

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF JOHN NELSON BOWEN, DECEASED

CIVIL ACTION FILE NO. 30-989

FILED THIS DATE AUG 02 1991 BILLY V. COOPER CHANCERY CLERK BY Connie Guthrie

PROOF OF WILL

STATE OF Mississippi COUNTY OF Madison

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, RANDY ROBINSON, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of John Nelson Bowen, who, being duly sworn, deposed and said that the said John Nelson Bowen signed, published and declared said instrument as his Last Will and Testament on the 9th day of July, 1982, the day of the date of said instrument, in the presence of this deponent, and in the presence of Bobby Courts, the other subscribing witness, and he in our presence, and that said Testator was then of sound and disposing mind and memory, and more than twenty-one years of age, and having his usual place of abode in Madison County, Mississippi, and this deponent and Randy Robinson 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 the said Testator and in the presence of each other, on the day and year of the date of said instrument.

Randy Robinson RANDY ROBINSON

SWORN TO AND SUBSCRIBED before me this 12th day of July, 1991.

Wanda Bunn Notary Public



My Commission Expires: My Commission Expires December 18, 1995



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 2nd day of August, 1991, at o'clock M, and was duly recorded on the August 2, 1991, Book No 24, Page 400.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

LAST WILL & TESTAMENT OF JOHN NELSON BOWEN

I, John Nelson Bowen of Pickens, Ms., being an adult of sound and disposing mind and memory, do hereby make, declare and publish this last will and testament.

1. I direct that all expenses of my funeral and all my just debts first be paid out of my estate.

2. Unto my wife, Gladys H. Bowen, I give, devise and bequeath my land, being 26 acres more or less of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$, the northern half, Section 15, Township 11, Range 3 East, and house in Madison County and all other property of every kind and description wheresoever situated that I may own at my death and any money that I possess at my death.

3. If my wife, Gladys H. Bowen, should precede me in death, I will to my granddaughter, Virginia Ann Bowen, ^{and furniture} my house and 8 acres of land on the west side of Highway 51 adjacent to the house. To my son John Paul Bowen and my stepson Jimmie C. Horne, Share & Share Alike, I give, devise and bequeath the remainder of my land. Unto my son John Paul Bowen, my stepson Jimmie C. Horne, and my granddaughter Virginia Ann Bowen, Share & Share Alike, I give, devise and bequeath all other property of every kind and description wheresoever situated that I may own at my death, and any money that I possess at my death.

I hereby nominate and appoint my son John Paul Bowen and my stepson Jimmie C. Horne as joint-executors of my will and estate and I direct that no bond be required of them and that they not be required to file any inventory or make any accounting to any court.

Dated 7-9-82

John Nelson Bowen
John Nelson Bowen

Witnesses Sobby Courts
Jimmie Bowen
Randy Robinson

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JOHN NELSON BOWEN, DECEASED

CIVIL ACTION
FILE NO. 30-989

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF HOLMES

FILED
THIS DATE
Aug 2 1991
BILLY V. COOPER
CHANCERY CLERK

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, BOBBY COURTS, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of John Nelson Bowen, who, being duly sworn, deposed and said that the said John Nelson Bowen signed, published and declared said instrument as his Last Will and Testament on the 9th day of July, 1982, the day of the date of said instrument, in the presence of this deponent, and in the presence of Randy Robinson, the other subscribing witness, and he in our presence, and that said Testator was then of sound and disposing mind and memory, and more than twenty-one years of age, and having his usual place of abode in Madison County, Mississippi, and this deponent and Randy Robinson 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 the said Testator and in the presence of each other, on the day and year of the date of said instrument.

Bobby Courts
BOBBY COURTS

SWORN TO AND SUBSCRIBED before me this 10 day of

JULY, 1991.

Barbara P. Edwards
Notary Public

My Commission Expires:
11/23/94



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 2ND day of August, 1991, at o'clock M, and was duly recorded on the August 2, 1991, Book No. 24, Page 402.

BILLY V. COOPER, CHANCERY CLERK BY: *Connie Gethrie* D.C.

LAST WILL & TESTAMENT OF JOHN NELSON BOWEN

I, John Nelson Bowen of Pickens, Ms., being an adult of sound and disposing mind and memory, do hereby make, declare and publish this last will and testament.

1. I direct that all expenses of my funeral and all my just debts first be paid out of my estate.

2. Unto my wife, Gladys H. Bowen, I give, devise and bequeath my land, being 26 acres more or less of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$, the northern half, Section 15, Township 11, Range 3 East, and house in Madison County and all other property of every kind and description wheresoever situated that I may own at my death and any money that I possess at my death.

3. If my wife, Gladys H. Bowen, should precede me in death, I will to my granddaughter, Virginia Ann Bowen, my house ^{and furniture} and 8 acres of land on the west side of Highway 51 adjacent to the house. To my son John Paul Bowen and my stepson Jimmie C. Horne, Share & Share Alike, I give, devise and bequeath the remainder of my land. Unto my son John Paul Bowen, my stepson Jimmie C. Horne, and my granddaughter Virginia Ann Bowen, Share & Share Alike, I give, devise and bequeath all other property of every kind and description wheresoever situated that I may own at my death, and any money that I possess at my death.

I hereby nominate and appoint my son John Paul Bowen and my stepson Jimmie C. Horne as joint-executors of my will and estate and I direct that no bond be required of them and that they not be required to file any inventory or make any accounting to any court.

Dated 2-9-82

John Nelson Bowen
John Nelson Bowen

Witnesses

Sobby Covert
Priscilla Brown
Randy Robinson

31-015

FILED
THIS DATE
AUG 09 1991
BILLY V. COOPER
CHANCERY CLERK
Connie Sutherland

Last Will and Testament

OF

JOSEPHINE B. SUTHERLAND

I, JOSEPHINE B. SUTHERLAND, maintaining my domicile and fixed place of residence in the City of Canton, Madison County, Mississippi, and being over the age of twenty-one (21) years and of sound mind and disposing memory, do hereby make, publish, constitute and declare this to be my Last Will and Testament hereby expressly revoking all wills and codicils heretofore made by me.

I

I hereby nominate and appoint my husband, DANIEL C. SUTHERLAND, as Executor of this Will and direct that he serve as such without bond or accounting to any Court.

II

I hereby will, devise, and bequeath all of my property, real, personal, and mixed, wheresoever situated unto my husband, DANIEL C. SUTHERLAND, to have and to hold absolutely and forever.

WITNESS MY SIGNATURE on the 3rd day of October, 1975.

Josephine B Sutherland
Josephine B. Sutherland - TESTATRIX

ATTESTING WITNESSES:

R L Goya

Dianne Holmes



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 9th day of August, 1991, at 7 o'clock — M., and was duly recorded on the August 9, 1991, Book No. 24, Page 404.

BILLY V. COOPER, CHANCERY CLERK . BY: Connie Sutherland D.C.

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of JOSEPHINE B. SUTHERLAND, do hereby certify that said instrument was signed by said JOSEPHINE B. SUTHERLAND, in our presence and in the presence of each of us, and that said JOSEPHINE B. SUTHERLAND, 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 said Will at the request of JOSEPHINE B. SUTHERLAND, in her presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 3rd day of October, 1975.

R. L. Loya
Dianne Holmes

ATTESTING WITNESSES

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
AUG 9 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

IN THE MATTER OF THE ESTATE
OF
JOSEPHINE B. SUTHERLAND, DECEASED

CIVIL ACTION FILE
NO. 31-015

PROOF OF WILL

STATE OF MISSISSIPPI
MADISON COUNTY

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

That affiant, R. L. Goza, was one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Josephine B. Sutherland, and affiant states that the said Josephine B. Sutherland signed, published and declared said instrument as her Last Will and Testament on the 3rd day of October, 1975, the date of said instrument, in the presence of this deponent and in the presence of Dianne Holmes, the other subscribing witness thereto, and that said Testatrix was then of sound and disposing mind and memory and more than twenty-one years of age, and this deponent and Dianne Holmes subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance of said Testatrix and in the presence of said Testatrix and in the presence of each other on the day and year of the date of said instrument.

R. L. Goza
R. L. Goza

SWORN to and subscribed before me, this the 9th day of August, 1991.

Elvis R. Fancher
Notary Public

(SEAL)
My commission expires: November 14, 1991



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 9th day of August, 1991, at _____ o'clock — M., and was duly recorded on the August 9, 1991, Book No 24, Page 406

BILLY V. COOPER, CHANCERY CLERK BY: *Connie Guthrie* D.C.

31-031

Last Will and Testament

LAST WILL AND TESTAMENT OF
ALFRED BERKELEY DAVIS

FILED
THIS DATE
AUG 16 1991
BILLY V. COOPER
CHANCERY CLERK
BY <i>Connie Guthrie</i>

I, ALFRED BERKELEY DAVIS, of Madison County, Mississippi, being over twenty-one years of age and of sound and disposing mind and memory, and not being unduly influenced by any person, do hereby make, declare and publish this my Last Will and Testament, revoking any and all wills or codicils of whatever kind and nature, which I may have made heretofore.

WITNESSETH:

ITEM I

I hereby name, nominate, constitute and appoint my friend, JEFFREY BARBER, who is also an attorney at law and has no personal interest in my estate, as the Executor of this my Last Will and Testament.

ITEM II

I hereby direct that all of my just and legal debts be paid by my Executor and that I be buried in a manner becoming to my station in life. I expressly acknowledge the following outstanding debts.

- a. To my brothers Lee Davis and George Davis and my sister Helen Morrison, I owe Twenty-four Thousand Dollars (\$24,000.00), including interest;
- b. To my brother Lee Davis, I owe Six Thousand Dollars, interest having been waived;

At the present time I am making arrangements to pay the above mentioned debts from my personal assets, but in the event of my untimely death before paying said debts, it is my desire that my Executor pay same upon probate, or pay any unpaid balance owing at the time of my death.

ITEM III

I hereby direct that my Executor, JEFFREY BARBER, be allowed to act without bond; and I do, furthermore, hereby expressly relieve



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 16th day of August, 1991, at — o'clock — M, and was duly recorded on the August 16, 1991, Book No. 24, Page 410

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie DC

him of the necessity of making an inventory or appraisal of my estate or accounting to any Court, except as otherwise may be required by the Court.

ITEM IV

After the payment of my just and legal debts and the expenses of my last illness and burial, I do hereby give and bequeath to my four children (Donald Berkeley Davis, Kevin Douglas Davis, Robert Jeffrey Davis and Sally Elizabeth Davis) the following antiques which I inherited from my mother: a) antique bed; b) antique sofa; c) antique round marble top table; and d) antique commode and rocking chair. If my four children cannot agree on distribution of the four units (a, b, c and d) of antiques, then the four units shall be distributed between my four children by lot; in addition to the above bequests, I give and bequeath to my four children the following items of my personal property:

- a. 1986 Chevrolet automobile
- b. computer and accessories, including printer
- c. Centuriun Lemans Bicycle
- d. television, camcorder, audio equipment, VCR and stereo equipment
- e. all other furnishings in my apartment at 1802 Van Mark Apartments, Madison County, Mississippi, including my recliner.

It is my desire that my children agree on disbursement of the above personal items; if they cannot agree on disbursement among themselves, then it is my desire that items listed above (excluding antiques previously mentioned) be appraised, sold and the proceeds divided equally among my four children. I further give and bequeath to my son Kevin Douglas Davis, all my magic books, paraphernalia, equipment and apparatuses not otherwise mentioned in this Will, with the desire that he will enjoy these bequests and make them available to any of my brothers or my sister, or to my other sons and daughter, or to any

other relatives who might enjoy the magic items. I further give and bequeath unto Mike Rogers, a friend and fellow magician, my heavy silver engraved cups and balls trick; and I bequeath and give to Ray Bridges, another friend and fellow magician, the second smaller set of cups and ball trick; I also bequeath and give to Ray Bridges my collection of magic video tapes. I leave to my wife Barbara L. Davis my interest in the remaining contents of our marital residence, including but not limited to antique furniture (excluding that previously bequeathed to my children), china, crystal, silver and knick-knacks; all of which is thought to have a combined value in excess of One Hundred Thousand Dollars (\$100,000.00). To my four children mentioned above, I give and bequeath the remainder of my estate, including all my real, personal or mixed property of every kind and character, nature and description, including but not limited to any bonds, notes, cash, insurance policy proceeds, annuities and retirement funds made payable to my estate, personal effects, household fixtures, furniture and equipment, and all other property of which I may be seized and possessed of now and in the future at the time of my death.

ITEM V

It is my further desire that my Executor cooperate in terminating and dismissing that certain civil action in the Chancery Court of the First Judicial District of Hinds County, Mississippi, cause no. 131,596 whereby the Court had ordered partition of the residential homestead and marital residence belonging jointly to your testator and his wife Barbara L. Davis. It is my desire that said partition action should terminate and not be pursued by my Executor, and that my wife Barbara L. Davis should receive all my interest in said real property by virtue of her survivorship under the terms of the Warranty Deed conveying joint-ownership in the above residential homestead; the value of the marital residence is estimated to be Three Hundred Thousand Dollars (\$300,000.00). The provisions set forth

above in Item V are made with the understanding that my four children have received, or will receive benefits from certain insurance policies and annuities outside the probate of my estate.

ITEM VI

It is my express desire that if any person should cause to be instituted any action at law or equity to contest the validity of this Will in any manner whatsoever, that person or persons shall take nothing whatsoever under this Will; likewise, should any person attempt to frustrate my desires to distribute certain assets to individuals by way of naming same as beneficiaries of insurance policies, annuities or retirement funds, said assets being distributed pursuant to the law of contract outside my probated estate, then that person shall take nothing whatsoever under this Will and his or her share of my estate shall be forfeited and divided equally among my named legatees.

ITEM VII

I further declare that I have elected to authorize the withdrawal of life-sustaining mechanisms should I suffer a terminal physical condition which causes me severe distress or unconsciousness, and my physician, with the concurrence of two (2) other physicians, believes that there is no expectation of my regaining consciousness or a state of health that is meaningful to me and but for the use of life-sustaining mechanisms my death would be imminent, pursuant to MISS. CODE ANN. 41-41-107 (1972 as amended). A declaration of intent in conformity with MISS. CODE ANN. 41-41-107 (1972 as amended) has been duly executed and witnessed, and has been filed with the bureau of vital statistics of the state board of health.

IN WITNESS WHEREOF, I have signed, published and declared this

instrument as my Last Will and Testament in the County of ^{MADISON} ~~Hands~~, State of Mississippi, this the 6th day of July, 1991.

Alfred Berkeley Davis
ALFRED BERKELEY DAVIS

WITNESSES:

[Signature]
[Signature]

STATE OF MISSISSIPPI
COUNTY OF ^{MADISON} ~~HANDS~~

The foregoing instrument of 5 pages was signed, published and declared by ALFRED BERKELEY DAVIS, the Testator, as his Last True Will and Testament, in our presence and in the presence of each other, and believing him to be of sound mind and memory we have hereunto subscribed our names as Attesting Witnesses thereto, on this the 6th day of July, 1991.

[Signature]
WITNESS

202 N. Congress
ADDRESS
Jackson, MS

[Signature]
WITNESS

5404 Jamaica Dr.
ADDRESS
Jackson, Ms 39211

BOOK 24 PAGE 415

31-031

STATE OF MISSISSIPPI
COUNTY OF HINDS

FILED
THIS DATE
AUG 16 1991
BILLY V. COOPER
CHANCERY CLERK
BY Connie Guthrie

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, REEVES JONES, ATTORNEY, who, being by me first duly sworn, makes oath to the following:

That he was personally acquainted with ALFRED BERKELEY DAVIS, a resident of the State of Mississippi, who had a fixed place of residence in Madison County, Mississippi.

That affiant, in the presence of SAM P. GARDNER, the other subscribing witness, and at the special request of ALFRED BERKELEY DAVIS, did on the 6th day of July, 1991, sign and subscribe an instrument of writing represented to be the Last Will and Testament of ALFRED BERKELEY DAVIS.

That said instrument was signed by ALFRED BERKELEY DAVIS, as Testator, in the presence of the affiant and at the same time in the presence of SAM P. GARDNER, the other subscribing witness thereto, who signed and subscribed the said instrument as one of the attesting witnesses thereto, both of the witnesses signing said will in the presence of the Testator and in the presence of each other, at which time the Testator announced that he had read and understood the entire will and it was his intention to execute same according to law,

At the time of the attestation and signing of said instrument, the said ALFRED BERKELEY DAVIS, was above the age of twenty-one years, was then of sound and disposing mind and memory, and in full possession of all his mental faculties.

The above and foregoing affidavit is executed by this affiant in proof of the Last Will and Testament of ALFRED BERKELEY DAVIS, and a true and correct copy of said will is attached hereto as Exhibit "1."

Paul M. Johnson

SWORN TO AND SUBSCRIBED BEFORE ME, this the 12th day of July, August 1991.

