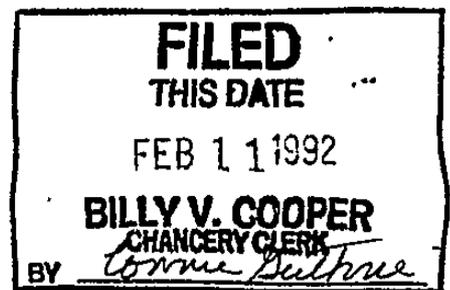


31-260

LAST WILL AND TESTAMENT

I, WILLIAM B. CRAWFORD, presently residing in Canton, Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one years, do hereby make, declare, and publish the following as my Last Will and Testament, hereby revoking all other wills and codicils that I have heretofore made:

CLAUSE I

I give, bequeath, and devise all of my estate and property, real and personal, and of whatsoever nature and kind and wheresoever located, that I may own at the time of my death unto my wife, Marie F. Crawford, if she shall survive me.

CLAUSE II

In the event that my said wife, Marie F. Crawford, should predecease me, then in such event I give, bequeath, and devise all of my estate and property to my children, William S. Crawford, Jan C. Taylor, and David F. Crawford, share and share alike; PROVIDED HOWEVER, that if any child of mine named herein above should predecease me then in such event the share of any such deceased child hereunder shall pass and go equally to the spouse and children of any such deceased child that may be living at the time of my death; and if any child of mine named herein above should predecease me and leave no surviving spouse or children, then in such event the share of any such deceased child shall pass and go to such of my aforesaid children as may be living at the time of my death.

CLAUSE III

I name, constitute, and appoint my son, William S. Crawford, as executor of my estate hereunder, and I direct that my said

Last Will and Testament of William B. Crawford - Page 2

executor as herein named be relieved of making bond, of filing an inventory, and of accounting to any Court.

IN WITNESS WHEREOF, I have hereunto subscribed my name, this the 18TH day of September, 1984.

William B. Crawford
William B. Crawford

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

W. T. Powell
Chris R. Fancher

WITNESSES



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 11th day of February, 1992, at o'clock M., and was duly recorded on the February 11, 1992, Book No. 25, Page 1.

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

FILED
THIS DATE

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
WILLIAM B. CRAWFORD, DECEASED

BILLY V. COOPER
CHANCERY CLERK
BY Connie Gultner

CIVIL ACTION FILE NO. 31-260

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

THIS DAY personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, R. H. Powell, Jr., one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of William B. Crawford, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes on oath that the said William B. Crawford, signed, published and declared said instrument as his Last Will and Testament on the 18th day of September, 1984, the day and date of said instrument, in the presence of this affiant and Elsie R. Fancher, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and 21 years and upward of age and that I, R. H. Powell, Jr., the affiant, and Elsie R. Fancher, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

R. H. Powell, Jr.
R. H. POWELL, JR.

SWORN TO AND SUBSCRIBED BEFORE ME on this the 11th day
of February, 1992.

Sandy R. Barber
Notary Public
by Beverly D. Goz

MY COMMISSION EXPIRES:

STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 11th day
of February, 1992, at _____ o'clock _____ M., and was duly recorded
on the February 11, 1992, Book No. 25, Page 3.

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



FILED
THIS DATE

FEB 11 1992

BILLY V. COOPER
CHANCERY CLERK

BY *Conna Gutter*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
WILLIAM B. CRAWFORD, DECEASED

CIVIL ACTION FILE NO. 31-260

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, Elsie R. Fancher, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of William B. Crawford, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes on oath that the said William B. Crawford, signed, published and declared said instrument as his Last Will and Testament on the 18th day of September, 1984, the day and date of said instrument, in the presence of this affiant and R. H. Powell, Jr., the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and 21 years and upward of age and that I, Elsie R. Fancher, the affiant, and R. H. Powell, Jr., 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.

Elsie R. Fancher
ELSIE R. FANCHER

SWORN TO AND SUBSCRIBED BEFORE ME on this the 11 day
of Feb, 1992.

Conna Gutter
Notary Public
by Conna Gutter

MY COMMISSION EXPIRES:
1-1-96



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 11th day
of February, 1992, at _____ o'clock _____ M., and was duly recorded
on the February 11, 1992, Book No. 25, Page 4.

BILLY V. COOPER, CHANCERY CLERK BY: *Conna Gutter* D.C.

Shreveport, Louisiana

LAST WILL AND TESTAMENT
OF
HORACE H. BECK

FILED
March 2 1992
THIS DATE
FEB 20 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Smith*

I, HORACE H. BECK, being of sound mind, but aware of the uncertainty of life, do make this my Last Will and Testament, revoking all others.

ARTICLE I.

I was born on November 15, 1899 near Minden, Louisiana.

1.2 I have been married but once and then to Lila Marberry on August 15, 1930. Of this marriage no children have been born and I have never adopted anyone. My parents predeceased me. My wife, Lila M. Beck, predeceased me on September 24, 1979.

1.3 I reside at 327 Boulevard, Shreveport, Louisiana, and am domiciled in Caddo Parish, Louisiana.

1.4 I have acquired property and own property in both the name of H. H. Beck and Horace H. Beck.

ARTICLE II.

2.1 I appoint the LOUISIANA BANK & TRUST COMPANY, Shreveport, Louisiana, its successor or successors by merger, conversion or consolidation, executor hereunder, to serve without bond or other security.

2.2 If a corporation should be acting as executor of this testament at a time when it becomes necessary or advisable for a representative of my estate to qualify in any state, except Louisiana in which the executor then serving cannot or may not desire to qualify, or if, at any time, for any reason, my estate is without a qualified representative acting as such in any state, except Louisiana, and it becomes necessary or advisable for a representative of my estate to qualify in that state, then I appoint as my executor therein the legal or natural person or persons designated in writing jointly by the per-

FILED IN SUIT NO. 337107

James E. Clark JUDGE
Horace H. Beck
DEPUTY CLERK
Horace H. Beck

SEP 2 1987

James E. Clark

son or corporation then acting by as my executor in the State of Louisiana and the attorney then acting for my estate in the State of Louisiana.

3

2.3 As herein used, unless the context clearly indicates otherwise, the masculine gender may include both feminine and neuter genders, words used in the singular may include the plural, or the plural may be read as the singular and the term "executor" shall include every duly qualified executrix or executor of this my will, while so acting with respect to everything under his, her or its administration.

2.4 With respect to everything in my estate that shall be subject to administration under the laws of the State of Louisiana, my executor and its successors and assigns shall have seizin from the moment of my death.

2.5 With respect to everything in my estate that shall be subject to administration under the laws of any state other than Louisiana, by any person or corporation appointed by me as executor or designated in the manner provided above, that executor shall be sole independent executor with respect to everything that my executor may administer under the laws of that state, and, insofar as it is possible under the laws of that state no action shall be taken in any court of that state in relation to the settlement of my estate, other than the probating and recording of this testament, and the return of the inventory, appraisalment and list of claims of my estate.

2.6 While acting as executor, any person or corporation appointed by me or designated in the manner provided above shall have, with respect to everything subject to the executor's administration, whether under the laws of the State of Louisiana or elsewhere, all the power and authority given by me in this will to the trustee of any trust created in it with respect to the property of that trust, to the full extent permitted by the laws applicable to it, except where

James E. Clark JUDGE

Horace H. Beck
Horace H. Beck

NOT PUBLIC SEP 22 1987

JUDGE

4
contrary to some provision of this will. No executor shall ever be required either in the State of Louisiana or elsewhere to furnish bond or other security for the faithful performance of the executor's duties.

ARTICLE III.

3.1 I direct my executor to pay from my residuary estate all of my legal debts, all expenses of my last illness, funeral and interment, and all expenses of the probate of this will and the administration of my succession.

3.2 I further direct my executor to pay from my residuary estate, as part of the expenses of the administration of my estate, all estate, inheritance, legacy, succession or transfer taxes, together with interest and penalties thereon, imposed by any laws now or hereinafter in force with respect to all property taxable under the laws by reason of my death, whether or not such property passes under this will and whether or not such taxes would otherwise be payable by my estate or by a recipient of such property and my executor shall not claim from any such recipient or deduct from any gift, devise or bequest of property not included in my residuary estate any such taxes, interest and penalties or any part thereof. All insurance proceeds payable by reason of my death to beneficiaries other than my estate, my executor or administrator shall be free of any liability for, or any reduction by reason of, the payment of such taxes interest and penalties thereon.

ARTICLE IV.

4.1 I give and bequeath to my sister, ALPHA BECK, all of my ownership and interest in real estate inherited from my father, Elias B. Beck, and acquired by deed from my mother, May Beck, the said real estate being more particularly described as follows, to-wit:

The South Half of the Southwest Quarter, Section 26, Township 19 North, Range 8 West, Claiborne Parish, Louisiana.

The Northeast Quarter, East Half of the Northwest Quarter, Southwest Quarter of the Northwest

Page 3 of 12 Pages

NOT PUBLIC SEP 22 1987

Horace H. Beck
Horace H. Beck
James E. Clark

5

Quarter, and Northwest Quarter of Southwest Quarter, Section 2, East Half of Southeast Quarter, Section 3, and North Half of Northeast Quarter, Section 10, all in Township 18 North, Range 8 West, Bienville Parish, Louisiana, containing 480 acres, more or less, together with all improvements thereon and all rights thereto belonging.

Southwest Quarter of Southwest Quarter, Section 27, East Half of Northeast Quarter, Section 33, and West Half of Northwest Quarter, Section 34, all in Township 19 North, Range 8 West, Webster Parish, Louisiana, being 200 acres, more or less, together with all improvements thereon and all rights thereto belonging.

All that part of Southeast Quarter of Southwest Quarter, Section 33, Township 19 North, Range 8 West, Webster Parish, Louisiana, lying North and East of the Old Minden and Mt. Lebanon Road, containing 30 acres, more or less, together with all improvements thereon and all rights thereto belonging.

4.2 I further devise and bequeath all the rest and remainder of my estate, wheresoever situated, unto my sister, ALPHA BECK.

ARTICLE V.

5.1 In the event my sister, ALPHA BECK, predeceases me, I bequeath to the Trustee named below all of the rest of my estate, wheresoever situated, including any bequests that may lapse or be renounced or disclaimed or that may be otherwise ineffective for any reason, in trust for the uses and purposes set forth below:

5.2 The trust shall be designated with the name "HORACE H. BECK TRUST", and my nephew, RICHARD J. BECK, 8 Longwood Court, Wayne, New Jersey 07470, shall be the original income beneficiary. The immediate descendants of my nephew, Richard, shall be principal beneficiaries in the proportion that they would inherit from me as my legal heirs according to the inheritance laws of the State of Louisiana. The principal beneficiaries shall be successor income beneficiaries in the same proportions that they are principal beneficiaries. During the term of the trust, my Trustee shall hold, invest and reinvest the principal and income of the trust and collect and pay to the income beneficiary the sum of TWO HUNDRED AND NO/100 (\$200.00) DOLLARS, per

J. S. Clark *Horace H. Beck*
JUDGE Horace H. Beck

NE VARIETUR SEP 22 1967 James E. Chubb JUDGE

6
 month during the entire term of the trust. Such \$200.00 amount shall be paid out of income only and the Trustee shall not invade and use principal to make such payment. Such \$200.00 per month amount payable to the income beneficiary under the terms of this trust shall be the total amount payable to all income beneficiaries, whether one or more than one income beneficiary.

5.3 Should any principal beneficiary die intestate and without descendants during the term of the trust, the interest of such principal beneficiary shall vest in equal shares in the siblings who survive such beneficiary.

5.4 The trust shall continue in force until the death of the last surviving income beneficiary or fifty years after my death, whichever one comes first.

5.5 If the net income of the trust shall exceed the amount that my Trustee is directed to distribute to the income beneficiary, my Trustee may accumulate and hold or invest such excess income for the benefit of the beneficiary or beneficiaries.

5.6 With respect to the Trustee's allocation of receipts between income and principal, I direct that:

- (a) All revenue from the sales of minerals after they are produced, and all revenues received as bonuses for the execution of mineral leases or as rentals, royalties or payments out of production under mineral leases, shall be income; but
- (b) All receipts from the sale of mineral rights, mineral leases, or royalties, overriding royalty interests or from the sale of payments out of production under mineral leases shall be principal, without regard to whether the assets sold, or from which the income is derived, belong to me at the time of my death or are thereafter acquired by my succession or Trustee. Receipts from overriding royalties and payments out of production excepted or reserved from the sale of any mineral lease or other interest shall be treated in the same way as receipts from other royalties and payments out of production and shall be allocated to income.

5.7 The Trustee's regular compensation, whether based on a percentage of income or principal, and the court costs, attorney's fees

Horace H. Beck
 Horace H. Beck

John E. Clark JUDGE

and other fees on periodic accounting, shall be charged against income.

ARTICLE VI.

7

6.1 No person who delivers property or pays money to the Trustee hereunder shall be under any duty to require its application to any trust purpose, and the receipt of the Trustee shall operate as a release of such person from further liability in connection with any such transaction.

