the said Patricia C. McMullan should die, resign, or be disqualified or unable or unwilling to act as Executrix, then I appoint David M. McMullan, Jr. and Richard Stewart McMullan, as Co-Executors, and direct no bond or other security shall be required of them as Co-Executors, and I waive the necessity of inventory and appraisal.

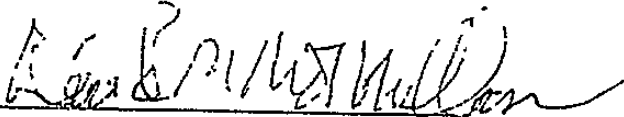
This my Last Will and Testament consists of three pages, including this page and the following page, at the bottom of each of which I have signed my name for the purpose of identification, as my Last Will and Testament in the presence of the undersigned witnesses, whom I have requested to witness the same, on this the 20th day of September, 2001.


David M. McMullan

WITNESSES:


Chris Beauchamp

PAGE 2 OF MY WILL



Alvin D. [Signature]

STATE OF MISSISSIPPI
COUNTY OF HINDS

We, each of the subscribing witnesses to the Last Will and Testament of David M. McMullan, do hereby certify that said instrument was signed by the said David M. McMullan, in our presence and in the presence of each of us, and that the said David M. McMullan 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 said Will at the request of the said David M McMullan in his presence and in the presence of each other.

Witness our signatures this the 20th day of ~~June~~ ^{Sept.}, 2001.

Chris Beauchamp
Address: 184 Blackmon Rd.
Jackson, MS 39272

Alvin D. [Signature]
Address: 139 Kings Ridge Drive
Brandon, MS 39047

PAGE 3 OF MY WILL *David M. McMullan*

2005-138

LAST WILL AND TESTAMENT
OF
DAVID ELLIS MORRIS, SR.

I, DAVID ELLIS MORRIS, SR., an adult resident citizen of the First Judicial District of Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all former wills and codicils heretofore executed by me.

My wife, Fay Blick Morris, and my sons, David E. Morris, Jr., and Walter L. Morris, are living at the time of my execution of this instrument.

I.

I do hereby appoint my beloved wife, Fay Blick Morris, as Executrix of this my Last Will and Testament. Should she be unable to serve due to death, sickness or any other reason, I do hereby direct that my son, Walter L. Morris, serve as Executor in place of my said wife. I do hereby direct that my wife, or my said son serving in her stead, shall serve without bond and shall not be required to make or file any inventory, appraisement or accounting in, with or to any court, and I vest my Executrix/Executor with full power and authority during the administration of my estate to sell, transfer and convey any property, real or personal, which I may own at the time of my death, at such time and price and upon such terms and conditions as she/he may determine (without court order) and to do every other act and thing necessary or appropriate for the complete administration of my estate.

David E. Morris, Sr.
DEM, SR.

FILED
THIS DATE
MAR 23 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Arthur Johnston* D.C.

II.

I direct my Executrix/Executor to pay all my just debts which shall be probated, registered and allowed against my estate, all funeral expenses, and the cost of administration of my estate as soon after my death as can be conveniently done.

III.

If my beloved wife, Fay Blick Morris, survives me, I give, devise and bequeath unto her all my property, including my real, personal and mixed property of every description and kind and wheresoever located to be hers in fee simple.

IV.

I have prepared a list of miscellaneous personal items and effects and have indicated thereupon the individuals whom I wish to receive such items in the event I am predeceased by my beloved wife. In such event, I hereby direct that my Executor shall have full and plenary power and authority to examine and account for my personal items and effects which are indicated on said list, and I direct that he shall distribute such items to the persons designated via such list. For all such items of personalty distributed by my Executor, he shall have full acquittance with respect to further responsibility therefor, and I do give and bequeath such items of personalty so distributed by my Executor unto the designated legatees to be theirs in fee simple.


DEM, SR.

V.