Juanita Williams
NOTARY PUBLIC



My Commission Expires:
My Commission Expires April 20, 1992

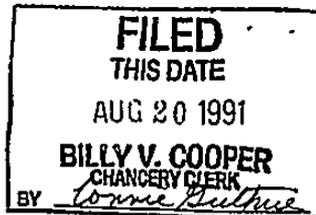


STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 16th day of August, 1991, at o'clock M, and was duly recorded on the August 16, 1991, Book No 24, Page 415.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

BOOK 24 PAGE 416



STATE OF MISSISSIPPI
COUNTY OF MADISON

31-037

LAST WILL AND TESTAMENT OF MRS. RITA BUCKINANI

I, MRS. RITA BUCKINANI, being of sound and disposing mind and memory and of lawful age, do hereby make, publish and declare this as my Last Will and Testament, hereby revoking any previous Wills which may have been made by me, to-wit:

ITEM I: I give and bequeath unto LITTLE SISTERS OF THE POOR, whose present address is 1655 McGill Avenue, Mobile, Alabama, the sum of One Thousand Dollars (\$1,000.00)

ITEM II: I give and bequeath unto Josephine Buckinani and Otway B. Noble, or the survivor of them, the sum of Five Thousand Dollars (\$5,000.00), and direct that said sum be placed in a memorial fund and that the income or interest derived therefrom be expended at their discretion for the use and benefit of the SACRED HEART CATHOLIC CHURCH OF CANTON, MISSISSIPPI. The term that this memorial fund is to be held is for and during the lifetime of Josephine Buchinani and Otway B Noble, or the survivor of them, at which time, said fund shall be turned over to Sacred Heart Catholic Church of Canton, Mississippi, and they then maintain the corpus of said fund and expend thereafter only the interest or income from said fund.

ITEM III: I give and bequeath unto my daughter, Josephine Buckinani, the sum of One Thousand Dollars (\$1,000.00) which is to be set aside by her and used at her discretion for Masses offered for me, and she shall not be accountable to anyone for all or any portion of said \$1,000.00.



STATE OF MISSISSIPPI, County of Madison

I certify that the within instrument was filed for record in my office this 20th day of August, 1991, at o'clock M., and was duly recorded on the August 20, 1991, Book No. 24, Page 416.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D C

ITEM IV: I give, and bequeath unto the BISHOP OF NATCHEZ-JACKSON, and his successors in office of the Roman Catholic Church for the education of Priests for this diocese, the sum of Two Thousand Dollars (\$2,000.00).

ITEM V. I give, devise and bequeath unto Otway B. Noble the sum of Five Thousand Dollars (\$5,000.00).

ITEM VI: All of the rest, residue and remainder of my estate, real, personal and mixed, and of every kind or nature owned or claimed by me at the time of my death, I give, devise and bequeath unto my daughter, JOSEPHINE BUCKINANI.

ITEM VII: I hereby name, constitute and appoint my daughter, JOSEPHINE BUCKINANI, as Executrix of this my Last Will and Testament, and if, for any reason, she fails, refuses or neglects to qualify and act as Executrix, then, in that event, I hereby name, constitute and appoint Otway B. Noble as Executor of this my Last Will and Testament, and if said Josephine Buckinani and Otway B. Noble fall, refuse or neglect to qualify and act, then, in that event, I hereby name, constitute and appoint Rosemary Noble Gentry as Executrix of this Will, and direct that no Executor or Executrix hereunder be required to give any bond in connection with said estate and, as far as the law permits, neither shall be required to report to any Court.

SIGNED, PUBLISHED AND DECLARED by me as my Last Will and Testament in the presence of these witnesses, who also signed the same as witnesses hereto, in my presence and in the presence of each other, on this March 19, 1979.

WITNESSES

W. S. Cain
James J. Sullivan

Mrs. Rita Buckinani
MRS. RITA BUCKINANI

FILED
THIS DATE
AUG 20 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

STATE OF MISSISSIPPI
COUNTY OF MADISON

31-031

PROOF OF WILL

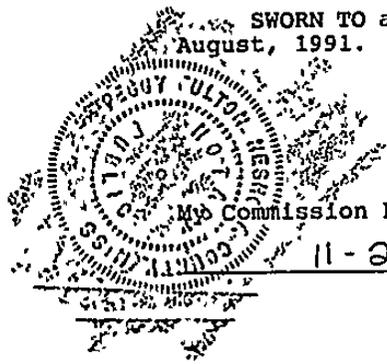
In the matter of a certain instrument of writing, purporting to be the Last Will and Testament of Mrs. Rita Buckinani, deceased, late of Madison County, Mississippi.

PERSONALLY appeared before me, the undersigned Notary Public in and for the jurisdiction aforesaid, W. S. CAIN, one of the two subscribing witnesses to the foregoing and annexed instrument of writing purporting to be the Last Will and Testament of Mrs. Rita Buckinani, deceased, late of Madison County, Mississippi, who having been first duly sworn, stated that the said Mrs. Rita Buckinani, signed, published and declared said instrument to be her Last Will and Testament on the 19th day of March, 1979, the day of the date of said instrument, in the presence of said deponent, and that the said testator was then and there of sound and disposing mind and memory, was more than twenty-one (21) years of age, and that said deponent subscribed and attested said instrument, as a witness to the signature and publication thereof, at the special instance and in the presence of the testator, on the day and year of the date thereof.

WITNESS MY SIGNATURE, this the 20th day of August, 1991.

W. S. Cain
W. S. CAIN

SWORN TO and subscribed before me, this the 20th day of August, 1991.



Connie Guthrie
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 20th day of August, 1991, at _____ o'clock — M, and was duly recorded on the August 20, 1991, Book No 24, Page 418.

BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* D C

BOOK 24 PAGE 419

FILED
THIS DATE
SEP 12 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

31-062
LAST WILL AND TESTAMENT
OF
THELMA CONWAY SIMS

I, THELMA CONWAY SIMS, an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

My husband, George W. Sims, and my children, John Michael Conway and Mark Conway, are living at the time of the execution of this Will.

ARTICLE I

I direct that all of my debts, all expenses of my last illness, all funeral and burial expenses (including the cost of a suitable monument at my grave) and the cost of administration of my estate be paid as soon as practicable after my death. It is my desire that all expenses related to my funeral and burial be kept to a minimum and that the desires, wishes and opinion of my husband and children be followed in handling these matters.

ARTICLE II

I hereby devise to my husband, George W. Sims, my primary residence, located in Madison County, Mississippi, consisting of two (2.0) acres, more or less, in the W 1/2 of NE 1/4 of Section 6, Township 10 North, Range 5 East, during the term of his life. At the death of my said husband, I devise it to my two children, John Michael Conway and Mark Conway as joint tenants with right of survivorship. This provision is made so that my husband will have a place to live as long as he lives and the use of all improvements and growing crops thereon, all equipment and all other tangible personal property located thereon (including the store property) and used in connection therewith at the time of my death. My husband, George W. Sims, having a separate estate of his own, consisting of real property situated in Jasper County, Mississippi and personal property located on the above two acres owned by me, which by separate will executed this day, he is disposing of according to his wishes, desires no interest in my estate other than the Life Estate devised to him hereinabove.

ARTICLE III

I bequeath to my husband, George W. Sims, the automobile that I presently own, during the term of his life. At the death of my said husband, I devise it to my two children, John Michael Conway and Mark Conway as joint tenants with right of survivorship.

ARTICLE IV

If my husband, George W. Sims, and I shall die under such circumstances that there is not sufficient evidence to determine the order of our death, then it shall be presumed that I survived my husband; and my estate shall be administered and distributed, in all respects, in accordance with such presumption.

ARTICLE V

All the residue of the property which I may own at the time of

Page 1 of my Will: *Thelma Conway Sims*
Witness: *George C. Qualey*
Witness: *John G. Charles*



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 12th day of September, 1991, at _____ o'clock _____ M, and was duly recorded on the September 12, 1991, Book No 24, Page 419.
BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* DC

my death, real or personal, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this will, including all lapsed legacies and devises, or other gifts made by this will which fail for any reason, I bequeath and devise in fee to my two children, John Michael Conway and Mark Conway as joint tenants with right of survivorship.

ARTICLE VI

I appoint my husband, George W. Sims, to be the Executor of this my Last Will. I direct that no surety be required on the bond of my husband, George W. Sims, as Executor hereunder. If my husband, George W. Sims, should predecease me or for any reason shall fail to qualify as Executor hereunder (or having qualified, having died or resigned), then in such event I appoint my son, John Michael Conway, to act in the place and stead of my husband and in such capacity shall possess and exercise all powers and authority herein conferred on my husband as Executor. I vest my Executor with full power and authority to sell, transfer and convey any property, real or personal, which I may own at the time of my death at such time and price and upon such terms and conditions (including credit) as it may determine and do every other act and thing necessary or appropriate for the complete administration of my estate. Without in anyway limiting the generality of the foregoing provision, I hereby grant my Executor all of the powers set forth in Miss. Code Ann. 391-9-107(3) (1972), as now enacted or hereinafter amended, and these powers are incorporated by reference.

IN WITNESS WHEREOF, I sign, seal, publish and declare this instrument to be my Last Will and Testament this 18 day of October, 1990, at Madison County, Mississippi.

Thelma Conway Sims
THELMA CONWAY SIMS

ATTESTATION

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

This the 18 day of October, 1990.

Levone C. Ousley
WITNESS

P. O. Box 81
ADDRESS
Sharon, Ms 39163

James C. Chesel
WITNESS

Route 4, Box 55
ADDRESS
Sharon, Miss. 39163

FILED
THIS DATE
SEP 12 1991
BILLY V. COOPER
CHANCERY CLERK
BY Connie Guthrie

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF THELMA CONWAY SIMS,
DECEASED

CIVIL ACTION
FILE NO. # 31-062

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

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

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of THELMA CONWAY SIMS, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 18th day of October, 1990.

(2) That on the 18th day of October, 1990, the said THELMA CONWAY SIMS signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of James C. Chesser.

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

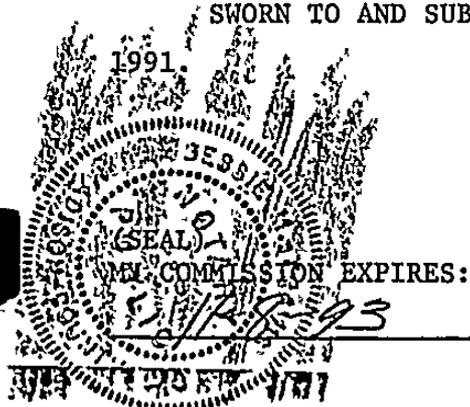
(4) That this affiant, together with James C. Chesser, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said THELMA CONWAY SIMS and in the presence of each other.

Levonne C. Ousley
LEVONNE C. OUSLEY

SWORN TO AND SUBSCRIBED before me, this the 3rd day of September

1991.

Bessie M. Jones
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 12th day of September, 1991, at o'clock M., and was duly recorded on the September 12, 1991, Book No. 24, Page 421.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.



#31-064

STATE OF NEW YORK
 COUNTY OF ERIE
 SURROGATE'S OFFICE

SS: I, George F. Engler, Chief Clerk of the Surrogate's Court, of the said County of Erie, do hereby certify that I have compared the foregoing and annexed copy OF THE LAST WILL AND TESTAMENT IN THE ESTATE OF THE DECEASED: MARY ELLA JONES-SINGLETON with the original record thereof now remaining in this office, and have found the same to be a correct transcript therefrom, and of the whole of such original record.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Surrogate's Court, at Buffalo, N.Y. on JULY 5, 1991

M 5417

George F. Engler
 Chief Clerk of the Surrogate's Court



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 17th day of September, 1991, at o'clock M., and was duly recorded on the September 18, 1991, Book No. 24, Page 422.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Gutherie D.C.

89-2594

FILED 24 PAGE 423
THIS DATE
SEP 16 1991
BILLY V. COOPER
CHANCERY CLERK
BY Louise Guthrie

54 Emerson Drive
Egbertville, N.Y. 14226
February 13, 1982

My last will and testament

I, Mary Ella Jones Singleton, will and bequeath my undivided portion of the H. L. Jones Estate and the ^{estate} ~~all~~ ^{of} ~~the~~ ^{same} ~~to~~ ^{my} ~~brother,~~ ^{brother,} H. L. Jones, and for his heirs to compensate for the money he has given me and whatever expenses he has incurred in giving it to me beginning December 1951 and continuing as long as he helps me financially and otherwise during my illness and whatever transpires in the future, including paying my burial insurance. If there is any property or money left after he has been fully compensated, I will and bequeath it to my sister, Themetris Emma Jones Highsmith, a widow who has no one responsible for looking after her in her advanced years and in any illness or misfortune she may have. My half interest in the house at 54 Emerson Drive, Egbertville, New York, 14226 I will to my sister as well as my car, my personal effects (clothes, etc), she may dispose of as she sees fit. My household goods I bequeath to my sister, my niece and my nephews.

I declare that I am making this will voluntarily without any pressure from anyone and that I am in sound mind and memory.

This is my way of expressing appreciation for what my family has done for me and in thanking God for His many blessings during my life.

Witness Ida E. Henderson Mary Ella Jones Singleton
Witness Indy S. Banks

89 MAY 26 1982
SUBSTITUTES OFFICE
ERIE COUNTY NY

Said decedent was ^{not} married at the time of death and left her surviving: BOOK 24 PAGE 425

- a. no husband _____ wife: if pre-deceased, date of death _____
(If marriage was terminated by Separation, Annulment or Divorce, attach certified copy of Decree.)
- b. no child or children; and 0 descendants of a predeceased child or children and no adopted child or children, and 0 descendants of predeceased adopted children;
- c. no non-marital child or children, or descendants of predeceased non-marital child or children (EPTL 4-1.2) *no adopted or children*
- d. no father no mother;
- e. 2 brothers and 1 sisters and 1 descendants of predeceased brothers and sisters either of the whole or half-blood;
- f. _____ grandparents;
- g. _____ uncles and _____ aunts;
- h. _____ descendants of predeceased uncles and aunts.

(Information is required only as to surviving relatives of deceased who would take the property of deceased if there were no Will Strike out all subsequent classes. Insert "No" in prior classes State number of survivors in each class)

THAT all the distributees of the said decedent who are of full age and competent together with their names, ages, relationship, places of residence and Post-Office addresses set opposite their names respectively, are as follows:

Name	Age	Relationship	Residence and Post-Office Address
<i>P</i> THEMETRIS EMMA JONES-HIGHSMITH	FULL	Sister	54 Emerson Drive Amherst, New York 14226
<i>W</i> HERCULES A. JONES, I	FULL	Brother	P. O. Box 621 Canton, Mississippi 39046
<i>W</i> WILLIE L. JONES	FULL	Brother	P. O. Box 126 Canton, Mississippi 39046
<i>W</i> MARIAN J. HUNTER	FULL	Niece - daughter of Quintus L. Jones - deceased brother of decedent who died 5/31/77	1736 Kingsview Drive, Memphis, Tennessee 38114

CHARLES D. JONES, Deceased Brother who died on August 29, 1932. Charles D. Jones did not have any children.

LOIS RUBY JONES, Deceased Sister who died on November 8, 1933. Lois Ruby Jones did not have any children. that distributees who are persons under disability as defined in SCPA 103(37) are as follows:

NONE

follows

Name	Age	Relationship	Residence and Post-Office Address
THEMETRIS EMMA JONES-HIGHSMITH	FULL	Sister	54 Emerson Drive Amherst, New York 14226
HERCULES A. JONES, I	FULL	Brother	P. O. Box 621 Canton, Mississippi 39046
MARIAN J. HUNTER	FULL	Niece	1736 Kingsview Drive Memphis, Tennessee 38114
WILLIE C. JONES	FULL	Nephew	4016 California Avenue, Jackson, Ms. 39213
SHIRLEY J. ATKINS	FULL	Niece	7255 S. Seeley Ave., Chicago, Illinois 60636
CAROLYN J. SLAY	FULL	Niece	6138 Shiplett Blvd., Burke, Va. 22015
GWENDOLYN Y. JONES	FULL	Niece	7513 S. Wentworth Ave., Chicago, Illinois 60220
HERCULES A. JONES, II	full	Nephew	12 Glen Rd., Bedford Hills, N.Y. 10507

all funeral expenses and debts have been paid.

That there are no persons, other than those heretofore mentioned interested in this proceeding, and that no previous application has been made to any Surrogate's Court for the probate of the Will of the decedent, or for Letters of Administration upon the estate of said decedent.

WHEREFORE YOUR PETITIONER PRAYS that said Last Will and Testament be admitted to probate, and established as and for the Last Will and Testament of said testator valid to pass real and personal property thereof:

THAT LETTERS Testamentary _____ issue to the ~~executor~~
Administratrix, C.T.A.

~~XXXXXXXXXXXXXXXXXXXX~~ THEMETRIS EMMA JONES-HIGHSMITH

THAT a citation issue herein and that all such process and proceeding may be had and taken in this proceeding, for that purpose, as the law may require.

DATED this 3rd day of June, 1991

Themetris Emma Jones-Highsmith
Petitioner to sign here
THEMETRIS EMMA JONES-HIGHSMITH

5

STATE OF NEW YORK
COUNTY OF ERIE

ss.:

COMBINED VERIFICATION, OATH AND DESIGNATION
(For Use When Petitioner Is To Be Appointed Executor)

I, the undersigned, residing at 54 Emerson Drive, Amherst, New York

being duly sworn, depose and say:

(1) VERIFICATION: That I have read the foregoing petition subscribed by me and know the contents thereof, and that the same is true of my own knowledge, except as to the matters therein stated to be alleged on information and belief, and that as to those matters I believe it to be true.

ADMINISTRATRIX, C.T.A.

(2) OATH AS ~~EXECUTOR~~ EXECUTOR: That I am over eighteen (18) years of age and a citizen of the United States; that I am the executor(rix) named in the Last Will and Testament of the decedent described in the foregoing petition and I will well, faithfully and honestly discharge the duties of such executor(rix) and am not ineligible to receive the foregoing letters by reason of any of the provisions of SCPA 707.