6.2 To the maximum extent permitted by the applicable laws governing such trusts, as they may exist at any time during the term of the trust, I direct that neither the principal nor the income of the trust estate shall ever, under any circumstances, be liable for or charged with all or any part of the debts, liabilities, or other obligations, present or future, of the beneficiary, nor shall they be subject to seizure by any claimant or creditor of the beneficiary under any writ or proceeding of any character. The beneficiary shall not have the right or power to sell, transfer, mortgage, pledge, or otherwise encumber or in any manner anticipate or dispose of her interest in any part of the property held in trust hereunder so long as such property remains undistributed. The interest of the beneficiary of the trust created by this will shall therefore be subject to the maximum restraint or voluntary or involuntary alienation, permitted by law. If anything in this section is prohibited by the applicable laws, the provisions of this section shall be modified and, if necessary, eliminated so as to conform with such law, but the remainder of the will shall have full force and effect.

6.3 I hereby give and grant to the Trustee of the trust herein created, in addition to all the power and authority granted by the applicable laws governing such trusts, as they may exist at any time during the term of the trust, all of the following power and authority which may be exercised by it at any time and from time to time as it,

Horace H. Beck
 Horace H. Beck
 JUDGE

in its sole discretion, shall deem necessary or advisable, except as expressly limited in this will.

NE VARIETUR SEP 22 1967

JUDGE

- 8
- (a) To accept, receive or acquire property from any source, and to hold, use, control, administer, manage, build upon or otherwise improve, repair, divide or subdivide trust property, in the manner and to the extent it may deem advisable.
 - (b) To hold and retain trust property in the form in which it may be when received, so long as it may deem advisable, whether or not such property is productive and even if it would not be a proper investment under the laws relating to the investment of trust funds.
 - (c) To continue to operate, in whole or in part, or to participate in the operation of, any business or business interest received by it for the trust, either as original trust property or otherwise, as long as it may deem advisable, and to do anything that it might to as absolute owner of any such business, including the right to invest additional capital, to incorporate the business, to change the nature of the business, or to enlarge or diminish the scope of its activities, or dissolve or liquidate it, or to participate in such incorporation, change, dissolution or liquidation.
 - (d) To grant options covering trust property for such purposes and periods, upon such conditions, in such manner, and at such prices, as it may determine.
 - (e) To sell, exchange, partition or otherwise dispose of trust property, at public or private sale, for such purposes and upon such terms, including sales on credit, with or without security, in such manner and at such prices as it may determine.
 - (f) To create servitudes or easements upon trust property for such purposes and periods, upon such conditions, in such manner, and at such prices, as it may determine.
 - (g) To lease trust property for such purposes and periods, upon such conditions and rentals, and in such manner as it may determine, or to amend or extend such leases; the term "lease" embraces all kinds of leases, including, but without being limited thereon, building leases, surface leases and oil, gas and mineral leases, with or without pooling provisions.
 - (h) To make loans, to such persons, firms, corporations or political subdivisions, including such business, businesses or business interests as may be received by it for the trust, for such purposes and periods, in such amounts and at such rates of interest, upon such terms and in such manner as it may determine.
 - (i) To mortgage, pledge, pawn or otherwise encumber trust property, for such purposes and in such

Horace H. Beck
Horace H. Beck

NE VARIETUR SEP 22 1967

JUDGE

amounts, upon such terms and in such manner, as it may determine.

- 9
- (j) To borrow money for any purpose, in such amounts and on such terms as it may determine; to execute promissory notes or other obligations for amounts so borrowed, and to secure the payment of any amounts so borrowed by mortgage, pledge or pawn of trust property.
 - (k) To renew or extend the time of payment of any obligation, secured or unsecured, payable to or by the trust, for such purposes and periods, on such terms, and in such manner as it may deem advisable.
 - (l) To adjust, settle, compromise, arbitrate or abandon claims or demands affecting trust property, upon such terms and in such manner as it may determine.
 - (m) To take all action directly or by proxy, discretionary or otherwise, in respect of any stock or other securities at any time in the trust as it may deem advisable.
 - (n) To hold trust property in the name of a nominee or in the names of nominees without mention of the trust in the title or evidence of title, and without retaining the possession of such property.
 - (o) To exercise any options, benefits, rights and privileges under any life insurance policies at any time constituting a part of the trust, including, but not limited to, the right to surrender any policy for its cash value, borrow thereon, elect settlement options, receive and receipt for any dividends, proceeds or other payments, furnish necessary proof of death, and do any and all other things in connection with any such policy as it might do as to its absolute owner, and the insurance companies issuing any policy or policies shall be authorized to recognize the Trustee as absolute owner of any and all of the policies, with no obligation to see to the application of any proceeds paid.
 - (p) To make any and all kinds of agreements (including, but not limited to, pooling or unitization agreements, transfer or division orders) affecting the trust property, whether or not similar to or of the character of the agreements specifically described; to amend, alter, supplement, clarify, extend, renew, terminate, cancel, or rescind any agreement and to make, execute and deliver or accept, execute and receive, appropriate instruments to evidence all lawful agreements, all upon such terms and in the manner it may deem advisable.
 - (q) To invest and reinvest any trust funds in any property, movable or immovable, corporeal or incorporeal, as it may deem advisable, without being limited or restricted to investments prescribed or authorized for trustees by the laws of the State of Louisiana, or elsewhere; this shall include, but is not limited to, the power to purchase life

Page 8 of 12 Pages

NE VARIETUR SEP 22 1967

Horace H. Beck
 Horace H. Beck
 JUDGE

NE VARIETUR SEP 22 1987

JUDG

insurance on the life of the beneficiary of the trust or any person in whom the beneficiary has an insurable interest, naming either itself as Trustee, or the beneficiary as owner and beneficiary thereof.

- 10 (r) To pay any and all estate legacy, succession or inheritance taxes allocable to any assets distributable to the trust, whether or not such taxes constitute a formal lien thereon.

It is my intention to give the Trustee the same power and authority in respect of the assets and liabilities of the trust, regardless of the nature or character thereof, that I myself possess in respect to my own assets and liabilities save only as limited by its duty of loyalty to the beneficiaries and its liability for breach of such duty.

ARTICLE VII.

7.1 At least once each calendar year, the Trustee shall render to the beneficiaries of this trust, or to the beneficiaries' legal representatives, statements of account, showing all receipts and disbursements of the trust for the period since the beginning of the trust, or since the last such statement, as the case may be, and also showing the then condition of the trust estate. The beneficiaries, or their legal representatives, shall be entitled to make an examination of any books, papers, accounts and records of any transactions with respect to the trust estate at any reasonable time.

ARTICLE VIII.

8.1 I nominate, constitute and appoint LOUISIANA BANK & TRUST COMPANY, Shreveport, Louisiana, Trustee of the trust created in this will.

8.2 Any Trustee may resign as Trustee of the trust created in this will upon giving ninety (90) days' notice in advance of the date the intended resignation is to take effect, either by mailing via registered mail, or by delivering personally such notice to the beneficiary (whether an adult or a minor) for whose benefit such trust and trust estate is being made, controlled and administered, and such resignation shall be effective as soon after the date so specified as

Page 9 of 12 Pages

Horace H. Beck
Horace H. Beck

NE VARIETUR SEP 22 1987

J. E. Clark
JUDGE

NE VARIETUR SEP 22 1967

JUDGE

a qualified successor accepts the trusteeship. Upon such resignation, the Trustee shall account for the administration of the trust estate to the beneficiary and to the successor Trustee, and shall pay over to and deliver to the successor Trustee all of the property and assets then belonging to the trust estate. Upon such accounting and upon such payment and delivery, the Trustee shall thereupon be discharged from all further responsibility with respect to and in connection with the trust except such liabilities and responsibilities as shall have previously accrued and are not ordinarily discharged by accounting, payment and delivery to the successor Trustee.

8.3 In the event of such resignation, the proper court shall, if possible, designate as successor Trustee, a bank qualified to act as Trustee in the State of Louisiana, whose capital structure (that is, the sum of its capital stock, surplus and undivided profits) shall not be less than \$10,000,000.00.

8.4 No Trustee named in this will or appointed as such shall ever be required to give or provide any bond or any security whatever for the faithful performance of its duties.

8.5 If the bank above named, or any successor thereof, shall be acting as Trustee of the trust herein created at a time when it becomes necessary or advisable for a Trustee to qualify and act as such in jurisdiction except the State of Louisiana, wherein said bank or its successor cannot or may not desire to qualify and act, or, if at any time, for any reason, there should be no Trustee of this trust in any jurisdiction where such a Trustee is required, except the State of Louisiana, then I appoint as my Trustee for such trust, in such jurisdiction other than the State of Louisiana, such person or persons, person and corporation, or corporation or corporations, as may be designed in writing jointly by the bank then acting as Trustee for such trust in the State of Louisiana and the lawyer then acting for such trust in the State of Louisiana.

Page 10 of 12 Pages

NE VARIETUR SEP 22 1967

Horace H. Beck

 Horace H. Beck

JUDGE

James E. Clark

12
 8.6 The Trustee and attorney shall receive such compensation as is usually charged by banks and attorneys in Shreveport for such services and shall be reimbursed for ordinary, extraordinary and necessary expenses incurred in the execution of such duties. Compensation and reimbursement shall be allocated as directed in the relevant article of the Louisiana Trust Code as it exists at the signing of this document, except as provided in 5.6 above.

8.7 I appoint JARED Y. EVANS of Shreveport, Louisiana, as attorney for my succession and the trust created herein.

ARTICLE IX.

9.1 Each object, term and provision of this will, including the trust created by it, shall be treated as separate and distinct from each and every other object, term and provision hereof, to the end that no term or provision of this will shall be deemed or declared illegal, invalid or unenforceable by reason of the illegality, invalidity or unenforceability of any other term or terms, provision or provisions of this will. If any term or provisions of this instrument shall be declared or adjudged illegal, invalid or unenforceable, each and every other term or provision of this will shall continue and remain in full force and effect for all purposes, to all intents as if the term or terms, provision or provisions so declared or adjudged to be illegal, invalid or unenforceable had never been contained in this will. Should any provision or provisions of this will be declared or adjudged to be illegal, invalid or unenforceable for any reason, then the executor or Trustee may seek and obtain, from any court of competent jurisdiction, instruments, orders or decrees for the purpose of carrying out as nearly as may be possible the purposes of this will, as shown by the terms herein, including the terms, words or provisions declared or adjudged to be illegal, invalid or unenforceable.

9.2 This trust shall be governed and construed in accordance with the laws of the State of Louisiana, as they may be amended from time to time.

Horace H. Beck
 Horace H. Beck

James E. Clark JUDGE

NE VARIETUR SEP 22 1987 Jones E. Clark JUDGE

IN WITNESS WHEREOF, I have signed this my Last Will and Testament in the presence of the witnesses hereinafter named and undersigned.

Horace H. Beck
Horace H. Beck

13

SIGNED ON EACH PAGE and declared by HORACE H. BECK, Testator above named, in our presence to be his Last Will and Testament, and in his presence and in the presence of each other, we have hereunto subscribed our names as witnesses this 17th day of March, 1985, in Caddo Parish, Louisiana, within and for which the undersigned Notary Public is duly commissioned, qualified and sworn.

Horace H. Beck
Horace H. Beck

[Signature]
Witness
[Signature]
Witness
[Signature]
Jared Y. Evans Notary Public

NE VARIETUR SEP 22 1987 Jones E. Clark JUDGE

STATE OF MISSISSIPPI
COUNTY OF YAZOO

I, Mrs. Catherine Prewitt, Chancery Clerk of Yazoo County, Mississippi, do hereby certify that the foregoing is a true and correct copy of the Last Will and Testament of Horace H. Beck which was admitted to probate by the Chancery Court of Yazoo County, Mississippi, on January 16, 1992, and is recorded in Book CC, Page 228 of the Records of Wills of said county.

Witness my hand this the 17th day of January, 1992.

MRS. CATHERINE PREWITT,
Chancery Clerk
Yazoo County
By: [Signature] D.C.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 20th day of February, 1992, at _____ o'clock _____ M., and was duly recorded on the February 20, 1992, Book No. 25, Page 5.

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

31-215

FILED
THIS DATE
FEB 18 1992
BILLY V. COOPER
CHANCERY CLERK
BY Corne Dubois

LAST WILL AND TESTAMENT

OF

ROBERT COLLIER

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

ITEM I

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

ITEM II

I give, devise, and bequeath all my property both personal and real, whatsoever kind of character and wheresoever situated to my daughter, Laura Miller Garrett.

ITEM III

I nominate and appointment LIZZIE MILLER as Executrix of my will and estate, and direct that she shall not be required to enter into any bond as such Executrix, and I hereby waive the necessity of having a formal appraisement made of my estate, and if for any reason she should fail to qualify, then I nominate and appoint JESSIE MAE BROWN to serve as Executrix, and I hereby waive the necessity of having a formal appraisement made of my estate.

Page 1 of my Will Robert Collier
Witness Madys Jefferson
Witness Ray D. Fox
Witness Bernice L. Elmore

IN WITNESS WHEREOF, I have hereto set my hand on
this the 31 day of July, 1986.