If my beloved wife, Fay Blick Morris, does not survive me, I do hereby give, devise and bequeath all the rest and residue of my estate whether real, personal and mixed property, tangible or intangible, of whatsoever nature and wheresoever situated, in fee simple unto my son, Walter L. Morris.

VI.

It is my wish that my elder son, David E. Morris, Jr., understand that I have named my younger son, Walter L. Morris, as successor Executor herein due to his residence being within the State of Mississippi and his close proximity to my property and that such appointment in no manner reflects any adverse view regarding my elder son's capacity or integrity. Further, I wish that my son, David E. Morris, Jr., understand that my naming my younger son, Walter L. Morris, as contingent beneficiary in no way reflects adversely upon my elder son. The decisions indicated herein were not made in haste, but rather, after much thought of the unique circumstances attendant with respect to each of my loved ones. It is my last wish of each of you, my loved ones, that there be no argument, controversy, or feelings of antagonism among you, and I pray that each of you will strive toward harmony and accord.

IN WITNESS WHEREOF, I have hereunto subscribed my name, this the 24th day of August, 19 92.

David Ellis Morris, Jr.
DAVID ELLIS MORRIS, SR.

The foregoing instrument, consisting of this and three preceding typewritten pages, was signed, published and declared by DAVID ELLIS MORRIS, SR., to be his Last Will and Testament in our presence, and we, at his request, have subscribed our names hereto as witnesses in his presence and in the presence of each other.

Arnold D. Dyer residing at 3020 Tidewater Cr.
Madison, MS 39110

Beverly B. Dyer residing at 3020 TIDEWATER CR.
MADISON, MS 39110

Mary E. Haggard residing at 641 Briarcliff Cir
Jackson, MS 39212

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF Madison

PERSONALLY came and appeared before me, the undersigned authority in and for jurisdiction aforesaid, the within named **BEVERLY B. DYRE**, who being by me first duly sworn, stated on oath as follows:

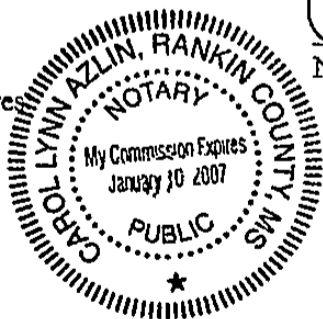
That she is one of the three (3) subscribing witnesses to the Last Will and Testament of David Ellis Morris, Sr, dated the 24th day of August, 1992; that she has examined a true copy of an instrument consisting of four (4) pages and entitled Last Will and Testament, the original of which was executed by David Ellis Morris, Sr, as his last will and testament on such date in the presence of affiant and the other subscribing witnesses, and affiant and the other subscribing witnesses signed their names as witnesses at the instance and request of David Ellis Morris, Sr., in his presence and in the presence of each other; and that, at the time of the execution of said Last Will and Testament by David Ellis Morris, Sr, he was of sound and disposing mind and memory and above the age of eighteen (18) years

Beverly B. Dyre
BEVERLY B DYRE

SWORN TO AND SUBSCRIBED before me, this the 11th day of January, 2005.

Carol Lynn Azlin
NOTARY PUBLIC

My Commission Expires



FILED
THIS DATE

MAR 28 2005

2005-274

ARTHUR JOHNSTON, CHANCERY CLERK

BY Arthur Johnston D.C.

Last Will and Testament

BE IT KNOWN, that I, Glenn M. Constantino, Jr., Notary Public, duly commissioned and qualified in and for the Parish of East Baton Rouge, State of Louisiana, have prepared the following Last Will and Testament of MAUDE ELIZABETH STREET by her direction, she wishing to take advantage of the provisions of Sec. 2442 of Title 9 of the Louisiana Revised Statutes of 1950 as amended, that Will being in the following words, to wit:

I, MAUDE ELIZABETH STREET, do make this my last will and testament; I expressly revoke any other testament I may have previously made. I specifically desire that this testament remain in effect should any child or children be born to me, or adopted by me, subsequent to this date.