(3) DESIGNATION OF CLERK FOR SERVICE OF PROCESS: That I do hereby designate the Chief Clerk of the Surrogate's Court of Erie County, and his or her successor in office, as a person on whom service of any process issuing from such Surrogate's Court may be made, in like manner and with like effect as if it were served personally upon me whenever I cannot be found and served within the State of New York after due diligence used.

Themetris Emma Jones-Highsmith
(Signature of Petitioner)

(Signature of Petitioner)

THEMETRIS EMMA JONES-HIGHSMITH

On June 3rd, 1991, before me personally came

THEMETRIS EMMA JONES-HIGHSMITH

to me known to be the person described in and who executed the foregoing instrument, and such person duly swore thereto before me and duly acknowledged that he or she had executed the same.

Jane S. Hall
(Notary Public)

Notary Public, State of New York
Qualified in Erie County
My Commission Expires July 31, 1992

FILED

1991 JUL -5 PM 12 22

Surrogate's Court OFFICE
ERIE COUNTY, N.Y.

In Matter of Proving the Last Will
and Testament of

EMMA JONES-SINGLETON
Deceased

PETITION FOR
PROBATE OF WILL

LICK D. STEVENS
Attorney for Petitioner

Licott Square Building
Office Address,

New York 14203

(716) 854-0866
Telephone Number.

WAIVER AND CONSENT

(6)

Surrogate's Court, Erie County, State of New York

(5)

At a Surrogate's Court,

held in and for the County of Erie, State of New York, at the County Hall, in the City of Buffalo on the 10th day of June 1982 A.D., 19 82

JOSEPH S. MATTINA, Surrogate

IN THE MATTER OF PROVING THE LAST WILL AND TESTAMENT OF

Decree File No 89-2594

MARY ELLA JONES-SINGLETON Deceased

THEMETRIS EMMA JONES-HIGHSMITH

having heretofore presented a written petition, praying that the instrument bearing date the 13th day of February, 19 82 purporting to be the Last Will and Testament of MARY ELLA JONES SINGLETON late of the Town of Amherst in said County of Erie deceased, be admitted to probate as a Will valid to pass real and personal property, and that the persons named herein be cited to show cause why a decree should not be granted

And said petitioner having duly caused all of the persons necessary to be cited requiring their names to be set forth in the petition to be duly cited and served with copies of the petition and citation on the 13th day of February, 1982 and that said Will should not be admitted to probate and the services of said citation have been made to each of the persons therein named as appears from the affidavits of service duly filed herein.

And the following named persons having duly appeared herein or having duly waived the issuance and service of said citation and having consented to the probate of said Last Will and Testament: HERCULES A. JONES, I, WILLIE L. JONES and MARIAN J. HUNTER

And said petitioner having duly caused all of the persons named in the petition as the reason for the service of the citation to be duly cited and served with copies of the petition and citation and jurisdiction having been obtained of all necessary parties

And a Guardian Ad Litem has been appointed for

and said petitioner having duly caused all of the persons named in the petition as the reason for the service of the citation to be duly cited and served with copies of the petition and citation and jurisdiction having been obtained of all necessary parties

And petitioner having appeared in person and by her attorney, FREDERICK D. STEVENS

2-5 of Court records - 1-A of Court records

TESTIMONY is hereby dispensed with (proof of his handwriting having been submitted)

And the several witnesses called having been examined (before said Surrogate) and (before LARRY R. JOYNER and ANTONIA GILLISON, an officer duly authorized to administer oaths), and the proofs taken reduced to writing, and said Surrogate having inquired particularly into all the facts and circumstances, and heard the proofs and allegations of the parties and duly deliberated thereon, and being satisfied of the genuineness of the instrument propounded for probate as and for the Last Will and Testament of said testator and the validity of its execution, and it appearing that said instrument was duly executed; that the said testator at the time of executing the same was in all respects competent to make a will and not under restraint, and the probate thereof not having been contested:

AND TESTIMONY OF ERA E HENDERSON or TRICEN BY MICHAEL S. BUKIRA CSA, on JULY 15, 1991

It is Ordered and Decreed that the said instrument be and the same is hereby admitted to probate and established as and for the Last Will and Testament of said testator, valid to pass real and personal property, and that the same be recorded accordingly.

And it is further Ordered and Decreed that Letters Testamentary Administratrix, C.T.A. issue to THEMETRIS EMMA JONES-HIGHSMITH ~~Executrix~~ ~~xxxxxxx Will named~~, having appeared and taken the official oath and filed the designation prescribed by law, upon filing proof of services of a written notice to all beneficiaries under said will that the same has been offered for probate or probated, as the case may be.

~~And it is further Ordered and Decreed that x~~
~~Guardian ad litem herein to allow the sum of \$x~~ ~~as and for his fee for his services hereon~~

[Signature]
JOSEPH S. MARTINA
Surrogate.

JUL 16 1991 19:25



In the Matter of Proving the Last Will and Testament of

MARY ELLA JONES-SINGLETON

Deceased

Decree, Probate of Will

Recorded by Microfilm

21

FREDERICK D. STEVENS
Attorney for Petitioner
Office and P.O. Address
384 Ellicott Square Building
Alto, New York 14203
PHONE: (716) 854-0866

Being LP 0100 is a true and correct copy of xxxxxxx

LETTERS OF ADMINISTRATION WITH THE WILL ANNEXED

(77)

The People of the State of New York

BY THE GRACE OF GOD, FREE AND INDEPENDENT

To All to Whom these Presents Shall Come or May Concern, Send Greeting.

Know Ye, That at a **Surrugate's Court**, held in and for the County of Erie and State of New York, at the Surrogate's Office, in the City of Buffalo, in said County, on JULY 16, 1991 before HON. JOSEPH S. MATTINA, Surrogate, a decree was duly made admitting to probate the **Last Will and Testament** of MARY ELLA JONES-SINGLETON

CITY OF BUFFALO late of CITY OF BUFFALO in the said County, deceased, and the executor ~~HANNAH HANNAH~~ having **NEVER BEEN NAMED** and HON JOSEPH S MATTINA, Surrogate having on this day made a decree awarding letters of administration with the will annexed to THEMETRIS EMMA JONES-HIGHSMITH

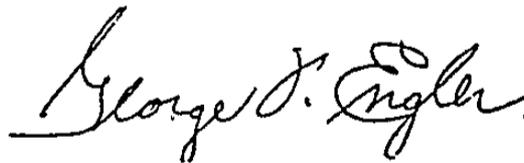
And the said administrator having appeared and duly qualified as required by said decree.

Now, Therefore, we do grant these **Letters of Administration, With the Will Annexed**, to you the said administrator giving and granting unto you power and authority to administer and dispose of the Estate of said deceased as required by law

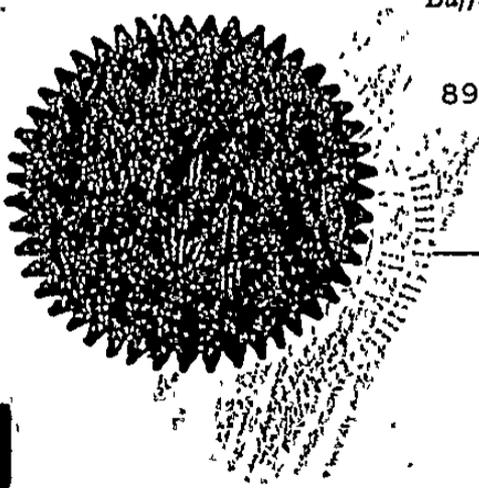
In Testimony Whereof, We have caused the seal of our said Surrogate's Court to be hereunto affixed

Witness, HON. JOSEPH S. MATTINA, Surrogate of said County, at the City of Buffalo, in said County, on JULY 16, 1991

89-2594 ER



Chief Clerk of the Surrogate's Court



State of New York,
Erie County, ss.
Surrogate's Court.

I, George F. Engler, Chief Clerk of the Surrogate's Court of the said County of Erie, do hereby certify that I have compared the foregoing papers, viz.: COPY OF

LAST WILL AND TESTAMENT, PETITION, DECREE AND

LETTERS OF ADMINISTRATION CTA IN THE ESTATE OF THE

DECEASED: MARY ELLA JONES-SINGLETON

with the original record and files thereof, now remaining in the Surrogate's Office of said County of Erie and in my care and custody as the Chief Clerk of said Surrogate's Court, and that I have found the same to be a full, exact, and correct transcript therefrom, and of the whole of such original record and files.

In Testimony Whereof, have hereunto set my hand, and affixed the seal of said Court, at the City of Buffalo, New York,

on AUGUST 9, 1991

George F. Engler
Chief Clerk of the Surrogate's Court

State of New York,
Erie County, ss.
Surrogate's Court.

I, Joseph S. Mattina, Surrogate of said County of Erie, and sole Judge and Presiding Magistrate of said Surrogate's Court, do hereby certify that George F. Engler, the person attesting the above certificate, is the Chief Clerk of said Surrogate's Court; that his signature to said attestation is genuine; that he is the legal custodian of the records and files of said Court; and that the said certificate and attestation are in due form.

In Testimony Whereof, I have hereunto set my hand, and affixed the seal of said Court, at the City of Buffalo, New York,

on AUGUST 9, 1991

Joseph S. Mattina
Surrogate

State of New York,
Erie County, ss.
Surrogate's Court.

I, George F. Engler, Chief Clerk of the Surrogate's Court of the County of Erie, New York, do hereby certify that the Honorable Joseph S. Mattina is the Surrogate of said County of Erie, duly commissioned and qualified, and the sole Judge and Presiding Magistrate of the said Surrogate's Court, and that his signature to the foregoing certificate is genuine.

In Testimony Whereof, I have hereunto set my hand, and affixed the seal of said Court, at the City of Buffalo, New York,

on AUGUST 9, 1991

George F. Engler
Chief Clerk of the Surrogate's Court

BOOK 24 PAGE 432 #31054

FILED
THIS DATE
31054
SEP 20 1991
BILLY V. COOPER
CHANCERY CLERK

LAST WILL AND TESTAMENT OF JOHNNIE JONES

I, Johnnie Jones, a resident of Madison County, Missis-
sippi, over the age of twenty-one years and of sound and disposing mind and mem-
ory, do hereby make, ordain, declare and publish this to be MY LAST WILL
AND TESTAMENT and do hereby revoke all other wills and or codicils
heretofore made by me.

ITEM 1. I hereby devise and bequeath all of my property whatsoever,
real, personal and mixed, and wheresoever situated to my seven children,
to-wit: Johnnie Jones, Jr., Aletha Jones, Alberta Caldwell, Ethel Mae
Jackson, Josephine Mitchell, Victoria Wall and Ron Darnell Jones, each
to share alike. I do not leave anything to my wife, Garlie Jones, as she
individually owns property equal to or more of value that I do.

ITEM 2. I hereby appoint my son, Johnnie Jones, Jr., executor of my estate,
without bond, waiving all requirements whatever of my son making bond as
such executor. I hereby waive an inventory and an appraisalment of my
estate as required by statute, and relieve my said executor of all duty
to account to the courts for his acts and doings as such, and do hereby
waive all court proceedings whatever in the administration of my estate,
save the probate of this MY LAST WILL AND TESTAMENT.

SIGNED, PUBLISHED AND DECLARED as this this to be MY LAST WILL AND
TESTAMENT, this 28th day of November, 1983.

Johnnie Jones
JOHNNIE JONES
Josephine Hood (WITNESS)
Alma Lockett (WITNESS)

A T T E S T A T I O N C L A U S E

We, the undersigned witnesses to the Will of Johnnie Jones, do hereby
certify that the said Johnnie Jones on the day he executed the foregoing
will was over the age of Twenty-one years and of sound and disposing mind,
that he signed and subscribed said Will and published it as his LAST WILL
AND TESTAMENT in our presence and in the presence of each of us and that
we at his expressed instance and request signed and subscribed said Will
as an attestation thereof.

WITNESS OUR SIGNATURES, this 28th day of November, 1983.

Josephine Hood (WITNESS)
Alma Lockett (WITNESS)



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 20th day
of September, 1991, at _____ o'clock — M, and was duly recorded
on the September 23, 1991, Book No 24, Page 432.
BILLY V. COOPER, CHANCERY CLERK BY Lonnie Ruthrie D C

BOOK 24 PAGE 433

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED THIS DATE SEP 20 1991
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

IN THE MATTER OF THE ESTATE OF
JOHNNIE JONES, SR., DECEASED

CIVIL ACTION FILE NO. 31-054

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, Alma Lockett, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Johnny Jones, Sr., Deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Johnnie Jones, Sr., signed, published and declared said instrument as his Last Will and Testament on the 28th day of November, 1983, the day and date of said instrument, in the presence of this affiant and Josephine Hood, 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, Alma Lockett, the Affiant and Josephine Hood, 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.

Alma Lockett
ALMA LUCKETT

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 9th day of September, 1991.

Josephine Hood
NOTARY PUBLIC

MY COMMISSION EXPIRES:
August 3, 1993



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 20th day of September, 1991, at o'clock M., and was duly recorded on the September 23, 1991, Book No. 24, Page 433.
BILLY V. COOPER, CHANCERY CLERK BY Lonnie Guthrie D.C.

BOOK 24 PAGE 434

FILED
THIS DATE
SEP 30 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

'LAST WILL AND TESTAMENT

OF

HELEN ERNESTINE H. PENTECOST

31-079

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

I.

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

II.

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

III.

I give, devise, and bequeath equally all my property, both real and personal, tangible and intangible, to my children, Nathan Barksdale Pentecost and Martha Ann Pentecost, to share and share alike.

I appoint my son, Nathan Barksdale Pentecost, as executor of this my Last Will and Testament. Should he predecease me, then I appoint my daughter, Martha Ann Pentecost, as executrix. I request that either party serve without bond or without giving any appraisals to any court.

In Testimony of Making, Declaring, and Publishing of the foregoing to be my Last Will and Testament, I

STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30th day of September, 1991, at _____ o'clock _____ M., and was duly recorded on the September 30, 1991, Book No. 24, Page 434.

BILLY V. COOPER, CHANCERY CLERK

BY: Connie Guthrie D.C.



now sign my name hereto in the presence of Don Alford
_____ and Robert L. Atkins
this the 28 day of September, 1988.

Helen Ernestine H. Pentecost
HELEN ERNESTINE H. PENTECOST

We, Don Alford and Robert L. Atkins,
hereby certify and attest that we witnessed Helen Ernestine
H. Pentecost make, declare, and publish the above and
foregoing instrument to be her Last Will and Testament
in our presence and we at her request, signed our names
as witnesses in her presence and in the presence of each
other. This done the 28 day of September, 1988.

Don Alford Residing at 20 Brookside Place
Madison, Ms. 39110

Robert L. Atkins Residing at 248 Hoy Rd.
Madison, MS 39110

:

FILED
THIS DATE
SEP 30 1991
BILLY V. COOPER
CHANCERY CLERK
BY *M. Jones*

IN THE CHANCERY COURT OF
MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF HELEN ERNESTINE H. PENTECOST

CAUSE NO. 31-079

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

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

(1) That this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Helen Ernestine H. Pentecost, deceased, who was personally known by the Affiant and whose signature is affixed to said LAST WILL AND TESTAMENT, which is dated the 28th day of September, 1988.

(2) That on the 28th day of September, 1988, the said Helen Ernestine H. Pentecost signed, published and declared said instrument of writing as her LAST WILL AND TESTAMENT in the presence of this Affiant and in the presence of Robert T. Atkins, the other subscribing to said instrument.

(3) That the said Helen Ernestine H. Pentecost was then and there of sound and disposing mind and memory, and above the age of twenty-one years.

(4) That this Affiant, together with Robert L. Atkins, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Helen Ernestine H. Pentecost and in the presence of each other.

Don Alford

SWORN TO AND SUBSCRIBED before me, this the 25th day
of September, 1991.

Charmaine Lee Brown
NOTARY PUBLIC

My Commission Expires:

August 31, 1993.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30 day
of September, 1991, at o'clock M., and was duly recorded
on the September 30, 1991, Book No. 24, Page 436.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

* Exhibit B *

Filed September 30, 1991
Billy V. Cooper, Chancery Clerk
By: Connie Guthrie D.C.

IN THE CHANCERY COURT OF
MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF HELEN ERNESTINE H. PENTECOST

CAUSE NO. 31-079

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

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

(1) That this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Helen Ernestine H. Pentecost, deceased, who was personally known by the Affiant and whose signature is affixed to said LAST WILL AND TESTAMENT, which is dated the 28th day of September, 1988.

(2) That on the 28th day of September, 1988, the said Helen Ernestine H. Pentecost signed, published and declared said instrument of writing as her LAST WILL AND TESTAMENT in the presence of this Affiant and in the presence of Don Alford, the other subscribing to said instrument.

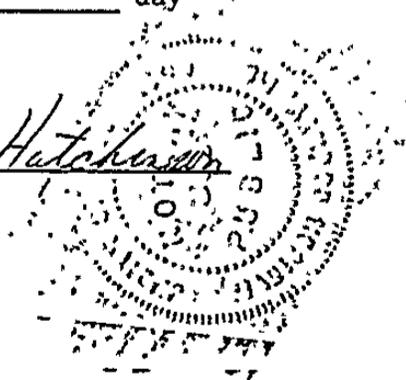
(3) That the said Helen Ernestine H. Pentecost was then and there of sound and disposing mind and memory, and above the age of twenty-one years.

