

BOOK 22 PAGE 100
LAST WILL AND TESTAMENT
OF
JAMES AUGUSTUS POOLEY

FILED
THIS DATE
JUN 21 1938
BILLY V. COOPER
CLERK
BY B. Edgar
29-074

I, JAMES AUGUSTUS POOLEY, an adult resident citizen of Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind, declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

I.

I direct that all of my debts, all expenses of my last illness, funeral and burial expenses and the cost of administration of my estate be paid as soon as practicable after my death out of the principal of that portion of my residuary estate which is not included in the share qualifying for the marital deduction.

II.

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), it is my intention that such indebtedness shall not be discharged to or paid from my estate, but 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.

III.

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

IV.

I bequeath to my wife, Diane Wade Pooley, if she shall survive me, all of my personal effects, and all tangible personal property including automobiles owned by me and held for personal use at the time of my death, but excluding cash on hand or other intangibles. I further bequeath to my wife, Diane Wade Pooley, if she shall survive me, any and all interests in real property which I might own an interest in at the time of my death.

If my wife shall predecease me, I bequeath all of the above described property to my child, Kathleen Wade Pooley.

All of the furniture, furnishings, and household goods are the property of my wife, Diane Wade Pooley, and I hereby acknowledge her ownership of all such items.

V.

Should my wife not survive me, I appoint Seymour Pooley, Sr., as guardian of the property of my child, Kathleen Wade Pooley, to have the complete and exclusive management of her respective estate, to be guardian of her person, and to have exclusive control of her custody, care and education, until my child Kathleen Wade Pooley, reaches the age of twenty-one (21) years. In the event that Seymour Pooley, Sr., shall become unable or unwilling to serve as guardian of my child's estate, property, and person, then I designate Debra Wade Jones, to be guardian of the property of my child, Kathleen Wade Pooley, to have the complete and exclusive management of her estate, to be guardian of her person, and to have exclusive control of her custody, care and education until Kathleen Wade Pooley reaches the age of twenty-one (21) years. I direct that no bond or other security shall be required of either of the above designated guardians in any jurisdiction for the faithful performance of his/her respective duties as guardians.

VI.

And now, having disposed of my entire estate, I hereby nominate and appoint my wife, Diane Wade Pooley, executrix of

of this my Last Will and Testament. In the event that Diane Wade Pooley shall become unable or unwilling to serve as executrix, I nominate Seymour Pooley, Jr. to serve as successor executor. I direct that neither my executrix nor any successor executor shall be required to make any bond as executrix or executor; nor shall either of them be required to make a formal appraisal of my estate or provide an inventory or accounting to be filed with any Court.

My executrix shall have full power and authority to continue any and all partnerships or other business operations in which I may have an interest at the time of my death for such time as may be permitted by law or by the agreements pertaining thereto so as to avoid as far as possible any depreciation in value of such assets and interests or losses to my business associates or to my estate. The executrix shall have the power to deal with my business interests as she sees fit in regards to the use and benefit of my child.

IN WITNESS WHEREOF, I have executed the foregoing document and declared the same to be my Last Will and Testament on this the 25th day of October, 1981.

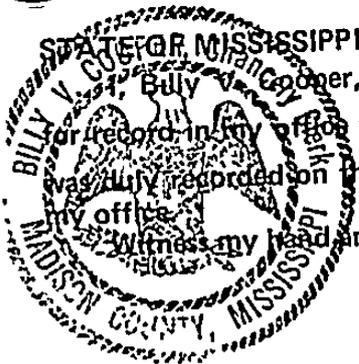
James Augustus Pooley
 JAMES AUGUSTUS POOLEY

We, the undersigned witnesses to the Last Will and Testament of James Augustus Pooley, hereby certify that at his special instance and request and in his presence and in the presence of each other, we did witness him sign, execute, declare and publish the above and foregoing instrument of writing as and for his own Last Will and Testament, he then being of sound and disposing mind and memory and above the age of twenty-one (21) years, and that likewise at his special instance and request we

did, in his presence and in the presence of each other, subscribe hereto our names as subscribing witnesses.

This the 28th day of October, 1981.

Robert W. [Signature]
Lamar Ramsay, Jr.



BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 21st day of June, 1988, at o'clock M., and was duly recorded on the 21st day of June, 1988, Book No. 27 on Page 100 in my office. Witness my hand and seal of office, this the 21st of June, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

FILED

THIS DATE

JUN 21 1988

BILLY V. COOPER
CHANCERY CLERK

BY *[Signature]*

BOOK 22 PAGE 104

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JAMES AUGUSTUS POOLEY, DECEASED

NO. 29-074

PROOF OF WILL

In the Matter of a Certain Instrument of Writing Purporting to be the Last Will and Testament of James Augustus Pooley, deceased, late of Madison County, Mississippi.

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

That affiant was one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of James Augustus Pooley, and affiant states that the said James Augustus Pooley, signed, published, and declared said instrument as his Last Will and Testament on the 28th day of October, 1981, the date of the date of said instrument, in the presence of this deponent and in the presence of Lamar Ramsay, Jr., now deceased, the other subscribing witness, and that said Testator was then of sound and disposing mind and memory and more than twenty-one years of age, and this deponent and Lamar Ramsay, Jr., subscribed and attested said instrument as witness to the signature and publication thereof at the special instance of said Testator and in the presence of said Testator and in the presence of each other on the day and year of the date of said instrument.

[Signature]
ROBERT W. SNEED

SWORN to and subscribed before me, this the 21st day of June, 1988.

Yvonne G. Jones
NOTARY PUBLIC

(SEAL)

MY COMMISSION EXPIRES:

My Commission Expires Feb. 27, 1991



STATE OF MISSISSIPPI, County of Madison:



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 21 day of June, 1988 at o'clock M. and was duly recorded on the 21 day of June, 1988, Book No. 22 on Page 104 in my office. Witness my hand and seal of office, this the 21 of June, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

Book 22 Page 106

LAST WILL AND TESTAMENT

OF

EDMUND JOHN MARTY

FILED
THIS DATE
JUN 24 1988
BILLY V. COOPER
CHANCERY CLERK
BY *B. Cooper*
24-079

I, Edmund John Marty, an adult resident citizen of Madison County, Mississippi, being above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all Wills and/or Codicils heretofore made by me.

ITEM I.

I hereby appoint, nominate and constitute my wife, Ruth F. Marty, as Executrix of this my Last Will and Testament, and if she be unable or unwilling to so serve, then my daughter, Sybil Marty Cheesman, as Executrix, and in either event, I do hereby waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same.

I hereby give full and complete authority and power to my Executrix to sell all or any portion of the property and assets of my estate during the administration thereof without any bond, authority from or accounting to any court, and to execute and deliver deeds or other instruments necessary to convey proper title thereto.

ITEM II.

I give, devise and bequeath all of my property, of whatsoever kind or character and wheresoever situated, to my wife, Ruth F. Marty.

ITEM III.

In the event my said wife, Ruth F. Marty, does not survive me, then I give, devise and bequeath all of my property, of whatsoever kind or character and wheresoever situated, to my children, Sybil Marty Cheesman and Zoe Marty Rivers, share and

J.M.

share alike, or if any of my said children should predecease me, to the issue of such child or children, per stirpes.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 25 day of January, 1982.

Edmund John Marty
EDMUND JOHN MARTY

This instrument was, on the date shown above, signed, published and declared by EDMUND JOHN MARTY, 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.

William H. Glover Jr

Thomas Lloyd Oster

Mary Lynn Eiler
WITNESSES



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 24th day of June, 1988, at — o'clock — M., and was duly recorded on the June 24, 1988, Book No. 22, Page 106.

BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

BOOK 22 PAGE 108

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
JUN 24 1988
BILLY V. COOPER
CHANCERY CLERK
BY *B. Edgar*

IN THE MATTER OF THE ESTATE OF
EDMUND JOHN MARTY, DECEASED

NO. 29-079

STATE OF MISSISSIPPI
COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESS

This day personally came and appeared before me, the undersigned authority in and for the said jurisdiction, William H. Glover, Jr., who is one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto as Exhibit "A," which instrument consists of two (2) legal-size typewritten pages purporting to be the Last Will and Testament of Edmund John Marty, deceased, late of Madison County, Mississippi, and said affiant, who, having been first duly sworn, makes oath that the said Edmund John Marty, deceased, signed, published and declared the original of said instrument as his Last Will and Testament on the 25th day of January, 1982, the day and date of said instrument, in the presence of affiant, Thomas Lloyd Ostenson, and Mary Lynn Giles, that said Testator was then of sound and disposing mind and memory and twenty-one (21) years and upwards of age; and the said affiant, Thomas Lloyd Ostenson, and Mary Lynn Giles each subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

William H. Glover Jr.
WILLIAM H. GLOVER, JR.

SWORN to and subscribed before me this the 22nd day of

June, 1988.



Betty J. Pierce
NOTARY PUBLIC



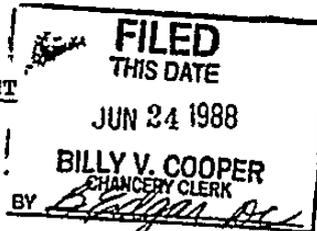
STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 24th day of June, 1988, at o'clock M., and was duly recorded on the June 24th, 1988. Book No. 22, Page 108.

BILLY V. COOPER, CHANCERY CLERK BY: *B. Edgar* D.C.

BOOK 22 PAGE 109
LAST WILL AND TESTAMENT

OF
EDMUND JOHN MARTY



I, Edmund John Marty, an adult resident citizen of Madison County, Mississippi, being above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all Wills and/or Codicils heretofore made by me.

ITEM I.

I hereby appoint, nominate and constitute my wife, Ruth F. Marty, as Executrix of this my Last Will and Testament, and if she be unable or unwilling to so serve, then my daughter, Sybil Marty Cheesman, as Executrix, and in either event, I do hereby waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same.

I hereby give full and complete authority and power to my Executrix to sell all or any portion of the property and assets of my estate during the administration thereof without any bond, authority from or accounting to any court, and to execute and deliver deeds or other instruments necessary to convey proper title thereto.

ITEM II.

I give, devise and bequeath all of my property, of whatsoever kind or character and wheresoever situated, to my wife, Ruth F. Marty.

ITEM III.

In the event my said wife, Ruth F. Marty, does not survive me, then I give, devise and bequeath all of my property, of whatsoever kind or character and wheresoever situated, to my children, Sybil Marty Cheesman and Zoe Marty Rivers, share and

J.M.



BOOK 22 PAGE 110

share alike, or if any of my said children should predecease me, to the issue of such child or children, per stirpes.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 25 day of January, 1982.

Edmund J. Marty
EDMUND JOHN MARTY

This instrument was, on the date shown above, signed, published and declared by EDMUND JOHN MARTY, 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.

William H. Stever Jr
Thomas Lloyd Carter
Mary Lynn Gled
WITNESSES

BOOK 22 PAGE 111
LAST WILL AND TESTAMENT
OF
LAURA NELL WOLCOTT

29-116
FILED
THIS DATE
JUL 1 1988
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

I, LAURA NELL WOLCOTT, being over the age of eighteen years and of sound and disposing mind, memory and understanding, do hereby make, publish and declare this to be my last will and testament, hereby revoking any and all wills or codicils heretofore made by me.

I.

I hereby nominate, name, constitute and appoint Jean D. Muirhead as executrix of this last will and testament, and request that she be allowed to act without bond, and that she not be required to make a formal inventory or appraisal of my estate.

II.

I do hereby give, devise and bequeath all of my property, of whatever kind or nature, whether real, personal or mixed, and wherever situated, unto Mrs. Verdue Eddleman. If Mrs. Verdue Eddleman should predecease me, I do hereby give, devise and bequeath all of my property, of whatever kind or nature, whether real, personal or mixed, and wherever situated unto the Methodist Children's Home, Jackson, Mississippi.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this, the 11 day of August, 1976.

Laura Nell Wolcott
LAURA NELL WOLCOTT

THIS INSTRUMENT was, on the date shown above, signed, published and declared by Laura Nell Wolcott to be her last will and testament and we, at her request, have subscribed our names hereto as witnesses.

[Signature]
NAME
[Signature]
NAME

Jackson Miss
ADDRESS
Jackson Mississippi
ADDRESS

EXHIBIT "B"

BOOK 22 PAGE 112

As Copy to Original
A CERTIFIED COPY
DATED July 10 1988
PAULINE GRISHAM
COUNTY CLERK
ANGELINA COUNTY TEXAS
BY Billy V. Cooper



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 1st day
of July, 1988, at o'clock M., and was duly recorded
on the July 1st, 1988, Book No 22, Page 111.
BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

STATE OF MISSISSIPPI
COUNTY OF HINDS

AFFIDAVIT OF WITNESSES TO LAST WILL
AND TESTAMENT OF LAURA NELL WOLCOTT

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Anthony L. Phillips and Pamela K. Brooks, subscribing witnesses to the Last Will and Testament of Laura Nell Wolcott, who having been by me first duly sworn, on their oaths state:

That they are the subscribing witnesses to the Last Will and Testament of Laura Nell Wolcott which was executed by her on the 11th day of August, 1976, and that they subscribed their names to said will at the special instance and request of said Laura Nell Wolcott.

That at the time of the execution of said will by Laura Nell Wolcott, they were aware of the fact that she was a patient at the Mississippi State Hospital, and for that reason, questioned her extensively in order to ascertain that she was capable of making a will. That at the time Laura Nell Wolcott was lucid and of sound and disposing mind and memory, and competent to make a will.

And further, affiants saith not.

Anthony L. Phillips
ANTHONY L. PHILLIPS

Pamela K. Brooks
PAMELA K. BROOKS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 11th day of August, 1976.

My Commission Expires:

Jean D. Miskand
NOTARY PUBLIC

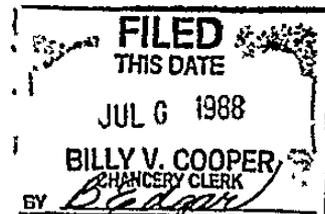
BOOK 22 PAGE 114

As per the Original
A CERTIFIED COPY
DATED: *7-15-88*
PAULINE GRISHAM
COUNTY CLERK
ANGELINA COUNTY, TEXAS
BY: *Pauline Grisham*
DEPUTY



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 1st day
of July, 1988, at _____ o'clock _____ M, and was duly recorded
on the July 1, 1988, Book No. 22, Page 113.
BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D C

BOOK 22 PAGE 115
LAST WILL AND TESTAMENT
OF
FANNIE LOU SMITH



I, FANNIE LOU SMITH, a resident citizen of Canton, Madison County, Mississippi, being of sound and disposing mind and memory and over the age of eighteen (18) years, make, publish and declare this to be my Last Will and Testament. I hereby revoke any wills or codicils previously made by me.

1. Residence. I give, devise and bequeath to my nieces, Margaret Hobbs Smith, Mary Elisabeth Smith and Ann Elaine Smith, in equal shares, my house and lot located at 404 on the west side of South Liberty Street, Canton, Madison County, Mississippi, said house and lot being more specifically described as Lot 32 on the west side of South Liberty Street, according to the George & Dunlap map of the City of Canton, Madison County, Mississippi, of 1898, less that portion of said lot which was deeded to my nephew Sylvannus Wheeler Smith, Jr., on June 18, 1955, by deed recorded in Book 62, Page 159 of the land deeds of Madison County, Mississippi.

2. Bank Accounts. I have several bank accounts which are listed in my name and that of one or more of my relatives. It is my intent that upon my death any person named on one of my accounts should have complete ownership of all funds in said account. On all accounts on which my name alone is listed, I give and bequeath all such funds in equal shares to my nephew, Sylvannus Wheeler Smith, Jr., and my nieces, Margaret Hobbs Smith, Mary Elisabeth Smith, and Ann Elaine Smith. In the event that either of my three nieces, Margaret Hobbs Smith, Mary Elisabeth Smith and Ann Elaine Smith or my nephew, Sylvannus Wheeler Smith, Jr., should predecease me, I direct that the above bequest to a deceased niece or nephew

shall lapse and the other nieces or nephew shall share equally in the portion of the deceased niece or nephew.