I. PROPERTY

All of the property of which I die possessed, of whatever kind and wherever situated, including both community and separate property, is hereinafter referred to as my estate.

II. FRACTIONAL BEQUESTS

I hereby give, will and bequeath unto my beloved sister, Mabel Louise Street, my entire estate.

III. ALTERNATE BEQUESTS

Should Mabel predecease me or die simultaneously with me, then, in that event, I give the house located at Box 55, Norwood, Louisiana, 70761, in equal shares to Stephen B. Street, Sr., Susie Street Friou and Rene' Bronaugh and I give my residuary estate in equal shares to Stephen B. Street, Sr., Susie Street Friou and Mary Alice Bronaugh.

IV. MISCELLANEOUS PROVISIONS

Executor. I hereby name, constitute and appoint Mabel Louise Street, as executrix of my succession. Should she cease or fail to serve, I hereby name, constitute and appoint Stephen B. Street, Sr. and Susie Street Friou, as alternate co-executors. My executor shall have authority to allocate specific assets to satisfy any legacy of this testament, as provided for by Articles 1302 and 1573 of the Louisiana Civil Code. I dispense my testamentary executors from giving bond.

Survival Presumptions. Should I die together with any legatee in a common disaster or under such circumstances as to render it doubtful as to who died first, it shall be presumed that I survived.

Bequests Conditioned on Survival. Every disposition made herein is made subject to the suspensive condition, as allowed by Louisiana Civil Code article 1521, that the legatee must survive me for at least 90 days.

Caducity. If any legatee named in this will should predecease me, renounce my succession, disclaim any legacy or otherwise fail to accept such legacy, that bequest shall become part of my residuary estate.

Severability. Each object, term and provision of this will shall be treated as separate and distinct from each and every other object, term and provision hereof, to the end that no object, term or provision of this will shall be deemed or declared

Maud Elizabeth Street
MAUDE ELIZABETH STREET

illegal, invalid or unenforceable by reason of the illegality, invalidity or unenforceability of any other object, term or provision. If any object, term or provision of this will shall be declared or adjudged illegal, invalid or unenforceable, each and every other object, term or provision hereof shall continue and remain in full force and effect for all purposes and to all intents as if the object, term or provision declared or adjudged to be illegal, invalid or unenforceable had never been contained herein. Should any object, term or provision of this will be declared or adjudged to be illegal, invalid or unenforceable for any reason, then the executor may (but shall not be obligated to) seek and obtain from any court of competent jurisdiction such orders and decrees as are necessary for the purpose of carrying out as nearly as possible the objects and purposes of this will, as shown by the terms hereof, including any object, term or provision declared or adjudged to be illegal, invalid or unenforceable, to the end that my true wishes shall be carried out as nearly as possible.

Maude Elizabeth Street
MAUDE ELIZABETH STREET

The testatrix has signed this will at the end and on each other separate page, and has declared or signified in our presence that it is her last will and testament, and in the presence of the testatrix and each other, we have hereunto subscribed our names on this 1st day of MAY, 1992.

WITNESSES:

Greene Tautest

Maude Elizabeth Street
MAUDE ELIZABETH STREET

Henry M. Sugar

Glenn M. Constantino, Jr.
GLENN M. CONSTANTINO, JR., NOTARY PUBLIC



WITNESSES FOR THE LAST WILL AND TESTAMENT OF

MAUDE ELIZABETH STREET

1. Name: TROY M DUGAS
 Address: 4199 Hwy 42
PRAIRIEVILLE, LA 70769
 Telephone: 504-622-6073
 Driver License No: 3127892
 Social Security No: 435-86-2685

Information on nearest relative:
LYNN E DUGAS
4931 PINE HILL
BATON ROUGE, LA 70817

Other information to help locate the witness:

2. Name: EVENA FONTENOT
 Address: 765 LAKELAND DR.
BATON ROUGE LA 70802
 Telephone: 504 343 - 2786
 Driver License No: _____
 Social Security No: 438 - 30 - 9918