Robert Collier
ROBERT COLLIER

This instrument was on the date shown above, signed,
published, and declared by ROBERT COLLIER to be her Last Will
and Testament in our presence, and we, at here request, have
subscribed our names hereto as witnesses, in her presence and
in the presence of each other.

Gladys Jefferson
WITNESS

850 N. Jefferson St. 6-13
ADDRESS

Jackson, MS 39202

Marie Brown
WITNESS

8577
ADDRESS

Bernice L. Elmore
WITNESS

325 West Academy St.

Carson, Mississippi 39046

859 100



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 18th day
of February, 1992, at o'clock M., and was duly recorded
on the February 21, 1992, Book No. 25, Page 17.

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

FILED
THIS DATE

FEB 18 1992

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

WILLIAM COOPER
CHANCERY CLERKBY *Conne Dethrie*IN THE MATTER OF THE ESTATE OF
ROBERT COLLIERNO. 31-275AFFIDAVIT OF SUBSCRIBING WITNESSES

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 Bernice L. Elmore, 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 Robert Collier, deceased, who was personally known to the affiant, whose signature is affixed to the Last Will and Testament, dated the 31st day of July, 1986.

(2) That on the 31st day of July, 1986, the said Robert Collier signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Gladys Jefferson the other subscribing witness to the instrument.

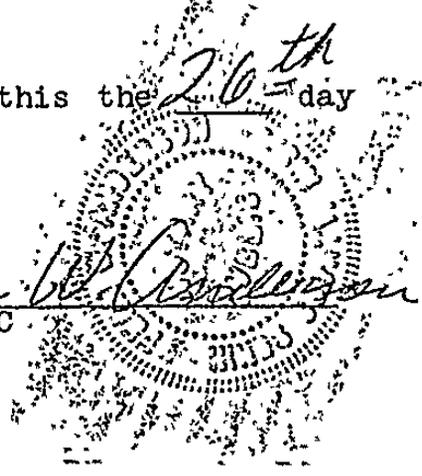
(3) That Robert Collier was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with Gladys Jefferson, 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 Robert Collier, and in the presence of each other.

Bernice L. Elmore
BERNICE L. ELMORE

SWORN TO AND SUBSCRIBED before me, this the 20th day
of ~~August~~, 1991.

Fern W. Anderson
NOTARY PUBLIC



MY COMMISSION EXPIRES:
12-13-93



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 18th day
of February, 1992, at _____ o'clock _____ M., and was duly recorded
on the February 21, 1992, Book No. 25, Page 19.

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

10 P# 111125

83-3104-111
LAST WILL AND TESTAMENT
OF
HENRY W. FROST, JR.

FILED
THIS DATE
FEB 26 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Comme Duthue*

STATE OF TEXAS X
COUNTY OF DALLAS X

KNOW ALL MEN BY THESE PRESENTS:

That I, Henry W. Frost, Jr., being of sound and disposing mind and above the age of 18 years, do hereby make and publish this my Last Will and Testament, hereby revoking any wills and codicils to wills heretofore made.

I.

I hereby nominate, constitute and appoint my wife, Clare G. Frost, should she survive me, Independent Executrix of my will. In the event that she does not survive me or we should die simultaneously or approximately so, or in the further event that she does not qualify as Executrix for any reason, then I hereby nominate, constitute and appoint my son, Henry W. Frost III, as Independent Executor of my will. I direct that no bond or other form of security be required of either my wife, Clare G. Frost, or my son, Henry W. Frost III, and that no other action shall be had in the probate court in relation to the settlement of my estate than the probating and recording of my will and the return of an inventory, appraisement and list of claims of my estate.

II.

I do hereby give, devise and bequeath to my wife, Clare G. Frost, all of my property and estate, real, personal or mixed, wheresoever situated, in fee simple forever.

III.

In the event that my wife, Clare G. Frost, does not survive me, or in the further event that we should die simultaneously or approximately so, then I give, devise and bequeath

my entire estate, real, personal and mixed, to my son, Henry W. Frost III, and to my daughter, Clare G. Frost, Jr., or to the survivor of them, in equal shares, and to their descendants per stirpes; that is to say, that if either of my said children should predecease me, leaving no descendants, his or her share of the estate shall pass to and vest in the surviving child; but if either of my children should predecease me, leaving a descendant or descendants, such descendant or descendants shall take the share of the estate which their parent would have taken if such parent had survived me.

IV.

It is my will and desire and I direct that my attorney, William W. Sweet, Jr., if he is available and not otherwise disqualified, shall handle the legal proceedings in connection with the probate of this will and the administration of my estate and that he shall assist my Executrix or Executor in such administration.

V.

I hereby give and grant to my Executrix or Executor, as the case may be, the unlimited power to sell properties of my estate for any purpose deemed necessary or advisable by my Executrix or Executor in the administration and management of my estate. I also give and grant to my Executrix or Executor, as the case may be, all of the powers granted to Trustees by the Texas Trust Act.

IN WITNESS WHEREOF, I have hereunto set my hand this the 18th day of January, 1982, in the presence of Lou E. Hall and John L. Park who attest this will at my request.

Henry W. Frost Jr.
TESTATOR

STATE OF MISSISSIPPI
COUNTY OF YAZOO

I, Mrs. Catherine Prewitt, Clerk of the Chancery Court in and for the State and County aforesaid, hereby certify that the foregoing is a true and correct photostatic copy of the certified copy under the Acts of Congress of the Last Will and Testament of Henry W. Frost, Jr. filed in my office on December 9, 1991 and now remaining on file therein.

Given under my hand and official seal of office, this the 16th day of January, 1992.

MRS. CATHERINE PREWITT,
CHANCERY CLERK
YAZOO CITY, MISSISSIPPI

BY: Shirley Huthrock D.C.

STATE OF MISSISSIPPI
YAZOO COUNTY

I, Mrs. Catherine Prewitt, Clerk of the Chancery Court in and for the State and County aforesaid hereby certify that the foregoing is a true and correct copy of the Last Will and Testament as the same appears of record on file of the records in my office.

Given under my hand and official seal this the 21st day of February, 19 92

MRS. CATHERINE PREWITT, Chancery Clerk

By: [Signature] D.C.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 26th day of February, 1992, at o'clock M., and was duly recorded on the February 26, 1992, Book No. 25, Page 21.

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

FILED
THIS DATE
FEB 26 1992
BILLY W. COOPER
CHANCERY CLERK
BY *Conna Gutherie*

IN THE CHANCERY COURT OF YAZOO COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF HENRY W. FROST, JR., DECEASED

NO. 23,524

DECREE ADMITTING FOREIGN WILL TO PROBATE

THIS MATTER came on for hearing on the Petition of Clare G. Frost, Executrix and sole beneficiary of the Last Will and Testament of Henry W. Frost, Jr., deceased, and the Court having heard and considered said Petition and the evidence in support thereof, and being fully advised in the premises, does find, determine and adjudicate as follows:

1.

That Henry W. Frost, Jr. departed this life on August 11, 1985. At the time of his death, the decedent was a citizen and resident of the City of Dallas, Dallas County, Texas, and at the time of his death, Henry W. Frost, Jr. had his legal domicile and permanent and fixed place of residence in Dallas County, Texas.

2.

That on January 18, 1982, at a time when the said Henry W. Frost, Jr. was over the age of eighteen (18) years, and of sound and disposing mind and memory, he did make, publish and declare his Last Will and Testament; that pursuant to order of the Probate Court, of Dallas County, Texas, dated August 27, 1985, in Cause No. 85-3104-P2 on the docket of said Court, said Last Will and Testament was admitted to probate by said Court; that a true and correct copy of said Order and Last Will and Testament of Henry W. Frost, Jr., deceased, both of which are duly authenticated in accordance with the Acts of Congress, are annexed to the Petition on file herein as Exhibit "A" thereto.

3.

That said Last Will and Testament of Henry W. Frost, Jr., deceased, is in truth and in fact the true Last Will and

Testament of the decedent as is shown by Order of the Probate Court of Dallas County, Texas, dated August 27, 1985.

4.

That Clare G. Frost was duly appointed Executrix of the Estate of Henry W. Frost, Jr., deceased, and Letters Testamentary were issued to her as Executrix.

5.

That the entire estate of Henry W. Frost, Jr. was bequeathed to the Petitioner and wife of the decedent, Clare G. Frost; that the Petitioner is still serving as Executrix of the estate of Henry W. Frost, Jr.

6.

That at the time of his death, Henry W. Frost, Jr. owned certain mineral interests located in various counties in Mississippi, the majority of which mineral interests are located in Madison County, Mississippi. Decedent's mineral interests constitute real property located within the State of Mississippi.

7.

That the value of the decedent's personal estate in the State of Mississippi at the time of his death did not exceed the sum of Ten Thousand and No/100 Dollars (\$10,000.00), exclusive of exempt property.

8.

That all known debts of the decedent, Henry W. Frost, Jr. and his estate have been paid. There were no estate and income taxes due to the State of Mississippi. The estate is solvent and any additional debts, including taxes, which may hereafter become due will be paid in full.

9.

That the Petitioner, Clare G. Frost, as the Executrix of the estate of the decedent and the sole beneficiary of the decedent's Last Will and Testament, is entitled to have said Last Will and Testament admitted to probate as a muniment of

title as to all real property, and any interest therein, which Henry W. Frost, Jr., deceased, owned at the time of his death within the State of Mississippi.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the copy of the Last Will and Testament of Henry W. Frost, Jr., deceased, attached to the Petition on file herein as part of Exhibit "A" thereto, duly authenticated in accordance with the Acts of Congress, be, and it is hereby admitted to probate as the true Last Will and Testament of Henry W. Frost, Jr., deceased, and the Chancery Clerk of this Court is hereby authorized and directed to record said Last Will and Testament of Henry W. Frost, Jr., deceased, in the Record of Wills of Yazoo County, Mississippi, thereby evidencing passage of fee simple title to all real property and any interest therein, located in the State of Mississippi and owned by Henry W. Frost, Jr. at the time of his death, unto Clare G. Frost.

ORDERED, ADJUDGED AND DECREED, this the 20th day of February 1992.

[Signature]
 CHANCELLOR

James A. Lowe, III
 Watkins & Eager
 Post Office Box 650
 Jackson, Mississippi 39205
 (601) 948-6470

JAL/7059/Frost.Dec

Filed February 20 19 92
 MRS. CATHERINE PREWITT Chancery Clerk
 By Shirley Northcock D.C.



STATE OF MISSISSIPPI
YAZOO COUNTY

I, Mrs. Catherine Prewitt, Clerk of the Chancery Court in and for the State and County aforesaid hereby certify that the foregoing is a true and correct copy of the Decree Admitting Foreign Will to Probate as the same appears ~~of record in Book XXXXXXXXXXXXX~~ on file in my office.

Given under my hand and official seal this the 20th day of February, 1992.

MRS. CATHERINE PREWITT, Chancery Clerk
By Michael S. Brock D.C.

STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 26th day of February, 1992, at _____ o'clock _____ M., and was duly recorded on the February 26, 1992, Book No. 25, Page 24.

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



31-289

LAST WILL AND TESTAMENT
OF
ROY F. EVANS

FILED
THIS DATE
FEB 28 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Conne B. [Signature]*

I, ROY F. EVANS, of Madison County, Mississippi, being over the age of eighteen (18) years, and of sound and disposing mind, memory and understanding, and not under the restraint or undue influence of any person, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking and making void all former wills and codicils by me made:

ITEM I

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

ITEM II

All the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death or over which I shall have power of appointment, I do hereby give, devise and bequeath to my wife, Zelma S. Evans.

ITEM III

In the event my wife, the said Zelma S. Evans, predeceases me, then, subject to Item I hereof, I do hereby give, devise and bequeath all of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death or over which I shall have any power of appointment, to my son, Eudell Evans.

Roy F. Evans

ITEM IV

In the event my wife, Zelma S. Evans, and my son, Eudell Evans, predecease me, then, subject to Item I hereof, I do hereby give, devise and bequeath all of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated, of which I shall die seised or possessed or to which I shall be entitled at the time of my death or over which I shall have any power of appointment, to my grandsons Gary E. Evans and Allan Evans, equally, share and share alike, per stirpes.

ITEM V

I do hereby nominate and appoint my wife, Zelma S. Evans, the Executrix of this my Last Will and Testament and direct that no bond shall be required of her as Executrix; and in the event that my said wife should die, resign, be disqualified, or unable or unwilling to act as Executrix, then I name my son, Eudell Evans, as Executor and direct that no bond shall be required of him as Executor.

ITEM VI

If my wife, Zelma S. Evans, and I die under such circumstances that the order of our deaths cannot be established by proof, it shall be conclusively presumed for all purposes of this Last Will and Testament that I predeceased my wife.

IN TESTIMONY WHEREOF, I have signed, published and declared this instrument as my Last Will and Testament in the presence of the undersigned witnesses, whom I have especially requested to witness the same, this the 11th day of July, A.D., 1986.