3. Residue of Estate. All the rest, residue and remainder of my property of every kind and wherever situated, including the contents of my house, I give, devise and bequeath in equal shares to my three nieces, Margaret Hobbs Smith, Mary Elisabeth Smith and Ann Elaine Smith. In the event that either of my three nieces, Margaret Hobbs Smith, Mary Elisabeth Smith and Ann Elaine Smith should predecease me, I direct that the above devise and bequest to a deceased niece shall lapse and the other named nieces shall share equally in the portion of the deceased niece.

4. Appointment of Executrixes. I nominate and appoint my nieces, Margaret Hobbs Smith, Mary Elisabeth Smith and Ann Elaine Smith as co-executrixes of my estate. I waive the necessity of their posting bond to serve as co-executrixes and to the fullest extent possible under law, I waive the necessity of a formal appraisal, inventory or accounting to any court.

IN WITNESS WHEREOF, I hereunto subscribe my name, this the 6th day of November, 1987.

Fannie Lou Smith

FANNIE LOU SMITH

THIS INSTRUMENT was, on the date shown above, signed, published and declared by Fannie Lou Smith to be her Last Will and Testament in our presence, and we, at her request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

William Jerry, Mrs.
Address: 147 N. Union St.
Canton, Miss 39046

Dwight Raspberry
Address: 127 W. Peace St
Canton, Miss 39046

2



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 6th day of July, 1988, at o'clock — M, and was duly recorded on the July 6, 1988, Book No. 22, Page 115.

BILLY V. COOPER, CHANCERY CLERK BY B. Edgar D C

Book 22, Page 117.

SUBSCRIBING WITNESSES' AFFIDAVIT

FILED
THIS DATE
JUL 6 1988
BILLY V. COOPER
CLERK OF COURSE
BY *[Signature]*
29-117

STATE OF MISSISSIPPI
COUNTY OF MADISON

Each of the undersigned, individually and severally, has been duly sworn and deposed, and states as follows:

That the will, to which this affidavit is attached, was subscribed in our presence and within our sight, at the end thereof by Fannie Lou Smith, the Testatrix named within, on November 6, 1987 at Canton, Mississippi.

That the above mentioned Fannie Lou Smith, at the time of subscribing this will, declared this instrument to be her Last Will and Testament.

That each of the undersigned thereafter signed his or her name as a witness at the end of such will, and at the request of the above-mentioned Testatrix, and in the Testatrix's presence and sight, and also in the presence and sight of each other.

The above mentioned Testatrix, at the time of the will execution, was over the age of eighteen (18) years.

The above-mentioned Testatrix was, in the respective opinions of the undersigned witnesses, of sound mind, memory and understanding, and the Testatrix was not under any restraint, nor was she in any respect incompetent to make a will.

The above-mentioned Testatrix was, in the respective opinions of the undersigned witnesses, able to read, write and converse in the English language, and the Testatrix was suffering from no mental or physical impairment which would affect her capacity to make a valid will.

The will was executed as a single, original instrument, and was not executed in counterparts.

Each of the undersigned witnesses was acquainted with

EXHIBIT B

the Testatrix at such time, and each of the undersigned witnesses makes this affidavit at her request.

The will to which this affidavit is attached was examined by each of them as to the signatures of the Testatrix and of the undersigned subscribing witnesses.

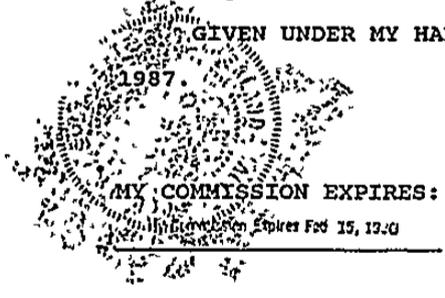
The foregoing will was executed by the Testatrix and was witnessed by each of the undersigned affiants under the supervision of Holmes S. Adams, an attorney at law.

Douglas Raskberry
James W. Terry

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above mentioned Douglas Raskberry who, after being first duly sworn by me, acknowledged that the information contained in the foregoing instrument is true and correct to the best of his knowledge and belief.

GIVEN UNDER MY HAND this the 10th day of September, 1987.



Douglas Raskberry
NOTARY PUBLIC

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above mentioned

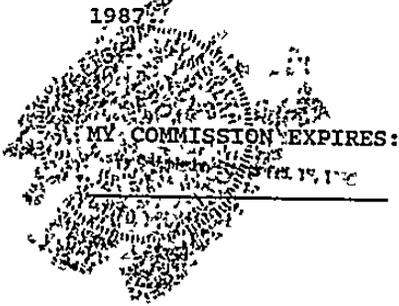
James W. Terry who, after being first duly sworn by

me, acknowledged that the information contained in the foregoing instrument is true and correct to the best of his knowledge and belief.

GIVEN UNDER MY HAND this the 6th day of November,

1987

Maurice B. Dittler
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 6th day of July, 1988, at _____ o'clock _____ M., and was duly recorded on the July 6, 1988, Book No. 22, Page 117.

BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

Last Will and Testament

OF

HARRIS FAIRCLOTH WALLACE, SR.

FILED
THIS DATE

JUL 3 1988

BILLY V. COOPER
CHANCERY CLERK

BY *B. Cooper*

I, HARRIS FAIRCLOTH WALLACE, SR., an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory, and over the age of twenty-one (21) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all wills and 'codicils' heretofore made by me.

ARTICLE I.

I declare that I am the husband of INEZ MILLER WALLACE, to whom all references herein to "my wife" relate. I am the father of HARRIS FAIRCLOTH WALLACE, JR., to whom all references herein to "my son" relate, and MARY JUANITA WALLACE RIDGWAY, to whom all references herein to "my daughter" relate, both of whom all references herein to "my children" relate.

ARTICLE II.

I direct that all of my debts properly probated, allowed and registered against my estate; taxes; all expenses of my last illness; all funeral and burial expenses; and the cost of administration of my estate, be paid as soon as practicable after my death out of my residuary estate passing under this will.

ARTICLE III.

I give and bequeath unto my wife, if she survives me, all of my personal belongings (except stock and cash on hand or on deposit), consisting of jewelry, wearing apparel, sporting equipment, and similar property owned by me at the time of my death except for such items of said personalty as may be otherwise bequeathed under the terms of this will.

Harris Faircloth Wallace, Sr.

I hereby confirm the fact that all of the household furniture, furnishings and effects, including but not limited to chinaware, silverware, glassware, linens, rugs, fixtures, portraits, and works of art, which are in or used in connection with our homestead, are, and since their acquisition have been the sole property of my wife, said property having been acquired or purchased by her from her separate funds or expressly given to her by me. In the event that the legal title to any of the property described in this paragraph is vested in my name, then, in such event, I hereby give and bequeath unto my wife any interest in any of said property that I may own at the time of my death.

If my wife does not survive me, I give and bequeath all such personal property described in this Article and owned by me at the time of my death unto my children, in equal shares, to be divided among them as they see fit, or to the survivors thereof.

ARTICLE IV.

I give, devise and bequeath unto my wife, if she survives me, any interest in our homestead which I may own at the time of my death, including in this devise any land adjacent to said homestead and used as a part thereof. I hereby confirm that such property is wholly owned by my said wife and I merely state this herein to remove any doubt as to such ownership by her at my death.

ARTICLE V.

I give, devise and bequeath unto my said wife, all of my right, title and interest in and to that property in Madison County, Mississippi, commonly known as the Huckleberry Hills Club property (formerly known as the Frazer Lake Property), and also, all of my right, title and interest in and to any and all lands and real estate owned by me that may be situated in Section 22, Township 10 North, Range 3 East, Madison County, Mississippi.

H. D. Sw.

Should my wife predecease me, the above stated bequest and devise shall form a part of my residuary estate devised and bequeathed in Article VII. herein.

ARTICLE VI.

I hereby give and bequeath the following legacies to the following persons:

A. To my daughter, sufficient shares of corporate stock in Security State Bank of Starkville, Mississippi or the surviving bank resulting from any merger of said bank with another bank, or cash in the event such stock has heretofore been sold by me, to equal in value the appraised fair market value of approximately 240 acres of land located in Noxubee County, Mississippi conveyed to my son in 1976. My Executor is directed to have such land appraised for determination of this value within six (6) months of the date of my death.

B. To my son, the sum of One Thousand Dollars (\$1,000.00) in cash, the iron safe owned by my father with "Wallace" printed across the top of the door, and my deer hunting boots.

C. To my daughter, the sum of One Thousand Dollars (\$1,000.00) in cash.

D. To my daughter-in-law, PATRICIA ANN GILCHRIST WALLACE, the sum of One Thousand Dollars (\$1,000.00) in cash.

E. To my son-in-law, WILLIAM BRYANT RIDGWAY, the sum of One Thousand Dollars (\$1,000.00) in cash.

F. To my son-in-law, WILLIAM BRYANT RIDGWAY, in loving memory of my granddaughter, Patricia Ann Ridgway, who died during the year 1980, the sum of One Thousand Dollars (\$1,000.00) in cash. It is my wish that this bequest be used for and towards a memorial of his choice and in memory of my said granddaughter.

G. To my grandchildren, namely, HARRIS FAIRCLOTH WALLACE, III, WILLIAM BRYANT RIDGWAY, JR., MURVYNE GILCHRIST WALLACE, ANITA RUTH RIDGWAY WEST, DOUGLAS WALLACE RIDGWAY, and JAMES LEWIS

Handwritten signature

RIDGWAY, and any afterborn grandchildren of mine, living at my death, the sum of One Thousand Dollars (\$1,000.00) cash each.

H. To my great grandchildren, namely, HARRIS FAIRCLOTH WALLACE, IV, AMANDA WALLACE, WILLIAM BRYANT RIDGWAY, III, and SHANNON GRACE WEST, and any afterborn great grandchildren of mine, living at my death, the sum of Five Hundred Dollars (\$500.00) each.

I. To my grandson, MURVYNE GILCHRIST WALLACE, my rolltop mahogany Lincoln desk.

J. To my grandson, DOUGLAS WALLACE RIDGWAY, my antique gold watch that formerly belonged to his great-great grandfather, William Flowers Wallace.

K. To my grandson, JAMES LEWIS RIDGWAY, the antique desk that formerly belonged to his great-great grandfather, William Flowers Wallace.

Should any of the legatees named in this Article of my will predecease me, the bequest and devise to that person or persons shall lapse and pass as a part of my residuary estate hereunder.

ARTICLE VII.

I give, devise and bequeath all of the residue and remainder of my property and estate of every nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this will, all lapsed legacies and devises or other gifts made by this will which fail for any reason, hereinafter referred to as my residuary estate, unto my children in equal shares; or if any child be deceased, to his or her issue, per stirpes; or if such deceased child dies without issue, to my surviving child; or if deceased, to his or her living issue.

ARTICLE VIII.

In determining the meaning of the words "descendants", "issue" and "children" for the purposes of this will and the

H. A. Wallace, Jr.

trust created herein, adopted children of any person, including myself, shall be treated as though they were natural born children of that person.

ARTICLE IX.

I am cognizant that the provisions of the federal Internal Revenue Code (and other applicable laws) in force at the time of my death and applicable to my estate may permit my Executor to elect to claim certain expenses and losses as deductions on certain income, estate, or inheritance returns. Thus, I authorize my Executor to elect to claim such expenses and losses as deductions on the particular tax return or returns as my Executor in his sole discretion shall deem advisable, irrespective of whether such expenses and losses may be payable from (or attributable to) income or principal, and my Executor, is directed not to make adjustments between income or principal or between the property interests passing to the beneficiaries under my will which may be substantially affected as a result of my Executor's election under this Article. Further, I direct that the property interests determined as the result of my Executor's election under this Article shall be the interest that such beneficiaries will receive. Also, I exonerate my Executor from all liability for any such election and direct that no beneficiary shall have any claim against my Executor or my estate by reason of the exercise of my Executor's judgment in this respect.

ARTICLE X.

I hereby grant to my Executor established hereunder (including any substitute or successor, personal representative or executor) the continuing, absolute, discretionary power to deal with any property, real or personal, held in the administration of my estate as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no

H. P. M. 574

BOOK 22 PAGE 124

person dealing with the Executor shall be required to inquire into the propriety of his actions. Without limiting the generality of the foregoing, I hereby grant to my Executor and to any successor hereunder the following specific powers and authority in addition to and not in substitution of powers conferred by law:

A. To have all of the specific powers set forth in Mississippi Code Annotated Sections 91-9-101 through 91-9-109 (1972) as now enacted or hereafter amended, save as herein modified.

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

C. To retain any security or other property owned by me at the time of my death, so long as such retention appears advisable, to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executor may presume any securities owned by me at the time of my death to be of investment merit and worthy of retention by my Executor. Such presumption shall not impair the power of sale or exchange or any other powers or discretion given the Executor, but if said securities or any of them are retained by my Executor for the duration of the administration of the estate proceedings or any shorter period of time, my Executor shall not be responsible or liable for any loss or decrease in the value of said securities or any of them by reason of such retention. My Executor may also presume that the management of the companies whose securities are held in the estate from time to time should be supported. Such presumption shall not impair the power of voting such securities or any other powers or discretion given my Executor, but if said securities or any of them are voted by my Executor in favor of the management of the respective companies issuing them or in favor of any proposals supported by such

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management, my Executor shall not be responsible or liable for any act of such management or for the loss or decrease in value of said securities or any of them, or of the estate, by reason of such voting.

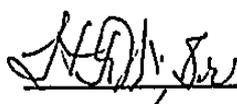
D. To sell, exchange, assign, transfer, mortgage and convey any security or property, real or personal, held in my estate at public or private sale, at such time and price and upon such terms and conditions (including credit) as he may deem to be advisable and for the best interest of my estate, all without court order.

E. To invest and reinvest (including accumulated income) in any property (real or personal) as he may deem advisable, including stock (whether listed or unlisted) and unsecured obligations, undivided interests, interests in investment trusts, legal and discretionary common trust funds, leases, and property which is outside of my domicile, all without diversification as to kind or amount without being restricted in any way by any statute or court decision (now or hereafter existing) regulating or limited investments by fiduciaries.

F. To register and carry any property in his own name or in the name of his nominee or to hold it unregistered, but without thereby increasing or decreasing his liability as fiduciary.

G. To sell or exercise any "rights" issued on any securities held in my estate.

H. Unless inconsistent with other provisions of this instrument, to consider and treat as principal all dividends payable in stock of the issuing corporation, all dividends in liquidation of all "rights" to subscribe to securities of the issuing corporation, and to consider and treat as income all other dividends and rights received (except those declared and payable as of a "record date" preceding my death, which shall be considered and treated as principal).



I. To charge, or credit to principal any premiums and discounts on securities purchased at more or less than par.

J. To vote in person or by proxy any stock or securities held, and to grant such proxies and powers of attorney to such person or persons as he may deem proper.

K. To consent to and participate in any plan for the liquidation, reorganization, consolidation or merger of any corporation, any security of which is held.

L. To borrow money (from himself individually or from others) upon such terms and conditions as he may determine and to mortgage and pledge estate assets as security for the repayment thereof; and to loan money to any beneficiary of the estate upon such terms as the Executor may in his discretion determine advisable.

M. To lease any real estate for such term or terms and upon such conditions and rentals in such manner as he may deem advisable (with or without privilege of purchase), including but not limited to oil, gas and mineral leases, and any lease so made shall be valid and binding for the full term thereof even though same shall extend beyond the duration of the estate administration. With regard to mineral rights, to execute contracts, letter agreements, farm-out agreements, operating agreements, division orders, transfer orders, and any and all other related documents as needed in relation thereto. To insure against fire or other risk. To make repairs, replacements and improvements, structural or otherwise, to any such real estate. To subdivide real estate, to dedicate same to public use and to grant easements as he may deem proper; all without court order.

N. Whenever required or permitted to divide and distribute my estate, to make such distribution (including the satisfaction of any pecuniary bequests) in cash or in specific property, real or personal, or any such property, and to do so without regard to

ASW

the income tax basis of specific property allocated to any beneficiary. In making distributions, I request (but do not direct) that my Executor do so in a manner which will result in the property to be sold to satisfy obligations of my estate having an aggregate income tax basis as close as possible to its aggregate fair market value and, to the extent consistent with this primary objective, do so in a manner which will result in maximizing the increase in basis for federal and state estate and succession taxes attributable to appreciation. I also authorize my Executor, in his absolute discretion, to make in kind and non-prorata distributions under this will if practicable.