(4) That this Affiant, together with Don Alford, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Helen Ernestine H. Pentecost and in the presence of each other.

Robert L. Atkins

SWORN TO AND SUBSCRIBED before me, this the 27 day
of September, 1991.

Judith S. Hatcher
NOTARY PUBLIC



My Commission Expires:
May 25, 1993



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30th day
of September, 1991, at — o'clock — M., and was duly recorded
on the September 30, 1991, Book No. 24, Page 437.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

"Exhibit B"

Last Will and Testament

OF

EARL AXELLE NELSON, JR.

FILED
THIS DATE
 OCT 02 1991
BILLY V. COOPER
 CHANCERY CLERK
 BY *Connie Guthrie*

I, Earl Axelle Nelson, Jr., an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this instrument as and for my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

I.

It is my will and I hereby direct my Executrix, hereinafter named, to pay my burial expenses and all just debts that may be legally probated against my estate.

II.

Subject to Item I above, I hereby give, devise and bequeath unto my wife, Anna S. Nelson, all of my estate, real, personal and mixed, of which I may die seized and possessed.

III.

In the event that my wife, Anna S. Nelson, shall pre-decease me or in the event that my wife and I should die in the same common cause or calamity, then in said event I give, devise and bequeath all of my estate, real, personal and mixed to our children, Pamela Gail (Nelson) Harkins, - Earl A. Nelson III, Robert Scott Nelson and Patricia ~~W~~ (Nelson) Shaw, share and share alike.

Earl Axelle Nelson, Jr.

STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 2ND day of October, 1991, at _____ o'clock _____ M., and was duly recorded on the October 2, 1991, Book No. 24, Page 438.

BILLY V. COOPER, CHANCERY CLERK BY: *Connie Guthrie* D.C.



IV.

I hereby nominate, constitute and appoint my wife, Anna S. Nelson, as Executrix of this my Last Will and Testament and I hereby direct that she be permitted to serve in this capacity without bond or other security. In the event Anna S. Nelson pre-deceases me or for any reason is unable to serve as Executrix, then I hereby nominate, and appoint Pamela Gail (Nelson) Harkins to serve in this capacity without bond or other security.

IN WITNESS WHEREOF, I have hereunto set my hand this the 10th day of ~~August~~ ^{October}, 1983.

Earl Axelle Nelson, Jr.
EARL AXELLE NELSON, JR.
Earl Axelle Nelson, Jr.

We, each of the subscribing witnesses to the Last Will and Testament of Earl Axelle Nelson, Jr., do hereby certify that said instrument was signed by Earl Axelle Nelson, Jr., in our presence and in the presence of each of us, and that the said Earl Axelle Nelson, Jr., declared the same to be his Last Will and Testament in the presence of each of us, and that we each signed as subscribing witnesses to the said Will at the request of Earl Axelle Nelson, Jr., in his presence and in the presence of each other.

WITNESS OUR SIGNATURES this the 10th day of ~~August~~ ^{October}, 1983.

Elmer Upton
WITNESS

Rt 1 Box 81-D
ADDRESS

Elmer Upton
WITNESS

Terry Ms.
Rt 1 Box 114-E
ADDRESS

Larry, Miss. 39170

BOOK 24 PAGE 440

A F F I D A V I T

STATE OF MISSISSIPPI
COUNTY OF HINDS

31-082

FILED
THIS DATE
OCT 02 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

This day personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Lynn Upton, one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Earl Axelle Nelson, Jr., deceased, late of Madison County, Mississippi, who, having been by me first duly sworn, stated on oath that the said Earl Axelle Nelson, Jr., freely and without restraint or undue influence known to this affiant, signed, published and declared said instrument to be his Last Will and Testament on the 10th day of October, 1983, the day and date of said instrument, in the presence of this affiant and Eleanor Upton; that the said testator was then over the age of twenty-one years and of sound and disposing mind and memory; that this affiant and Eleanor Upton, then and there, at the special instance and request in the presence of the said Earl Axelle Nelson, Jr., and in the presence of each other, subscribed and attested said instrument as witnesses to the signature and publication thereof; that said testator, at the time of said attestation by this affiant and Eleanor Upton, was mentally capable of recognizing and actually conscious of said act of attestation; and that affiant and Eleanor Upton, as subscribing witnesses, were at the time of said attestation, competent witnesses under the laws of the State of Mississippi.

And further, affiant saith not.

Lynn Upton
LYNN UPTON

SWORN TO AND SUBSCRIBED before me, this the 30th day of September, 1991.

Sandra B. Carter
NOTARY PUBLIC


MY COMMISSION EXPIRES:

My Commission Expires Jan. 28, 1992



STATE OF MISSISSIPPI, County of Madison

I certify that the within instrument was filed for record in my office this 2ND day of October, 1991, at _____ o'clock, — M, and was duly recorded on the October 2, 1991, Book No. 24, Page 440

BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* D C

BOOK 24 PAGE 441

FILED
THIS DATE
OCT 02 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF HINDS

31-082

This day personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Eleanor Upton, one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Earl Axelle Nelson, Jr., deceased, late of Madison County, Mississippi, who, having been by me first duly sworn, stated on oath that the said Earl Axelle Nelson, Jr., freely and without restraint or undue influence known to this affiant, signed, published and declared said instrument to be his Last Will and Testament on the 10th day of October, 1983, the day and date of said instrument, in the presence of this affiant and Lynn Upton; that the said testator was then over the age of twenty-one years and of sound and disposing mind and memory; that this affiant and Lynn Upton, then and there, at the special instance and request in the presence of the said Earl Axelle Nelson, Jr., and in the presence of each other, subscribed and attested said instrument as witnesses to the signature and publication thereof; that said testator, at the time of said attestation by this affiant and Lynn Upton, was mentally capable of recognizing and actually conscious of said act of attestation; and that affiant and Lynn Upton, as subscribing witnesses, were at the time of said attestation, competent witnesses under the laws of the State of Mississippi.

And further, affiant saith not.

Eleanor Upton
ELEANOR UPTON

SWORN TO AND SUBSCRIBED before me, this the 30TH day of September, 1991.

[Signature]
NOTARY PUBLIC

MY COMMISSION EXPIRES:
2/1/95



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 2ND day of October, 1991, at — o'clock — M, and was duly recorded on the October 2, 1991, Book No 24, Page 441.
BILLY V. COOPER, CHANCERY CLERK BY: *Connie Guthrie* D.C

BOOK 24 PAGE 442

30-782

FILED
THIS DATE
OCT 11 1991
BILLY V. COOPER
CHANCERY CLERK
BY *W. S. [Signature]*

LAST WILL AND TESTAMENT OF WILLIE D. STEVENS

I, Willie D. Stevens, a resident citizens of Madison County, Mississippi, being over the age of eighteen years and being of sound and disposing mind and memory, do hereby make, ordain, declare and publish this to be my LAST WILL AND TESTAMENT, and do hereby revoke all other wills and/or codicils heretofore made by me.

ITEM 1. I hereby devise and bequeath one-half (1/2) of all my property, real, personal and mixed that I own at the time of my death to my step daughter, Ruth Stevens Lipsey.

ITEM 2. The remaining one-half (1/2) of all my property, real, personal and mixed I devise and bequeath unto my wife, Lee Etta Stevens, for an during her lifetime. After her death I give, devise and bequeath her one-half interest here mentioned to my step daughter, Ruth Stevens Lipsev.

ITEM 3. I hereby appoint Ruth Stevens Lipsey, executrix of my estate without bond, waiving all requirements whatever of bond from her as such executrix. I hereby waive an inventory and an appraisement of my estate as required by statute, and relieve my said executrix of all duty to account to the courts for her acts and doings as such, and do hereby waive all court proceedings whatever in the administration of my estate, save the probate of this, MY LAST WILL AND TESTAMENT.

PUBLISHED, SIGNED AND DECLARED as this to be MY LAST WILL AND TESTAMENT THIS 12th day of February, 1982.

Willie D. Stevens
WILLIE D. STEVENS

@ *Joseph Hood* (WITNESS)

@ *Alma Luskett* (WITNESS)

ATTESTATION CLAUSE

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

WITNESS OUR SIGNATURES, this 12th day of February, 1982.

@ *Joseph Hood* (WITNESS)

@ *Alma Luskett* (WITNESS)



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 11th day of October, 1991, at _____ o'clock _____ M, and was duly recorded on the October 11, 1991, Book No 24, Page 442.

BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* DC

BOOK 24 PAGE 446

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

FILED
THIS DATE
OCT 11 1991
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

IN THE MATTER OF THE ESTATE OF
WILLIE D. STEVENS, DECEASED

CIVIL ACTION FILE NO. 30-782

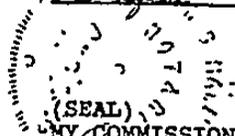
PROOF OF WILL

Comes now ALMA LUCKETT, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of Willie D. Stevens, and enters her appearance herein as provided by Section 91-7-9, Miss.Code Anno. (1972), as amended, and makes oath before the undersigned authority that Willie D. Stevens, the above named decedent, signed, published and declared said instrument to be his Last Will and Testament on the 12th day of February, 1982, the day of the date of said instrument, in the presence of this deponent and Josephine Hood, the other subscribing witness, and that said testator was then of sound and disposing mind and memory, more than twenty-one years of age, and having his usual place of abode in Madison County, Mississippi, and that she and Josephine Hood 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 of the date of said instrument.

Alma Lockett
ALMA LUCKETT

STATE OF MISSISSIPPI
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED before me on this the 12th day of October, 1991.



Marie H. Jones
NOTARY PUBLIC

MY COMMISSION EXPIRES:
January 31, 1994



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 11th day of October, 1991, at _____ o'clock _____ M, and was duly recorded on the October 11, 1991, Book No. 24, Page 443.

BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* D.C.

31-090

Last Will and Testament

OF

P.W. BOZEMAN

FILED
THIS DATE
OCT 05 1991
BILLY V. COOPER
CHANCERY CLERK
BY <i>Lonnie Guthrie</i>

I, P.W. BOZEMAN, an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of eighteen (18) 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 MINNIE J. BOZEMAN, to whom all references herein to "my wife" relate. I am the father of DUDLEY R. BOZEMAN and PATSY BOZEMAN SKINNER, to whom all references herein to "my children" relate. All references herein to the spouse or surviving spouse of my above named daughter, shall refer to CHARLES SKINNER, and all references herein to the spouse or surviving spouse of my above named son, shall refer to MAE COX BOZEMAN. For all purposes of this Will and the disposition of my estate hereunder, the terms "issue" and "descendants" shall be deemed to include all children born to or adopted by my said children before and after the execution of this Will, irrespective of any provisions of law establishing a contrary presumption.

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 the principal of that portion of my residuary estate set forth in Article VIII herein. All property

P.W. Bozeman
P.W. BOZEMAN



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of October, 1991, at _____ o'clock — M., and was duly recorded on the October 11, 1991, Book No 24, Page 444.

BILLY V. COOPER, CHANCERY CLERK BY Lonnie Guthrie D C

bequeathed or devised under this Will, either outright or in trust, is bequeathed or devised subject to existing mortgages, liens, or encumbrances thereon. My Executrix shall have the full authority to decide which debts to pay off and which debts, if any, to allow to pass with the property on which such debt is attached. However, nothing contained herein shall be construed as creating any express trust for the payment of any debts or expenses of my estate.

ARTICLE III.

I direct that all estate and inheritance taxes and other taxes in the general nature thereof, including, but not limited to excise taxes on excess retirement payments, together with any interest or penalty thereon (including any and all taxes paid with respect to the proceeds of any policy or policies of insurance on my life, or with respect to any other property including property over which I have a taxable power of appointment included in my gross estate for the purpose of such taxes, but not including any taxes imposed on generation-skipping transfers under the federal tax laws, nor any Qualified Terminable Interest Property tax which shall become payable upon or by reason of my death with respect to any property passing by or under the terms of this Will or any codicil to it hereafter executed by me) shall be paid by my Executrix out of the principal of that portion of my residuary estate which is not included in the portion qualifying for and making up the marital deduction, said Article from which such taxes are to be paid being Article VIII herein. //

ARTICLE IV.

I give and bequeath unto my wife, if she survives me, all of my personal belongings (except cash, stock, bonds or other like investments on hand or on deposit and the tangible and intangible personal property customarily used in connection with


P.W. BOZEMAN

any business in which I shall be engaged or in which I may own any interest at the time of my death), consisting of jewelry, wearing apparel, sporting equipment, club memberships, and similar property owned by me at the time of my death. I also give and bequeath unto my wife, if she survives me, all of the automobiles and other vehicles owned by me at the time of my death.

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. In the event I desire any particular division of such above described property among my children, I will leave a listing with my Executrix/Executor to that effect, which I would request my children honor.

Should any child predecease me, such property bequeathed and devised to such child shall pass to such child's issue, per stirpes, or if a child should die without issue, then such deceased child's share shall pass to my surviving children equally, or if he or she be deceased, his or her share to his or her issue, per stirpes.


P.W. BOZEMAN

My Executrix is hereby given full and complete authority to determine the property and the value of each share passing to each child or child's issue and the Executrix's decision as to the division of such property shall not be questioned by any beneficiary. Should any disagreement arise, however, as to the equitable division of this property among my children or such childrens' issue, then I authorize my Executrix in her discretion, to sell any or all such personal property described herein at public or private sale and divide the proceeds equally among my children or if deceased, their issue, per stirpes.

ARTICLE V.

I give, devise and bequeath unto my wife, if she survives me, any interest in our personal residence 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, up to a maximum of five (5) acres. If my wife does not survive me, this devise shall lapse, and shall pass in accordance with Article X herein.

ARTICLE VI.

All of my insurance policies which provide indemnity for the loss of or damage to any of my personal or real property by fire, windstorm or other similar casualty, including any claim for the loss of or damage to any such property which I might have at the time of my death against any insurance company, I give and bequeath, respectively, to those persons or corporations or other entities, as the case may be, who shall or would have become the owners of such properties by reason of my death, whether such ownership be acquired under the provisions of this Will, by survivorship or by other means. If any of the individual beneficiaries affected by this Article shall not survive me, or if any corporation so affected by this Article shall not be in existence at the time of my death, the bequest


P.W. BOZEMAN

to such individuals or corporations shall lapse and same shall become a part of my residuary estate hereinafter disposed of.

ARTICLE VII.

I give, bequeath, devise and appoint all 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 Executrix, and I direct that my Executrix shall administer and dispose of my said residuary estate in accordance with the terms and provisions set forth and contained in the succeeding Articles of this Will.

ARTICLE VIII.

1. Dudley R. Bozeman Devise/Bequest

A. If my son, Dudley R. Bozeman, survives me, I give, devise and bequeath and direct my Executrix to deliver to my son outright, all of the interests, ownership and/or stock that I may own at the date of my death in and to: Bozeman Company Partnership; Bozeman Farms Partnership; Madison Land and Timber Company; Bozeman Land & Cattle Company, Inc.; Bozeman Gin Company, Inc.; Bozeman Joint Venture; PWB/DRB, Inc.; and PWB/DRB, II, Inc., in addition to all accounts and notes receivable of said businesses; and the following farm lands and improvements thereon located in Madison County, Mississippi listed and known as the Adams and H.B. Jordan land, containing 124 acres, more or less, and the Bowering land, containing 195 acres, more or less, together with all land and property that I and my said son own together as joint tenants and/or tenants in common.

B. Regardless of the specific bequests and devises set forth in Paragraph A above, it is my intention to bequeath and


P.W. BOZEMAN

devise and I hereby bequeath and devise unto my said son, all of the interests that I may own in assets used in such above described farming operation, with the exception of all cattle owned by me or in which I may own any interest at the date of my death. Such bequest and devises are given expressly subject to any and all indebtedness secured by any of such assets, as well as the items mentioned in Paragraph C, with the exception of any notes payable to me by such businesses, which I forgive at my death.

C. In making these devises and bequests unto my said son, I am cognizant that certain federal and Mississippi estate taxes will be incurred by my estate as a result of my death, solely as a result of such devises and bequests. Therefore, I hereby direct that the payment of all federal and Mississippi estate taxes incurred as a result of my death and such bequests and devises to my son shall be secured by the assets so bequeathed and devised herein to my son, and I authorize my Executrix to demand of my son any and all such monies deemed necessary to pay such taxes. If my said son, for any reason, fails to provide any such funds requested of him by my Executrix, then I authorize my Executrix to sell any or all such assets, beginning first with the personal property so bequeathed to him, but not limited to same, as may be necessary to provide the funds to pay such federal and state estate taxes.

In addition all administrative expenses attributable to such bequests and devises shall be charged to my said son.

D. In the event Dudley R. Bozeman predeceases me, this devise and bequest as made subject to the provisions above, shall pass to and I do hereby devise and bequeath same unto my said son's wife, Mae Cox Bozeman, and their three (3) children, Webb Bozeman, Dudley Bozeman, Jr. and Harvey Bozeman, in equal shares.