Roy F Evans
TESTATOR

WITNESSES:

Janice Marie Boyd
D. W. Watts

Roy F Evans
2

STATE OF MISSISSIPPI

COUNTY OF HINDS::::

CERTIFICATE

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

WITNESS OUR SIGNATURES, on this the 11th day of July, A.D., 1986.

Jamie Marie Boyd
NAME

1111 Riverview Place; Apt. B

Jackson, MS 39202
ADDRESS

Dennis W. Watkins
NAME

917 - Harding Street

Jackson Mississippi 39102
ADDRESS



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 28th day of February, 1992, at o'clock M., and was duly recorded on the February 28, 1992, Book No. 25, Page 28.

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

Roy F. Evans³

BOOK 25 PAGE 31

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
FEB 28 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Lonnie Guthrie*

IN THE MATTER OF THE ESTATE

OF

ROY F. EVANS, DECEASED

CIVIL ACTION FILE
NO. 31-289

PROOF OF WILL

STATE OF MISSISSIPPI
HINDS COUNTY

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

That affiant, Dennis W. Watkins, was one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Roy F. Evans, and affiant states that the said Roy F. Evans signed, published and declared said instrument as his Last Will and Testament on the 11th day of July, 1986; the date of said instrument, in the presence of this deponent and in the presence of Janie Marie Boyd, the other subscribing witness thereto, and that said Testator was then of sound and disposing mind and memory and more than eighteen years of age, and this deponent and Janie Marie Boyd subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance of said Testator and in the presence of said Testator and in the presence of each other on the day and year of the date of said instrument.

Dennis W. Watkins
Dennis W. Watkins

SWORN to and subscribed before me, this the 4th day of

February, 1992.

Lonnie Guthrie
Notary Public

(SEAL)
My commission expires: 12-3-92



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 28th day of February, 1992, at _____ o'clock _____ M, and was duly recorded on the February 28, 1992, Book No. 25, Page 31.

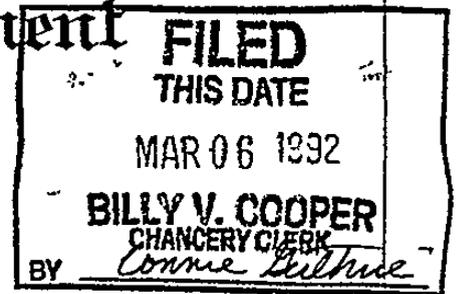
BILLY V. COOPER, CHANCERY CLERK BY: Lonnie Guthrie D C

31-293

Last Will and Testament

OF

LILLIAN FRISBIE BARKSDALE



I, LILLIAN FRISBIE BARKSDALE, an adult resident citizen of Canton, Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all former Wills and Codicils heretofore executed by me.

ARTICLE I.

I give and devise to my daughter, Mary Agnes Barksdale Folsom, my undivided one-third (1/3) interest in the real property known as the "Betty Archer Place" and containing 90 acres, more or less, in Rankin County, Mississippi, to have and to hold for and during her natural life; she shall pay all taxes and assessments levied thereon, interest and amortization upon any mortgage encumbering said property, the expenses of care, management and maintenance and shall keep said premises in good condition and repair. Upon her death, I give and devise the same to the children of Mary Agnes Barksdale Folsom, share and share alike, and to the issue of any deceased child or children, per stripes.

ARTICLE II.

I give and devise to my daughter, Katherine Barksdale Luftig my undivided one-third (1/3) interest in that certain tract of real property containing 82 acres, more or less, and being a part of my husband's, James David Barksdale, estate, being situated in Rankin County, Mississippi, to have and to hold for and during her natural life; she shall pay all taxes and assessments thereon,

Lillian Frisbie Barksdale
LILLIAN FRISBIE BARKSDALE

Page Two of Four Pages

interest and amortization on any mortgage encumbering said property, the expenses of care, management and maintenance and shall keep said premises in good condition and repair. Upon her death, I give and devise the same to the children of Katherine Barksdale Luftig, share and share alike, and to the issue of any deceased child or children, per stripes.

ARTICLE III.

I give and devise to my daughter, Mary Agnes Barksdale Folsom, and undivided one-half (1/2) interest in and to all oil, gas and other mineral estate which I own or have an interest in, in the State of Louisiana, including but not limited to those located in Section 24, T 15 S, R13 E, Assumption Parrish, to have and to hold for and during her natural life. Upon her death, I give and devise the same to her children equally and to the issue of any deceased child or children, per stripes.

ARTICLE IV.

I give and devise to my daughter, Katherine Barksdale Luftig an undivided one-half (1/2) interest in and to all oil, gas and other mineral estate which I own or have an interest in, in the State of Louisiana, including but not limited to those located in Section 24, T 15 S, R 13 E, Assumption Parrish, to have and to hold for and during her natural life. Upon her death, I give and devise the same to her children equally and to the issue of any deceased child or children, per stripes.

ARTICLE V.

All the rest, residue and remainder of my estate, of whatsoever kind and nature and wheresoever situated, of which I may die

Lillian Frisbie Barksdale
LILLIAN FRISBIE BARKSDALE

Page Three of Four Pages

siezed or possessed or to which I may be entitled at the time of my death, not hereby otherwise effectually disposed of, including any property over which I may have power of appointment, I give, devise and bequeath unto my daughters, Mary Agnes Barksdale Folsom and Katherine Barksdale Luftig, to be divided equally between them, per stripes.

ARTICLE VI.

I hereby nominate, appoint and constitute my daughter, Mary Agnes Barksdale Folsom, as Executrix of My Last Will and Testament, my Executrix shall have full and plenary and authority to do and perform any act deemed by her to be for the best interest of the estate, without any limitation whatsoever, and without bond. Said authority shall include, but shall not be limited to the right to take possession, hold, manage, invest and reinvest the same, and to collect the income, dividends, rents, interest and profits therefrom and to employ and to pay any Attorney, Agents and Accountants that she may deem necessary for the best interest of my estate.

ARTICLE VII.

In the event my daughter, Mary Agnes Barksdale Folsom, shall predecease me, become disqualified or otherwise fail to qualify as Executrix of my Will and Estate, then I nominate and appoint my daughter, Katherine Barksdale Luftig, to serve as the Executrix of My Last Will and Estate and I direct that she shall not be required to enter any bond as such Executrix and I direct that she shall have the same authority and power as is set forth for my Executrix in the above and foregoing Article.

The foregoing instrument consists of Four Pages including this one, and at the botton of each I have affixed my signature.

Lillian Frisbie Barksdale

LILLIAN FRISBIE BARKSDALE

Page Four of Four Pages

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 14 day of February, 1974.

Lillian Frisbie Barksdale
LILLIAN FRISBIE BARKSDALE

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

Margaret O. Slicker

WITNESSES:

Imogene G. Derrin

John W. Christopher



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 16th day of March, 1974, at _____ o'clock _____ M., and was duly recorded on the March 6, 1974, Book No. 25, Page 32.

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

BOOK 25 PAGE 36

FILED
THIS DATE
MAR 06 1992
BILLY V. COOPER
CHANCERY CLERK
Connie Guthrie

IN THE CHANCERY COURT OF MADISON COUNTY BY MY

IN THE MATTER OF THE ESTATE OF
LILLIAN FRISBIE BARKSDALE, DECEASED

CIVIL ACTION FILE
NO. 31-293

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

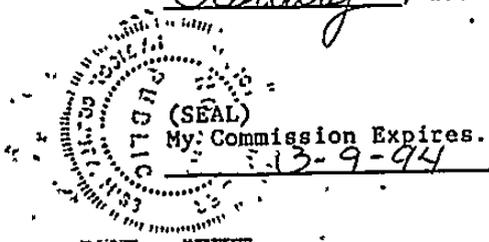
PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the aforesaid jurisdiction, John W. Christopher, subscribing witness to a certain instrument of writing, purporting to be the Last Will and Testament of Lillian Frisbie Barksdale, Deceased, who, being duly sworn, deposed and said that the said Lillian Frisbie Barksdale published and declared said instrument as her Last Will and Testament on the 14th day of February, 1974 the day of the date of said instrument, in the presence of this deponent and in the presence of Margaret O. Shipley and Imogene G. Herring and that the Testatrix was of sound and disposing mind and memory, and more than twenty-one years of age and this deponent, Margaret O. Shipley and Imogene G. Herring subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testatrix and in the presence of the said Testatrix and in the presence of each other, on the day and year of the date of said instrument.

WITNESS MY SIGNATURE this 26 day of February, 1992.

John W. Christopher
JOHN W. CHRISTOPHER

SWORN TO AND SUBSCRIBED BEFORE ME this the 26 day of February, 1992.

Nancy D. Iselien
NOTARY PUBLIC



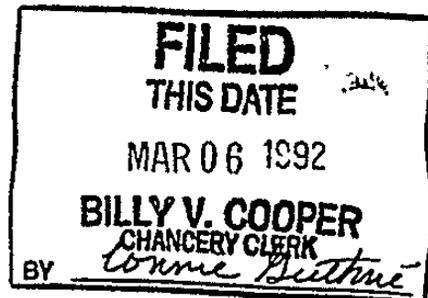
STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 6th day of March, 1992, at _____ o'clock _____ M, and was duly recorded on the March 6, 1992, Book No. 25, Page 36.

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

31-293

CODICIL TO THE LAST WILL AND TESTAMENT
OF LILLIAN FRISBIE BARKSDALE



WHEREAS, I, LILLIAN FRISBIE BARKSDALE, on the 14th day of February, 1974, executed and had properly attested my Last Will and Testament in the presence of Margaret O. Shipley, Imogene G. Herring and John W. Christopher, who signed said will and testament as witnesses and whereas, I am desirous of changing Article VI in said will, I therefore, make and publish this codicil to said will and testament, and I also republish all of the terms of said will not in conflict with this codicil and said Article VI changed as follows:

ARTICLE VI.

I hereby nominate, appoint and constitute my daughters, Mary Agnes Barksdale Folsom and Katherine Barksdale Luftig, as Co-Executrixes of my Last Will and Testament, who shall have full and plenary authority to do and perform any act deemed by them to be for the best interest of my estate, without any limitation whatsoever, and to serve without bond. Said authority shall include, but shall not be limited to the right to take possession, hold, manage, invest and reinvest the same, and to collect the income, dividends, rents, interest and profits therefrom and to employ and to pay any attorneys, agents and accountants that they may deem necessary for the best interest of my estate. In addition, my Co-Executrixes are hereby authorized to sell any asset of my estate, at either public or private sale, on such terms and conditions as they may deem best without the necessity of Court approval and I also relieve my Co-Executrixes from making any formal accounting to any Court for their actions as such.

WITNESS MY SIGNATURE this 2 day of December, 1978.

Lillian Frisbie Barksdale
Lillian Frisbie Barksdale

This instrument was on the date shown above, signed, published and declared by Lillian Frisbie Barksdale to be the Codicil to her

Last Will and Testament in our presence and we at her request have subscribed our names hereto as witnesses in her presence and in the presence of each other.

WITNESSES:

Lecia J. Heath
John Chestnut



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 6th day of March, 1992, at _____ o'clock _____ M., and was duly recorded on the March 4, 1992, Book No. 25, Page 37.

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

BOOK 25 PAGE 39

FILED
THIS DATE
MAR 06 1392
BILLY V. COOPER
MISSISSIPPI CHANCERY CLERK
BY Connie Gultrow

IN THE CHANCERY COURT OF MADISON COUNTY,

IN THE MATTER OF THE ESTATE OF
LILLIAN FRISBIE BARKSDALE, DECEASED

CIVIL ACTION FILE
NO. 31-293

PROOF OF CODICIL

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the aforesaid jurisdiction, John W. Christopher, subscribing witness to a certain instrument of writing, purporting to be a Codicil to the Last Will and Testament of Lillian Frisbie Barksdale, Deceased, who, being duly sworn, deposed and said that the said Lillian Frisbie Barksdale published and declared said instrument as a Codicil to her Last Will and Testament on the 2nd day of November, 1978, the day of the date of said instrument, in the presence of this deponent and in the presence of Louise I. Heath and that the Testatrix was of sound and disposing mind and memory, and more than twenty-one years of age and this deponent and Louise I. Heath subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testatrix and in the presence of the said Testatrix and in the presence of each other, on the day and year of the date of said instrument.

WITNESS MY SIGNATURE this 26 day of February, 1992.

John W. Christopher
JOHN W. CHRISTOPHER

SWORN TO AND SUBSCRIBED BEFORE ME this the 26 day of February, 1992.

Nancy D. Iselin
NOTARY PUBLIC

(SEAL)
My Commission Expires:
3-9-94



STATE OF MISSISSIPPI, County of Madison.

I certify that the within instrument was filed for record in my office this 6th day of March, 1992, at — o'clock — M, and was duly recorded on the March 6, 1992, Book No 25, Page 39.