O. To employ accountants, attorneys and such agents as he may deem advisable; to pay reasonable compensation for their services and to charge same to (or apportion same between) income and principal as he may deem proper.

P. Unless inconsistent with other provisions of this instrument, to hold two (2) or more trusts or funds in one (1) or more consolidated trusts or funds in which the separate funds shall have undivided interests.

Q. If any individual among the legatees named or provided for under the foregoing provisions of this will (or under the provisions of any codicil to it hereafter executed by me) shall be a minor at the time of my death, then, and in that event, and notwithstanding any statute or rule of law to the contrary, I authorize my Executor to pay or deliver the legacy to which each such minor shall be entitled to the parent or to the legal guardian of such minor or to the person with whom such minor shall then reside, and the receipt of such parent or guardian or person with whom such minor shall then reside shall constitute a full acquittance of my Executor with respect to the legacy so paid or delivered.

R. My Executor shall not be required to file in any court

Handwritten signature

created herein for less than an adequate compensation in money or money's worth or to enable anyone to borrow all or any part of the principal or income of the estate, directly or indirectly, without adequate interest or security. No person other than the Executor shall have or exercise the power to vote or direct the voting of any stock or other securities held in the estate or trusts, either by directing investments or reinvestments or by vetoing proposed investments or reinvestments.

ARTICLE XI.

I appoint my grandson, WILLIAM BRYANT RIDGWAY, JR., as Executor of my estate; or if he predeceases me, fails to qualify or otherwise ceases to act, I appoint my daughter, MARY JUANITA WALLACE RIDGWAY, as Successor Executrix. I direct that any and all of the above-named persons serve in said capacities without the necessity of making bond, inventory, accounting or appraisal to any court, to the extent that same may be properly waived under the law.

ARTICLE XII.

In the event that both my said wife and I, should die in a common disaster or 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.

ARTICLE XIII.

I hereby authorize and empower my wife and my herein-named children or their issue and all other beneficiaries, devisees and legatees of my estate, or if any of said beneficiaries of my estate are deceased, I authorize and empower their executor(s) or executrix(es), to disclaim all or any portion of my estate herein provided for them. To be effective, such disclaimer shall be in writing and shall be delivered to my Executor within the period

W. B. Ridgway, Jr.

designated by the Internal Revenue Code effective at the date of my death. Any portion of my estate so disclaimed shall pass as a part of my estate and be distributed in accordance with the provisions of Article VII, as if said person or persons disclaiming had predeceased me.

I, HARRIS FAIRCLOTH WALLACE, SR., have signed this Will which consists of twelve (12) pages, this the 6th day of February, 1987, in the presence of Frank S. Street, Barbara B. Hutchison, and Susanne Shelton who attested it at my request.

Harris Faircloth Wallace Sr.
HARRIS FAIRCLOTH WALLACE, SR.
TESTATOR

The above and foregoing Will of HARRIS FAIRCLOTH WALLACE, SR. was declared by him in our presence to be his Will and was signed by Harris Faircloth Wallace, Sr. in our presence and at his request and in his presence and in the presence of each other, we the undersigned witnessed and attested the due execution of the Will of Harris Faircloth Wallace, Sr. on this the 6th day of February, 1987.

Frank S. Street of Canton, Mississippi
P. O. Box 104

Susanne Shelton of Canton, Mississippi
P. O. Box 104

Barbara B. Hutchison of Canton, Mississippi
P. O. Box 104

J. A. [Signature]



BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 8th day of July, 1988, at ... o'clock ... M, and in the 8th day of July, 1988, Book No. 22, on Page 120. In my hand and seal of office, this the 8th of July, 1988.

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

STATE OF MISSISSIPPI
COUNTY OF MADISON

BOOK 22 PAGE 132

29-127
FILED
THIS DATE
JUL 8 1988
BILLY V COOPER
CHANCERY CLERK
[Signature]

AFFIDAVIT OF SUBSCRIBING WITNESS BY

THIS DAY personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, FRANK S. STREET, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Harris Faircloth Wallace, Sr., deceased, late of the County of Madison, Canton, Mississippi, who having been first duly sworn makes oath that the said Harris Faircloth Wallace, Sr. signed, published and declared said instrument as his Last Will and Testament on the 6th day of February, 1987, the day of the date of said instrument, in the presence of this affiant, FRANK S. STREET, and BARBARA B. HUTCHISON and SUSANNE SHELTON, the other subscribing witnesses to said instrument; said Testator was then of sound and disposing mind and memory and over twenty-one (21) years of age, and that he the said affiant, BARBARA B. HUTCHISON and SUSANNE SHELTON subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

[Signature]
FRANK S. STREET

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5th day of July, 1988.

[Notary Seal]
My Commission Expires: June 3, 1989.

[Signature]
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
in my office on this 8th day of July, 1988, at ... o'clock ... M, and
is duly recorded on the 8th day of July, 1988, Book No 22 on Page 132 in
my office. I have had seal of office, this the 8th day of July, 1988
BILLY V. COOPER, Clerk
By *[Signature]* D.C.

STATE OF MISSISSIPPI
COUNTY OF MADISON

29-127
FILED
THIS DATE
JUL 8 1988
BILLY V. COOPER
CHANCERY CLERK
BY *Bedgan*

BOOK 22 Page 133

AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, BARBARA B. HUTCHISON, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Harris Faircloth Wallace, Sr., deceased, late of the County of Madison, Canton, Mississippi, who having been first duly sworn makes oath that the said Harris Faircloth Wallace, Sr. signed, published and declared said instrument as his Last Will and Testament on the 6th day of February, 1987, the day of the date of said instrument; in the presence of this affiant, BARBARA B. HUTCHISON, and FRANK S. STREET and SUSANNE SHELTON, the other subscribing witnesses to said instrument; said Testator was then of sound and disposing mind and memory and over twenty-one (21) years of age; and that she the said affiant, FRANK S. STREET and SUSANNE SHELTON subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

Barbara B. Hutchison
BARBARA B. HUTCHISON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5th day of July, 1988.

Frank S. Street
NOTARY PUBLIC

My Commission Expires: _____
My Commission Expires June 3, 1989



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed on this 8th day of July, 1988, at 8:15 o'clock PM, and as duly recorded on the 8th day of July, 1988, Book No 22 on Page 133 in and seal of office, this the 8th of July, 1988.

BILLY V. COOPER, Clerk
By *Bedgan*, D.C.

STATE OF MISSISSIPPI
COUNTY OF Madison

BOOK 22 PAGE 134

FILED
THIS DATE
JUL 3 1988
BILLY V. COOPER :
CHANCERY CLERK
BY [Signature]

AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, SUSANNE SHELTON, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Harris Faircloth Wallace, Sr., deceased, late of the County of Madison, Canton, Mississippi, who having been first duly sworn makes oath that the said Harris Faircloth Wallace, Sr. signed, published and declared said instrument as his Last Will and Testament on the 6th day of February, 1987, the day of the date of said instrument, in the presence of this affiant, SUSANNE SHELTON, and FRANK S. STREET and BARBARA B. HUTCHISON, the other subscribing witnesses to said instrument; said Testator was then of sound and disposing mind and memory and over twenty-one (21) years of age; and that she the said affiant, FRANK S. STREET and BARBARA B. HUTCHISON subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

[Signature]
SUSANNE SHELTON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5th day of June, 1988.

[Signature]
NOTARY PUBLIC

My Commission Expires:
My Commission Expires August 19, 1990



STATE OF MISSISSIPPI, County of Madison:
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 8th day of July, 19 88 at ... o'clock ... M, and ... of the 8th day of July, 19 88, Book No. 22, on Page 134 in my office. Witness my hand and seal of office, this the 8th day of July, 19 88.
BILLY V. COOPER, Clerk
By [Signature] DC



FIRST CODICIL

TO

Last Will and Testament

OF

HARRIS FAIRCLOTH WALLACE, SR.

29-127
FILED
THIS DATE

JUL 8 1988

BILLY V. COOPER
CHANCERY CLERK

BY *[Signature]*

I, HARRIS FAIRCLOTH WALLACE, SR., an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one (21) years, do hereby make, publish and declare this to be my First Codicil to the Last Will and Testament heretofore made by me on February 6, 1987, and I do hereby revoke any and all Codicils heretofore made by me to my said Last Will and Testament.

I.

I do hereby revoke ARTICLE VI. of my said Last Will and Testament and do hereby substitute in lieu thereof the following as ARTICLE VI.:

"ARTICLE VI.

I hereby give and bequeath the following legacies to the following persons:

A. To my wife, if she survives me, the sum of Seventy-five Thousand and No/100 Dollars (\$75,000.00).

B. To my daughter, sufficient shares of corporate stock in Security State Bank of Starkville, Mississippi or the surviving bank resulting from any merger of said bank with another bank, or cash in the event such stock has heretofore been sold by me, to equal in value the appraised fair market value of approximately 240 acres of land located in Noxubee County, Mississippi conveyed to my son in 1976. My Executor is directed to have such land appraised for determination of this value within six (6) months of the date of my death.

[Signature]

C. To my son, the sum of One Thousand Dollars (\$1,000.00) in cash, the iron safe owned by my father with "Wallace" printed across the top of the door, and my deer hunting boots.

D. To my daughter, the sum of One Thousand Dollars (\$1,000.00) in cash.

E. To my daughter-in-law, PATRICIA ANN GILCHRIST WALLACE, the sum of One Thousand Dollars (\$1,000.00) in cash.

F. To my son-in-law, WILLIAM BRYANT RIDGWAY, the sum of One Thousand Dollars (\$1,000.00) in cash.

G. To my son-in-law, WILLIAM BRYANT RIDGWAY, in loving memory of my granddaughter, Patricia Ann Ridgway, who died during the year 1980, the sum of One Thousand Dollars (\$1,000.00) in cash. It is my wish that this bequest be used for and towards a memorial of his choice and in memory of my said granddaughter.

H. To my grandchildren, namely, HARRIS FAIRCLOTH WALLACE, III, WILLIAM BRYANT RIDGWAY, JR., MURVYNE GILCHRIST WALLACE, ANITA RUTH RIDGWAY WEST, DOUGLAS WALLACE RIDGWAY, and JAMES LEWIS RIDGWAY, and any afterborn grandchildren of mine, living at my death, the sum of One Thousand Dollars (\$1,000.00) cash each.

I. To my great grandchildren, namely, HARRIS FAIRCLOTH WALLACE, IV, AMANDA WALLACE, WILLIAM BRYANT RIDGWAY, III, and SHANNON GRACE WEST, and any afterborn great grandchildren of mine, living at my death, the sum of Five Hundred Dollars (\$500.00) each.

J. To my grandson, MURVYNE GILCHRIST WALLACE, my rolltop mahogany Lincoln desk.

K. To my grandson, DOUGLAS WALLACE RIDGWAY, my antique gold watch that formerly belonged to his great-

H.M.S.

great grandfather, William Flowers Wallace.

L. To my grandson, JAMES LEWIS RIDGWAY, the antique desk that formerly belonged to his great-great grandfather, William Flowers Wallace.

Should any of the legatees named in this Article of my will predecease me, the bequest and devise to that person or persons shall lapse and pass as a part of my residuary estate hereunder."

II.

I do hereby revoke ARTICLE XI. of my said Last Will and Testament and do hereby substitute in lieu thereof the following as ARTICLE XI.:

"ARTICLE XI.

I appoint my children, MARY JUANITA WALLACE RIDGWAY and HARRIS FAIRCLOTH WALLACE, JR., as Co-Executors of my estate. In the event HARRIS FAIRCLOTH WALLACE, JR. predeceases me, fails to qualify or otherwise ceases to act, I appoint MURVYNE GILCHRIST WALLACE as Successor Co-Executor. In the event MARY JUANITA WALLACE RIDGWAY predeceases me, fails to qualify or otherwise ceases to act, I appoint WILLIAM BRYANT RIDGWAY, JR. as Successor Co-Executor. It is my intent to have Co-Executors of my estate with one Co-Executor being a member of the Ridgway family and the other Co-Executor being a member of the Wallace family. I direct that any and all of the above-named persons serve in said capacities without the necessity of making bond, inventory, accounting or appraisement to any court, to the extent that same may be properly waived under the law."

III.

Except as changed above, in all other respects, I ratify,

W. D. Wallace, Jr.

confirm and republish all of the provisions of my Last Will and Testament of February 6, 1987.

I, HARRIS FAIRCLOTH WALLACE, SR., have executed this my First Codicil to my Last Will and Testament of February 6, 1987, which First Codicil consists of four (4) pages, this the 11th day of May, 1987, in the presence of Frank S. Street, Susanne Shelton, and Betty W. Woods, who attested it at my request.

Harris Faircloth Wallace, Sr.
HARRIS FAIRCLOTH WALLACE, SR.

This instrument was, on the date shown above, signed, published and declared by HARRIS FAIRCLOTH WALLACE, SR. to be a Codicil to his Last Will and Testament of February 6, 1987, 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.

Frank S. Street of P. O. Box 104
Canton, MS 39046

Susanne Shelton of P. O. Box 104
Canton, MS 39046

Betty W. Woods of P. O. Box 104
Canton, MS 39046

H. A. W. Jr.

STATE OF MISSISSIPPI, County of Madison.



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed on this 8th day of July, 1988, at ... o'clock ... M, and was duly recorded on the 8th day of July, 1988, Book No 22 on Page 135 in the presence of the signers and seal of office, this the 8th of July, 1988.

BILLY V COOPER, Clerk

By *Bedgar* .. DC

STATE OF MISSISSIPPI
COUNTY OF MADISON

BOOK 22 PAGE 139

29-127
FILED
THIS DATE
JUL 8 1988
BILLY V. COOPER
CHANCERY CLERK
BY *B. Edgar*

AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, FRANK S. STREET, one of the subscribing witnesses to a certain instrument of writing purporting to be the First Codicil to the Last Will and Testament of Harris Faircloth Wallace, Sr., deceased, late of the County of Madison, Canton, Mississippi, who having been first duly sworn makes oath that the said Harris Faircloth Wallace, Sr. signed, published and declared said instrument as the First Codicil to his Last Will and Testament of February 6, 1987, on the 11th day of May, 1987, the day of the date of said instrument, in the presence of this affiant, FRANK S. STREET, and SUSANNE SHELTON and BETTY W. WOODS, the other subscribing witnesses to said instrument; said Testator was then of sound and disposing mind and memory and over twenty-one (21) years of age; and that he the said affiant, SUSANNE SHELTON and BETTY W. WOODS, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

Frank S. Street
FRANK S. STREET

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5th day of July, 1988.

Frank S. Primm
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
and attested this 8th day of July, 1988 at o'clock M, and
on the 8th day of July, 1988, Book No 22, on Page 139 in
my office, at, Mississippi, in the presence of my hand and seal of office, this the 8th of July, 1988.

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

STATE OF MISSISSIPPI
COUNTY OF Madison

BOOK 22 PAGE 140

FILED
THIS DATE
JUL 3 1988
BILLY V. COOPER
CHANCERY CLERK
BY B. Edgar

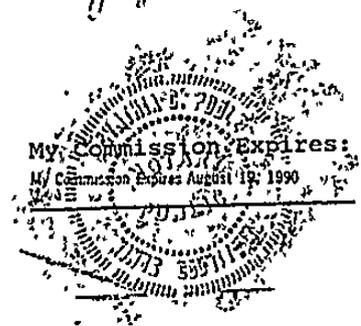
AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, SUSANNE SHELTON, one of the subscribing witnesses to a certain instrument of writing purporting to be the First Codicil to the Last Will and Testament of Harris Faircloth Wallace, Sr., deceased, late of the County of Madison, Canton, Mississippi, who having been first duly sworn makes oath that the said Harris Faircloth Wallace, Sr. signed, published and declared said instrument as the First Codicil to his Last Will and Testament of February 6, 1987, on the 11th day of May, 1987, the day of the date of said instrument, in the presence of this affiant, SUSANNE SHELTON, and FRANK S. STREET and BETTY W. WOODS, the other subscribing witnesses to said instrument; said Testator was then of sound and disposing mind and memory and over twenty-one (21) years of age; and that she the said affiant, FRANK S. STREET and BETTY W. WOODS, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

Susanne Shelton
SUSANNE SHELTON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5th day of July, 1988.