Information on nearest relative:
Berna Doucet
129 Railroad
ville Platte LA 70586

Other information to help locate the witness:

IF ANY ADDITIONAL INFORMATION IS NEEDED, PLEASE FEEL FREE TO CALL THE LAW OFFICE OF STREET & DUGAS AT 344-3085

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: WILL AND ESTATE OF
MAUDE ELIZABETH STREET

NO. 2005-274

**AFFIDAVIT OF EXECUTRIX
REGARDING NOTICE TO CREDITORS OF ESTATE**

As required by Section 91-7-145 of the Mississippi Code of 1972, as amended, the undersigned states that she has made reasonably diligent efforts to identify persons having claims against the estate and that the undersigned has mailed a notice to the persons so identified, at their last known address, informing them that a failure to have their claim probated and registered by the Clerk of this Court within ninety (90) days after the first publication of the Notice to Creditors will bar such claim as provided in Section 91-7-151 of the Mississippi Code of 1972 (as amended).

Susie Street Friou
SUSIE STREET FRIOU, EXECUTRIX OF THE
ESTATE OF MAUDE ELIZABETH STREET,
DECEASED

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, SUSIE STREET FRIOU, who being by me duly sworn, stated on oath that she is Executrix of the Estate of Maude Elizabeth Street, Deceased, and that the matters and things contained in the foregoing Affidavit are true and correct as therein stated.

Susie Street Friou
SUSIE STREET FRIOU

SWORN TO AND SUBSCRIBED before me, this the 28th day of March, 2005.

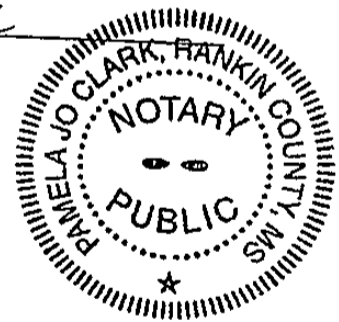
Pam Clark
Notary Public

My commission expires:

1-5-06

wmnp/street aff ntc madison

FILED
THIS DATE
MAR 28 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.



LAST WILL AND TESTAMENT
OF
OLA SHIELDS

2005-302

I, OLA SHIELDS, an adult resident citizen of Madison County, Mississippi, and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my LAST WILL AND TESTAMENT, and by so doing, I do hereby revoke any and all other wills and codicils thereto which have been heretofore made by me.

ITEM ONE: I do hereby give and devise my residence and homesite unto my daughter, Mary L. Coleman, said real property being situated in Madison County, Mississippi, and more particularly described as follows, to-wit:

Beginning at the Northwest corner of the NE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 18, Township 8 North, Range 3 East, and run thence South 195.0 feet to the northwest corner of the lot heretofore conveyed by me to Mary L. Coleman by that certain Warranty Deed dated November 30, 1987, and recorded in Deed Book 234 at page 377 in the office of the Chancery Clerk of Madison County, Mississippi; run thence East along the North line of Mary Coleman's said lot for a distance of 197.22 feet to its northeast corner lot; run thence North 195.0 feet, more or less, to the South right of way line of Cotton Blossom Road; run thence West along the South right of way line of Cotton Blossom Road for a distance of 197.22 feet, more or less, to the point of beginning, and all lying and being situation in the NE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 18, Township 8 North, Range 3 East, Madison County, Mississippi, and containing 0.88 acres, more or less.

Subject to a 20 foot right of way evenly off the West end of the above described property, as heretofore conveyed to Mary L. Coleman by the above referenced Warranty Deed recorded in Deed Book 234 at page 377.

ITEM TWO: I do hereby give, devise and bequeath all of the rest, residue and remainder of my real and personal property unto Mary L. Coleman, Delorise Bailey, Mildred Taylor, Lula McCullar, George Shields, Cleotha Shields, Tommie Lee Shields, T. C. Shields, Levi Shields, and Edward Shields, share and share alike.