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

9-10-9-91

LAST WILL & TESTAMENT OF THEOPHILIUS SUTTON / THEOPHILIUS SUTTON JOHNSON

I, THEOPHILIUS SUTTON / THEOPHILIUS SUTTON JOHNSON — KNOWING THE UNCERTAINTY OF LIFE & THE CERTAINTY OF DEATH & BEING OVER TWENTY-ONE YEARS OF AGE & OF SOUND & DISPOSING MIND & MEMORY, MAKE, DECREE & PUBLISH THIS MY LAST WILL & TESTAMENT, HEREBY REVOKING ALL OTHERS HERETOFORE MADE BY ME.

I GIVE, DEVISE & BEQUEATH TO MY SISTER, LUCILLE SUTTON / LUCILLE SUTTON JOHNSON ALL MY PROPERTY, REAL, PERSONAL AND MIXED THAT I MIGHT HAVE SEIZED & POSSESSED.

Theophilus Sutton

9-10-9-91

FILED THIS DATE MAR 11 1992 BILLY V. COOPER CHANCERY CLERK BY Connie Guthrie



STATE OF MISSISSIPPI, County of Madison: I certify that the within instrument was filed for record in my office this 11th day of March, 1992, at o'clock M., and was duly recorded on the March 11, 1992, Book No. 25, Page 40. BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

BOOK 25 PAGE 41

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

FILED
THIS DATE
MAR 11 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Lonnie Gultine*

IN THE MATTER OF THE
ESTATE OF THEOPHIUS
SUTTON, DECEASED

CIVIL ACTION
File No. 31-309

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for the jurisdiction above mentioned, AMOS SUTTON, who has examined the attached document purporting to be the handwritten Last Will and Testament of Theophilus Sutton, who being duly sworn, deposed and said that they know the handwriting of Theophilus Sutton and that the attached document appears to be his handwritten Last Will and Testament published and declared as his Last Will and Testament and that he does verily believe said document published on the his Last Will and Testament on the 9th day of October, 1991, the day of the date of said instrument, to be the Last Will and Testament written in the handwriting of Theophilus Sutton and that the Testator was of sound and disposing mind and memory, and more than twenty-one years of age and this deponent and believes that said Last Will and Testament should be accepted as the Last Will and Testament of Theophilus Sutton for all testamentary purposes.

WITNESS MY SIGNATURE on this the 10th day of March, 1992.

Amos Sutton
AMOS SUTTON

SWORN TO AND
March 10, 1992
SEAL OF THE CHANCERY COURT
STATE OF MISSISSIPPI
MY COMMISSION EXPIRES.
09/22/93

AND SUBSCRIBED before me on this the 10th day of

Karen L. Lipp
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 11th day of March, 1992, at _____ o'clock _____ M, and was duly recorded on the March 11, 1992, Book No. 25, Page 41.
BILLY V. COOPER, CHANCERY CLERK BY: *Lonnie Gultine* D.C.

BOOK 25 PAGE 42

FILED
THIS DATE
MAR 11 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Guthrie*

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

IN THE MATTER OF THE
ESTATE OF THEOPHIUS
SUTTON, DECEASED

CIVIL ACTION
File No. 31-309

PROOF OF WILL

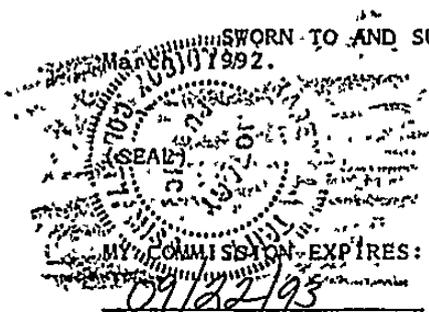
STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for the jurisdiction above mentioned, MARY BELL SUTTON, who has examined the attached document purporting to be the handwritten Last Will and Testament of Theophilus Sutton, who being duly sworn, deposed and said that they know the handwriting of Theophilus Sutton and that the attached document appears to be his handwritten Last Will and Testament published and declared as his Last Will and Testament and that she does verily believe said document published as his Last Will and Testament on the 9th day of October, 1991, the day of the date of said instrument, to be the Last Will and Testament written in the handwriting of Theophilus Sutton and that the Testator was of sound and disposing mind and memory, and more than twenty-one years of age and this deponent and believes that said Last Will and Testament should be accepted as the Last Will and Testament of Theophilus Sutton for all testamentary purposes.

WITNESS MY SIGNATURE on this the 10th day of March, 1992.

Mary Bell Sutton

MARY BELL SUTTON



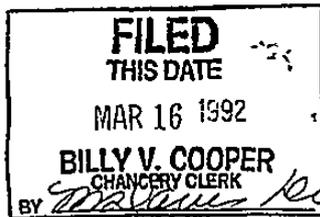
SWORN TO AND SUBSCRIBED before me on this the 10th day of
Karen L. Trupp

NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison
I certify that the within instrument was filed for record in my office this 11th day of March, 1992, at _____ o'clock _____ M, and was duly recorded on the March 11, 1992, Book No. 25, Page 42.
BILLY V. COOPER, CHANCERY CLERK BY *Connie Guthrie* D.C.

BOOK 25 PAGE 43



31-332

LAST WILL AND TESTAMENT OF ALLISON O'BRIANT SPRINKLE

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

ITEM ONE

I hereby give and bequeath 1800 shares of Exxon stock to my son Brian Anthony Burchfield.

ITEM TWO

I hereby give and bequeath unto Terry Nell Overstreet the sum of \$25,000.00.

ITEM THREE

I give and bequeath to my sisters, Walna Bell, Mary Nell Moore and Annetta Margene Wallace, and to my brother, Curtis L. O'Briant, the sum of \$1,000.00 each.

ITEM FOUR

I hereby give and bequeath to my son, Brian A. Burchfield as trustee for the use and benefit of Lea Ann Burchfield the sum of Fifty Thousand Dollars (\$50,000.00) and I give and bequeath to my said son, Brian A. Burchfield as trustee for the use and benefit of Jeffrey Brian Burchfield the sum of Fifty Thousand Dollars (\$50,000.00). This trust shall continue until each of said beneficiaries reaches the age of thirty years whereupon all funds in the hands of the trustee shall be delivered to them. While this trust is in effect I hereby request that my said trustee invest the funds in his hands in certificates of deposit in some banking institution in which he has confidence and that he pays to the beneficiaries each the sum of Two Hundred Dollars

(\$200.00) per month. If either one of said beneficiaries be not living until reaching the age of thirty years, then funds in hand for that particular beneficiary shall be paid to my said son as his own property. My trustee shall not be required to give bond or account to Court for his handling of said funds.

ITEM FIVE

I hereby give and bequeath unto Barbara Jean Bates my amethyst and diamond ring, and the sum of \$10,000.00.

ITEM SIX

I hereby give and bequeath unto Sherry Lea Dallas my gold bracelet and the pearls given to me by my husband, Paul O. Sprinkle, and the sum of Ten Thousand Dollars (\$10,000.00) in cash.

ITEM SEVEN

I hereby give and bequeath to my son Brian A. Burchfield the deed of trust and note thereby secured in the original amount of Thirty Thousand Dollars (\$30,000.00), being the note given by Dr. William Reicken when he purchased a home from me on or about the month of April 1980, and I also give to my said son Brian A. Burchfield the deed of trust and note secured thereby in the original amount of Sixty-Five Thousand Dollars (\$65,000.00) executed by Wendell Pickle when he purchased another house from me on or about November 1988.

ITEM EIGHT

I hereby give and bequeath my antique diamond ring to Mary Nell Moore. Should she predeceased me, I leave it to Anetta Margene Wallace.

ITEM NINE

I hereby give and bequeath to Carol Ann Burchfield my diamond wishbone necklace and I hereby give and bequeath all of my jewelry, other than previously bequeathed, to Lea Ann Burchfield and Carol Ann Burchfield.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
ALLISON O'BRIANT SPRINKLE, DECEASED

CAUSE NO. 31-332

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF Hinds

FILED
THIS DATE
MAR 17 1992
BILLY V. COOPER
CHANCERY CLERK
BY [Signature]

Personally appeared before me, the undersigned authority in and for the county and state, the undersigned CYRUS A. CLARKE, JR., who, being by me first duly sworn, states upon his oath as follows:

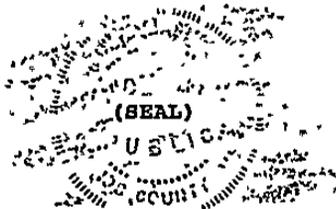
That affiant was one of the subscribing witnesses to the attached instrument of writing purporting to be a true copy of the Last Will and Testament of Allison O'Briant Sprinkle, deceased, late of Madison County, Mississippi; that the said Allison O'Briant Sprinkle signed, published, and declared the original of said instrument to be her Last Will and Testament on June 20, 1991, in the presence of Cyrus A. Clarke, Jr. and Betty T. Clarke, 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 the other witness subscribed and attested the original of said instrument as witnesses to the signature and publication thereof at the special instance and request of said testatrix and in the presence of said testatrix and in the presence of each other on the date of the execution of said instrument.

Cyrus A. Clarke, Jr.
CYRUS A. CLARKE, JR.

SWORN TO AND SUBSCRIBED BEFORE ME, by Cyrus A. Clarke, Jr., on this the 4th day of March, 1992.

[Signature]
NOTARY PUBLIC
My Commission Expires May 23, 1992

MY COMMISSION EXPIRES:



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 17th day of March, 1992, at o'clock M, and was duly recorded on the March 30, 1992, Book No. 25, Page 46.

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

68

BOOK 25 PAGE 47
BOOK 297 PAGE 134
CLERK'S CERTIFICATE

FILED
THIS DATE
MAR 17 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Billy V. Cooper*

79837

THE STATE OF MISSISSIPPI
COUNTY OF HINDS

I, ALICE JAMES, Clerk of the Chancery Court of Hinds County, Mississippi, the same being a court of record, the lawful possessor and custodian of the papers and records of said court, do hereby certify and attest that the above and foregoing 3 pages are true, full and complete copies of Will

as the same are and remain, on file and of record in my office.

In witness whereof, I have hereto set my hand and affixed the seal of said court, at my office in the City of Jackson, in the County of Hinds, and State of Mississippi, this the 12th day of February, 1992

(SEAL)

Alice James
Chancery Clerk of Hinds County, Mississippi

CERTIFICATE OF CHANCELLOR

THE STATE OF MISSISSIPPI }
HINDS COUNTY } CHANCERY COURT

I, Stuart Robinson a presiding Chancellor of the FIFTH Chancery District of the State of Mississippi (said District including the County of HINDS) do hereby certify that ALICE JAMES, Whose genuine signature appears to the foregoing Certificate of CLERK, is now, and was at the date of said Certificate, the Clerk of the Chancery Court of said County, duly elected and qualified according to law; and that all his official acts as such are entitled to full faith and credit; that his said Certificate is in due form of law; that the seal thereto attached is the genuine seal of said Chancery Court, and that said Court is a Court of Record

Given under my hand and seal, at JACKSON, MISSISSIPPI this 12th day of February, 1992

(SEAL)

Stuart Robinson
Chancellor.

CLERK'S CERTIFICATE OF CHANCELLOR

THE STATE OF MISSISSIPPI }
HINDS COUNTY } CHANCERY COURT

I, ALICE JAMES, Clerk of said Court, do hereby certify that Stuart Robinson whose genuine signature appears to the annexed and last above Certificate of Attestation, is now, and was at the date of said Certificate, a Chancellor of the FIFTH Chancery District of said State, (including said County of HINDS), as therein stated, duly appointed by lawful authority and legally qualified, and that all his acts as such are entitled to full faith and credit, that his said Certificate and Attestation are in due form of law, and that said Chancery Court is a Court of Record

IN TESTIMONY WHEREOF, I have hereto set my hand and seal of said Court, at my office, in JACKSON, MISSISSIPPI, this 12th day of February, 1992

(SEAL)

Alice James
Chancery Clerk

BOOK 25 PAGE 48
BOOK 096 PAGE 628
BOOK 297 PAGE 135

FILED
THIS DATE
MAR 17 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Conrad D. H. H. H.*

LAST WILL AND TESTAMENT
OF
SMITH HALLIDAY DAVIS

FILED
MAY 22 1991

FRIB MCGEE, Chancery Clerk
BY *Alison King D. C.*

P-9678

I, SMITH HALLIDAY DAVIS, a resident of Jackson, Hinds County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind and memory, do hereby make, publish and declare this my Last Will and Testament, hereby revoking all former wills, declarations or other testamentary dispositions.

ITEM I.

I give, devise and bequeath all property, both real, personal and mixed, of which I may die seized and possessed, to my beloved husband, Elbert Vernon Davis.

ITEM II.

I appoint my beloved husband, Elbert Vernon Davis, Executor of this, my Last Will and Testament, to serve without bond, accounting or any other formality. I do expressly waive the giving of bond, appraisement, reporting to any court, accounting, and each and every other legal formality permitted by law.

IN THE EVENT THAT my husband predeceases me, dies in the same common accident with me or within six (6) months after the date of my death:

ITEM III.

I give, devise and bequeath all property, both real, personal and mixed, of which I may die seized and possessed, to our daughter, Alleen Davis Bratton, of Atlanta Georgia.