Penelope C. Roke
NOTARY PUBLIC



MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
on this 8th day of July, 19 88, at ... o'clock ... M, and
was duly recorded on the 8th day of July, 19 88, Book No. 22, on Page 140 in
and seal of office, this the 8th of July, 19 88
BILLY V. COOPER, Clerk
By B. Edgar D.C.

STATE OF MISSISSIPPI
COUNTY OF MADISON

BOOK 22 PAGE 141

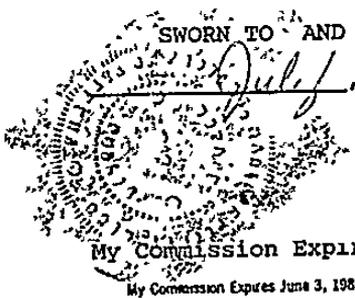
FILED
THIS DATE
JUL 6 1988
BILLY V. COOPER
CHANCERY CLERK
BY *B. Edgar*

29-127

AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, BETTY W. WOODS, one of the subscribing witnesses to a certain instrument of writing purporting to be the First Codicil to the Last Will and Testament of Harris Faircloth Wallace, Sr., deceased, late of the County of Madison, Canton, Mississippi, who having been first duly sworn makes oath that the said Harris Faircloth Wallace, Sr. signed, published and declared said instrument as the First Codicil to his Last Will and Testament of February 6, 1987, on the 11th day of May, 1987, the day of the date of said instrument, in the presence of this affiant, BETTY W. WOODS, and FRANK S. STREET and SUSANNE SHELTON, the other subscribing witnesses to said instrument; said Testator was then of sound and disposing mind and memory and over twenty-one (21) years of age; and that she the said affiant, FRANK S. STREET and SUSANNE SHELTON, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

Betty W Woods
BETTY W. WOODS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5th day of July, 1988.

My Commission Expires:
My Commission Expires June 3, 1989.

Frank S. Street
NOTARY PUBLIC



BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 5th day of July, 1988, at o'clock M., and duly recorded on the 8th day of July, 1988, Book No. 22, on Page 141 in witness my hand and seal of office, this the 5th of July, 1988.
BILLY V. COOPER, Clerk
By B. Edgar, D.C.

Last Will and Testament

OF

GRACE KENNEDY GRADY

24-139
FILED
THIS DATE

JUL 15 1988

BILLY V. COOPER
CHANCERY CLERK

BY *[Signature]*

I, GRACE KENNEDY GRADY, being over the age of eighteen (18) years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby expressly revoking all former wills and codicils made by me at any time heretofore.

I.

I hereby appoint BILLY KENNEDY, as Executor of this my Last Will and Testament, and it is my desire that my Executor shall have full and complete power and authority to do and to perform any act deemed by him to be in the best interest of my estate. I hereby direct that no bond be required of the Executor and I further waive the necessity of having a formal appraisal made of my estate and I further waive the necessity of an accounting.

II.

I do hereby bequeath unto BOBBY HUGHES, P. O. Box 86, Canton, Mississippi 39046, one 50' by 12' Commodore Trailer and all the appliance located therein which is presently situated at my homestead on Old Jackson Road, Canton, Mississippi 39046. BOBBY HUGHES may have the right to continue to have the trailer located on my subject property so long as he wishes in its present location so long as the property is owned by the other Beneficiary of my Last Will and Testament.

III.

I hereby give devise and bequeath unto BILLY KENNEDY, all of my property, whether it be real, personal or mixed, wheresoever situated or howsoever situated or howsoever described.

Should BILLY KENNEDY predecease me, any bequest or devise made herein to him shall go to his children in equal shares, to share and share alike.

IN WITNESS WHEREOF, I, GRACE KENNEDY GRADY, have hereunto set my signature on, and published and declare this to be my Last Will and Testament on this the 21st day of March, 1988, in the presence of two witnesses who have each signed as witnesses at my request, in my presence and in the presence of each other.

Grace Kennedy Grady
GRACE KENNEDY GRADY

WITNESSES:

C.R. Montgomery
Ava Paula Feraci

ATTESTATION CLAUSE

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

WITNESS OUR SIGNATURES on this the 21st day of March, 1988.

C.R. Montgomery
Ava Paula Feraci
WITNESSES

STATE OF MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
and recorded in my office this 15th day of July, 1988, at o'clock M, and
was duly recorded on the 15th day of July, 1988, Book No. 22, on Page 143 in
my office.
Witness my hand and seal of office, this the 15th of July, 1988.
BILLY V. COOPER, Clerk
By *B. Edgar*, DC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF GRACE KENNEDY GRADY, DECEASED

FILED THIS DATE JUL 15 1988 BILLY V COOPER CHANCERY CLERK BY [Signature]

CIVIL ACTION FILE NO. 29-139

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI COUNTY OF MADISON

THIS DAY personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, C. R. MONTGOMERY, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Grace Kennedy Grady, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Grace Kennedy Grady, signed, published and declared said instrument as her Last Will and Testament on the 21st day of March, 1988, the day and date of said instrument, in the presence of this affiant and Ava Paula Feraci, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one years and upward of age and that I, C. R. Montgomery, the Affiant and Ava Paula Feraci, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

[Signature] C. R. Montgomery

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 14th day of July, 1988.

[Signature] Notary Public



STATE OF MISSISSIPPI, County of Madison: Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed and recorded in my office this 15th day of July, 1988 at 11:00 o'clock A.M. and was duly recorded on the 15th day of July, 1988, Book No. 22 on Page 144 in my office. Witness my hand and seal of office, this the 15th day of July, 1988. BILLY V COOPER, Clerk By [Signature] D.C

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
GRACE KENNEDY GRADY, DECEASED

CIVIL ACTION FILE NO. 29-139

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

THIS DAY personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, AVA PAULA FERACI, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Grace Kennedy Grady, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Grace Kennedy Grady, signed, published and declared said instrument as her Last Will and Testament on the 21st day of March, 1988, the day and date of said instrument, in the presence of this affiant and C. R. Montgomery, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one years and upward of age and that I, Ava Paula Feraci, the Affiant and C. R. Montgomery, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

Ava Paula Feraci
Ava Paula Feraci

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 15th day of July, 1988.

William C. [Signature]
Notary Public

MY COMMISSION EXPIRES:
3-20-92

C2071418
6061/18835



STATE OF MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed and recorded in my office this 15th day of July, 1988, at ... o'clock ... M, and was duly recorded on the 15th day of July, 1988, Book No 22 on Page 145. in my office
Witness my hand and seal of office, this the 15th of July, 1988.

BILLY V. COOPER, Clerk

By [Signature], D.C.

BOOK 22 PAGE 146
G. A. CARMICHAEL, M. D.
147 NORTH HICKORY STREET
CANTON, MISSISSIPPI 39046

FILED
THIS DATE
JUL 22 1988

BILLY V. COOPER
CHANCERY CLERK

PHONE: OFFICE 889 2391
RESIDENCE 889 4887

Wife of Dr. Geo. A. Carmichael
Dec. 14, 1975 29-157

I, Dr. Geo. A. Carmichael, being of sound mind and healthy body, do make and declare this to be my last will and testament.

I request that all my just debts be paid.

I bequeath, and will to the following persons:

- 1) To my sister Mrs. Marie C. Wilson, the sum of \$5000⁰⁰
- 2) To my sister Mrs. Dick C. Pruitt, the sum of \$5000⁰⁰
- 3) To Geo. A. Pruitt, the sum of one thousand dollars \$1000⁰⁰
- 4) To Miss Helen Wilson, the sum of one thousand dollars \$1000⁰⁰
- 5) To Miss Janice Wilson, the sum of one thousand dollars \$1000⁰⁰
- 6) To Percy Adams Jr. the sum of one thousand dollars \$1000⁰⁰
- 7) To Mrs. Susan Mary my faithful wife of many years I reserve the sum of one thousand dollars \$1000⁰⁰ and to my loving wife, Mrs. Portia Carmichael I request and will bequeath of my other properties (Real + Personal), all monies, real estate, and other things, stocks, bonds etc., to have and hold and to use as she feels necessary.

Executed and witnessed by me.
This day of Dec. 14, 1975.

Witness—
Anne Lee Hill
12-14-75
Mary Jo Walow

Geo. Carmichael



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed for record in my office this 22 day of July, 1988, at 11 o'clock P.M., and was duly recorded on the 22 day of July, 1988, Book No. 22, on Page 146. In witness whereof, I have hereunto set my hand and seal of office, this the 22 day of July, 1988.

BILLY V. COOPER, Clerk

By: [Signature] D.C.

FILED THIS DATE JUL 22 1988 BILLY V. COOPER CHANCERY CLERK

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF DR. GEORGE A. CARMICHAEL, DECEASED

NO. 29-157

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI COUNTY OF Madison

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named ANNIE LEE HILL, one of the subscribing witnesses to a certain instrument of writing, the original of which is attached hereto, purporting to be the Last Will and Testament of Dr. George A. Carmichael, Deceased, late of the County of Madison, State of Mississippi, who having been by me first duly sworn, did state on oath that the said Dr. George A. Carmichael on December 14, 1975, in the presence of this affiant and the other subscribing witness, Mary Jo Wales, signed, published and declared said instrument as his Last Will and Testament and that said Testator at said time was of sound and disposing mind and memory and more than eighteen years of age, and that this affiant subscribed said instrument as a witness to the signature and publication thereof at the special instance and request of Testator in the presence of said Testator and in the presence of Mary Jo Wales, the other subscribing witness who likewise subscribed said instrument as a witness in the presence of affiant.

Annie Lee Hill ANNIE LEE HILL

SWORN TO AND SUBSCRIBED BEFORE ME, this the 22nd day of July, 1988.

Billy V. Cooper NOTARY PUBLIC Chancery Clerk by B. Edgar DC

My Commission Expires: 1-6-92

STATE OF MISSISSIPPI, County of Madison:



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed on the 22 day of July, 1988, at ... o'clock ... M., and was duly recorded on the 22 day of July, 1988, Book No. 22, on Page 147. In testimony whereof, I have hereunto set my hand and seal of office, this the 22 day of July, 1988.

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

BOOK 22 PAGE 148

LAST WILL AND TESTAMENT OF MELVIN C. HENSLEY

FILED THIS DATE
JUL 22 1988
BILLY V. COOPER CHANCERY CLERK
BY <i>[Signature]</i>

29-148

I, Melvin C. Hensley, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I hereby specifically revoke any and all former wills and codicils heretofore executed by me.

ARTICLE I.

If my wife, Mary O. Hensley, survives me then I give, devise and bequeath unto her all of my property, both real and personal, of whatsoever kind or character and wheresoever situated.

ARTICLE II.

In the event that my aforesaid wife should predecease me, then I give, devise and bequeath the cash sum of \$30,000.00 to my Trustee hereinafter named, in trust for the use and benefit of my grandson, Matthew Allen Willis, for the following purposes:

(1) The Trustee is to invest said sum to be held by her until my grandson finishes high school; thereafter should he enter an institution of higher learning my Trustee shall pay over to or apply for the sole benefit of my grandson so much of the net income of this trust as the Trustee in her sole discretion shall determine adequate for payment of expenses incurred by my grandson in attending an institution of higher learning, included but not limited to such expenses as tuition, room, board, fees and living expenses. In the event the Trustee deems it necessary, and in her sole discretion, the Trustee may invade the corpus of the trust to such and extent as so often as may be necessary to supplement the net annual income distributed to my grandson.

(2) Upon my grandson receiving a bachelors degree from an institution of higher learning the trust herein shall terminate and all accumulated income and corpus then

Melvin C. Hensley
Melvin C. Hensley

remaining shall be paid over to him free and clear of any provision of this trust.

(3) In the event my grandson should choose not to attend an institution of higher learning but chooses instead to attend a vocational training facility the Trustee shall pay, in her sole discretion, any cost and expenses incurred by my grandson in so attending such facility. In this event the Trust shall remain in full force and effect until my grandson attains the age of twenty-one (21) years at which time the trust shall terminate and all accumulated income and corpus then remaining in the trust shall be delivered to him.

(4) In the event my grandson should not attend either an institution of higher learning or a technical training school then I direct that the Trustee shall not distribute any of the income or corpus of the trust to him and in that event the trust shall remain in full force and effect until my grandson attains the age of twenty-five (25) years at which time the trust shall terminate and the remaining income and corpus then remaining in the trust shall be delivered to him.

(5) It is my desire, that this Trust be used to provide the financial means for my grandson to attend a college or university of his choice with the trust to terminate upon his graduation, alternatively, if my grandson attends a vocational technical training facility in which he learns a skill my trustee shall use these fund to pay the expenses incurred by my grandson in attending this facility, however, the trust is not to terminate in this situation until my grandson attains the age of twenty-one (21) years. And lastly, in the event my grandson does not attend a college, a university, or a vocational technical training facility, then none of the proceeds of this trust shall be distributed

Melvin C. Hensley
Melvin C. Hensley

unto him until he attains the age of twenty-five (25) years at which time the trust shall terminate and all funds remaining shall be delivered to him.

(6) In the event that my grandson does not live until such time as the trust is terminated as hereinabove provided, then I direct that upon the death of my grandson this trust shall terminate and the accumulated income and principal then remaining shall be divided equally between my daughters, Marylyn Sue Smith and Mary Martha Willis.

ARTICLE III.

In the event my wife predeceases me then all of the rest, residue and remainder of my estate of whatsoever kind or character, wheresoever situated, I give, devise and bequeath unto my daughters, Marylyn Sue Smith and Mary Martha Willis in equal shares, share and share alike, per stirpes.

ARTICLE IV.

I hereby appoint my daughter, Marylyn Sue Smith as Executrix of my Last Will and Testament and designate my daughter, Mary Martha Willis, as Trustee in the trust provisions hereof, and said Executrix is hereby granted all of the powers and discretions with respect to my estate during administration that are herein given to the Trustee with respect to the trust property, including the power to sell real or personal property at public or private sale, to be exercised without a court order, and to serve in such capacity without bond.

ARTICLE V.

In addition to any inherent or implied powers she may now or hereafter acquire, I specifically direct that my Trustee be clothed with all of the statutory powers included in the Uniform Trustee's Powers Act as it now is or as it may be amended.

ARTICLE VI.

(1) Any Trustee may resign at any time by given written notice specifying the effective date of such

Melvin C. Hensley
Melvin C. Hensley

resignation to the beneficiary entitled to participate in the trust at the time of said resignation. A successor Trustee may be appointed, on petition of the beneficiary, or any other interested party, by a Court of competent jurisdiction in the county and state of the residence of the beneficiary, and the successor Trustee shall have the same title, powers and discretions herein given the original Trustee.

(2) To the extent that such requirements can be legally waived, no Trustee or Executor hereunder nor successor Trustee nor successor Executor shall be required to give any bond to serve in such capacity or capacities and such Trustee or Executor shall not be required to obtain the order or approval of any Court to exercise any power or discretion herein given.

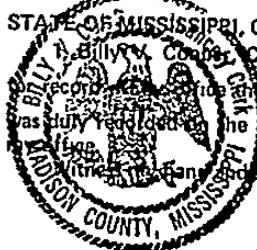
IN WITNESS WHEREOF, I have hereunto affixed my signature and published and declared this to be my Last Will and Testament on this 12th day of June, 1986.

Melvin C. Hensley
MELVIN C. HENSLEY

This instrument was, on the date shown above, signed, published and declared by Melvin C. Hensley 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.

John W. Chestnut
WITNESS
1460 Liberty St.
ADDRESS
Canton, Ms 39046
ADDRESS

L. Colman Lewis
WITNESS
3425 Dawn Dr
ADDRESS
Pearl, MS 39208
ADDRESS



STATE OF MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
on the 22 day of July, 1988, at o'clock M, and
was duly recorded on the 22 day of July, 1988, Book No. 22 on Page 148 in
the presence of the said and seal of office, this the 22 day of July, 1988.

BILLY V. COOPER, Clerk

By B. Edgar D.C.