P.W. BOZEMAN

2. P.W. Bozeman Family Trust

A. I give, devise and bequeath and direct my Executrix to deliver to the hereinafter-named Trustees under the terms set forth hereafter, an amount of property equal to the largest amount, but no more, that can pass free of federal estate tax by reason of the unified credit available at the date of my death provided under Section 2010 and the state death tax credit (provided use of this credit does not require an increase in state death taxes paid) allowable to my estate under Section 2011, or applicable provisions of the Internal Revenue Code effective at the date of my death. However, the amount of this bequest shall be reduced by the value of insurance proceeds and any other property which passes at any time during my life or at my death, either under any other Article of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under federal estate and gift tax law and for which no marital deduction is allowed under Section 2056 and no deduction for public, charitable or religious purposes is allowed under Section 2055 or any other applicable provisions of the Internal Revenue Code effective at the date of my death. In computing the amount of property constituting this pecuniary bequest, the values used in finally determining the federal estate tax on my estate shall control. My Executrix shall select and distribute to the Trustees the cash or other property to be placed in this trust, and the assets selected by my Executrix for that purpose shall be valued at their respective values on the date or dates of their distribution. This trust shall be for the benefit of my said wife, my children, my childrens' spouses, and my childrens' descendants. The assets devised and bequeathed under this Article of my Will shall be charged with the payment of any estate, inheritance or other death taxes other than Qualified Terminable Interest taxes payable by reason of my death, and any


P.W. BOZEMAN

and all other expenses of my estate. I recognize the possibility that no property may be disposed of by this Article of my Will and that the amount so disposed of may be affected by the action of my Executrix in exercising certain tax elections. This Trust may also be funded with any amounts disclaimed by any beneficiary of my estate and all property devised and bequeathed to my children, and their surviving spouse and issue in Article X of this Will.

This trust shall be known as the "P.W. Bozeman Family Trust" created under my Will, and I direct that such property so passing to my Trustees under this Article shall be administered and disposed of upon the following terms and provisions--that is to say:

A. 1. I direct the Trustees to first determine if this trust at any time may be funded with any S-Corporation stock, whether by bequest, gift or purchase by the Trustees. If so, at the time of such funding, then the Trustees shall elect to have said trusts containing S-Corporation stock qualified as Qualified Subchapter S Trusts under the applicable provisions of the Internal Revenue Code of 1986, in effect at that time; and therefore shall separate such stock and shall first divide the assets of this trust into two main, separate parts (Part A and Part B). Part A shall always consist of all S-Corporation stock owned by the Trust. Part B shall always consist of all remaining assets other than S-Corporation stock constituting the residue of the trust assets.

A. 2. As to the separate trusts under Part A, I direct the Trustees to divide the trust property into parts--one part (or one-third (1/3)) for my wife, if living at that time; one (1) part (or one-third (1/3)) for my daughter, PATSY BOZEMAN SKINNER, if living at that time; or if she be deceased, her part divided equally into separate trusts for her husband, CHARLES

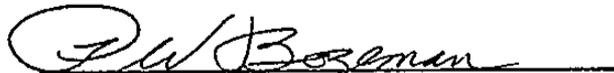

P.W. BOZEMAN

SKINNER, and her living issue;, and one (1) part (or one-third (1/3)) divided into equal separate trusts for my son, DUDLEY R. BOZEMAN, his wife, MAE COX BOZEMAN, and his living issue.

This trust made up of the above separate trusts shall be known as the P.W. Bozeman Family Trust A", (hereinafter referred to as Trust A), for the benefit of my wife, children or their herein named spouse and issue, and I direct that the trust estates of each separate trust under Trust A shall be administered and disposed of upon the following terms and provisions--that is to say:

A. 3. It is my express intention to create the trusts set forth under Trust A to comply with the provisions of Section 1361(d)(3)(A) of the Internal Revenue Code of 1986, as "Qualified S-Corporation/Subchapter S Trusts". Consequently, all provisions of this instrument shall be subordinate to this intention and any provision contained herein that is contrary to this intention and the qualification of the trusts under Trust A as Qualified Subchapter S Trusts shall be void. Notwithstanding any other provisions contained in this Will, my Trustees are prohibited from exercising any powers or authority herein given that by the exercise thereof would disqualify the trusts under Trust A from meeting the qualifications of the Internal Revenue Code to insure the qualification pursuant to this express intention.

A. 4. The Trustees shall distribute to or for the benefit of the beneficiary of each separate trust under Trust A, all of the accounting income of the trust in convenient installments at least annually, or by more frequent installments. In addition, the Trustees may distribute such portions of principal of the separate trust of each beneficiary to the beneficiary as the Trustee shall determine advisable for the maintenance, health and education of the beneficiary;


P.W. BOZEMAN

provided that with regard to the separate A trust for my wife, no principal shall be distributed to her or for her benefit until all of the income of the Minnie J. Bozeman Marital Trust shall have been completely consumed for her benefit. In determining what payments shall be made out of principal to or for the benefit of the beneficiary, the Trustees may, but shall not be required to, take into consideration any other income or resources that may be available to the beneficiary from any source, and the Trustees shall determine what in the Trustees' opinion is in the best interest of the beneficiary, including the desirability of establishing or augmenting the beneficiary's estate, or of enabling the beneficiary to assume responsibility for the beneficiary's own financial affairs, and all other circumstances and factors (including those relating to taxation) that the Trustees may consider pertinent.

A. 5. As to the separate trusts under Trust A, after my death, when my said wife dies, the accumulated accounting income of her trust shall be paid to her estate, with the principal of same equally divided among my childrens' trusts and their spouses' and issues' trusts as set forth in Paragraph A.2 herein, or if deceased their herein named spouses' and issues' trusts, per stirpes. After my wife's death, then each child shall be distributed free of trust, the entire remaining principal and accumulated income of such child's separate trust, with all such distributions being subject to Paragraph F of Article XI. Also, my son's wife, MAE COX BOZEMAN, shall be distributed her trust subject to Paragraph F of Article XI.

A. 6. Should any child die prior to the termination of such child's separate trust, any accumulated accounting income of the deceased child's separate trust shall be paid to his or her estate and the principal of said deceased child's separate trust shall vest in such child's herein named spouse and living


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issue, per stirpes, or if any are under the age of twenty-five (25), then in separate trusts for their benefit, subject to the terms and conditions of the aforementioned provisions as well as Paragraphs F and I of Article XI herein.

A. 7. In the event such child so dies without leaving their herein named spouse or issue or descendants, the accumulated accounting income of said deceased child's separate trust shall be paid to his or her estate, and the remaining principal of his or her separate trust shall be distributed to the separate trusts created herein for my surviving child, or if such child is deceased, the separate trusts for the herein named spouse and issue thereof, or if such trusts have terminated, then outright to such surviving child, or such child's herein named spouse and issue, per stirpes.

A. 8. In the event all such children die prior to the termination of the trusts, without leaving their herein named spouses or living issue, the accumulated accounting income of each trust shall be distributed to the estate of the deceased beneficiary. The remaining assets of each trust shall be distributed to my heirs-at-law at that time computed under the laws of descent and distribution of the State of Mississippi in effect at that time.

B. The remainder of the trust assets, other than S-Corporation Stock constituting Part B of the trust shall be known as the "P.W. Bozeman Family Trust B" (hereinafter referred to as Trust B), and I direct that such portion of the trust assets shall be administered and disposed of upon the following terms and provisions--that is to say:

B. 1. The Trustees are authorized in their sole and absolute discretion to pay all or any portion of the net income of Trust B to or for the benefit of my said wife in convenient installments periodically, but if paid, then at least as often


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as annually, during her life. However, the Trustees may in their discretion withhold from my wife so much (or all) of the income as the Trustees determine not to be advisable for her maintenance and health and for the maintenance of her accustomed standard of living. After considering the maintenance of my wife, my Trustees are further authorized in their discretion to pay to or for the benefit of my children and/or their herein named spouses and issue any such withheld income deemed advisable for their maintenance, health and education (including post graduate education). Any excess income not distributed shall be accumulated and added to the principal. Notwithstanding anything to the contrary contained herein, this discretionary trust shall be for the principal benefit of my said wife for her lifetime, and during the term of her lifetime, my Trustees are directed to look first to her maintenance and health prior to acting under its discretion to sprinkle income to other beneficiaries. However, all income and/or principal disbursements herein are to be made solely in the discretion of the Trustees.

B. 2. If the total income of my said wife is, in the sole discretion of the Trustees, insufficient to enable her to maintain her present and accustomed standard of living, then the Trustees may solely in its discretion pay to her or for her benefit out of the principal of the trust such additional sum or sums as the Trustees shall deem proper provided, however, that the principal of this trust shall not be invaded for the benefit of my said wife or paid to her until all the income of the Minnie J. Bozeman Marital Trust shall have been completely exhausted or consumed. In making this determination, the Trustees may take into consideration my said wife's assets and income from sources other than this trust, including, but not limited to, her qualification for governmental payments. The


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Trustees are also authorized but not directed, in their sole and absolute discretion, if they deem advisable to pay any and all medical, nursing, hospital, institutional, or other related bills which may be incurred by my said wife, out of income or corpus or both, unless same may be reimbursed under any insurance or governmental program.

However, nothing herein shall be construed as a right of any beneficiary to income or principal or a requirement that my Trustees provide support for any beneficiary, all payments of income and/or principal of this trust throughout the term thereof being purely and completely discretionary with my Trustees. Any stated standards are merely stated as a guide to my Trustees and are not to be construed as any right of any beneficiary to support from said trust, whether by income or principal.

C. 1. Upon the death of my said wife, the Trustees shall divide the trust property of Trust B into separate and equal parts--one (1) part for my daughter, PATSY BOZEMAN SKINNER, if living, or if she be deceased, her equal part shall be divided into separate and equal trusts for her spouse, CHARLES SKINNER, and her living issue. If CHARLES SKINNER predeceases her, his share shall be divided equally among the separate trusts for her issue; and one (1) part divided equally into separate trusts for my son, DUDLEY R. BOZEMAN, his spouse, MAE COX BOZEMAN and his living issue. If DUDLEY R. BOZEMAN and/or MAE COX BOZEMAN are deceased their equal trusts shall be distributed equally to the separate trusts for my said son's issue. Said trusts shall continue to be administered under the terms herein at the sole and absolute discretion of my Trustees for the maintenance, health and education (including post graduate education) of said beneficiaries, and the Trustees are directed in their sole discretion to distribute net income to

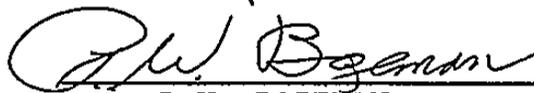

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such beneficiaries from said trusts, and if distributed them at least annually, or at more frequent intervals as they determine proper, or accumulate any such income and add same to corpus if such income or portion thereof is not deemed in their discretion to be advisable for said beneficiaries' maintenance, health and education.

The Trustees may, in their sole discretion, also invade the principal of any such trust, if they in their sole discretion deem such to be advisable in order to provide for the maintenance, health and education of such beneficiaries.

C. 2. Following the death of my said wife, as to any child who survives me, my Trustees shall pay over, transfer, deliver, assign and convey such child's portion of the corpus and any accumulated income of said trust to such child outright and free of trust, all subject to the provisions of Paragraph F of Article XI of this Will. Also the separate trust for MAE COX BOZEMAN shall be distributed to her free of trust, subject to Paragraph F of Article XI of this Will. The Trustees shall have sole and unlimited discretion to determine the property, the proportion of property, and the value of the property involved, in order to determine what property shall comprise the portions to be paid to each beneficiary hereunder.

C. 3. Should any child die prior to the termination of his or her separate trust under Trust B, said trust estate of said deceased child's trust shall vest equally in his or her herein named spouse and living issue, per stirpes; or in default of living issue and herein named spouse of said deceased child, in my surviving child or his or her separate trust herein; or if deceased, equally to his or her herein named spouse and living issue, per stirpes, subject to Paragraph F of Article XI of this Will. Further, should any herein named spouse of a child shall die prior to the termination of their separate trust, their


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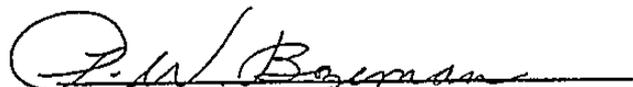
trust shall be equally distributed to the separate trusts set forth for the issue of said child of mine. In the event any child of one of my children becomes the beneficiary of a trust hereunder, such trust assets shall be maintained under the provisions hereof for the benefit of said grandchild until such grandchild reaches the age of twenty-five (25) years, at which time the accumulated income and then remaining principal of such trust shall be distributed to said child, subject to the provisions of Paragraph F of Article XI herein. In the event such grandchild dies prior to the termination of his or her separate trust, said assets shall vest in his or her issue, per stirpes, subject to Paragraphs F and I herein; or in default of issue to his or her siblings or if deceased to their issue, per stirpes, subject to Paragraphs F and I of Article XI hereof.

C. 4. In the event all of my children die prior to the termination of this trust and leave no herein named spouse or issue, then the entire remainder of the trust estates shall be paid outright to my heirs-at-law, determined at that time under the laws of descent and distribution of the State of Mississippi.

ARTICLE IX.

If my wife, MINNIE J. BOZEMAN, survives me, then and in such event, I give, devise and bequeath, and direct my Executrix to deliver to my hereinafter named Trustees as Trustees for my said wife, all of the rest, residue and remainder of my estate, real and personal, of whatsoever kind or character and wheresoever situated. This trust shall be known as the "Minnie J. Bozeman Marital Trust."

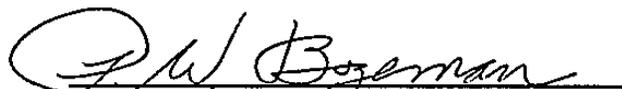
The Minnie J. Bozeman Marital Trust shall be held, administered and disposed of upon the following terms and conditions:


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A. During the lifetime of my said wife, the Trustees shall pay to or apply for her benefit, all of the net income derived from this trust, in convenient installments, but no less than annually from the date of my death.

B. Upon the death of my wife, any and all undistributed income of this trust, shall be distributed to her estate. The remaining trust assets shall be distributed to the Trustees of the P.W. Bozeman Family Trust created under Article VIII of this Will for the benefit of said children and childrens' surviving spouse and issue, under the terms thereof; except that, unless my wife directs otherwise by her Will, the Trustees may, if in the sole discretion of the Trustees such would benefit my children, first pay from the principal of this trust, directly or to the Executor of my wife's estate as the Trustees deem advisable, the amount of estate and inheritance taxes assessed on assets of said trust by reason of the death of my wife, together with the expenses of administering her estate attributable to said trust.

C. It is my intention to qualify the bequest and devise hereunder for the marital deduction under Section 2056 of the Internal Revenue Code of 1986, as Amended, in effect at the date of my death and any provision herein to the contrary shall be void. In furtherance of this paramount intention of my will, all other provisions of this will shall be subordinate to this intention. My Trustees/Executrix are therefore prohibited from exercising any powers or authority granted in this will in such a manner as to deny my estate the marital deduction intended hereby. In that regard, regardless of any powers, discretion or authority granted to my Trustees or Executrix, such powers, discretion and authority may and shall not be utilized to defeat any necessities stated in this Article to qualify this trust for the marital deduction under the applicable Qualified Terminal


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Interest Marital Deduction provisions of the Internal Revenue Code of 1986 in effect at the date of my death. Accordingly, I direct that: (a) there shall not be allocated to the trust any unproductive property, as that property is defined in the applicable tax laws, which the Trustees would invest in or retain beyond a reasonable time without the consent of my wife, and my wife shall have the power to require the Trustees to either make the property productive or to convert it to productive property within a reasonable time; and (b) none of the powers or discretions of the Trustees shall be exercised in a manner which will deny my estate the marital deduction for property passing to this trust or disqualify such trust for the marital deduction; and (c) that all other provisions of this will, or any codicil to it hereafter executed by me, shall be subordinate to the qualification of such trust for the marital deduction.

D. I direct my Executrix to make the election under Section 2056(7) of the Internal Revenue Code of 1986, as amended, to have this trust treated as "Qualified Terminable Interest Property" for the purpose of qualifying for the marital deduction allowance in determining the federal estate tax upon my estate.

Generally, I anticipate that my Executrix will elect to minimize the estate tax payable by my estate. However, I would expect that some consideration be given to the timing of my wife's death and mine and the computation of the combined estate taxes in our two (2) estates, especially if she should die prior to the time the election is made.

E. If my wife survives me (or is deemed to have survived me) and no federal estate tax is payable by my estate whether my estate is valued for federal estate tax purposes on my date of death or the alternative valuation date, I suggest (but do not


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direct) my Executrix to use whichever of said dates will result in the highest value for my estate.

F. Neither my wife nor any other person shall have the right to appoint any part of the income or principal of this trust to any person other than my wife prior to her death.

G. None of the assets of this trust shall be used for the payment of estate, inheritance or other death taxes or administrative expenses or debts payable by reason of my death.

H. Anything herein contained to the contrary notwithstanding, if my wife, or if deceased, her Executor shall, as provided in Article XVII of this Will, disclaim any portion or all of the property passing under this Article IX, then such portion so disclaimed shall be added to the property devised and bequeathed to the Trustees of the P.W. Bozeman Family Trust created by Article VIII of this Will to be held, administered and distributed as provided therein.

I. Notwithstanding anything contained in this Will to the contrary, in the event that the value of the assets of my estate should experience a decrease in value after my death and prior to any distribution from my estate to this trust or the P.W. Bozeman Family Trust, I direct that this trust and the said P.W. Bozeman Family Trust shall share proportionately such depreciated assets of my estate to the extent necessary to insure that the herein set forth optimum marital deduction and the full estate tax credit available under the laws in effect at my death are allowable in my estate to the extent deemed necessary and advisable by my Executrix and to insure that all requirements of the Internal Revenue Code applicable to qualifying property for the marital deduction are met.