ITEM THREE; I do hereby name, constitute and appoint my daughter, Mary L. Coleman, to serve as my executrix,

FILED
THIS DATE
APR 04 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim Jones* D.C.

Ola Shields

B 38 P 000

without any bond, and to the fullest extent allowed by law I do hereby relieve my said executrix from having to make and file any inventory, appraisal or accounting with any court.

IN WITNESS WHEREOF, I do hereby sign, publish and declare this to be my LAST WILL AND TESTAMENT, on this the 24 day of August, 1989.

Ola Shields
OLA SHIELDS

THIS INSTRUMENT was, on the date shown above, signed, published and declared by OLA SHIELDS, to be her LAST WILL AND TESTAMENT, in our presence, and on such date, we, at her request, subscribed our names hereto as witnesses, in her presence and in the presence of each other.

WITNESSES:

J. M. Ritchey
Peggy Fulton

025/50

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE
LAST WILL AND TESTAMENT
OF OLA SHIELDS, DECEASED

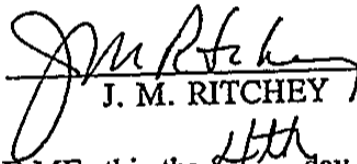
CIVIL ACTION, FILE NO: 2005-302

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the state and county aforesaid, within my jurisdiction, the within named J. M. Ritchey, one of the two subscribing witnesses to the foregoing and annexed instrument of writing purporting to be the last will and testament of Ola Shields, late of Madison County, Mississippi, who, having been by me first duly sworn, stated and deposed upon his oath that the said Ola Shields signed, published and declared said instrument to be her last will and testament on the 24th day of August, 1989, being the date of said instrument, in the presence of the deponent and Peggy Fulton, that the said Ola Shields was then and there of sound and disposing mind and memory and was over the age of eighteen years; that the deponent and Peggy Fulton, in the presence of each other, subscribed and attested said instrument of writing, as witnesses to Ola Shields' signature and publication thereof, at the request of and in the presence of Ola Shields, on the 24th day of August, 1989; that the deponent is not in any way interested in the estate of Ola Shields, and that the deponent is now and was at the time of his attestation of said written instrument a competent witness under the laws of the state of Mississippi.

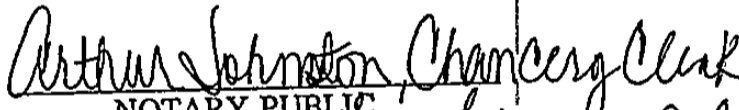
WITNESS MY SIGNATURE, this the 4 day of April, 2005.



J. M. RITCHEY

SWORN TO AND SEEN BEFORE ME, this the 4th day of April, 2005.





NOTARY PUBLIC
ex-officio By: Kim Sellers, D.C.

MY COMMISSION EXPIRES
January 7, 2008

-2-

A. To my wife, Ruby M. Scott, or if she be deceased, to her issue - Two (2) shares.

B. To William Dennis Scott, or if he be deceased, to his issue - One (1) share.

C. To Shelby Lyn Scott, or if she be deceased and be without children, to William Dennis Scott - One (1) share.

ITEM V

I hereby nominate and appoint Ken Barlow to be Executor of this my Last Will and Testament. I direct that no bond be required of Ken Barlow in order to act and serve as Executor of this my Last Will and Testament.

IN TESTIMONY WHEREOF, I hereunto subscribe my name on this, the 24th day of August, A. D., 1998.

William Scott
WILLIAM M. SCOTT

The above and foregoing instrument, consisting of 2 typewritten pages, including this, was, on the date thereof, subscribed by William M. Scott, the Testator named therein, and declared by him to be his Last Will and Testament, in our presence, and we, at his request and in the presence of each other, have hereunto subscribed our names as witnesses thereto.

Judith Dr. Mc Miller residing at Mc Comb, Miss.
Jamie Mae Williams residing at Mc Comb, Miss.