FILED
THIS DATE
JUL 22 1988
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

BOOK 22 PAGE 152

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL
AND TESTAMENT OF MELVIN C. HENSLEY

CIVIL ACTION
FILE NO. 27-148

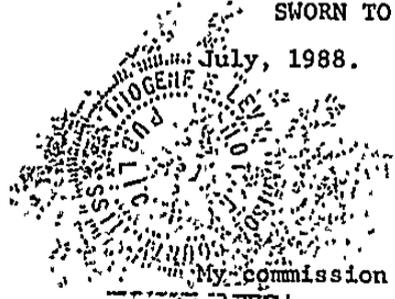
PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for said county and state, JOHN W. CHRISTOPHER, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Melvin C. Hensley, deceased, and who, being by me first duly sworn, deposed and said that the said Melvin C. Hensley signed, published and declared said instrument as his Last Will and Testament on June 12th, 1986, the date of said instrument, in the presence of this deponent and L. CoAnn Sims, and that the said Testator was then of sound and disposing mind and memory, more than 21 years of age, and had his usual place of residence in Madison County, Mississippi, and the said John W. Christopher and L. CoAnn Sims subscribed and attested said instrument, as witnesses to the signature and publication thereof, at the special instance of the said Testator, in the presence of the said Melvin C. Hensley and in the presence of each other, on the day and year of the date of said instrument.

[Signature]
John W. Christopher

SWORN TO and subscribed before me, this the 19 day of July, 1988.



[Signature]
Notary Public in and for Madison
County, Mississippi

My commission expires:
70-6-89



County of Madison.
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed on this 22 day of July, 1988 at o'clock M, and was duly recorded on the 22 day of July, 1988, Book No 22 on Page 152 in and seal of office, this the 22 of July, 1988.

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

STATE OF MISSISSIPPI)
)
COUNTY OF MADISON)

BOOK 22 PAGE 153

FILED
THIS DATE
JUL 25 1988
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*
29-158

LAST WILL AND TESTAMENT

I, BETTY DIEDRICH SHANKS, make this my Last Will and Testament.

Upon my death my oldest son, William James Shanks, II (hereinafter referred to as BILL) shall be the Executor of my Last Will and Testament. A Fiduciary Bond shall not be required.

BILL shall be sole heir of any and all real property held in my name at the time of my death. He shall be solely responsible for the disbursement of my personal possessions as outlined, according to my wishes, in a personal and confidential letter addressed to him by me, Betty D. Shanks. This personal and confidential letter is sealed and in his possession. The contents of this letter are known only to me, Betty D. Shanks.

BILL shall not be accountable to any person or persons (living or heirs of any such deceased person or persons) for the disbursements as outlined in my letter of instructions to him. I have full faith and complete trust in his desire to carry out my wishes.

If any person or persons, or heirs of a deceased person or persons, or relative should contest the contents of this Will or demand to examine the contents of the personal and confidential letter as to the disbursements of my personal property shall be given the sum of One Dollar (\$1.00) as my sole bequest to that person or persons.

Instructions for my bequest to Claude H. Shanks, Jr. have been given in my personal and confidential letter.

Signed and sealed this 25 day of March 1988.

SIGNED: *[Signature: Betty D. Shanks]*
(BETTY DIEDRICH SHANKS)

WITNESS:
[Signature: M. Reed]
[Signature: ...]



BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed on this 25 day of July, 1988, at o'clock M, and on the 25 day of July, 1988, Book No 22 on Page 153. in and seal of office, this the 25 of July, 1988.

BILLY V. COOPER, Clerk

By *[Signature: Edgar]* D.C.

FILED
THIS DATE

JUL. 25 1988

BILLY V. COOPER
CHANCERY CLERK

BY *[Signature]*

BOOK 22 PAGE 154

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
BETTY DIEDRICH SHANKS, DECEASED

CIVIL ACTION FILE NO.
29-158

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, George M. Reynolds, subscribing witness to a certain instrument of writing, purporting to be the Last Will and Testament of Betty Diedrich Shanks being duly sworn, deposed and said that the said Betty Diedrich Shanks published and declared said instrument as her Last Will and Testament on the 2nd day of March, 1988 the day of the date of said instrument, in the presence of this deponent and in the presence of Mildred D. Reynolds and that the Testatrix was of sound and disposing mind and memory, and more than twenty-one years of age and this deponent and Mildred D. Reynolds subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testatrix and in the presence of the said Testatrix and in the presence of each other, on the day and year of the date of said instrument.

WITNESS my signatures this the 18th day of July, 1988.

[Signature]
GEORGE M. REYNOLDS

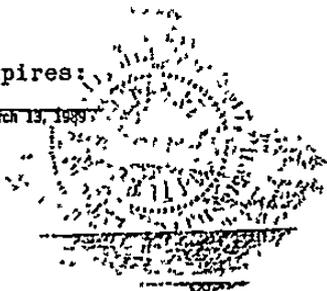
SWORN TO AND SUBSCRIBED before me on this the 18th day of July, 1988.

[Signature]
Notary Public

(SEAL)

My commission expires:

My commission Expires March 13, 1989



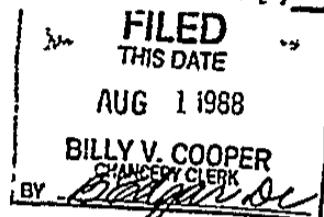
STATE OF MISSISSIPPI, County of Madison
Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
in my office this 25 day of July, 1988 at o'clock .M. and
on the 25 day of July, 1988, Book No. 22 on Page 154 in
my office and seal of office, this the 25 of July, 1988.

BILLY V. COOPER, Clerk

By *[Signature]*, D.C.

BOOK 22 PAGE 155

LAST WILL AND TESTAMENT
OF
ERNEST H. WALKER



I, Ernest H. Walker of Madison County, Mississippi, being of the age of twenty-one years and over and of sound and disposing mind and memory, do make, declare and publish this to be my Last Will and Testament, revoking all previous wills and codicils.

I.

I direct the prompt payment of my just debts and funeral expenses.

II.

I name, constitute and appoint Lorene T. Walker, 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 said wife, Lorene T. Walker, predecease me or refuse or be unable to serve as Executrix hereunder, I name, constitute and appoint David Ricky Walker, my son, as Executor, also without bond.

III.

I will, devise and bequeath unto my wife, Lorene T. Walker, all of my estate, real, personal and mixed of whatever nature and wheresoever located or situated.

IV.

In the event that my said wife shall not survive me, then I will, devise and bequeath all of my estate as follows, to-wit:

(a) I will, devise and bequeath unto my son, David Ricky Walker, 14 3/5 acres out of the northeast corner of the real estate owned by me.

Last Will and Testament of Ernest H. Walker - Page 2

(b) All of the rest and remainder of the real estate owned by me I will, devise and bequeath unto Billy Franklin Walker, Harold Walker, Ernestine W. Bishop and Shirley Faye Phelps, in equal shares, share and share alike.

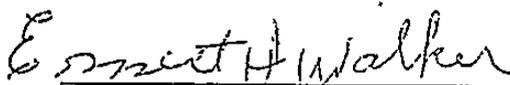
(c) All of the cattle and farm equipment owned by me at the time of my death, I will, devise and bequeath unto David Ricky Walker and Harold Walker in equal shares.

(d) All of the rest, residue and remainder of my estate, I will, devise and bequeath unto David Ricky Walker, Billy Franklin Walker, Harold Walker, Ernestine W. Bishop and Shirley Faye Phelps, my children, in equal shares, share and share alike

v.

In the event that either of my aforesaid devisees should determine to sell or dispose of all or any part of the real estate devised to them, it is my desire and my request that such real estate shall not be sold by either devisee to a third party without first offering it to the other devisees on the same terms and conditions of any bona fide offer of sale to such third party. This request shall not extend beyond the death of the survivor of my said devisees. It is not my intention, by this provision, to place any restriction or limit of any nature whatsoever upon the ownership of any real estate by any of my devisees named herein, it simply being my preference that such real estate remain in the family, and I take this means of advising my devisees of my wishes in this matter.

IN WITNESS WHEREOF, I have executed this Last Will and Testament on this the 11th day of January, 1984, 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.


Ernest H. Walker

Last Will and Testament of Ernest H. Walker - Page 3

Signed, published and declared by the Testator, Ernest H. Walker, 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, subscribed our names hereto as attesting witnesses, this the 11th day of January, 1984.

Joe R. Linder, Jr.
Charles W. Linder

WITNESSES



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
on this 1st day of August, 1988, at o'clock M., and
subscribed of the 1st day of August, 1988, Book No 22 on Page 155, in
witness my hand and seal of office, this the 1st of August, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

FILED
THIS DATE
AUG 1 1988
BILLY V. COOPER
CHANCERY CLERK

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF
ERNEST H. WALKER, DECEASED

CIVIL ACTION FILE
NO. 29-161

PROOF OF WILL

STATE OF MISSISSIPPI
MADISON COUNTY

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

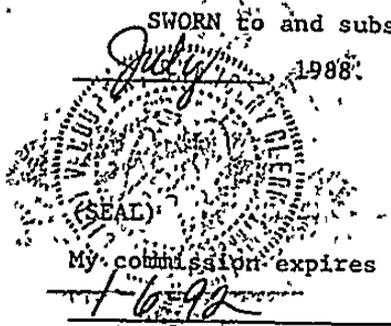
That affiant, Joe R. Fancher, Jr., was one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Ernest H Walker, and affiant states that the said Ernest H. Walker signed, published and declared said instrument as his Last Will and Testament on the 11th day of January, 1984, the date of said instrument, in the presence of this deponent and in the presence of Elsie R. Fancher, the other subscribing witness thereto, and that said Testator was then of sound and disposing mind and memory and more than twenty-one years of age, and this deponent and Elsie R Fancher subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance of said Testator and in the presence of said Testator and in the presence of each other on the day and year of the date of said instrument.

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

SWORN to and subscribed before me, this the 29th day of August, 1988.

BILLY V COOPER, Chancery Clerk

BY: B. Edgar D.C


My commission expires 6-92

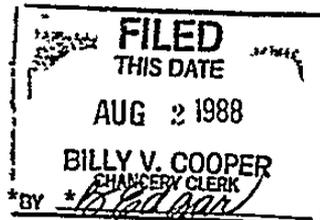


Clerk of the Chancery Court of Said County, certify that the within instrument was filed on this 1st day of August, 1988, at .. o'clock .. M., and on the 1st day of August, 1988, Book No 22, on Page 158, in and seal of office, this the ... of August, 1988

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

BOOK 22 PAGE 159
LAST WILL AND TESTAMENT

OF
JERRY CHARLES CAIN



* * * * *

I, Jerry Charles Cain, an adult resident citizen of Madison County, Ms., being above the age of 18 years, and of sound, disposing mind, and memory, by these presents, 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.

1.

I hereby appoint my wife, Cheryl Weber Cain, as Executrix, of this Will, and direct that she serve without surety bond, and I waive all necessities for inventories, appraisals, and accountings from her to the extent as by law authorized. And in her absence, I hereby appoint my daughter, Glenda Sue Cain to this capacity with the same waivers and immunities.

2.

I hereby direct my Executrix to pay all of my legal debts as duly probated, registered and allowed against my estate. Likewise, to pay the financial expense for the administration of my estate as soon as practical after my death.

3.

If my wife, Cheryl Weber Cain, shall survive me, I hereby give, devise, and bequeath unto her, in fee simple absolute, all of my property and estate, whether real, personal, and/or mixed.

4.

If my wife, Cheryl Weber Cain, shall predecease and not survive me, then in such event, I hereby give, devise, and bequeath in fee simple absolute, all of my property and estate, whether real, personal, and/or mixed, unto my natural children, namely: (a) Glenda Sue Cain: (b) Bradley Alan

Will, Page 1, JERRY CHARLES CAIN: *Jerry Cain*

Cain; (c) Janet Lynn Cain, and (d) David Brian Cain; in equal undivided parts, to share and share alike in identical amounts, per stripes.

IN WITNESS WHEREOF I have hereunto subscribed my name on this the 28th day of May, 1988.

Jerry Charles Cain
JERRY CHARLES CAIN, Testator

This instrument was, on the date shown above, signed, published and declared by JERRY CHARLES CAIN, Testator, 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.

William D. Parr Jr.
Name
P.O. Box 2654
Street Address
Smy City N.C. 28445
City, State Zip
919-328-0330

Isabell C. Parr
Name
P.O. Box 2654
Street Address
Smy City NC 28445
City, State Zip
919-328-0330

Will, Page 2, JERRY CHARLES CAIN: *Jerry Charles Cain*



STATE OF MISSISSIPPI, County of Madison:
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
on this *2* day of *August*, 19 *88*, at *..* o'clock *..* M., and
on the *2* day of *August*, 19 *88*, Book No. *22*, on Page *159*.. in
and seal of office, this the *2* of *August*, 19 *88*

BILLY V COOPER, Clerk
By *Bodger*, DC

FILED
THIS DATE
AUG 2 1988
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

BOOK 22 PAGE 161

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: IN THE MATTER OF THE ESTATE OF JERRY CHARLES CAIN, DECEASED 2 - 29,162

AFFIDAVIT OF SUBSCRIBING WITNESSES TO THE LAST WILL AND TESTAMENT OF JERRY CHARLES CAIN, DECEASED

PERSONALLY, came and appeared before me the undersigned authority in and for the jurisdiction herein recited the within named WILLIAM L. PARR, JR., and ISABELL C. PARR, who being be me first duly sworn, doth make oath and affidavit, viz:

(a) As suoscribing witnesses, the undersigned, upon the request and express direction of Jerry Charles Cain, Deceased, were the subscribing witnesses to that certain Last Will and Testament which consists of two (2) pages, and as the same was duly signed by Jerry Charles Cain, now Deceased, on May 23, 1988; And

(b) That at the time the said Will was signed by Jerry Charles Cain, he was then of legal age and possessed of a sound and disposing mind, and that the Will was signed by Jerry Charles Cain in the presence of said subscribing witnesses; And

(c) That when said Will was signed by Jerry Charles Cain, it was declared by him to be his Last Will and Testament in the presence of said witnesses; And

(d) That said witnesses did then and there sign as subscribing witnesses to said Will upon the express request of Jerry Charles Cain, and that all signatures thereto were affixed in nis presence and in the presence of each other.

William L. Parr, Jr.
WILLIAM L. PARR, JR.

Isabell C. Parr
ISABELL C. PARR



SWORN to and subscribed before me by William L. Parr, Jr., and Isabell C. Parr, on this the 2nd day of July, 1988.
Billy V. Cooper
NOTARY PUBLIC FOR
COUNTY, STATE OF D.C.

STATE OF MISSISSIPPI, County of Madison.



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 2 day of August, 1988 at o'clock M, and was duly recorded on the 2 day of August, 1988, Book No. 22 on Page 161 in my office at and seal of office, this the 2 of August, 1988.

BILLY V. COOPER, Clerk

By B. Edgar, D.C.

LAST WILL AND TESTAMENT
OF

OSCAR HARRIS and MAUDE B. HARRIS

FILED
THIS DATE
AUG 3 1988
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

29-166

We, Oscar Harris and Maude B. Harris, husband and wife, of Canton, Madison County, Mississippi, both being of sound mind and disposing mind and memory, and desiring to make disposition of our earthly affairs so that no contention may arise concerning the same when we, or either of us, be dead, do each mutually, in consideration of the other making his or her will, and of the provisions made herein in each others behalf, make this our joint Last Will and Testament, and agree that the same cannot be changed or varied by either without the consent in writing of the other.

All property of every kind and character and interest therein belonging to the first of us to die is devised and shall go to the survivor, who is, also, hereby appointed Executor, or Executrix, as the case may be, without bond.

Such property as may remain upon the death of the survivor is hereby devised as follows:

- (a) To Sadie V. Evans, of Milwaukee, Wisconsin, the residence at 435 South Liberty Street, in the City of Canton, and that portion of the lot upon which it is constructed North of the line drawn East and West half way between the residence Numbered 435 and the residence Numbered 437 South Liberty Street; provided, that if Molly Brown should then be living and occupying the small 2-room house, behind No. 435 aforesaid, the said Molly Brown shall continue to have right to occupy the small house, rent and tax free together with ingress and egress by means of the drive-way North of the house Numbered 435 so long as Molly Brown shall live.
- (b) The residence numbered 437 South Liberty Street and the remaining portion of the above lot upon which it is situated to Sadie M. Evans, as Trustee for her children, or the survivor or survivors of them, Roy Bradford Evans, Carl Terrell Evans, Michael Anthony Evans and Daryl Maurice Evans, and any other children that may be born to her, she, as such Trustee to handle, manage and utilize the net proceeds thereof for the benefit of her said children.