J. Notwithstanding anything contained in this will to the contrary, if any general clause contained in Article XI relating to all trusts or elsewhere in this will is interpreted or


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construed to in any way inhibit, reduce or adversely affect the qualification of this trust for the marital deduction, then such clause shall be declared and considered void as it applies to this Minnie J. Bozeman Marital Trust.

ARTICLE X.

In the event my wife does not survive me, I give, devise and bequeath and direct my Executrix to pay over and distribute the rest, residue and remainder of my estate, real and personal, of whatsoever kind or character, not otherwise disposed of herein, and including any bequest or devise that may lapse or be renounced or disclaimed or that may be otherwise ineffective for any reason, to my Trustees in trust to be administered under the terms of the P.W. Bozeman Family Trust under Article VIII of this will, for the principal benefit of my children and their surviving spouses and issue.

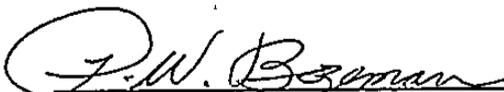
ARTICLE XI.

I direct that as to any and all trusts created herein, except where specified otherwise, the following shall apply:

A. No purchaser, mortgagor or any other person, firm or corporation need see to the application of funds paid or advanced to the Trustees in connection with the business or purposes of any trust, but the receipt of the Trustees therefor shall be a complete acquittance and discharge.

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

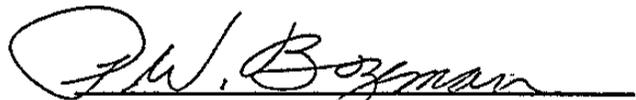
If any beneficiary of any trust other than the Minnie J. Bozeman Marital Trust, and Trust A of the P.W. Bozeman Family


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Trust shall attempt to anticipate, pledge, assign, sell, transfer, alienate or encumber his or her interest, or if any creditor or claimant shall attempt to subject such interest to the payment of any debt, liability or obligation of such beneficiary, then thereupon any perceived right of such beneficiary to income or principal shall terminate and thereafter the Trustees are authorized in their discretion to pay such income or principal to or apply same for the maintenance and health of one (1) or more of the following persons, namely: (a) such beneficiary, (b) his or her issue, and (c) those who would be entitled to receive the principal of the trust had the beneficiary died immediately prior to receipt of such income or principal by the Trustees, in such manner and proportions as the Trustees in their sole discretion may determine, regardless of equality of distribution; but in no event shall the Trustees be required or compelled to pay any part of the income or principal to or for such beneficiary.

This clause shall not apply to the Minnie J. Bozeman Marital Trust so as to disqualify same for the estate tax marital deduction or to the P.W. Bozeman Family Trust A, so as to disqualify same as a Qualified S-Corporation Trust.

C. During the minority or incapacity of any beneficiary to or for whom income or principal is authorized or directed to be paid, my Trustees may pay, transfer or assign same in any one or more of the following ways: (a) directly to such beneficiary such amount as they may deem advisable as an allowance; (b) to the guardian of the person or of the property of such beneficiary; (c) to a relative of such beneficiary upon the agreement of such relative to expend such income or principal solely for the benefit of the beneficiary; (d) by expending such income or principal directly for the education, maintenance and health of such beneficiary. My Trustees shall have the power in

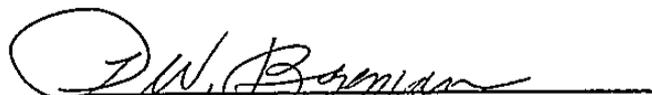

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their uncontrolled discretion to determine whether a beneficiary is incapacitated, and their determination shall be conclusive.

D. The Trustees are specifically authorized and empowered to invest any part or all of the principal of the trust estate in any common trust fund which may be established and operated by and under the control of the Trustees and may combine any trusts created for the benefit of the same beneficiaries herein with substantially similar terms and provisions. This clause shall only apply to the P.W. Bozeman Family Trust.

E. In making distribution of net income to beneficiaries entitled thereto, the Trustees may disburse the same in monthly or other convenient installments based upon its estimate of the amount thereof, and shall annually adjust any difference between estimated and realized net income. If on the death of any beneficiary there is a deficiency of income thus occasioned, the same shall be charged to the principal account from which such income was paid.

F. With regard to the P.W. Bozeman Family Trust B, notwithstanding any other provisions herein to the contrary, if in the sole and complete judgment of the Trustees, a beneficiary (at any time such beneficiary would otherwise be entitled to receive a distribution of principal or income from the trust estate) shall not have manifested the ability which would qualify such beneficiary prudently to use and conserve the principal or income of the trust estate provided to be distributed to such beneficiary, then and in such event, the Trustees are fully authorized to withhold and defer the delivery and conveyance of any part or all of such principal or income distribution until the Trustees shall deem such beneficiary to be qualified to prudently use and conserve the same; provided, however, such principal or income so retained shall continue to be administered as an integral part of such beneficiary's trust


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estate and may thereafter, as the Trustees deem wise, be paid over and delivered to such beneficiary in whole or in part and from time to time as and when the Trustees have determined such beneficiary is qualified to prudently use and conserve the same.

With regard to the P.W. Bozeman Family Trust B, should any beneficiary of the trust be disabled, incompetent, a debtor in any bankruptcy proceeding, a defendant in any filed or threatened legal proceeding, or in any way incapacitated at the time of any scheduled distribution, the Trustees are authorized in their discretion to withhold such distribution and continue to maintain such trust assets for the benefit of said beneficiary until such condition is removed. My Trustees shall have sole and absolute discretion to determine whether a beneficiary is disabled, incompetent or incapacitated and to determine when such conditions as detailed above have been removed.

G. All trusts created in this Will are private trusts, and the Trustees shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustees shall not be required to return to any court any periodic formal accounting of their administration of the trusts, but said Trustees shall render annual accounts to the income beneficiaries of the trusts. No person paying money or delivering property to the Trustees shall be required to see to its application. Bond shall not be required of the Trustees.

H. Each Trustee hereunder (whether originally designated herein or appointed as successor) shall have the right to resign at any time by giving sixty (60) days written notice to that effect, specifying the effective date of such resignation, to the income beneficiaries of the trust. A Successor Trustee may then be appointed by an instrument delivered to such successor,



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with a copy to the existing Trustees, and signed by a majority of the income beneficiaries of the trust at that time of legal age, or if any be minors by the Guardian of their persons (other than a trust beneficiary); provided that my said wife shall not have any right to vote in the replacement of any Trustee of the P.W. Bozeman Family Trust; and further provided that Successor Co-Trustees may be appointed, but in all instances of any Successor Trustee, other than one herein named, one (1) such Successor Trustee must always be a federally insured bank with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities; and further provided that no beneficiary, spouse, parent or child of any beneficiary of the trust be named or appointed as Successor Trustee or Co-Trustee.

Further, a majority of the trust beneficiaries of legal age, or if any be minors, the Guardian of their persons (other than a trust beneficiary) shall have the right to replace any Trustee of any Trust herein, (other than my originally appointed Trustees) with or without cause; provided that in the replacement of any Successor Trustee other than my originally appointed Trustees in the Minnie J. Bozeman Marital Trust, my said wife and my two (2) children shall maintain the right to replace any Trustee of said Marital Trust by unanimous vote. My said wife, shall not have the right to vote in the replacement of any Trustee in the P.W. Bozeman Family Trust; and further provided that Successor Co-Trustees may be appointed, but in all instances of any Successor Trustee, (not herein named) one (1) such Successor Trustee must always be a federally insured bank with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities; and further provided that no


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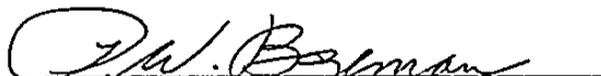
beneficiary, spouse, parent or child of any beneficiary of the trust be named or appointed as Successor Trustee or Co-Trustee.

In the event that such income beneficiaries shall fail to designate a Successor Trustee within the time specified, then, the acting Trustee(s), or any other party in interest, may apply to a court of competent jurisdiction for the appointment of a successor and the judicial settlement of the accounts of the acting Trustee(s).

Any Successor Trustee hereunder shall possess and exercise all powers and authority herein conferred on the original Trustee in the trust instrument or by law, without any act of conveyance or transfer.

I. If any beneficiary other than a said child or grandchild of mine having become entitled to a distribution of all or a portion of my estate or this trust shall be under the age of twenty-one (21) years or be under any legal disability, his or her share shall be vested in him or her, but distributions shall be postponed until he or she attains such age or until such disability has been removed. The Trustees are authorized to pay to or for the benefit of said beneficiary such part of the income or principal of the retained share as the Trustees consider advisable for said beneficiary's education, maintenance and health and may add to the principal any income not so expended, and shall, subject to Paragraph F of this Article, distribute to such beneficiary, all remaining principal and income at age twenty-one (21).

J. Unless sooner terminated by the provisions of this Will, and notwithstanding the terms of any trust herein, each and every trust created hereby shall come to an end at the expiration of twenty-one (21) years after the death of the last survivor among myself, my wife, and all of my children, their herein named spouses, and issue who are living at the time of my


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death, and at the expiration of said time notwithstanding any provision to the contrary herein contained, the Trustees shall pay over to the then living income beneficiaries or if none, to my heirs at law at that time computed under the laws of descent and distribution of the State of Mississippi. In other words, notwithstanding any provision of this Will to the contrary, the interest of every beneficiary of any trust created by this Will shall vest within the period prescribed by the Rule Against Perpetuities.

K. In the event that any corporate trustee shall hereafter merge or consolidate with any other bank or trust company, then the corporation created by such merger or consolidation shall act as Successor Trustee hereunder, provided that such new surviving bank must be a federally insured bank with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities; and in such capacity shall possess and exercise all powers and authority herein conferred on the Trustees named herein.

L. The Trustees shall be entitled to receive reasonable compensation for their services rendered hereunder. The amount of compensation shall be no more than that generally charged by corporate trustees in the Jackson, Mississippi area. Such compensation may be collected in the manner generally collected by corporate trustees in the Jackson, Mississippi area and shall be shown on the annual accounting.

M. Any trust created herein shall be entitled to a proportionate share of the income of my estate commencing with the date of my death. During the administration of my estate and until each trust is established, I authorize the Trustees in the Trustees' discretion to request of my Executrix, in which case my Executrix shall comply with that request as long as same


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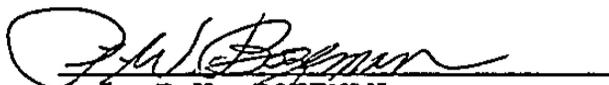
is practicable, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of such trusts. These payments shall be an amount which in the judgment of the Trustees and Executrix, jointly, equals the income which the beneficiaries would receive from the various trusts had each been established.

N. If following the death of my said wife, the principal of the P.W. Bozeman Family Trust estate shall ever be less than \$50,000.00, or otherwise in the discretion of the Trustees there is a detrimental economic reality to maintaining the trust, such trust shall terminate and the assets and any accumulated income therefrom shall be distributed free of trust to the income beneficiaries thereof, or if minors, to their legal guardians in the proportions required under the terms thereof.

O. My Trustees shall be prohibited from making any payments in reimbursement to any governmental entity which may have incurred expense for the benefit of a beneficiary, and my Trustees shall not pay any obligation of a beneficiary which obligation is otherwise payable by any governmental entity or pursuant to any governmental program of reimbursement or payment. With regard to the P.W. Bozeman Family Trust B, regardless of the guidance standards stated therein or anything contained therein to the contrary, it is my intention and I clearly state that such trust and any separate trusts contained therein are discretionary in nature with no requirement in my Trustees to support any beneficiaries therefrom, with my Trustees having sole and absolute discretion as to payment or non payment of income or principal therefrom until the termination dates thereof.

ARTICLE XII.

I am cognizant that the provisions of the federal Internal Revenue Code (and other applicable laws) in force at the time of


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my death and applicable to my estate may permit my Executrix to elect to claim certain expenses and losses as deductions on certain income, estate, or inheritance tax returns. Thus, I authorize my Executrix to elect to claim such expenses and losses as deductions on the particular tax return or returns as my Executrix in her sole discretion shall deem advisable, irrespective of whether such expenses and losses may be payable from (or attributable to) income or principal, and my Executrix 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 Executrix's election under this Article. Further, I direct that the property interests determined as the result of my Executrix's election under this Article shall be the interest that such beneficiaries will receive. Also, I exonerate my Executrix from all liability for any such election and direct that no beneficiary shall have any claim against my Executrix or my estate by reason of the exercise of my Executrix's judgment in this respect.

ARTICLE XIII.

I hereby grant to my Executrix and my Trustees established hereunder (including any substitute or successor trustee, personal representative or executor) the continuing, absolute, discretionary power to deal with any property, real or personal, held in trust or 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 person dealing with the Executrix or Trustees shall be required to inquire into the propriety of her or their actions. Without limiting the generality of the foregoing, I hereby grant to my Executrix and my Trustees and to any successor hereunder the following


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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 MISS. CODE ANN. §91-9-101 et seq. (1972) as now enacted or hereafter amended.

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 Executrix and Trustees may presume any securities owned by me at the time of my death to be of investment merit and worthy of retention by my Executrix and Trustees. Such presumption shall not impair the power of sale or exchange or any other powers or discretion given the Executrix or Trustees, but if said securities or any of them are retained by my Executrix or Trustees for the duration of the administration of the estate proceedings or trust or any shorter period of time, my Executrix or Trustees 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 Executrix and Trustees may also presume that the management of the companies whose securities are held in the estate and trust 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 Executrix and Trustees, but if said securities or any of them are voted by my Executrix or Trustees in favor of the management of the respective companies issuing them or in favor of any proposals supported by such management, my Executrix or Trustees shall not be responsible or liable for


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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 or trust at public or private sale, at such time and price and upon such terms and conditions (including credit) as she or they may deem to be advisable and for the best interest of my estate or trust, all without court order or bond.

E. To invest and reinvest (including accumulated income) in any property (real or personal) as she or they 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 limiting investments by fiduciaries.

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

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

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 subscribed to securities of the issuing corporation, and to consider and treat as income all other dividends and rights received (except those declared and


P.W. BOZEMAN

payable as of a "record date" preceding my death, which shall be considered and treated as principal).

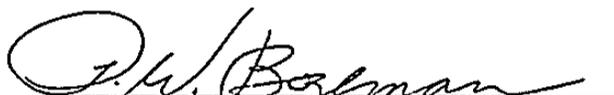
I. To charge or credit to principal any premiums and discounts on securities purchased at more or less than par.

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 she or they may deem proper.

K. To consent to and participate in any plan for the liquidation, any security of which is held.

L. To borrow money (from herself or itself, including any Trustee's own banking department, individually or from others) upon such terms and conditions as she or they 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 or trust upon such terms as the Executrix or Trustees may, in their discretion, determine advisable.

M. To lease any real estate for such term or terms and upon such conditions and rentals in such manner as she or they may deem advisable (with or without privilege of purchase), including but not limited to agricultural, commercial, and 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 or the trust. 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 she or they may deem proper.


P.W. BOZEMAN

N. Whenever required or permitted to divide and distribute my estate or any trust herein, 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 the income tax basis of specific property allocated to any beneficiary; provided that any assets so distributed in kind shall be valued at their federal estate tax values, but in selecting such assets they shall be fairly representative of appreciation or depreciation in value of all property thus available for distribution in satisfaction of such pecuniary bequests. In making distributions, I request (but do not direct) that my Executrix or Trustees do so in a manner which will result in the property to be sold to satisfy obligations of my estate or trust having an aggregate income tax basis as close as possible to their 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 Executrix or Trustees, in her or their absolute discretion, to make in kind and non-prorata distributions under this Will and trust if practicable.

O. To employ accountants, attorneys, investment advisors, money managers and such agents as she or they deem advisable, and to grant same discretionary powers, as she or they may deem advisable; to pay reasonable compensation for their services and to charge same to (or apportion same between) income and principal as she or they 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.


P.W. BOZEMAN

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 Executrix or Trustees 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 Executrix or Trustees with respect to the legacy so paid or delivered, all subject to the provisions for distributions in the trusts contained herein.

R. My Executrix or Trustees shall not be required to file in any court or with any public official any reports or accounts relating to the administration of my estate or trust, except to the extent that I have no power to excuse the filing of such reports or accounts.

S. Wherever authorized by this instrument to accumulate or distribute income, to make such decision free from attack or question by any person, it being intended that the Executrix or Trustees may feel free to make such decisions on the basis of the facts as they exist at the time any such decision is made.

With regard to the P.W. Bozeman Family Trust B, since my Trustees are not required to distribute all income, I hereby authorize my Trustees, in their sole and absolute discretion, to decide how much income to distribute or accumulate¹¹ and I exonerate my Trustees from any liability for additional tax on any trust if they accumulate any income of said trust.

I also authorize my said Trustees under such trust created herein, since not required to distribute all income, to elect or not elect to treat all or any portion of any estimated


P.W. BOZEMAN

tax paid by any trust created hereunder as a payment by one or more beneficiaries of said trust. Said election may be made either pro-rata among the beneficiaries of each trust or otherwise in the discretion of my Trustees, whose decision shall be binding and conclusive upon all concerned. However, the election in the preceding sentence does not authorize principal distributions, unless same are so authorized elsewhere in this will.