WITNESSES:

Mrs. Edith F. Morgan
W. H. H. H.

Smith Halliday Davis
SMITH HALLIDAY DAVIS

BOOK 096 PAGE 629

BOOK 25 PAGE 49

BOOK 297 PAGE 136

ITEM IV.

I appoint our daughter, Alleen Davis Bratton, as Executrix of this, my Last Will and Testament, to serve without bond, accounting or any other formality. I do expressly waive the giving of bond, appraisement, reporting to any court, accounting, and each and every other legal formality permitted by law.

WITNESS MY SIGNATURE, this the 8th day of May, 1961.

WITNESSES:

Mrs Esther J. Morgan
Felicité W. Wells

Smith Halliday Davis
SMITH HALLIDAY DAVIS

The foregoing was declared by Smith Halliday Davis to be her Last Will and Testament, and in her presence and in the presence of each other, we did witness her signature thereto at her special instance and request.

This, the 8th day of May, 1961.

Mrs Esther J. Morgan

Felicité W. Wells

BOOK 096 PAGE 630

BOOK 25 PAGE 50
AFFIDAVIT OF SUBSCRIBING WITNESS

FILED
MAY 22 1991

BOOK 297 PAGE 137

STATE OF MISSISSIPPI
COUNTY OF HINDS

PETE McGEE, Chancery Clerk
By _____ D. G.

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Mrs. Esther F. Morgan, who, after being duly sworn, on oath stated as follows:

That the above and foregoing Last Will and Testament of SMITH HOLLIDAY DAVIS dated May 8, 1961 was exhibited by the said Smith Holliday Davis to affiant as her Last Will and Testament, and was signed by her on the 8th day of May, 1961, in the presence of affiant, declaring the same to be her Last Will and Testament, and at her request and in her presence and in the presence of the other witness, the affiant signed the same as witness.

That the said Smith Holliday Davis was, on the 8th day of May, 1961, of sound and disposing mind and memory and was over the age of twenty-one years.

Mrs. Esther F. Morgan
MRS. ESTHER F. MORGAN

SWORN TO AND SUBSCRIBED before me, this the 1st day of May, 1991.

Courtney Ann Winchester
NOTARY PUBLIC

My Commission Expires:

July 10, 1993

FILED
THIS DATE
MAR 17 1992
BILLY V. COOPER
CHANCERY CLERK
BY Connie Guthrie



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 10 day of March, 1992, at 900 o'clock a M., and was duly recorded on the MAR 10 1992, Book No. 297, Page 134.

BILLY V. COOPER, CHANCERY CLERK BY: K. Cooper D.C.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 17th day of March, 1992, at --- o'clock --- M., and was duly recorded on the March 30, 1992, Book No. 25, Page 47.

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

32

BOOK 297 PAGE 138

BOOK 25 PAGE 51

79838

IN THE CHANCERY COURT OF THE FIRST JUDICIAL DISTRICT
OF HINDS COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL AND
TESTAMENT AND ESTATE OF SMITH
HOLLIDAY DAVIS, DECEASED

FILED

FEB 12 92

NO. P-9678 R/1

ALLEEN DAVIS BRATTON,
EXECUTRIX

ATTEST A TRUE COPY
ALICE JAMES, Chancery Clerk
By *A. James* DC

FILED
THIS DATE
MAR 17 1992
BILLY V. COOPER
CHANCERY CLERK
Billy V. Cooper

ORDER CLOSING ESTATE, WAIVING FINAL
ACCOUNTING, AND DISCHARGING EXECUTRIX

THIS CAUSE came on this day to be heard on the Petition of Alleen Davis Bratton, duly qualified and acting Executrix of the Estate of Smith Holliday Davis, Deceased, requesting the Court to approve all of the actions of the Executrix in relation to the probate of the Last Will and Testament of Smith Holliday Davis, Deceased, waive the requirement of a final accounting, and to discharge Executrix. The Court, having heard and considered said Petition and the evidence introduced in support thereof, finds:

That Smith Holliday Davis, also known as Susie Smith Davis, departed this life on April 9, 1991, in Jackson, Mississippi. That at the time of her death, her place of residence was 511 Fondren Place, in the City of Jackson, First Judicial District of Hinds County, Mississippi. That Mrs. Davis was survived by her only child and sole heir at law, Petitioner Alleen Davis Bratton, an adult resident of Atlanta, Georgia, whose address and telephone number are 63 North Muscogee Avenue N.W., Atlanta, Georgia 30305, (404) 237-9781.

That by order dated May 22, 1991, this Court admitted the Last Will and Testament of Smith Holliday Davis, Deceased, dated May 8, 1961, to probate in common form, granted Alleen Davis Bratton letters testamentary as Executrix of said Last Will and Testament, ordered that no bond be required of her in that capacity, and waived the necessity for filing inventory, appraisement, and an accounting until ordered by this Court.

That the sole and only devisees and legatees named in said Last Will and Testament are Mrs. Davis' husband, Elbert V. Davis, who preceded her in death, and Mrs. Davis' only child, Petitioner Alleen Davis Bratton.

That at the time of Mrs. Davis' death, all her bank accounts, certificates of deposit, and other financial instruments and monetary assets were owned in joint accounts by Mrs. Davis and Petitioner. That ownership of said personal property automatically passed to Petitioner by right of survivorship when Mrs. Davis died on April 9, 1991. That accordingly, no cash other than currency on hand remained to be deposited in a bank account in the name of the Estate of Smith Holliday Davis and Petitioner paid final expenses and probated claims from the said joint accounts or from her personal funds without opening a bank account in the name of the Estate.

That notice to creditors has been published three (3) times as required by law on June 26, July 3, and July 10, 1991, in The Clarion Ledger, a newspaper published in and having general circulation in Hinds County, Mississippi. That Proof of Publication was filed herein on August 7, 1991.

That the time for probating claims has expired and only two claims have been presented, probated, allowed or registered against the Estate. That said claims were filed by St. Dominic - Jackson Memorial Hospital (\$15.00 on June 27, 1991) and by Internal Medicine Group, P.A. (\$62.42 on July 3, 1991) and both claims have been satisfied. That no claims against the Estate remain outstanding.

That all remaining currency on hand and personal property, including automobiles, household furnishings, valuables, and personal items and clothing, are either in the possession of Petitioner or have been sold or donated.

That income tax returns for the tax year ended December 1991 have been filed on behalf of Smith H. Davis and the Estate of Smith H. Davis for the United States of America and the State of

Mississippi. That no United States or Mississippi estate tax is due from the Estate and no Federal or Mississippi estate tax return is required to be filed. That due to the special homestead status granted to homestead property owned by persons 65 years of age and older, no property taxes were assessed against Mrs. Davis' residence at 511 Fondren Place for the 1990 tax year.

That Mrs. Davis' residence at 511 Fondren Place was sold to Shirley D. Ellis by Warranty Deed dated December 23, 1991. That by order dated January 15, 1992, Petitioner was authorized to accept in her individual capacity the proceeds from this sale of real property free and clear of her statutory executrix' lien.

That the remaining real property owned by Smith Holliday Davis at the time of her death consists of oil, gas and mineral interests located in Hinds (Second Judicial District), Leake, Madison, and Rankin Counties in the State of Mississippi. That Petitioner will file an authenticated copy of the Last Will and Testament of Smith Holliday Davis and an attested copy of the decree closing the Estate of Smith Holliday Davis in the office of the Chancery Clerk of said counties as a muniment of title.

That Petitioner Alleen Davis Bratton is the sole and only heir at law of Smith Holliday Davis, Deceased, the sole and only surviving legatee and devisee named in said Last Will and Testament, and is the sole and only party in interest herein.

That Petitioner has shown unto the Court that she has properly collected all assets and income of the Estate of Smith Holliday Davis, Deceased, and has shown that all matters necessary to this probate of the Last Will and Testament of Smith Holliday Davis have been completed and that this proceeding should be closed and Petitioner Alleen Davis Bratton should be discharged as Executrix without the necessity of a final accounting.

IT IS, THEREFORE, ORDERED, ADJUDGED AND DECREED that the actions of the Executrix, Alleen Davis Bratton, are approved, that the final accounting in relation to this probate proceeding is waived, and that upon the payment of court costs this Estate be

BOOK 297 PAGE 141

BOOK 25 PAGE 54

finally closed and the Executrix discharged as to this probate of the Last Will and Testament of Smith Holliday Davis, Deceased.

SO ORDERED, ADJUDGED, AND DECREED this the 12th day of February, 1992.

Signed STUART ROBINSON
CHANCELLOR

THIS DECREE PRESENTED BY:
William R. Presson
HARPER, BELLAN, MCWHORTER
& WILLIAMS
Suite 500, 202 North Congress Street
Jackson, Mississippi 39201
(601) 969-1300
State Bar No.: 26705

order.adb



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 10 day of March, 1992, at 900 o'clock a M., and was duly recorded on the MAR 10 1992, Book No. 297, Page 138.

BILLY V. COOPER, CHANCERY CLERK BY K. Corogon D.C.



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30th day of March, 1992, at _____ o'clock _____ M., and was duly recorded on the March 30 1992, Book No. 25, Page 51.

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

Last Will and Testament

OF

JULIA ANN LAMBERT

<p>FILED THIS DATE APR - 3 1992 BILLY V. COOPER CHANCERY CLERK BY <i>[Signature]</i></p>

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

I.

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

II.

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

IN WITNESS WHEREOF, I, JULIA ANN LAMBERT, have hereunto set my signature on, and published and declare this to be my Last Will and Testament on this the 20th day of AUGUST, 1988, in the presence of two witnesses who have each signed as witnesses at my request, in my presence and in the presence of each other.

Julia Ann Lambert

Julia Ann Lambert

WITNESSES:

[Signature]

[Signature]

ATTESTATION CLAUSE

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

WITNESS OUR SIGNATURES on this the 20th day of

August, 1988.

[Signature]
[Signature]
WITNESSES

A2081803
6165/20100



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 30th day of April, 1992, at _____ o'clock — M., and was duly recorded on the April 3, 1992, Book No. 25, Page 56.

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

BOOK 25 PAGE 58

FILED
THIS DATE
APR - 3 1992
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JULIA ANN LAMBERT, DECEASED

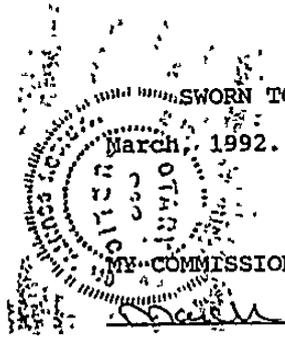
CIVIL ACTION FILE NO. 31-373

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named C. R. MONTGOMERY, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Julia Ann Lambert, deceased, late of the County of Madison, Mississippi, who, having been duly sworn makes on oath that the said Julia Ann Lambert signed, published and declared said instrument as her Last Will and Testament on the 8th day of August, 1988, the day and date of said instrument, in the presence of this affiant and William R. Collins, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, C. R. Montgomery, the affiant, and William R. Collins, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

[Signature]
C. R. MONTGOMERY



SWORN TO AND SUBSCRIBED BEFORE ME, this the 31st day of March, 1992.

[Signature]
NOTARY PUBLIC

COMMISSION EXPIRES:
March 10, 1992



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 3rd day of April, 1992, at o'clock M., and was duly recorded on the April 3, 1992, Book No. 25, Page 58
BILLY V. COOPER, CHANCERY CLERK BY Connie Guthrie D.C.

BOOK 25 PAGE 59

FILED
THIS DATE
APR - 3 1992
BILLY V. COOPER
CHANCERY CLERK

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JULIA ANN LAMBERT, DECEASED

CIVIL ACTION FILE NO. 31-323

AFFIDAVIT OF SUBSCRIBING WITNESS

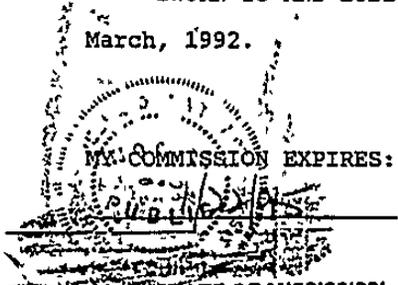
STATE OF MISSISSIPPI
COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named WILLIAM R. COLLINS, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Julia Ann Lambert, deceased, late of the County of Madison, Mississippi, who, having been duly sworn makes on oath that the said Julia Ann Lambert signed, published and declared said instrument as her Last Will and Testament on the 8th day of August, 1988, the day and date of said instrument, in the presence of this affiant and C. R. Montgomery, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, William R. Collins, the affiant, and C. R. Montgomery, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

William R. Collins
WILLIAM R. COLLINS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 31st day of March, 1992.

Delna D. Handwick
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 3rd day of April, 1992, at _____ o'clock _____ M., and was duly recorded on the April 3, 1992, Book No. 25, Page 59.

BILLY V. COOPER, CHANCERY CLERK BY Connie Guttrien D.C.