Page 2, Last Will and Testament of
Oscar Harris and Maude B. Harris

(c) If the survivor of us shall, prior to his or her death, have disposed of either of the above properties the foregoing devise as to such property shall fail without affecting the devise as to the other.

The survivor of us may by will appoint another Executor to carry on or carry out the provisions of this will which will then require administration.

MADE, PUBLISHED and DECLARED in the presence of the undersigned witnesses, who have signed as such at our special instance and request, in our presence, and in the presence of each other, all upon this, the 22nd day of April, 1958.

WITNESSES:

Mrs. Velma G. Howell

Emma L. Cooper

WITNESSES:

Mrs. Velma G. Howell

Emma L. Cooper

Oscar Harris
Oscar Harris

Maude B. Harris
Maude B. Harris



STATE OF MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
in my office on this 3 day of August, 1958, at o'clock ... M. and
has been recorded on the 3 day of August, 1958, Book No 27 on Page 163 in
witness my hand and seal of office, this the 3 day of August, 1958.

BILLY V. COOPER, Clerk

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF OSCAR HARRIS, JR., DECEASED

CIVIL ACTION
File No. 29-166

PROOF OF WILL

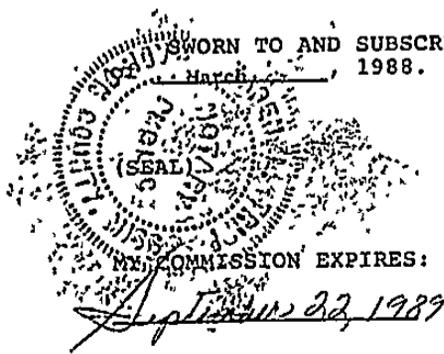
STATE OF MISSISSIPPI
COUNTY OF MADISON

FILED
THIS DATE
AUG 3 1988
BILLY V. COOPER
CHANCERY CLERK
BY B. Edgar

PERSONALLY APPEARED before me, the undersigned authority in and for the aforesaid jurisdiction, EMMA L. COOPER, subscribing witness to a certain instrument of writing purporting to be the Last Will and Testament of Oscar Harris, Deceased, and EMMA L. COOPER, who being duly sworn, deposes and says that the said Oscar Harris published and declared said instrument as his Last Will and Testament on the 22nd day of April, 1958, the day and date of said instrument, in the presence of this deponent and in the presence of Mrs. Velma G. Howell, and that the Testator was of sound and disposing mind and memory and more than twenty-one (21) years of age, and this deponent and Mrs. Velma G. Howell subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testator and in the presence of said Testator and in the presence of each other on the day and year of the date of said instrument.

WITNESS MY SIGNATURE on this the 22nd day of March, 1988.

Emma L. Cooper
EMMA L. COOPER

SWORN TO AND SUBSCRIBED before me on this the 22nd day of March, 1988.

MY COMMISSION EXPIRES:
September 22, 1989

Karen L. Tripp
NOTARY PUBLIC

STATE OF MISSISSIPPI, County of Madison
I, Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed on this 3 day of August, 1988, at o'clock M., and was duly recorded in the office of the Clerk of the Chancery Court of Said County, Book No. 27 on Page 164 in the seal of office, this the 3 day of August, 1988.
BILLY V. COOPER, Clerk
By B. Edgar, D.C.

BOOK 22 PAGE 165
LAST WILL and TESTAMENT.

FILED
THIS DATE
AUG 11 1988
BILLY V. COOPER
CHAMBERLAIN CLERK
BY *[Signature]*

I, Gladys B. Stamps, a resident of Madison County, Mississippi, above the age of twenty-one years, and of sound, disposing mind and memory, do hereby make, publish and declare this, my last will and testament, hereby specifically revoking any and all other instruments of like nature, and codicils thereto, heretofore made, or purporting to have been made, by me.

I.

To my daughter, Mary Jayne Covington, I devise and bequeath one-third, in value, of my net estate.

II.

To my grand-daughter, Helen Dancy Robinson, I devise my undivided one-half interest in the house and lot on Weems Drive, in Canton, Mississippi, subject to the (record) indebtedness to First Federal & Loan Association of Canton, Mississippi.

III.

Upon the completion of the administration of my estate:

(a) Each of my grand-children hereinafter named, who have attained the age of twenty-one years, shall receive an undivided one-eighth interest in the remaining assets of my estate, as soon as such delivery can be effected without prejudice to the other interests;

G.B.S.

(b) Those of my said grand-children who may be under twenty-one years of age, at the time of my death, shall each share in undivided interests equal to those in sub-paragraph (a) next above, as beneficiaries of the trust next hereinafter established.

(c) My grand-children at this time are Gaye Dale Quartaro, Helen Dancy Robinson, Mary Martha Pace, Martha P. Roland, Jeana Lee Pace, Darlene Pace, Vicky Lynn Pace, and Lee Roy Pace.

G.B.S.

(d) If any of my Grand-children shall have pre-deceased me, and shall have left children, such great-grand-children shall take and divide the interest of their parent in the trust. If such deceased grand-child left no child, that share shall go to the surviving siblings of Mary Jayne Covington, subject to the trust for any then under twenty-one years of age.

IV.

As Co-Executors, and later, as CoTrustees, I appoint my brother, Parker H. Darrow, and my sister, Lillian Dewyse Lee, without bond.

I empower said Trustees to sell, exchange or dispose of all or any part of the property at any time held by them hereunder, at public or private sale, with

G.B.S.

Second Page, Will of Gladys B. Stamps, February 20, 1974.

OR WITHOUT ADVERTISEMENT, FOR CASH OR ON TERMS, IN SUCH MANNER IN ALL RESPECTS AS they may deem proper, including the right to lease for any term, irrespective of the period of the trust; and for such purposes to execute and deliver all such deeds, assignments, leases, assurances and other instruments as they shall deem fit; to invest and re-invest all sums of money or other assets coming into their possession; according to their unfettered discretion, in such loans, real estate, stocks, bonds, securities, or other assets, as they shall deem to be for the best interests of the trust, irrespective of any statute or rule of law now or hereafter in effect, limiting the class of investments for trustees of trust companies, with the right to retain as an investment any property, fund or asset that is a part of my estate or trust, without liability for depreciation in value; to make division or distribution in kind or in money, or partly in kind and partly in money (when distribution is due under later stipulations herein), and for such purpose the reasonable judgment of, and the division by, the Trustees, and the value determined by them, shall be binding and conclusive on all parties interested therein; to appoint agents; to agree to and become a party to the merger, consolidation, liquidation, or other disposition of any securities held hereunder, or of any corporation issuing such securities.

In the handling of this trust and the management of said properties, and the sale, investment and re-investment thereof, the trustees shall not be required to give bond or report report to, or secure the approval, consent or order of any court, or to make any bond, or any inventory, appraisal or annual or other returns to any Court; but they shall furnish to each beneficiary herein provided for a semi-annual statement showing the condition of the trust.

During the minority or incapacity of any beneficiary, the Trustees may use, or pay without the appointment of a guardian, or pay to the beneficiary direct, any sums which such beneficiary is eligible to receive, for the expenses of maintenance, living, clothing, education, or other reasonable personal expenses, and any sum so paid by said Trustees shall be deemed to have been properly paid by them, and shall relieve them of any liability therefor.

V.

As each beneficiary becomes twenty-one years of age, his or her share shall be delivered to him or her, and if any part of the corpus remains in the Trustees' hands when the youngest child then living becomes twenty-one years of age, the trust shall terminate.

If any minor remaining in the trust shall die before attaining majority, so

G. B. S.

Third Page, will of Gladys B. Stamps, February 20, 1974.

so much as would then represent the interest of such decedent shall be equally divided among the remaining beneficiaries, including those out of the trust, but by stirpes.

VI.

Said Trustees shall be free to consult with the adults among my grand-children respecting the interests of the minors, but the exercise of the discretion of the Trustees shall remain unfettered.

VII.

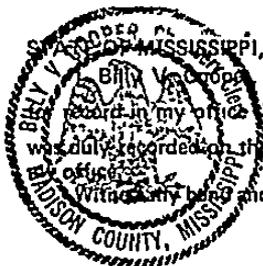
Should either Trustee die, resign or become unable to serve as Executor or Trustee, then the remaining Executor or Trustee shall continue to function, with all the authorities and powers vested in the original two.

IN TESTIMONY WHEREOF, I have signed this instrument in the presence of the witnesses whose names are subscribed hereto, who have signed as such at my special instance and request, in my presence and in the presence of each other, all upon this, the 20th day of February, A. D. 1974.

Gladys B. Stamps
Gladys B. Stamps..

Witnesses:

Henry W. [unclear]
Miss Gladys E. Buffington

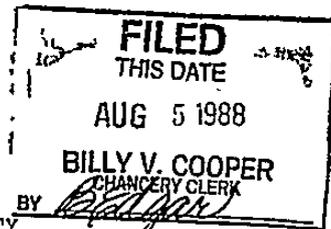


BILLY V. COOPER, Clerk of the Chancery Court of Said County, certify that the within instrument was filed in my office this 5th day of August, 1988, at ... o'clock ... M, and was duly recorded on the 5th day of August, 1988, Book No. 22, on Page 165 in my office.

Witness my hand and seal of office, this the 5th day of August, 1988.
BILLY V. COOPER, Clerk
By *B. Cooper*, DC

BOOK 22 PAGE 168

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI



IN THE MATTER OF THE ESTATE OF
GLADYS B. STAMPS, DECEASED

CIVIL ACTION FILE NO. 24-170

PROOF OF WILL

Comes now, MRS. GLADYS E. BUFFINGTON, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of Gladys B. Stamps, and enters her appearance herein as provided by 91-7-9 of the Mississippi Code of 1972, Annotated, as amended, and makes oath before the undersigned authority that Gladys B. Stamps, the above named decedent, signed, published and declared said instrument as her Last Will and Testament on the 20th day of February, 1974, the day and the date of said instrument, in the presence of this deponent and Herman Dean, the other subscribing witness, and that said Testatrix was then of sound and disposing mind and memory, and more than twenty-one (21) years of age, and having her usual place of abode in Madison County, Mississippi, and that she and Herman Dean, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testatrix and in the presence of the Testatrix and in the presence of each other on the day of the date of said instrument.

Mrs. Gladys E. Buffington
MRS. GLADYS E. BUFFINGTON

BOOK 22 PAGE 169

STATE OF MISSISSIPPI

COUNTY OF Madison

SWORN TO AND SUBSCRIBED this the 25th day of July, 1988.



Theresita S. Senechal
NOTARY PUBLIC

My commission expires:
January 31, 1989



Billy V. Cooper, Clerk of the Chancery Court of Said County, certify that the within instrument was filed
in my office on this 5th day of August, 1988 at o'clock .. M, and
was duly recorded on the 5th day of August, 1988, Book No. 22 on Page 168 in
my office and seal of office, this the 5th of August, 1988.

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

BOOK 22 PAGE 170

LAST WILL AND TESTAMENT

29-192

FILED
THIS DATE

AUG 23 1988

BILLY V. COOPER
CHANCERY CLERK

BY B. Edgar

I, MRS. MERTINA WATKINS FOSTER, an adult resident citizen of Canton, Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one years, do hereby make, declare, and publish the following as my Last Will and Testament, revoking all others that I have heretofore made

CLAUSE I

I give, bequeath, and devise all of my estate and property, real and personal and of whatsoever nature and kind and wheresoever located, that I may own at the time of my death unto my sister Miss Wynette Watkins, my sister Mrs. Carmen Cantrelle, my sister Mrs. O. G. Alba, my brother Mr. D. L. Watkins, and my niece Mrs. C. S. Miller, or such of them as shall survive me, share and share alike.

CLAUSE II

I name, constitute, and appoint the FIRST NATIONAL BANK OF CANTON, Canton, Mississippi, as executor of this will and do hereby relieve said executor of making bond or accounting to any Court.

WITNESS my signature this 24th day of November, 1974.

Mertina Watkins Foster
Mertina Watkins Foster

The foregoing instrument was, on the date shown above, signed, published, and declared by MERTINA WATKINS FOSTER to be her Last Will and Testament in our presence, and we, at her request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

Miriam Law
W. H. Powell



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 23 day of August, 1988, at _____ o'clock M, and was duly recorded on the August 23, 1988, Book No. 22, Page 170.

BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

BOOK 22 PAGE 171

IN THE CHANCERY COURT OF HINDS COUNTY, MISSISSIPPI

FILED
THIS DATE
AUG 23 1988
BILLY V. COOPER
CHANCERY CLERK
BY *B. Edgar*

IN THE MATTER OF THE ESTATE OF
MARTINA WATKINS FOSTER, DECEASED

CIVIL ACTION FILE NO. 29-192

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

THIS DAY personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, R. H. POWELL, JR., one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Mertina Watkins Foster, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Mertina Watkins Foster, signed, published and declared said instrument as her Last Will and Testament on the 27th day of November, 1974, the day and date of said instrument, in the presence of this affiant and Miriam Law, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one years and upward of age and that I, R. H. Powell, Jr., the Affiant and Miriam Law, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

R. H. Powell, Jr.
R. H. Powell, Jr.

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 22nd day of August, 1988.

[Signature]
NOTARY PUBLIC



MY COMMISSION EXPIRES:
1-19-91

C2081708
6165/20105



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 23rd day of August, 1988, at o'clock M, and was duly recorded on the August 23, 1988, Book No. 22, Page 171.

BILLY V. COOPER, CHANCERY CLERK BY: *B. Edgar* D.C.

BOOK 22 PAGE 172

CERTIFICATE

I, Alfred Lott, Chancery Clerk of Perry County, Mississippi, do hereby certify that the attached and hereafter following document is a true and correct copy of the Last Will and Testament of Dorothea E. Reasor, deceased, which was admitted to Record and Probate in Perry County, Mississippi, by decree rendered by the Chancery Court of Perry County, Mississippi, on May 29, 1985, in Civil Action No. 04-85-902 on the docket of said Court styled "In the Matter of the Last Will and Testament of Dorothea E. Reasor, Deceased," as the same appears on file and of record in Will Book 5, at page 16A-N, in my office.

WITNESS MY HAND AND OFFICIAL SEAL on this the 19th day of August, A.D. 1988.

Alfred Lott
Chancery Clerk
By: Audrey Lott, DC



84-4674-P.2
LAST WILL AND TESTAMENTOFDOROTHEA E. REASOR

1/PA# 182259

I, DOROTHEA E. REASOR, of Dallas, Texas, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils by me heretofore made.

FIRST: I direct my Executor to pay all my just debts, funeral expenses, and expenses of administration out of the residue of my estate as soon as practicable after my death. All estate and inheritance taxes (including interest and penalties thereon) imposed against my estate by reason of my death shall likewise be paid out of the residue of my estate. I direct that my Executor shall not seek reimbursement for my estate for any part of such taxes as may be imposed because of insurance on my life or property in which I may have an interest as joint tenant.

SECOND: It is my intention by this Will to dispose of all of my Estate, whether real, personal or mixed, and wherever located, including therein all property over which I have a power of appointment reserved to me in and by the provisions of the DOROTHEA E. REASOR TRUST AGREEMENT dated the 19th day of March, 1965, wherein I am "Grantor", and BETTIE J. NEUBERT and GLEN M. NEUBERT are designated "Trustees."

THIRD: I give and bequeath all of my tangible personal property, including my personal belongings and other goods and chattels; in equal shares to such of my children as survive me.

FOURTH: The rest, residue and remainder of my Estate, real and personal, of every kind and nature and wheresoever situated, of which I may die seized or possessed, to which I may be entitled, or over which I may have a power of appointment shall be divided into three (3) equal shares and shall be devised and distributed as follows:

(a) One-third (1/3) share shall be designated and paid directly to my eldest daughter, BETTIE J. NEUBERT;

(b) One-third (1/3) share shall be designated and paid directly to my second daughter, Miss JOY LeROY (formerly Joy L. Driscoll);

(c) One-third (1/3) share shall be designated and paid directly to my youngest daughter, PHYLLIS M. JORDAN.