T. Abandon, in any way, property which is determined not to be worth protecting.

U. In her or their sole discretion, if she or they deem practicable, to disclaim on my behalf any interest, in whole or in part bequeathed or devised to me or otherwise inherited by me or my estate; and to exercise and make any and all tax elections of all kinds and execute and file any and all necessary tax returns and forms, including, but not limited to a joint income tax return with my wife.

V. The Trustees are authorized and empowered in their discretion to receive property by gift or by will or otherwise from any person or persons as additions to the trusts created herein and to hold the same and to administer it under the provisions hereof.

W. The power, exercisable in her or their sole discretion, to make any election permitted under the applicable federal income and estate and gift tax laws and to make such accompanying adjustment between income and principal as she or it may deem proper. This power includes, but is not limited to, the power to make the election to recognize gain or loss on the distribution of property in kind, as now permitted under Section 643(d)(3) of the Internal Revenue Code of 1986, or as permitted in any later codification.


P.W. BOZEMAN

Certain trusts in this will or transfers made during my lifetime may be subject to taxation under Chapter 13 (§§ 2601 et seq.) of the Internal Revenue Code (or similar statutes in force and effect from time to time). In consideration of the special duties and responsibilities imposed upon the Trustees by reason thereof, the following provisions shall be applicable to any such trust:

a. Upon a generation-skipping transfer which is taxable under Chapter 13, the Trustees shall be fully protected by their decision in good faith (1) to withhold distribution of all or any part of the trust, pending final determination of the Generation-Skipping Transfer Tax (GST); (2) to hold the assets on hand which are subject to an alternate valuation election during the full holding period of such election, or to distribute or otherwise effect disposition of any such assets during such period; and (3) to the extent that the Trustees shall have a choice of dates as of which to value property for GST, or a choice to treat or use an item either as an income tax deduction or a GST deduction, the Trustees may make such choices as they, in their sole discretion, shall deem advisable, regardless of the resulting effect on any other provisions of the trust or on any person interested therein and any person adversely affected by such a choice shall not be entitled to any reimbursement or adjustment by reason thereof.

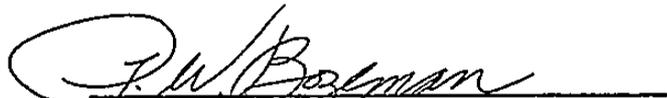
b. My Trustees are authorized to allocate any portion of my GST exemption available under Section 2631(a) of the Internal Revenue Code, as amended, or under any corresponding state statute, if any, to any property as to which I am the transferor, including


P.W. BOZEMAN

any property transferred by me during life as to which I did not make an allocation prior to my death.

c. My Trustees are authorized to divide property in the trust with an inclusion ratio as defined in Section 2642(a)(1) of the Internal Revenue Code, as amended, of neither one nor zero into separate trusts representing two fractional shares of the property being divided, one to have an inclusion ratio of one and the other to have an inclusion ratio of zero.

d. If any trust created under this will provides that a child of mine shall be the income beneficiary thereof and that upon said child's death, the trust shall be distributable to or continue for the benefit of my grandchildren or more remote issue, and be subject upon the death of the income beneficiary to GST, I hereby grant to such income beneficiary a general power to appoint such portion of the principal of the trust upon his or her death as the Trustees shall determine will result in an over-all savings of estate taxes and GST as between the estate of the income beneficiary and the trust or trusts hereunder which would otherwise be subject to the GST at the income beneficiary's death as to such portion of principal. The determination of the Trustees as to such amount will be conclusive and binding upon all persons interested in trust, and I exonerate the Trustees with respect to its good faith determination of the amount. Such power shall be exercisable to and among such person or persons, including his or her estate and the creditors of his or her estate, and in such proportions as the income beneficiary may designate or appoint by will admitted to probate in


P.W. BOZEMAN

any jurisdiction. The power shall be exercisable by the beneficiary only by specific references thereto in the beneficiary's will, and upon his or her failure to appoint, or to the extent the exercise of such power is ineffective, the then remaining principal and income shall be distributed or continue to be held in trust pursuant to the provisions of this Trust.

e. No adjustment shall be made between any interested parties by reason of the operation of said Chapter 13 or elections made by the Trustees thereunder.

f. The GST shall be paid (a) in the case of a direct skip, by the Trustees out of the principal of the trust, (b) in the case of a taxable termination, by the Trustees out of the principal of the trust; and (c) in the case of a taxable distribution, out of the amount or property being distributed.

X. No powers of the Executrix or Trustees enumerated herein or now or hereafter conferred upon executors or trustee or fiduciaries generally shall be construed to enable the Executrix of Trustees, or any other person, or entity, to purchase, exchange, or otherwise deal with or dispose of all or any part of the principal or income of the estate or trusts created herein for less than an adequate consideration in money or money's worth or to enable anyone to borrow all or any part of the principal or income of the estate or trusts, directly or indirectly, without adequate interest or security. No person other than the Executrix or Trustees 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.


P.W. BOZEMAN

ARTICLE XIV.

I presently own and operate certain business ventures and enterprises, and I anticipate that at the time of my death I will own such interest in such business and possibly other businesses, or that I will own a substantial interest in another business enterprise (whether operated in the form of a corporation, a partnership or a sole proprietorship), hereinafter referred to as "the business," and consequently I expect that some such business enterprise or enterprises will be in my estate at the time of my death. Since I desire that my Executrix shall have the discretion to continue to hold and operate each such business as a part of my estate, I hereby vest my said Executrix, including any successors thereto, with the following powers and authority as supplemental to the ones contained in Article XIII (General Powers), the applicability of which to the business I confirm, without limitation by reason of specification, and in addition to powers conferred by law, all of which may be exercised with respect to every such business, whether a corporation, a partnership or a sole proprietorship:

A. To retain and continue to operate the business for such period as the Executrix may deem advisable.

B. To control, direct and manage the business. In this connection, the Executrix in her sole discretion shall determine the manner and extent of her active participation in the operation, and the Executrix may delegate all or any part of her power to supervise and operate to such person or persons as she may select, including, but not limited to, any associate, partner, officer or employee of the business.

C. To hire and discharge officers and employees, fix their compensation and define their duties; and similarly to employ, compensate and discharge agents, attorneys, consultants, advisors, accountants and such other representatives as the


P.W. BOZEMAN

Executrix may deem appropriate; including the right to employ any beneficiary or my estate in any of the foregoing capacities and to grant same discretionary powers.

In this regard, I hereby direct my Executrix and/or Trustees to execute an irrevocable proxy to my son, Dudley R. Bozeman, if he survives me, to vote any and all stock in any corporation constituting a part of my estate or any trust herein and/or the unrestricted right to manage any and all partnerships making up a part of my estate or any trust contained herein.

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

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

F. To take any action required to convert any corporation into a partnership or sole proprietorship or S-Corporation; and to take any action to qualify for farm subsidy or ASCS crop payments as allowed.

G. To treat the business as an entity separate from the estate. In her accounting to the court and to any beneficiaries, if required, the Executrix shall only be required to report the earnings and condition of the business in accordance with standard corporate accounting practice. "

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


P.W. BOZEMAN

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

J. To sell or liquidate all or any part of any business, including but not limited to real property, at such time and price and upon such terms and conditions (including credit) as the Executrix may determine. The Executrix is specifically authorized and empowered to make such sale to any partner, officer or employee of the business (or to any individual executor) or to any beneficiary hereunder.

K. To exercise any of the rights and powers herein conferred in conjunction with another or others.

L. To diminish, enlarge or change the scope or nature of any business.

I am aware that certain risks are inherent in the operation of any business. Therefore, I direct that my Executrix shall not be held liable for any loss resulting from the retention and operation of any business unless such loss shall result directly from the Executrix's gross negligence or willful misconduct. In determining any question of liability for losses, it should be considered that the Executrix is engaging in a speculative enterprise at my express request.

If any business operated by my Executrix pursuant to the authorization contained in this Will shall be unincorporated, then I direct that all liabilities arising therefrom shall be satisfied first from the business itself and second out of the estate. It is my intention that in no event shall any such liability be enforced against the Executrix personally. If the Executrix shall be held personally liable, she shall be entitled to indemnity first from the business and second from the estate. The same above-mentioned rights and


P.W. BOZEMAN

provisions shall apply to my Trustees in operating any business enterprise(s) that may become a part of any trust created herein.

ARTICLE XV.

I appoint my daughter, PATSY BOZEMAN SKINNER, as Executrix of my estate; or if she predeceases me, fails to qualify or otherwise ceases to act, I appoint my nephew, LEWIS ELTON BOZEMAN, as Successor Executor. I direct that the above-named person(s), or successors thereto, 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. However, this waiver shall not prevent my Executrix/Executor from electing to obtain bond or file such inventory, accounting or appraisal if he or she so deems advisable and if so same shall be entitled to reimbursement from the estate for the cost thereof.

I appoint as Co-Trustees of all trusts created herein, being the "P.W. Bozeman Family Trusts A and B" and the "Minnie J. Bozeman Marital Trust," CARL BOZEMAN of Hazlehurst, Mississippi, and LEWIS ELTON BOZEMAN of Flora, Mississippi. Should either Co-Trustee predecease me, or otherwise cease to serve as Co-Trustee, I appoint STEVE BOZEMAN as Successor Trustee to them. Should any such above named individual Co-Trustees cease to serve insaid capacity, then the surviving appointed Co-Trustee(s) shall serve in such capacity. My Co-Trustees may divide their duties among them as they see fit. I also direct that said Trustees or any and all successors^{to} them serve without the necessity of making bond, inventory, appraisal or accounting to any court to the extent that same may be properly waived under law. However, this waiver shall not prevent my Trustees from electing to obtain bond or file such inventory, accounting or appraisal if they so deem


P.W. BOZEMAN

advisable and if so they shall be entitled to reimbursement from the estate for the cost thereof.

ARTICLE XVI.

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. If any legatee or devisee or beneficiary other than my wife shall die simultaneously with me or under such circumstances as to render it impossible or difficult to determine who predeceased the other, I declare that I shall be deemed to have survived such legatee or devisee, and this Will and all of its provisions shall be construed upon that assumption.

ARTICLE XVII.

I hereby authorize and empower my wife and my herein-named children, their spouses and their issue, and all other beneficiaries of my estate, or if any of such beneficiaries be deceased or otherwise incapacitated, their respective executor or executrix, administrator or administratrix, or personal representative or agent, hereunder 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 Executrix within the period designated by the Internal Revenue Code effective at the date of my death. Any portion of my estate so disclaimed by my said wife shall pass as a part of my estate and be distributed in accordance with the provisions of Article VIII-2; and any portion of my estate so disclaimed by any other beneficiary of my estate shall be distributed in accordance with the terms of this will, as if said person or persons disclaiming had predeceased me.


P.W. BOZEMAN

ARTICLE XVIII.

If any beneficiary hereunder shall contest the probate or validity of this will or any provision thereof, or shall institute or join in (except as a party defendant) any proceeding to contest the validity of this will or to prevent any provision thereof from being carried out in accordance with its terms (regardless of whether or not such proceedings are instituted in good faith and with probable cause), then all benefits provided for such beneficiary are revoked and such benefits shall pass to the residuary beneficiaries of this will (other than such beneficiary) in the proportion that the share of each such residuary beneficiary bears to the aggregate of the effective shares of the residuary. If all of the residuary beneficiaries join in such contest or proceedings, then such benefits shall pass to those persons (other than the persons joining in such contest) who are living at my death and who would have been my distributees had I died intestate a resident of the State of Mississippi and had the person or persons contesting my will died immediately before me, subject to and under the terms of any trust under my will containing such assets. Each benefit conferred herein is made on the condition precedent that the beneficiary shall accept and agree to all of the provisions of this will and the provisions of this Article are an essential part of each and every benefit.

I, P.W. BOZEMAN, have signed this Will, which consists of forty-three (43) pages, on this the 13 day of May, 1991, in the presence of J. Stephen Husbolt,
and John E. Hill,
who attested it at my request.


P.W. BOZEMAN, Testator

The above and foregoing Will of P.W. Bozeman was declared by him in our presence to be his Will and was signed by P.W. Bozeman 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 P.W. Bozeman on this the 13th day of May, 1991.

<u>J Stephen Sunfield</u>	of	<u>1921 Bellewood Road</u>
		<u>Jackson, Mississippi 39211</u>
<u>John F. Hill</u>	of	<u>210 E. Capitol Street Suite 2120</u>
		<u>Jackson MS 39201</u>

P.W. Bozeman
P.W. BOZEMAN

BOOK 24 PAGE 487

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF P.W. BOZEMAN, DECEASED

FILED THIS DATE OCT 03 1991 BILLY V. COOPER CHANCERY CLERK BY *Connie Guthrie*

CAUSE NO. 31-090

PROOF OF WILL

Be it known and remembered that on this 24th day of September, A.D., 1991, before me, the undersigned authority, personally came and appeared J. STEPHEN STUBBLEFIELD, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of P.W. Bozeman, bearing date of the 13th day of May, 1991; and he, having first carefully examined and inspected said instrument and the signature thereto, and having been by me first duly sworn, deposed and said that the said P.W. Bozeman signed, published and declared said instrument of writing as and for his Last Will and Testament in the present of this deponent on the day of the date of said instrument; that said P.W. Bozeman was then of sound and disposing mind, memory and understanding, and able and competent in law and in fact to make a Will, and at that time was a bona fide resident of Madison County, Mississippi, where he had maintained his fixed place of residence prior to said date; and that said P.W. Bozeman was then more than eighteen years of age, and that this deponent and the other witness subscribed said instrument as witness thereto, at the instance and request and in the presence of said testator and in the presence of each other on the date aforesaid.

J. Stephen Stubblefield
J. STEPHEN STUBBLEFIELD

SWORN TO AND SUBSCRIBED before me by J. Stephen Stubblefield, this 24th day of September, A.D., 1991.

Vicki Lynn Edgeworth
NOTARY PUBLIC

My Commission Expires: September 17, 1993



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 8th day of October, 1991, at _____ o'clock _____ M, and was duly recorded on the October 11, 1991, Book No 24, Page 487.
BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* D.C.

BOOK 24 PAGE 488

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED THIS DATE OCT 08 1991 BILLY V. COOPER CHANCERY CLERK BY *Lonnie Galtman*

IN THE MATTER OF THE ESTATE OF P.W. BOZEMAN, DECEASED

CAUSE NO. 31-090

PROOF OF WILL

Be it known and remembered that on this 23rd day of September, A.D., 1991, before me, the undersigned authority, personally came and appeared JOHN HILL, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of P.W. Bozeman, bearing date of the 13th day of May, 1991; and he, having first carefully examined and inspected said instrument and the signature thereto, and having been by me first duly sworn, deposed and said that the said P.W. Bozeman signed, published and declared said instrument of writing as and for his Last Will and Testament in the present of this deponent on the day of the date of said instrument; that said P.W. Bozeman was then of sound and disposing mind, memory and understanding, and able and competent in law and in fact to make a Will, and at that time was a bona fide resident of Madison County, Mississippi, where he had maintained his fixed place of residence prior to said date; and that said P.W. Bozeman was then more than eighteen years of age, and that this deponent and the other witness subscribed said instrument as witness thereto, at the instance and request and in the presence of said testator and in the presence of each other on the date aforesaid.

John Hill
JOHN HILL

SWORN TO AND SUBSCRIBED before me by John Hill, this 23rd day of September, A.D., 1991.

Vicki Lynn Edgeworth
NOTARY PUBLIC

My Commission Expires: September 17, 1991



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of October, 1991, at _____ o'clock _____ M, and was duly recorded on the October 11, 1991, Book No 24, Page 488

BILLY V. COOPER, CHANCERY CLERK BY *Lonnie Galtman* DC

FILED
THIS DATE
NOV - 1 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

STATE OF MISSISSIPPI)
MADISON COUNTY)

#31-111

LAST WILL AND TESTAMENT OF ELEANOR F. WILSON

KNOW ALL MEN BY THESE PRESENTS that I, Eleanor Frances Wilson, a resident of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one years, do hereby make, publish and declare this my Last Will and Testament, hereby expressly revoking all wills and codicils heretofore made by me.

ITEM ONE: I hereby direct that all of my just debts and funeral expenses be paid according to law by my Executor hereinafter named as soon after my death as may be practical and convenient.

ITEM TWO: Heretofore on September 5, 1989, I executed a Declaration specifying my wishes with respect to use of life support systems to keep me alive under certain circumstances, a copy of which has been duly filed with the appropriate authorities. I hereby ratify and confirm that that Declaration expresses my wishes and hereby reaffirm the same.

ITEM THREE: On December 12, 1988, I executed a "Type B '94 Plan' Residence Agreement" with Community Health Services--St. Dominic, Inc. under the terms of which ninety-four percent (94%) of the consideration of the \$81,500 paid for my life residence in St. Catherine Manor will be repaid to my estate upon my death. Since Walter Williams and Marie Wilson Williams, my sister and brother in law, provided the funds which permitted my residence at St. Catherine's, I give, devise and bequeath all sums repaid to my estate pursuant to said Residence Agreement unto said Walter Williams and Marie Wilson Williams, or the survivor of them.

ITEM FOUR: I give all shares which I own in IDS Selective Fund at the time of my death to Nancy Burgin Basham. Should she predecease me, then these shares shall be divided equally between my neices, Kathy Williams-Mullins and Wendy S. Williams.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 1st day of November, 1991, at o'clock M., and was duly recorded on the November 1, 1991, Book No 24, Page 489.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

ITEM FOUR: I give, devise and bequeath all the rest and residue of my property, whether real, personal or mixed and wheresoever situated, unto my sister, Marie Wilson Williams, to have and to hold unto my said sister absolutely. Should my sister predecease me, then the these assets shall be divided as follows: One-third to Kathy Williams-Mullins, one-third to Wendy Sue Williams, and one-third to be divided equally between Bruce Wilson Williams, and Marcia Frances Williams Swanson. If any beneficiary of the residue shall die prior to my death, the share of the one so dying shall go to and vest in the survivors in equal parts.