31-369

FILED
THIS DATE
APR - 3 1992
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

Last Will and Testament

OF

WILLIAM P. BLACK

I, William P. Black, a resident of the First Judicial District of Hinds County, Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ARTICLE ONE

I give and bequeath all of my tangible personal property to my wife, Carol M. Black, if she survives me. I hereby confirm the fact that all of the household furniture, furnishings, paintings, and effects which are in or used in connection with our homestead are, and since their acquisition have been, the sole property of my said wife. If my said wife does not survive me, I give and bequeath all of my tangible personal property in equal shares among such of my children as shall survive me or if they shall be unable to agree on such equal shares, my Executors shall have sole discretion to decide.

All expenses incurred by my Executors during the period of administration of my estate in storing, packing, shipping or insuring any article of tangible personal property bequeathed by any provision of this Will shall be charged against the principal of my residuary estate and treated as an expense of administering my estate.

ARTICLE TWO

A. If my wife, Carol, survives me, I direct my Executors to compute the amount which shall equal the maximum marital deduction allowable in determining the federal estate tax on my estate reduced by the amount needed to increase my taxable estate to the largest amount that will, after allowing for the unified credit against the federal estate tax and any other allowable

WAB

credits (but only to the extent that the use of such credits does not increase the total death tax payable, including those to any state) reduce the federal estate tax payable by my estate to zero or the smallest possible amount. The resulting amount shall be the marital deduction amount.

(1) I give and bequeath to my Trustees for the benefit of my said wife such marital deduction amount reduced by the total amount of all other property of mine passing to my said wife on my death under this Will or outside of this Will (including all insurance policies whether in trust or otherwise) and qualifying for the marital deduction. My Trustees shall hold said resulting amount as a separate trust for the benefit of my said wife and shall pay all the income therefrom received from and after the date of my death to my said wife in annual or more frequent installments so long as she shall live. In addition, my Trustees shall pay to my said wife at any time and from time to time per calendar year so much of the principal of such trust up to the greater of \$5,000 or 5% of the aggregate value of the assets of such trust at the time of any such withdrawal, which amount shall not be cumulative, as she may at any time or from time to time request by written instrument or instruments signed by her and delivered to my Trustees. Upon the death of my said wife, all accrued but unpaid income shall be paid to the estate of my wife and the balance of the property then constituting this trust shall be added to and disposed of as a part of my residuary estate.

I authorize my corporate Executor in its sole discretion to elect to qualify all or any portion of the trust created by this paragraph A for the federal estate tax marital deduction.

B. I direct that the amount provided for in this Article shall be satisfied only out of the assets that qualify for the marital deduction under the provisions of the Internal Revenue Code applicable to my estate or out of the proceeds of such assets, and that this amount shall not be reduced by any estate

WPB

or similar taxes paid out of property passing under this Will. To the extent that other assets qualifying for the marital deduction are available, said sum shall not be satisfied by the distribution of: (1) assets with respect to which a credit for foreign taxes paid is allowable under the Internal Revenue Code; (2) rights to income deemed "income in respect of a decedent" under the Internal Revenue Code; or (3) United States Treasury Bonds eligible for redemption at par in payment of federal estate tax. Otherwise, the determination as to what property of my estate shall constitute this trust shall be left to the sole discretion of my Executors provided that any property included in my estate at the time of my death and assigned or conveyed in kind to satisfy this marital deduction amount shall be valued for that purpose at the value thereof as of the date or dates of distribution. Furthermore, the decision of my corporate Executor as to whether my estate shall be valued under the optional valuation provisions of the federal estate tax law; as to carrying out the directed tax elections; and as to what proceedings are necessary to complete the ascertainment of the federal estate tax, shall be conclusive and binding on all persons.

C. None of the rights, powers, duties, authority or privileges granted to my Executors or Trustees by any provision of this Will shall be exercised by my Executors or Trustees with respect to the marital deduction amount given and bequeathed by this Article if or to the extent that the exercise thereof would disqualify said amount for the marital deduction.

D. If at the death of my said wife there shall be any estate taxes payable by her estate by reason of the inclusion in her gross estate of the trust created by paragraph A of this Article, my Trustees are authorized and directed to pay to the executor of my said wife's estate so much of the remaining principal of said trust as shall be necessary to pay all additional estate taxes attributable to taxation of the qualified

WPA

terminable interest property for estate tax purposes in my said wife's estate. My Trustees may rely upon any certificate or other information furnished to them by the executor of my said wife's estate as to the amount of the estate taxes thereon, and my Trustees shall have no duty to take part in any proceedings to determine the death taxes payable by my wife's estate or to confer with any representative of any taxing authorities in connection therewith. Any actions taken in good faith by my Trustees pursuant to this paragraph shall be binding and conclusive upon all persons.

ARTICLE THREE

All of the rest, residue and remainder of my estate, real or personal, of whatever nature and wherever located, including any legacy or devise that may for any reason fail to take effect (but excluding any property over which I may have any power of appointment at my death) I give, devise and bequeath as follows:

A. If my wife, Carol, survives me, my entire residuary estate shall be held in trust during her lifetime and the entire net income therefrom shall be paid to her so long as she shall live.

B. Upon the death of my wife, or upon my death if she shall not survive me, the then principal of the residuary trust or my entire residuary estate, as the case may be, shall be divided and set apart in equal shares, one such share for each child of mine who shall survive both my wife and me and one such share for the then living issue per stirpes of any child of mine who shall not survive both my wife and me.

1. Each such share so set apart for a child of mine who shall have reached the age of twenty-five (25) years shall be distributed outright to such child.

2. Each such share so set apart for a child of mine who shall not have reached the age of twenty-five (25) years shall be held by the my Trustees in trust and the entire net income therefrom shall be paid to such child until such

WPB

child shall reach the age of twenty-five (25) years, at which time the entire then principal of the trust shall be paid to such child.

3. If a child for whom a share is being held in trust shall die at any time before reaching the age of twenty-five (25) years, the then principal of such trust shall be distributed per stirpes among the then living issue of such child, or if there shall be no such issue, per stirpes among such of my other issue as shall then be living.

4. Each such share so set apart for the issue of any deceased child of mine shall be distributed per stirpes among such issue.

ARTICLE FOUR

A. I authorize my corporate Trustee in its absolute discretion, at any time and from time to time, to pay, distribute or apply the whole or any part of the principal of any trust created by this Will to or for any beneficiary to whom my Trustees are authorized or directed to pay or distribute any part or all of the current income from the principal so paid over, for the maintenance, support, education, or health (including but not limited to hospital and nursing home expenses, doctors and nursing fees, prosthetic devices and related expenses) of any such beneficiary, whether or not any such payment, distribution or application shall result in the termination of the trust from which made. No principal shall be paid, distributed or applied to or for the benefit of my wife out of the residuary trust until all of the assets of the marital deduction trust shall first be exhausted.

B. Whenever my Executors or Trustees are authorized or directed to pay income to any beneficiary, it shall include the power and authority to apply any or all such income to or for the benefit of such beneficiary.

C. Any rules of trust law which require impartiality as between income beneficiaries and remaindermen may be disregarded,

W.P.B.

and my Trustees may exercise any power or authority under this Will in favor of my wife and without regard to the interests of subsequent income beneficiaries or the remaindermen.

ARTICLE FIVE

A. In any case and under any provision of any Article of this Will where my Executors or Trustees are given discretionary authority to pay or retain or allocate any principal or income, such authority may only be exercised by my corporate Executor and my corporate Trustee.

B. In the event that an abatement of any devise or bequest under this Will is required because my residuary estate is insufficient to pay debts, taxes, funeral and administration expenses on my estate or in connection with the administration and settling of my estate, I direct that all of my residuary estate shall first abate to the extent necessary including in toto before any part of the marital deduction trust shall abate.

ARTICLE SIX

A. Whenever any property, whether income or principal, shall be payable or distributable pursuant to any provision of this Will to a minor or incompetent, I direct that such property shall vest indefeasibly in such minor or incompetent but shall be held by my Trustees with the power, in my Trustees absolute discretion:

To hold and invest the same (with all of the powers given by this Will) during minority or incompetency, and to accumulate any part or all of the income from any such property, and to pay or apply any or all of such income or principal for the maintenance, support, health, or education of such minor or incompetent or to pay any such property to any guardian or parent of such minor or incompetent or to any person with whom such minor or incompetent resides, to be used for any of such purposes, or to permit such minor or incompetent to have the possession and use of any of such property, and any property not so paid or applied shall be distributed outright to such minor upon such minor reaching the

WPB

age of twenty-one (21) years or to such incompetent at any time or times in the discretion of my Trustees, or in the case of death of such minor or incompetent, to the estate of such minor or incompetent. My Trustees shall exercise the discretion granted herein without regard to the duty of any other person to furnish support for such minor or incompetent and shall not be under any duty or obligation to see to the application of any such property by any person to whom any such property has been paid.

ARTICLE SEVEN

A. For purposes of this Will: "minor" shall mean any person who has not reached twenty-one (21) years of age; "child" and "children" shall not include grandchildren; "issue" shall include children and more remote descendants; and a person legally adopted shall be considered in all respects to be a natural and legal issue.

B. All of the trusts created under any article of this Will are private trusts, and the fiduciary shall not be required to obtain the order or approval of any Court for the exercise of any power or discretion herein given, nor to enter into any bond as Trustee, nor to return to any Court any periodic formal accounting of his administration of any of said trusts, but said fiduciary, upon the request of the beneficiaries, shall render annual accounts to the various beneficiaries of said trusts.

C. Any Executor or Trustee may resign at any time by giving written notice to the beneficiaries entitled to participate in the estate or trust at the time of said resignation, specifying in said notice the effective date of said resignation. In the event an Executor or Trustee dies, resigns, or fails to act for any reason, the successor Executor or Trustee shall have the same title, powers, and discretion herein given the original fiduciary. I direct that at all times there shall be a corporate Executor and Trustee acting hereunder.

WPB

D. Neither the principal nor the income of the trust funds nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder nor be transferred, assigned, or encumbered in any way.

ARTICLE EIGHT

If my wife, Carol, and I shall die in or as a result of a common accident or under such circumstances as to render it difficult or impractical to determine who survived the other, I direct that my wife shall be deemed to have survived me. If any beneficiary hereunder (other than my wife) and I shall die in or as a result of a common accident or under such circumstances as to render it difficult or impractical to determine who survived the other, I direct that I shall be deemed to have survived such beneficiary.

ARTICLE NINE

All estate, inheritance, or other death taxes imposed under the provisions of any tax law of the United States or any state thereof or any foreign country, which may be payable upon or with respect to any property passing under or outside of any provision of this Will, shall be paid by my Executors out of the principal of my residuary estate and treated as an expense of administering my estate and shall not be apportioned.

ARTICLE TEN

In the event of any disagreement between my corporate Executor or Trustee and my individual Executor or Trustee, I direct that the vote of my individual Executor or Trustee shall control and I further direct that no liability of any kind shall be incurred by my corporate Executor or my corporate Trustee in the event that any action of any kind is taken pursuant to the vote of my individual Executor or Trustee and contrary to the vote of my corporate Executor or Trustee. If no individual Executor or Trustee shall be acting hereunder, then my corporate Executor or Trustee shall have such power and authority. Such

WPB

voting rights shall apply only to the customary right to vote to sell, retain, purchase or exchange any security except as otherwise restricted pursuant to other provisions of this Will.

The voting rights granted by the foregoing provisions of this Article shall have no effect with respect to the discretion granted to my corporate Executor or my corporate Trustee in making discretionary distributions of income or principal or withholding or allocating any principal or income pursuant to any provisions contained in this Will.

ARTICLE ELEVEN

A. I appoint my wife, Carol M. Black, and Deposit Guaranty National Bank, as Executors and Trustees.

B. If my wife shall fail for any reason to qualify or cease for any reason to act as Executor or Trustee or both, I appoint my son, Russell H. Black, as Executor or Trustee or both, as the case may be.

C. Any Executor or Trustee acting hereunder shall serve without bond or any accounting or inventory to any court and shall have all of the powers and authority as if originally appointed.

D. Anything contained herein to the contrary notwithstanding, my son, Russell, whether or not he shall be acting as an Executor or Trustee hereunder, shall have full discretionary power to remove at any time any corporate Executor or Trustee acting hereunder, with or without cause, and in its place shall appoint as Executor or Trustee, or both, as the case may be, a state or national bank whose principal office is in the State of Mississippi and who shall have full trust powers to act as sole or co-Executor or sole or co-Trustee hereunder, as the case may be. Any Executor or Trustee appointed hereunder shall have all the powers and authorities as if originally appointed.

WAB

ARTICLE TWELVE

In addition to all powers conferred upon my Executors and Trustees by this Will and by law, and not by way of limitation, my Executors and Trustees:

A. Shall have all of the powers granted by the Mississippi Uniform Trustees Powers Act as amended from time to time .

B. Are authorized to retain, purchase and sell any common stocks or other securities whether or not listed on a national or local securities exchange or traded over the counter or in any other manner.