The decisions of my Executor in carrying out the above distributions in shares shall be final and binding for all purposes, and on all beneficiaries.

Should either PHYLLIS M. JORDAN or BETTIE J. NEUBERT (or both) predecease me leaving descendants who survive me, the share otherwise due her hereunder shall be distributed to her surviving husband, as Trustee, which term when used herein shall include all successors in trust, and shall be held and distributed in accordance with the provisions of Paragraph SIXTH hereunder. In the event that either of said daughters predeceases me leaving no descendants who survive me, one-half (1/2) of the share otherwise due her shall be distributed in fee to her husband, if he survives me, and the other one-half (1/2) (or all of such share if her husband predeceases me) shall be added in equal portions to the shares of my other daughters, to be disposed of as herein provided. The foregoing to the contrary notwithstanding should there be any shares of stock in one or more Corporations included in the shares mentioned herein, which shares of stock at the time of distribution hereunder shall be qualified under the provisions of Sub-Chapter S of the Internal Revenue Code of the United States for federal tax purposes, then in that event said shares of stock shall be paid and delivered in fee simple absolute and free of trust to the issue of the said deceased daughter or if no issue then one-half (1/2) to her husband and one-half (1/2) to my issue per stirpes as the case may be (or all thereof, if said husband shall be not then surviving).

FIFTH: Should Miss JOY LeROY (formerly Joy L. Driscoll) predecease me, such share as would normally be designated and paid directly to her shall be divided equally and added to the shares of my other two daughters, designated and paid in accordance with the provisions of the preceding Paragraph FOURTH.

SIXTH: If the Trustee provisions contained in Paragraph FOURTH become applicable, the Trustee shall receive, retain, manage, and distribute those assets acquired by him pursuant to Paragraph FOURTH hereof, in the event that either PHYLLIS M. JORDAN or BETTIE J. NEUBERT shall predecease me, and hold the share of each of said daughters as a separate share in accordance with the following provisions:

1. With the exception of STEVEN D. JORDAN, who is the eldest son of my youngest daughter, PHYLLIS M. JORDAN, and who is currently a Ward (and so long as he remains so) under the physical and mental care of The State of Colorado, whose share under the terms of this Will shall be limited to One (1) Dollar, the Trustee shall divide the assets received by him into portions for such of the descendants

of my deceased daughter as survive me, the division to be made on the same basis as though such assets had been distributed to such descendants, per stirpes. Such portions shall be held and administered as separate trust funds for the benefit of each descendant.

2. The Trustee, until each beneficiary becomes twenty-one (21) years of age, shall use all or part of the net income of his or her trust for the support, care, welfare, or education of the beneficiary thereof, payments from such net income to be made to such beneficiary or in such other manner as the Trustee deems to be for the best interests of the beneficiary, and any unused income shall be accumulated and added to the principal of such beneficiary's trust. After such beneficiary becomes twenty-one (21) years of age, the Trustee shall pay to him or her, in convenient installments, the entire net income of his or her trust. The Trustee shall distribute to such beneficiary one-third ($1/3$) of the principal of his or her trust upon such beneficiary's attaining the age of thirty-five (35) years; one-half ($1/2$) of the balance remaining when such beneficiary attains the age of forty (40) years shall be distributed to him or her at that time; and the balance remaining when such beneficiary attains the age of forty-five (45) years shall be distributed to him or her at that time. If a descendant of a deceased child of mine dies prior to the time that he or she receives the full amount of his or her trust estate hereunder, the Trustee shall transfer and pay over the property in such beneficiary's trust in accordance with the following order of preference, depending upon the existence and classification of the survivors of such beneficiary as hereinafter listed: (a) to the surviving descendants, per stirpes, of such beneficiary; (b) if none, then in equal portions to the surviving brothers and sisters of such beneficiary, but if any brother or sister of such beneficiary is deceased leaving descendants then surviving, such descendants shall take per stirpes, such descendant's share; (c) if none, then one-half ($1/2$) of such property shall be distributed to the husband of my deceased daughter, if he is then surviving and the other one-half (or all of such property if he is then deceased) shall be added in equal portions to the shares of my other daughters, to be disposed of as herein provided. If any portion shall be distributable to a person for whom a share or portion of the trust estate is then being held hereunder, instead of distributing such portion outright, such portion shall be added to such

share or portion; if any portion shall be distributable to a person for whom no other share or portion of the trust estate is then being held hereunder, and if such person is under twenty-one (21) years of age, the interest of such person shall be vested in him or her, but distribution thereof shall be postponed until such person becomes twenty-one (21) years of age, and in the meantime only so much of the net income or principal of his or her trust shall be paid to him or her as in the Trustee's opinion is necessary to provide for his or her support, care, welfare, or education, the balance of such income being added to principal and invested as a part thereof.

3. In the event that at the time of the allotment thereof any beneficiary for whom a trust is established under the provisions hereof has attained any of the ages set forth for distribution to him or her of all or a portion of the principal thereof, and in the event that such provisions designate more than one age for distribution, then as soon as conveniently possible after such allotment the Trustee shall distribute to such beneficiary one-third (1/3) of the principal of his or her trust; the next distribution to said beneficiary shall be made at whichever is later of the attainment of the age for the second distribution due such beneficiary as provided for by Sub-Paragraph 2 above or three years after the first distribution to such beneficiary, at which time one-half (1/2) of the then balance of such beneficiary's share shall be distributed to him or her; and the final distribution to such beneficiary shall be made at whichever is later of the attainment of the age for the third distribution due such beneficiary as provided for by said Sub-Paragraph or six years after the first distribution at which time the balance of such beneficiary's share shall be distributed to him or her, and the trust estate shall terminate.

4. If for any reason the surviving husband of my deceased daughter whose share is being administered as a separate trust hereunder is unwilling or unable to serve as Trustee, I designate and appoint as a substitute or successor trustee one of the following persons in the order of priority named, to serve under the same terms and conditions as herein set forth for the initial trustee:

GLEN M. NEUBERT,
 BETTIE J. NEUBERT,
 BOBBIE JEANNE NEUBERT, or
 REPUBLICBANK OF DALLAS

5. The Trustee acting hereunder shall also have such powers as shall be set forth hereinafter for trustees generally.

SEVENTH: Any trustee acting for a trust established under this my Will shall be governed by the following administrative provisions and have the following powers:

1. Irrespective of anything hereinabove contained to the contrary, if any trust established hereby is or becomes of a value less than \$10,000, it shall thereupon vest in and be distributed to the person then entitled to receive the net income therefrom, except that, should the beneficiary of such a trust be under twenty-five (25) years of age, distribution thereof shall be withheld until the beneficiary attains such age; provided, however, that no distribution under this Sub-Paragraph shall be made within one year of any other distribution of principal made to the beneficiary pursuant to the provisions of Sub-Paragraphs 2 or 3 of SIXTH hereof.

2. No trust established hereby shall be retained in trust for more than twenty-one (21) years after the death of the last survivor of the beneficiaries thereof who are in being at the date of my death and if at the expiration of such twenty-one (21) year period any part of the principal or net income of a trust shall be retained in trust, such trust shall thereupon vest in and be distributed to the persons then entitled to receive the net income therefrom.

3. While a beneficiary is under a legal disability or in the Trustee's opinion is in any way incapacitated so as to be unable to manage his or her affairs, the Trustee may make any payments of income or principal due or payable to such beneficiary by making them directly to him or her or to such other person or in such other manner as the Trustee deems to be in the best interests of the beneficiary.

4. No payment to any beneficiary hereunder shall be anticipated, pledged or hypothecated by such beneficiary nor shall any portion of either income or principal be taken for any obligation of such beneficiary or be liable to be seized upon execution, attachment or any legal or equitable process whatsoever.

5. Upon the death of any beneficiary, any current income accrued or collected but not distributed which would have been payable to such beneficiary had he or she continued to live shall be paid as income to the next beneficiary succeeding in interest unless otherwise specified.

6. For convenience in division and investment only, the Trustee is authorized to hold the several shares of the trust estates as a common fund, dividing the income proportionately among them, to assign undivided interests to the several shares and portions and to make joint investment of the funds belonging to them.

7. The Trustee may make any division or distribution of principal under the provisions hereof in kind, and the judgment of the Trustee as to what shall constitute a proper division or distribution and his valuation and selection of any property hereunder divided or distributed shall be binding on all persons.

8. The Trustee shall hold, manage, care for, and protect the trust estates and may invest and reinvest any part thereof in bonds, stocks, common trust funds, mutual investment funds, notes, debentures, mortgages, or other property of any kind, real or personal, and shall not be restricted to the investments for Trustees determined by any law or statute. The Trustee is fully authorized to retain until such time as he deems their disposition advisable any assets received by him from me at the time of my death, regardless of the lack of diversification thereof. The Trustee shall have full power to sell, exchange, mortgage, lease and convey any and all of said trust property and any reinvestment thereof, from time to time, for such prices and upon such terms as the Trustee shall determine, including a lease term extending beyond the date for termination of the trust estates; to exercise or dispose of all or any portion of any stock options in said trust; to raise and borrow money for the purpose of furthering or protecting the interests of the trust estates, and to secure the repayment of moneys so raised and borrowed, and of interest thereon, by pledging or otherwise charging any or all of the securities of the trust estates; to adjust, compromise and settle any claims for or against the trust estates; to pay out of income or principal, in the Trustee's discretion, all taxes, assessments, interest, charges, costs of the administration of these trusts, and all expenses incurred for the preservation, maintenance or protection of the trust estates, including reasonable compensation for the services of the Trustee; to hold trust assets in the name of a nominee; to determine, in his discretion, how premiums and discounts in connection with securities shall be treated in the trust accounting, regardless of any rule concerning amortization, and how all receipts and disbursements shall be credited, charged, or apportioned as between principal and income; and, in

general, to do and perform all acts which the Trustee may deem proper for the carrying out of the purposes of those trusts.

9. No purchaser or other person dealing with the Trustee shall be obliged to see to the application of money paid to the Trustee or be privileged or required to inquire into the necessity or expediency of any act of the Trustee.

10. The Trustee shall have the right to retain such agents, attorneys, custodians, and investment counselors as he deems necessary to assist in the management and administration of the trust estates, any expenses in connection with which shall be borne by the trust estates in such manner as the Trustee determines.

11. The Trustee may establish out of income and credit to principal reasonable reserves for depreciation and may make reasonable provisions and adjustments for depletion.

12. The Trustee shall have full power and authority to improve, manage, protect, subdivide, sell, purchase, lease, mortgage, pledge, or otherwise encumber any real estate from time to time forming a part of the trust estates, upon such terms and conditions as he may see fit, including a lease term extending beyond the termination of the trust estates, with full power to amend, change or modify leases and the terms and provisions thereof, and to grant options to lease, renew leases, or purchase the whole or any part of the reversion, to partition or exchange the reversion, to partition or exchange such property, grant easements or charges of any kind, to release, convey or assign any right, title or interest in or about any easement appurtenant to such property, or any part thereof, to improve or remodel, alter, repair, add to or take from buildings on such premises, and to deal with property and every part thereof in all other ways and for such other considerations as it would be lawful for the owner thereof to do, whether similar to or different from the ways above specified, at any time or times hereafter.

13. The Trustee shall have full power and authority to develop, operate, pool, unitize, grant production payments out of, and lease, purchase, acquire and dispose of, mineral, oil, gas, and coal properties and rights of every kind and nature, and, in general, to engage actively in oil, gas, coal, and other mining business, in such manner and upon such terms and conditions as the Trustee sees fit.

14. The Trustee may resign and be discharged of the trusts created

hereby by executing an instrument in writing resigning such trusts, specifying the date when such resignation shall take effect, and mailing the same to any beneficiaries then entitled to income and who are living, have attained the age of twenty-one (21) years, and are not under legal disability, at least thirty (30) days before such resignation is to take effect; should there be no such beneficiaries, then such instrument shall be mailed in the same manner to the legal representatives of the persons or estates of the beneficiaries who are then entitled to income from the trust estates. Such resignation so mailed shall take effect on the day specified in such instrument, unless previously a successor Trustee shall take office or be appointed, as herein provided, in which event such resignation shall take effect immediately upon the assumption of office or the appointment of such successor.

15. Any successor Trustee appointed in connection with the provisions hereof shall have all the powers and shall hold the same estate as the Trustee herein first named (without the necessity of conveyance) and shall have all of the duties, rights, discretions, and authorities which are imposed upon such Trustee.

16. A majority in interest of the adult and otherwise legally competent beneficiaries then entitled to receive income hereunder may, without liability to any present or future beneficiary of the trust estates, approve the accounts of and give a full and complete release and discharge to any resigned Trustee hereunder. No successor Trustee shall be liable or responsible for any acts or defaults of any predecessor Trustee or for any losses or expenses resulting from or occasioned by anything done or neglected to be done in the administration of the trust estates prior to his or its becoming a Trustee, nor be required to inquire into or take any notice of the prior administration of the trust estates. Any successor Trustee, with the written approval of a majority of the adult and otherwise legally competent beneficiaries then entitled to receive income hereunder, or, in the absence thereof, with the written approval of the legal representatives or other persons having custody of the minor beneficiaries, shall accept, without examination or review, the accounts rendered and the property delivered by or for a predecessor Trustee, without incurring any liability or responsibility for so doing.

17. The Trustee is hereby authorized (a) to consolidate the trust estates hereunder with any other trust estate or estates established or created by me or my deceased husband, GERALD L. REASOR, insofar as may be practicable,

(b) to administer and invest any such trust estate or estates as one or more common funds in which two or more trust estates shall have undivided interests, and (c) to receive any additional property which may from time to time be transferred, assigned, conveyed, devised or bequeathed to him from any source whatsoever.

18. No Trustee hereunder shall be liable for involuntary losses to the trust estates or for any loss or damage thereto except such as may be caused by his or its own willful and corrupt misconduct.

19. If the corporate Trustee at any time acting hereunder shall be merged or consolidated with or shall sell or transfer substantially all of its assets and business to another corporation, or shall be in any manner reorganized or reincorporated, then the corporation resulting therefrom or the corporation to which sale or transfer shall be made shall thereupon become the corporate Trustee hereunder without the execution of any instrument and without any further act on the part of any Trustee or beneficiary hereunder.

20. No Trustee named in this Will shall be required to furnish bond or other security, nor shall any successor or substitute Trustee appointed herein be required to furnish bond. Any Trustee serving hereunder shall receive fair, reasonable and customary compensation from income and/or corpus commensurate with the duties and responsibilities involved. Any and all Trustees shall be entitled to reimbursement for all reasonable and necessary expenses incurred while so serving.

EIGHTH: I appoint GLEN M. NEUBERT as the Independent Executor of my Estate. Should he be unable or unwilling to serve as such for any reason, or having qualified be unable for any reason to complete such service, then I appoint my daughter, BETTIE J. NEUBERT, as his substitute or successor. If for any reason neither of said persons is able or willing to serve or complete such service, then I appoint my grand-daughter, BOBBIE JEANNE NEUBERT as her substitute or successor; should she be unable or unwilling to serve or complete such service, then I appoint REPUBLICBANK OF DALLAS, Dallas, Texas, as the substitute or successor, as the case may be. I direct that no bond or other security of any kind shall be required of any of the aforesaid. It is my further will that no other action shall be had in the County or Probate Court in the administration of my Estate than to probate and record this Will, to make and return the statutory inventory and appraisal and to file a list of claims due my Estate at the time

of my death. In the event that ancillary probate administration is necessary in my Estate, I name and appoint as ancillary Executor the person or corporate fiduciary named above who is serving as an Executor of this Will, or if such Executor is for any reason unwilling or unable to serve, I name and appoint as ancillary Executor such person or corporate fiduciary as is named by the individual Executor serving hereunder or by the Senior Trust Officer in charge of the Trust Department of REPUBLICBANK OF DALLAS, Dallas, Texas, if such Bank is serving as Executor. No surety or bond shall be required of the ancillary Executor. Such ancillary Executor shall have all the powers and authorities granted above to my Executor and shall act as Independent Executor without bond, insofar as applicable local law shall permit. I further authorize and empower my Executor to do the following:

1. To sell all or any part of my real or personal estate for the payment of debts, or for any other reason, without order of Court, at public or private sale, and for such prices and upon such terms as my Executor shall determine; to borrow money, to change investment; to hold shares of stock or other securities or assets in the name of a nominee; and in my Executor's sole discretion to pay any part or all of the taxes, interest or penalties for such periods and for period for which joint returns were filed prior to my death; to claim expenses as either an income or an estate tax deduction when an election is permitted by law, in connection with which no adjustment shall be made between income and principal; to settle and compound any claim either in favor of or against my Estate; and to execute and deliver all good and sufficient deeds, bills of sale, instruments of transfer and any and all other writings necessary or proper to carry out any of the foregoing powers. I direct that the receipt of my Executor for the purchase money or proceeds of any property so sold shall be a full discharge to the person paying the same.