ITEM THREE: I hereby nominate, constitute and appoint William G. Burgin, Jr. as Executor of my Estate, and, having full confidence in his integrity, I hereby expressly exempt him from making bond, inventory or accounting to any court in the administration of my Estate. I authorize my Executor to do and perform all things necessary or required to fully administer my estate without obtaining the prior or subsequent authorization or approval of any court.

IN WITNESS WHEREOF, I have signed, published and declared this my Last Will and Testament consisting of two (2) pages in the presence of the undersigned Subscribing Witnesses, who sign as such at my request, in my presence and in the presence of each other, on this 28th day of March, A.D. 1990.

Eleanor F. Wilson

Eleanor Frances Wilson

Esther J. Callini

Address: *1355 Darrish St. Madison MS*

Jennie Mae Tucker

Address: *1355 Darrish St. Madison MS*

Dorothy W. Glover
Subscribing Witnesses

Address: *2012 Springridge Drive Jackson, MS*

NO. 31-111

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF
ELEANOR FRANCES WILSON, DECEASED.

FILED
THIS DATE
NOV -1 1991
BILLY V. COOPER
CHANCERY CLERK
BY Connie Guthrie

AFFIDAVIT OF SUBSCRIBING WITNESSES

This day personally appeared before me, the undersigned authority of law in and for the County of Madison, State of Mississippi, Esther T. Collins, Jennie Mae Tucker, and Sibyl W. Glover, who being by me first duly sworn, stated and deposed on their oaths as follows, to-wit:

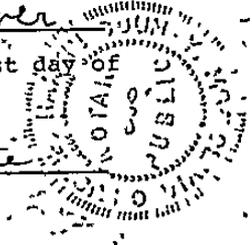
That they are adult resident citizens of the State of Mississippi and were personally acquainted with Eleanor Frances Wilson during her lifetime; that said Eleanor Frances Wilson, a resident of Madison County, Mississippi, who resided at St. Catherine Village in Madison, Mississippi, departed this life in Hinds County, Mississippi, on the 20th day of October, 1991; and that these Affiants are the subscribing witnesses to that certain instrument of writing purporting to be the last Will and Testament of said Eleanor Frances Wilson, Deceased, which is now presented to this Court for probate and record.

And Affiants further state, on their oaths as aforesaid, that on the 28th day of March, 1990, said Eleanor Frances Wilson, the Testatrix, signed, published, and declared said instrument now presented to the Court as and for her Last Will and Testament in the presence of these Affiants; that said Testatrix was then of sound and disposing mind and memory and over the age of 21 years; and that Affiants subscribed and attested said instrument, as subscribing witnesses thereto, at the special instance and request of the Testatrix, in her presence and in the presence of each other on the day and year of the date thereof.

Esther T. Collins
Jennie Mae Tucker
Sibyl W. Glover

Sworn to and subscribed before me on this 31st day of
October, A.D. 1991.

Olivia Christie
Notary Public



SEAL
My Commission Expires:
My Commission Expires Oct. 22, 1994



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 1st day
of November, 1991, at _____ o'clock _____ M, and was duly recorded
on the November 1, 1991, Book No. 24, Page 491
BILLY V. COOPER, CHANCERY CLERK BY Connie Guthrie DC

31-098

FILED
THIS DATE
NOV -5 1991
BILLY V. COOPER
CHANCERY CLERK
Connie Guthrie

Last Will and Testament

I, J. J. Culipher, residing in Madison County, Mississippi, being over 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, revoking all wills or codicils thereto heretofore made or purported to have been made by me.

I

I desire that my executrix named herein pay all the just debts due by me at my death.

II

I devise and bequeath unto my wife, Myrtle H. Culipher, all of my property, real, personal and mixed, wheresoever located or situated. In the event she predeceases me, then I do devise and bequeath all of my estate, real, personal and mixed, wheresoever located or situated, unto John Culipher and Earl Culipher, share and share alike. In this event, while I do not place a restriction of sale on the land of which I may die seised and possessed, I desire that it remain in the family and, therefore, that no part of it be sold, except that each may sell to the other all or any part of same.

III

I hereby nominate, constitute, and appoint my wife, Myrtle H. Culipher, as the executrix of this my Last Will and Testament without requiring her to give any bond or other security whatsoever, or to report or account to any court in the administration and distribution of my estate. In the event that she is unable or unwilling to so serve, I appoint John Culipher to serve as executor under the same terms and conditions heretofore granted to my wife.

IN WITNESS WHEREOF I have hereunto subscribed my name on this the 6 day of January, 1977, ~~1976~~.

J. J. Culipher
J. J. Culipher

We, the undersigned, do each hereby certify that the foregoing instrument was signed, sealed, published, and declared by J. J. Culipher, a resident of Canton, Mississippi, the Testator therein, as and for his Last Will and Testament in the presence of us and each of us, and we, at the same time at his request and in his presence and in the presence of each other, and believing him to be of sound and disposing mind and memory, have hereunto subscribed our names as attesting witnesses, this the 6 day of January, 1977, ~~1976~~.

Jean H. Noble

John Noble



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 5th day of November, 1991, at o'clock M., and was duly recorded on the November 6, 1991, Book No. 24, Page 492.

BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

FILED
THIS DATE

NOV -5 1991

BILLY V. COOPER

CHANCERY CLERK
BY Louise Guthrie

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF

CIVIL ACTION FILE

J. J. CULIPHER, DECEASED

NO. 31-098

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF MADISON

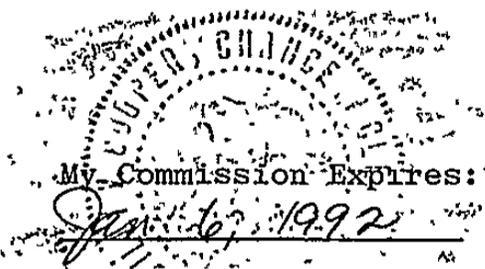
Personally appeared before the undersigned Clerk of the Chancery Court in and for said County and State, John Noble, one of the subscribing witnesses to a certain instrument of writing, purporting to be the Last Will and Testament of the said J. J. Culipher who, being duly sworn, deposed and said, that the said J. J. Culipher signed, published and declared said instrument as his Last Will And Testament on the 6th day of January, A.D., 1977, the day of the date of said instrument, in the presence of this deponent. and in the presence of Jean W. Noble, the other subscribing witness thereto, and that said Testator J. J. Culipher was then of sound and disposing mind and memory, and more than twenty-one years of age, and having his usual place of abode in said County and State, and this deponent and Jean W. Noble subscribed and attested said instrument as witness to the signature and publication thereof, at the special instance of said Testator J. J. Culipher, and in the presence of the said Testator J. J. Culipher and in the presence of each other, on the day and year of the date of said instrument.

John Noble

Sworn to and subscribed before me this the 23rd day of October, A.D., 1991.

BILLY V. COOPER, Chancery Clerk

M. Dancer, A.C.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 5th day of November, 1991, at — o'clock — M., and was duly recorded on the November 6, 1991, Book No. 24, Page 493.

BILLY V. COOPER, CHANCERY CLERK BY: Louise Guthrie D.C.



BOOK 24 PAGE 494

31-098

CODICIL #1 OF THE LAST WILL AND TESTAMENT
OF
J. J. CULIPHER

FILED
THIS DATE
NOV -5 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

I, J. J. CULIPHER, an adult resident of Madison County, Mississippi, being over the age of eighteen years, and being of sound and disposing mind and memory do hereby make, publish and declare this to be Codicil #1 to my Last Will and Testament dated January 6, 1977, which was attested by Jean W. Noble and John Noble.

I

I hereby alter, amend and revise Paragraph II of the aforesaid Last Will and Testament to read as follows:

"a. I devise and bequeath that part of my real estate described as the $W\frac{1}{2}$ E $\frac{1}{2}$ W $\frac{1}{2}$ lying South of the Old Potluck Road, less one acre heretofore conveyed to Susan Culipher, Section 23, Township 10 North, Range 4 East, Madison County, Mississippi, unto my nephew, John Culipher."

"b. I devise and bequeath all the rest and remainder of my estate, real, personal and mixed, wheresoever located and situated unto my nephew, Earl Culipher and his wife, Eunice Culipher."

The above said alterations and amendments shall entirely replace Paragraph II of the said Last Will and Testament.

II.

I hereby alter, amend and substitute Paragraph III of the said Last Will and Testament to read as follows

" I hereby nominate, constitute and appoint my nephew, Earl Culipher, as the Executor of my Last Will and Testament without requiring him to give bond or other security whatsoever, or to report or account to any Court in the administration and distribution of my estate.

IN WITNESS WHEREOF, I have hereunto subscribed my name to Codicil #1 to my Last Will and Testament dated January 6, 1977, on this 12th day of November, 1986.

J. J. Culipher
J. J. CULIPHER

Helen H. Baird
Witness

Linda Cain
Witness



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 5th day of November, 1991, at _____ o'clock _____ M, and was duly recorded on the November 6, 1991, Book No 24, Page 494

BILLY V. COOPER, CHANCERY CLERK BY: *Connie Guthrie* D.C.

BOOK 24 PAGE 495

FILED
THIS DATE
NOV -5 1991
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
J. J. CULIPHER, DECEASED

CIVIL ACTION FILE
NO. 31-098

PROOF OF CODICIL #1 OF LAST WILL AND TESTAMENT

STATE OF MISSISSIPPI
COUNTY OF MADISON

Personally appeared before the undersigned Clerk of the Chancery Court in and for said County and State, Helen H. Baird, one of the subscribing witnesses to a certain instrument of writing, purporting to be Codicil #1 of the Last Will and Testament of the said J. J. Culipher who, being duly sworn, deposed and said, that the said J. J. Culipher signed, published and declared said instrument as his Codicil #1 of his Last Will and Testament on the 12th day of November, A.D., 1986, the day of the date of said instrument, in the presence of this deponent, and in the presence of Linda Cain, the other subscribing witness thereto, and that said Testator J. J. Culipher was then of sound and disposing mind and memory, and more than twenty-one years of age, and having his usual place of abode in said County and State, and this deponent and Linda Cain subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testator J. J. Culipher, and in the presence of the said Testator J. J. Culipher and in the presence of each other, on the day and year of the date of said instrument.

Helen H. Baird

Sworn to and subscribed before me this the 23rd day
of October, A.D., 1991.

BILLY V. COOPER, Chancery Clerk.

W. J. Jones, D.C.


My Commission Expires:
Jan 6, 1992

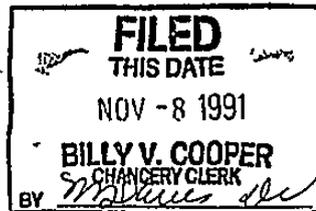


STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 5th day
of November, 1991, at _____ o'clock — M., and was duly recorded
on the November 6, 1991, Book No. 24, Page 495.

BILLY V. COOPER, CHANCERY CLERK BY: *Connie Guthrie* D.C.

BOOK 24 PAGE 496
LAST WILL AND TESTAMENT
OF
JANE H. HENDERSON



31-101

I, JANE H. HENDERSON, a resident of Madison County, Mississippi, being above the age of twenty-one years and being of sound and disposing mind and memory, desiring to arrange my worldly affairs and business and material possessions in an orderly and just manner, and the better to safeguard the interest of those to whom I am most obligated, do this date, make, ordain, declare and publish this instrument of writing as my Last Will and Testament, hereby revoking any and all former wills and codicils thereto heretobefore made by me.

ITEM I

I hereby direct my Executors to pay out of the principal of my estate all of my just debts, estate taxes, and costs of administration, and to settle any claim against my estate in their absolute discretion.

ITEM II

I hereby give, devise and bequeath unto my beloved daughter, Janet Henderson Schmidt, my residence located on the West side of U. S. Highway 51, North of Madison, Mississippi, together with five acres of land, which land shall front on U. S. Highway 51 along the West side thereof and shall be shaped approximately as that of my son, Alan Henderson, is presently shaped.

ITEM III

I hereby give, devise and bequeath unto my beloved daughter, Brenda Henderson Hall, the house and five acres of land which have been previously surveyed and described and which lies on the East side of U. S. Highway 51 just North of Madison, Mississippi.

ITEM IV

I hereby give, devise and bequeath to my beloved son, Alan Henderson, five acres of land adjacent to and West of his residence and five acre tract of land presently owned by him. The shape of the five acres herein devised and bequeathed shall



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of November, 1991, at _____ o'clock _____ M., and was duly recorded on the November 12, 1991, Book No 24, Page 496

BILLY V. COOPER, CHANCERY CLERK BY: Connie Gutherie D C

be not less in width, Northerly and Southerly, than the Westerly line of the five acres of land presently owned by him.

ITEM V

In the event that at the time of my death there shall be any indebtedness due and owing on any of the above mentioned five acre tracts of land which I have devised and bequeathed unto my children, Janet, Brenda and Alan, then I hereby direct my Executors to pay any such indebtedness in full from other assets of my estate, as it is my intent and desire that each of the three aforesaid five acre parcels of land shall pass to my respective named children free and clear of all debt or encumbrance.

ITEM VI

I hereby give, devise and bequeath unto my beloved grandson, Keith Henderson, my collection of bird plates.

ITEM VII

I hereby give, devise and bequeath unto my beloved grandson, Joe Henderson, my collection of coffee mugs.

ITEM VIII

I hereby give, devise and bequeath unto my beloved grandson, Matthew Henderson, my cedar chest.

ITEM IX

I hereby give, devise and bequeath unto my beloved granddaughter, Sarah Jane Henderson, my sterling silver flatware.

ITEM X

I hereby give, devise and bequeath unto my beloved, daughter, Brenda Henderson Hall, my antique bedroom suite.

ITEM XI

I hereby give, devise and bequeath unto my beloved daughter, Janet Henderson Schmidt, my diamond engagement and wedding rings.

ITEM XII

I hereby give, devise and bequeath unto my beloved daughter-in-law, Jamie Henderson, the automobile which I may own at the time of my death and my diamond initial pins.

ITEM XIII

I hereby give, devise and bequeath unto my beloved daughter-in-law, Laurissa Henderson, my book collection and my diamond earrings.

ITEM XIV

I hereby give, devise and bequeath unto my beloved son, Martin Henderson, the oil painting showing an aerial view of my house and land.

ITEM XV

I hereby give, devise and bequeath unto my beloved son, Alan Henderson, my oil painting of the barn on my land.

ITEM XVI

I hereby give, devise and bequeath unto my beloved daughter, Janet Henderson Schmidt, the oil painting of my house.

ITEM XVII

I hereby give, devise and bequeath unto my beloved daughter, Brenda Henderson Hall, the oil painting of the church.

ITEM XVIII

I hereby give, devise and bequeath unto Martin and Alan Henderson two cemetery lots each located at the Natchez Trace Memorial Park Cemetery, Madison, Madison County, Mississippi.

ITEM XIX

I hereby give, devise and bequeath unto my beloved sons, Martin Henderson and Alan Henderson, share and share alike, all personal property of whatsoever kind located or situated in or about any barn or outbuilding, together with all other "outside" property of whatsoever kind which I may own at the time of my death. It is expressly intended that such tools, equipment and outside property shall include any such personal property located in, on, or about any building or structure which may be situated at the time of my death on lands which I have heretofore or hereafter deeded to any of my beloved children.

ITEM XX

I hereby give, devise and bequeath all of the rest and remainder of my estate, being all real, personal and mixed property of whatsoever kind and wheresoever situated and not

specifically mentioned herein, to my beloved children, Janet, Brenda, Martin and Alan, share and share alike.

I hereby direct that my personal property and possessions shall be divided among my children at a time when they are all present in my home and that none of my children shall remove any property or possession from my home or otherwise except in the presence of all of the other of my children.

ITEM XXI

I hereby name, nominate and appoint my beloved sons, Martin and Alan Henderson, as Co-Executors of this, my Last Will and Testament, and of whom no bond, security, inventory, or appraisal or accounting shall be required by the Court or any persons for their serving in such capacity.

In the event that either Martin Henderson or Alan Henderson should be unable or unwilling to serve as Co-Executor of this, my Last Will and Testament, then I hereby name, nominate and appoint the other of them to serve as Executor of my Last Will and Testament under the same terms and conditions as hereinabove set forth for them as Co-Executors.

IN WITNESS WHEREOF, I, Jane H. Henderson, a widow, have in the presence of witnesses, signed, sealed, declared and published this typewritten instrument consisting of four pages, to be my Last Will and Testament on this the 28 day of March, 1989.

Jane H. Henderson
JANE H. HENDERSON, TESTATRIX

This instrument consisting of four typewritten pages, was, on the day and date shown above, signed, sealed, declared and published by Jane H. Henderson, Testatrix, to be her Last Will and Testament in our presence, and, at her special instance and request, we have subscribed our names hereto as witnesses in her presence and in the presence of each other.

Phillip M. Nelson
WITNESS
P. O. Box 384
Ridgeland, MS 39158
ADDRESS

Janice S. Nelson
WITNESS
P. O. Box 384
Ridgeland, MS 39158
ADDRESS