2. To select property to be distributed in satisfaction of any devise or bequest provided for herein without respect to the income tax basis of such property and my Executor is specifically excused from any duty of impartiality with respect to the income tax basis of such property.

3. To make distributions in a manner which will result in the property to be sold to satisfy obligations of my estate, or any devise or bequest, having an aggregate income tax basis as close as possible to its aggregate fair market value and, to the extent consistent with this primary objective, do so in a manner which will result in maximizing the increase in basis for Federal and

State death taxes attributable to appreciation.

Any and all decisions made and actions taken by my Executor pursuant to the aforesaid powers shall be final and binding on all persons and for all purposes.

TENTH: In this Will and in the establishment and administration of any and all trusts created pursuant to its provisions, and in connection with the construction of its provisions, the following shall obtain:

1. Unless clearly specified to the contrary, the word "Trustee" as used herein shall embrace both the singular and the plural and shall include any and all trustees acting hereunder.

2. The word "child" and the word "children" shall each embrace both the singular and the plural and shall also include an adopted child or adopted children.

3. The word "descendant" and the word "descendants" shall each embrace both the singular and the plural and shall include any one adopted into the line of descent as well as descendants by blood. The word "issue" shall mean "descendant" or "descendants" as the case may be.

4. Generally, all pronouns or nouns used in the singular or masculine shall apply to the plural, feminine or neuter use thereof in all cases where applicable; and all pronouns or nouns used in the plural, feminine or neuter shall apply in the singular or masculine in all cases where applicable. The terms "husband" and "wife" shall be construed to include the meaning "widower" and "widow", respectively, where the context permits.

5. A person shall be deemed to have survived or be living at the time of the decease of another person or at the time of the occurrence of a specified event if at that time such person was en ventre sa mere and survives birth.

6. The word "property" and the word "assets" as used herein shall be construed to include money.

7. The word "corpus" as used herein in referring to distributions of or from any trust shall include principal and accumulations to principal.

8. In taking any action hereunder, my Executor and Trustee shall be bound by those principals of equity which are the foundation of fiduciary capacity and insofar as practicable shall make all distributions and divisions on an equitable basis, taking into account the fair market value of the various items of property on the date or dates of distribution or division.

THIS I MAKE AND PUBLISH as my Last Will and Testament, hereunto signing and subscribing my name this 25th day of July, 1983, to each and every page hereof in the presence of the witnesses named below, each of whom attest the same at my request.

Dorothea Reasor
 DOROTHEA E. REASOR, Testatrix

The foregoing instrument was now here published as her Last Will and Testament, and signed and subscribed by DOROTHEA E. REASOR, Testatrix, in our presence; and we, at her request, in her presence, and in the presence of each other, sign and subscribe our names thereto as attesting witnesses.

Jeanne R. Schenck
 Address: 13124 Kerr Trail
 City & State: Dallas, TX

Paul S. Miller
 Address: 9524 Aldwick
 City & State: Dallas, Tx. 75238

Virginia S. Miller
 Address: 9524 Aldwick
 City & State: Dallas, Tx 75238

STATE OF TEXAS)
COUNTY OF DALLAS)

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

Dorothea Reasor
DOROTHEA E. REASOR, Testatrix

Jeanne R. Schenck
Witness

Paul S. Miller
Witness

Virginia D. Miller
Witness

SUBSCRIBED AND ACKNOWLEDGED BEFORE ME, by the said DOROTHEA E. REASOR, and subscribed and sworn to before me by the said Jeanne R. Schenck, PAUL S. MILLER and Virginia D. Miller, witnesses, this the 25th day of July, 1983.

W. H. Schenck
Notary Public in and for
Dallas County, Texas

My Commission Expires:

3-1-85

INDEXED
DEC 7 2:45
W. H. Schenck

Page 13.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 26th day of August, 1988, at o'clock M., and was duly recorded on the August 26, 1988, Book No. 22, Page 172.

BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

#28-986

LAST WILL AND TESTAMENT

OF

AUDREY M. SYMON

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

STATE OF ALABAMA :
:
MARENGO COUNTY :

KNOW ALL MEN BY THESE PRESENTS: That I, Audrey M. Symon, of Demopolis, Marengo County, Alabama, over the age of twenty-one years, 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 by me heretofore made.

ITEM FIRST

I direct that all my just debts and funeral expenses be paid as soon after my decease as practicable.

ITEM SECOND

I give, devise and bequeath all of my property, real, personal and mixed, to my husband, Robert Symon, to have and to hold as his property in fee simple absolute; PROVIDED HOWEVER, that in the event of the re-marriage of my said husband, all my said properties, or properties owned jointly by me with my said husband, Robert Symon, which shall remain intact, I give, devise and bequeath unto my children, Robert L. Symon, Ronnie L. Symon and Thomas Glenn Symon and unto my said husband, Robert Symon, share and share alike, per stirpes and not per capita.

ITEM THIRD

In the event, and only in the event that my said husband, Robert Symon, should predecease me or die as the result of a common disaster with me, then and in that event, I give, devise and bequeath all my properties of which I may die seized and possessed, unto my children, Robert L. Symon, Ronnie L. Symon and Thomas Glenn Symon, to share and share alike, per stirpes and not per capita.

ITEM FOURTH

If my two sons Robert L. Symon and Ronnie L. Symon shall

both be over the age of twenty-one years at the time of my decease under circumstances as set out in ITEM THIRD above, then I nominate and appoint them to be joint Testamentary Guardians of my son Thomas Glenn Symon, if he shall not have attained majority, and having full faith and confidence that my said sons will adequately care for my minor son I direct that they be allowed to use their discretion in so doing or utilization of my estate.

In the event that my son Ronnie L. Symon shall not have attained majority at my decease under circumstances set out in ITEM THIRD above, then my said son Robert L. Symon shall act singly until such time as my said son Ronnie L. Symon shall have attained majority, with full power as above stated.

ITEM FIFTH

I hereby nominate, constitute and appoint my said husband, Robert Symon, to be sole Executor of this my Last Will and Testament, to serve without bond, and I direct that he shall not be required to file any inventory or other accounting of my estate in any Court whatsoever. In the event that my said husband should predecease me or die as the result of a common disaster with me, as aforesaid, then I nominate, constitute and appoint my said sons, Robert L. Symon and Ronnie L. Symon, or either of them if one shall be disqualified, to serve as joint Executors or Executor, until such time as such disqualification is removed, to serve without bond; and I direct that they or he shall not be required to file any inventory or other accounting of my estate in any Court whatsoever.

IN TESTIMONY WHEREOF, I, the said Audrey M. Symon, have hereunto set my hand and seal, declaring this to be my Last Will and Testament, this the 27 day of Oct., A. D., 1965.

Audrey M. Symon (SEAL)

The foregoing instrument was subscribed by the above named testator, sealed, published and declared to be her Last Will and

RECEIVED

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Testament, in the presence of us and each of us, who thereupon, at her request, in her presence, and in the presence of each other, have hereunto subscribed our names as attesting witnesses on the day the same bears date.

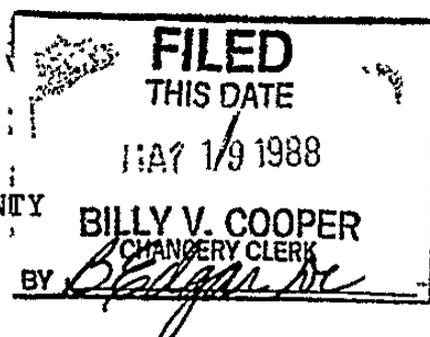
Paris D. Rice

Sylvia V. Malone



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 6th day of May, 1988, at o'clock M., and was duly recorded on the August 26, 1988, Book No. 22, Page 188.
BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI



IN THE MATTER OF THE ESTATE
OF AUDREY M. SYMON, DECEASED

CIVIL ACTION NO. 28-986

PROOF OF WILL

IN THE MATTER of a certain instrument of writing purporting to be the Last Will and Testament of Audrey M. Symon, deceased, late of Madison County, Mississippi, a former resident of Marengo County, Alabama, dated October 27, 1965, having a fixed place of residence in the State of Mississippi, and owning personal property in Madison County, Mississippi.

PERSONALLY APPEARED BEFORE ME, a Notary Public in and for Marengo County, Alabama, Doris P. Pace, one of the subscribing witnesses to the said Last Will and Testament of Audrey M. Symon, dated October 27, 1965, and shown as such subscribing witness on the annexed instrument of writing, purporting to be a certified photostatic copy of the said Will dated October 27, 1965 of Audrey M. Symon, deceased, late of Madison County, Mississippi, and a former resident of Marengo County, Alabama, who having been first duly sworn, says that the said Audrey M. Symon signed, published and declared the original of said instrument as her Last Will and Testament on the 27th day of October, 1965, the day of the date of the original of said instrument, in the presence of this Deponent, and in the presence of Sylvia Malone, the other subscribing witness thereto; that the said Testatrix was then of sound and disposing mind and memory, was more than twenty-one years of age, and that this Deponent and Sylvia Malone, the other subscribing witness, subscribed and attested the original of said instrument as witnesses to the signature and publication thereof, at the special instance and in the presence of the Testatrix, and in

the presence of each other, on the day and year of the date thereof.

Doris P. Pace

DORIS P. PACE

SWORN TO AND SUBSCRIBED BEFORE ME, this the 10th day of MAY, 1988.

Woodford W. D...
NOTARY PUBLIC

MY COMMISSION EXPIRES:
8/15/1991



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 19th day of May, 1988, at — o'clock — M., and was duly recorded on the August 26, 1988, Book No. 22, Page 189.

BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

Last will and Testament

FILED

THIS DATE

AUG 30 1988

2900

BILLY V. COOPER
CHANCERY CLERK

BY

Cooper

I, D. Jane Spaight, a resident of 403 Spike Ridge, Deerfield Golf and Country Club, Madison County, Mississippi, being over the age of 21 years, of sound mind and completely without influence or duress, do hereby make publish and declare this to be my last will and testament. Hereby revoking all wills and Codicils, if any there be, heretofore made by me.

1. I direct my executor to pay all of my just debts and taxes due against my estate, and all funeral expenses. Said funeral expenses are to be kept to a minimum. Nothing fancy. I desire only a graveside prayer. These debts, taxes and funeral expense to be paid as soon after my death as possible.
2. If, my friend, partner and companion, Louise Payne, survives me, I give, devise and bequeath to her all my worldly goods, including the house, lot, and contents. Everything is to stay the same, as is, for Louise (Lou's) Payne's use and control for as long as she lives.
3. All the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind

And Nature and wheresoever situated, including lapsed legacies and bequests; of which I shall die seized or possessed or to which I shall be entitled at the time of my death or over which I shall have any power of Appointment, I leave to Louise (Lou) Payne, for her sole use and exclusive Control for as long as she lives.

4. upon the death of Louise (Lou) Payne, or if Lou and I die at the same time, a joint will made by each of us and together will become the legal will and testament under which our personal, mixed and joint property and assets of whatsoever kind and nature and wheresoever situated, including lapsed legacies and bequests; of which we shall die seized or possessed or to which we shall be entitled at the time of our deaths or over which we shall have any power of appointment.

5. I hereby nominate, appoint and constitute Louise (Lou) Payne as executrix of this my last will and testament - my executrix shall have full and plenary power and authority to do and perform any act deemed by her to be for the best interest of the estate, without any limitation whatsoever, and without surety

Page 3 - Last will & Testament of Jane Speights

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bond.

In witness whereof I have hereunder signed my name on this the 18th day of March, 1988.

Jane Speights

WITNESSES:

Joan P. White 580 S. Deerfield Dr. Canton, Ms.
J. P. Edge 580 S. Deerfield Dr Canton, Ms

State of Mississippi
Madison, County

Attestation Clause

We, each of the subscribing witnesses to the last will and testament of Jane Speights, do hereby certify that said instrument was signed by said Jane Speights declared the same to be her last will and testament in the presence of each other and us, and that we each signed as subscribing witnesses to said will at the request of Jane Speights, in her presence and in the presence of each other.

Witness our signature on this 18th day of March, 1988.

Joan P. White
J. P. Edge
WITNESSES



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30 day of August, 1988, at _____ o'clock _____ M., and was duly recorded on the August 30, 1988, Book No. 22, Page 191.

BILLY V. COOPER, CHANCERY CLERK

BY:

Bedgar

D.C.

FILED
THIS DATE

AUG 30 1988

BILLY V. COOPER
CHANCERY CLERK

BY B. Edgar

BOOK 22 PAGE 194

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: ESTATE OF D. JANE SPEIGHTS

NO. 29-202

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

This day personally appeared before me, Mrs Susan Mahry, a Notary Public, JOAN P. WHITE, one of the subscribing witnesses to a certain instrument of writing, purporting to be the last will and testament of D. Jane Speights, deceased, late of the County of Madison, Mississippi, who having been first duly sworn, makes oath that the said D. Jane Speights signed, published and declared said instrument as her last will and testament, on the 18th day of March, 1988, the day of the date of said instrument, in the presence of this affiant and Mary Ann Edge, the other subscribing witness to said instrument; that said testator was then of sound and disposing mind and memory, and twenty-one years and upwards of age; and she, the said affiant, Joan P. White, subscribed and attested said instrument as a witness to the signature and publication thereof, at the special instance and request, and in the presence of the said testator, and in the presence of each other.

Joan P. White
JOAN P. WHITE

SWORN TO AND SUBSCRIBED before me, on this the 17th day of August, 1988.

Mrs Susan L. Mahry
NOTARY PUBLIC

My Commission Expires:
My Commission Expires May 5, 1990
My Commission Expires May 5, 1990



STATE OF MISSISSIPPI, County of Madison.
I certify, that the within instrument was filed for record in my office this 30 day of August, 1988, at _____ o'clock _____ M., and was duly recorded on the August 30, 1988, Book No 22, Page 194.
BILLY V. COOPER, CHANCERY CLERK BY: B. Edgar D.C.

FILED
THIS DATE
AUG 30 1988
BILLY V COOPER
MISSISSIPPI CHANCERY CLERK
BY Baldwin

BOOK 22 PAGE 195

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: ESTATE OF D. JANE SPEIGHTS

NO. 29-202

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

This day personally appeared before me, Mrs Susan Mabry, a Notary Public, MARY ANN EDGE, one of the subscribing witnesses to a certain instrument of writing, purporting to be the last will and testament of D. Jane Speights, deceased, lat of the County of Madison, Mississippi, who having been first duly sworn, makes oath that the said D. Jane Speights signed, published and declared said instrument as her last will and testament, on the 18th day of March, 1988, the day of the date of said instrument, in the presence of this affiant and Joan P. White, the other subscribing witness to said instrument; that said testator was then of sound and disposing mind and memory, and twenty-one years and upwards of age; and she, the said affiant, Mary Ann Edge, subscribed and attested said instrument as a witness to the signature and publication thereof, at the special instance and request, and in the presence of the said testator, and in the presence of each other.

Mary Ann Edge
MARY ANN EDGE

SWORN TO AND SUBSCRIBED before me, on this the 17 day of August, 1988.

Mrs Susan L. Mabry
NOTARY PUBLIC

My Commission Expires:
My Commission Expires May 5, 1991



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30 day of August, 1988, at o'clock M., and was duly recorded on the August 30, 1988, Book No. 22, Page 195.

BILLY V. COOPER, CHANCERY CLERK BY Baldwin D.C.