C. Are authorized to purchase, sell, or exchange any stocks, bonds, debentures, notes or other evidences of indebtedness of any kind or nature, or other property, real or personal, without restriction as to amount, from or with my wife or the executor or trustee of the estate of, or the trustee of any inter vivos trust created by me or my wife or any other member of my family, and also make loans to, or borrow from, any such estate or trust, which loans may be secured or unsecured, at such rate or rates of interest as my Executors and Trustees shall determine. In no event shall my Executors or Trustees hereunder be responsible or liable in any way for any loss resulting to any trust estate or share hereunder by reason of any such purchases, sale, exchanges, borrowing or loans, it being my express intent that my estate or any trust hereunder shall have such flexibility.

D. Are authorized to exercise any and all powers of any kind with respect to any closely held corporation or partnership in which I may have been a principal, or any agreements relating thereto, as if I were acting for myself.

E. May allot any property or any undivided interest therein to any trust or share under this Will without being required physically to divide any investments or other property.

WAB

ARTICLE THIRTEEN

Throughout this Will, and unless provided to the contrary, the masculine gender shall include the feminine, the singular, the plural, and vice versa.

WITNESS MY SIGNATURE, on this the 26th day of September, 1984.

William P. Black
WILLIAM P. BLACK

We, the undersigned, do hereby agree that the foregoing Will, consisting of eleven pages, this page included, was signed, published and declared by William P. Black, the Testator herein named, as his Last Will and Testament, in our presence and in the presence of each of us, and we, at the same time, at his request and in his presence and in the presence of each other, subscribed our names as subscribing witnesses on this the 26 day of September, 1984.

John T. C. Low
WITNESS

133 Olympia Fields
ADDRESS

Jackson, Miss.

Paul L. Gunn
WITNESS

248 Daniel Lake Blvd.
ADDRESS

Jackson, MS 39212



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 3RD day of April, 1992, at _____ o'clock _____ M., and was duly recorded on the April 3, 1992, Book No. 25, Page 60.

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

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE
LAST WILL AND TESTAMENT OF WILLIAM P. BLACK

FILED
THIS DATE
APR - 3 1992
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

STATE OF MISSISSIPPI
COUNTY OF HINDS

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

1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Last Will and Testament of William P. Black, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament which is dated 26th day of September, 1984.
2. That on September 26, 1984, the said William P. Black signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this Affiant and in the presence of John T.C. Low, the other subscribing witness to said instrument.
3. That the said William P. Black was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.
4. That this Affiant, together with John T.C. Low, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of William P. Black and in the presence of each other.

[Signature]
PAUL L. GUNN

SWORN TO AND SUBSCRIBED BEFORE ME, this the 11th day of March, 1992.

[Signature]
NOTARY PUBLIC

My Commission Expires:
My Commission Expires September 8, 1992



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 3rd day of April, 1992, at _____ o'clock — M, and was duly recorded on the April 3, 1992, Book No. 25, Page 71.
BILLY V. COOPER, CHANCERY CLERK BY: Connie Guthrie D.C.

BOOK 25 PAGE 72

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE
LAST WILL AND TESTAMENT OF WILLIAM P. BLACK

FILED
THIS DATE
APR - 3 1992
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

STATE OF MISSISSIPPI
COUNTY OF HINDS

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

1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Last Will and Testament of William P. Black, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament which is dated 26th day of September, 1984.

2. That on September 26, 1984, the said William P. Black signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this Affiant and in the presence of Paul L. Gunn, the other subscribing witness to said instrument.

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

4. That this Affiant, together with Paul L. Gunn, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of William P. Black and in the presence of each other.

[Signature: John T.C. Low]
JOHN T. C. LOW

SWORN TO AND SUBSCRIBED BEFORE ME, this the 10th day of March, 1992.

[Signature: Marvin J. Cooksey]
NOTARY PUBLIC

My Commission Expires:
My Commission Expires September 8, 1992



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 3rd day of April, 1992, at _____ o'clock _____ M, and was duly recorded on the April 3, 1992, Book No. 25, Page 72.

BILLY V. COOPER, CHANCERY CLERK BY: Tomie Galt DC

31-374

LAST WILL AND TESTAMENT
OF
JAMES HARRIS COLEMAN

FILED
THIS DATE
APR 10 1992
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

STATE OF MISSISSIPPI
COUNTY OF MADISON

KNOW ALL MEN BY THESE PRESENTS, that I, JAMES HARRIS COLEMAN, having a fixed place of residence at 191 Sundial Road, Madison, Madison County, Mississippi, being above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, ordain, publish and declare this my Last Will and Testament, expressly revoking all former wills and codicils heretofore made by me, and disposing of my property as follows, to-wit:

I.

I hereby nominate, appoint and constitute my wife, Mrs. Almeida Todd Coleman, as Executrix of this my Last Will and Testament. In the event of the inability of my said wife to serve as Executrix, then I nominate, appoint and constitute my children, James Harris Coleman, Jr., Walton Todd Coleman, David Christopher Coleman, and Christopher Lummie Coleman as Executors of this my Last Will and Testament. My Executrix or Executors, as the case may be, shall have full and plenary power to do and perform any act deemed by them to be for the best interest of the estate, without any limitation whatsoever, and it is my will that the Executrix or Executors appointed by the terms of this instrument be permitted to serve as such without bond and without inventory or the filing of any account.

II.

As soon as possible after my death, I direct that my Executrix or Executors shall pay all just and lawful debts probated against my estate.

[Signature]

III.

In the event that my beloved wife, Mrs. Almeida Todd Coleman, shall survive me, then I will, devise and bequeath unto my said wife all of my property of every kind and character of which I may die seized and possessed, knowing full well that my wife will adequately provide for, support and care for such of the children born of our marriage who shall survive me; but in the event that my wife, Mrs. Almeida Todd Coleman, shall have predeceased me, than I will, devise and bequeath all of my property of every kind and character of which I may die seized and possessed unto such of my children, James Harris Coleman, Jr., Walton Todd Coleman, David Christopher Coleman, and Christopher Lummie Coleman, who shall survive me, to share and share alike, per stirpes, in fee simple absolute.

IV.

Should my wife, Mrs. Almeida Todd Coleman, and I, die under circumstances where there is insufficient evidence to establish the sequence of our deaths, then it is my will that I be considered to have survived her.

V.

I hereby direct my Executrix or Executors to retain the firm of their choice to render any and all necessary legal services in connection with final settlement and administration of my estate.

IN WITNESS WHEREOF, I have signed and sealed this will on this 4 day of December, 1988, and have also written my name on the other three pages thereof.

James Harris Coleman
JAMES HARRIS COLEMAN, TESTATOR

WITNESSES:

Phillip B. Simmons

Larry Thomas Phillips

James Harris Coleman

STATE OF MISSISSIPPI

COUNTY OF MADISON

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of James Harris Coleman, do hereby certify that in our presence we saw James Harris Coleman sign and seal the foregoing instrument at its end, after writing his name at the end and on the three other pages thereof; James Harris Coleman then declared it to be his Last Will and requested us to act as witnesses to it; we believed him to be of sound mind and memory and not under duress or constraint of any kind; and then we, in the presence of James Harris Coleman, and in the presence of each other, signed our names as attesting witnesses; all of which was done on the date last above written in the said instrument.

Phillip B. Simmons

STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 10th day of April, 1999, at o'clock — M., and was duly recorded on the April 10, 1999, Book No. 25, Page 73.

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



James Harris Coleman

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JAMES HARRIS COLEMAN, DECEASED

NUMBER 31-374

JAMES HARRIS COLEMAN, JR.; WALTON TODD
COLEMAN; DAVID CHRISTOPHER COLEMAN; and,
CHRISTOPHER LUMMIE COLEMAN, PETITIONERS

FILED
THIS DATE
APR 10 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Connie Dutton*

P R O O F O F W I L L

STATE OF MISSISSIPPI)
COUNTY OF HINDS)

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, PHILLIP B. SIMMONS, one of the subscribing witnesses to the Last Will and Testament of James Harris Coleman, deceased, who having been duly sworn, on his oath states:

That affiant is an adult person resident in the County of Madison, State of Mississippi, his street and post office address being 340 Arbor Drive, Apartment 2114, Ridgeland, MS, 39157; and,

Affiant was acquainted with James Harris Coleman in his lifetime and at the time of the execution of his Last Will and Testament on December 4, 1988, James Harris Coleman was then of sound and disposing mind and memory and he was more than twenty-one (21) years of age and that he specifically requested that affiant and Gary Thomas Phillips witness the execution of his Last Will and Testament; and,

On December 4, 1988, James Harris Coleman personally signed, published and declared the attached instrument of writing to be his Last Will and Testament and this affiant, in the presence of Gary Thomas Phillips and in the presence of the testator, subscribed his name to said Last Will and Testament at the special instance and request of James Harris Coleman;

And further affiant saith not.

Phillip B. Simmons
PHILLIP B. SIMMONS

SWORN to and subscribed to before me on this the 3RD day of April, 1992.

My Commission Expires: July 24, 1995



(S E A L)



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 10th day of April, 1992, at _____ o'clock _____ M, and was duly recorded on the April 10, 1992, Book No 25, Page 77.

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

31315

FILED
THIS DATE
APR 10 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Billy V. Cooper*

Last Will and Testament

OF

ALMEIDA TODD COLEMAN

I, the undersigned, ALMEIDA TODD COLEMAN, an adult resident of the County of Madison, State of Mississippi, being of sound and disposing mind and memory, but aware of the uncertainties of this life, expressly revoking all former Wills and Codicils heretofore made by me, do hereby make, publish, and declare, my true Last Will and Testament; to-wit:

FIRST

I direct that all just and proven debts and expenses of my last illness and burial be paid.

SECOND

I give, bequeath, and devise all of my estate, whether real property, personal property, or mixed property of whatsoever kind and description and wheresoever situated, without limitation or restriction, to my four (4) sons, James Harris Coleman, Jr., Walton Todd Coleman, David Christopher Coleman, and Christopher Lummie Coleman, III, share and share alike, to have and to hold forever.

THIRD

I make, constitute, and appoint either one or all four (4) of my sons, James Harris Coleman, Jr., Walton Todd Coleman, David Christopher Coleman, and/or Christopher Lummie Coleman, III, executor of this my Will and estate. I direct that anyone named herein acting as executor shall do so without the necessity of bond, inventory and accounting, insofar as the Court having jurisdiction may permit or allow.

AND NOW HAVING DISPOSED OF ALL MY WORDLY GOODS, I hereunto set my hand before witnesses on this the 5th day of March, 1992.

Almeida Todd Coleman
ALMEIDA TODD COLEMAN

ATTEST

We, the undersigned, do hereby attest that the within and foregoing instrument of writing was signed, published, and declared by ALMEIDA TODD COLEMAN, in our presence, as and to be the Last Will and Testament of ALMEIDA TODD COLEMAN; and,

That the said ALMEIDA TODD COLEMAN, requested that we sign the same as witnesses and such was done in her presence and in the presence of each other.

This 5th day of March, 1992.

Kathryn Todd Watts ADDRESS: 2277 Hillcrest Dr
WITNESS Meridian, Ms 39301

Dorothy Todd Mullins ADDRESS: 21 Franwood Cove
WITNESS Jackson, Ms. 38301



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 10th day of April, 1992, at o'clock M., and was duly recorded on the April 10, 1992, Book No. 25, Page 78.

BILLY V. COOPER, CHANCERY CLERK BY: Lonnie Guttrick D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF ALMEIDA TODD COLEMAN, DECEASED

NUMBER 31-375

JAMES HARRIS COLEMAN, JR.; WALTON TODD COLEMAN; DAVID CHRISTOPHER COLEMAN; and, CHRISTOPHER LUMMIE COLEMAN, III, PETITIONERS

FILED THIS DATE APR 10 1992 BILLY V. COOPER CHANCERY CLERK BY *Connie Gutherie*

PROOF OF WILL

STATE OF TENNESSEE) COUNTY OF MADISON)

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, DOROTHY TODD MULLINS, one of the subscribing witnesses to the Last Will and Testament of Almeida Todd Coleman, deceased, who having been duly sworn, on her oath states:

That affiant is an adult person resident in the County of Madison, State of Tennessee, her street and post office address being 21 Fernwood Cove, Jackson, TN, 38301; and,

Affiant was acquainted with Almeida Todd Coleman in her lifetime and at the time of the execution of her Last Will and Testament on March 5, 1992, Almeida Todd Coleman was then of sound and disposing mind and memory and she was more than twenty-one (21) years of age and that she specifically requested that affiant and Kathryn Todd Watts witness the execution of her Last Will and Testament; and,

On March 5, 1992, Almeida Todd Coleman personally signed, published and declared the attached instrument of writing to be her Last Will and Testament and this affiant, in the presence of Kathryn Todd Watts and in the presence of the testatrix, subscribed her name to said Last Will and Testament at the special instance and request of Almeida Todd Coleman;

And further affiant saith not.

Dorothy Todd Mullins
DOROTHY TODD MULLINS

SWORN to and subscribed to before me on this the 3rd day of April, 1992.

Christopher H. Soller
NOTARY PUBLIC

My Commission Expires:

Oct. 31, 1994

(SEAL)



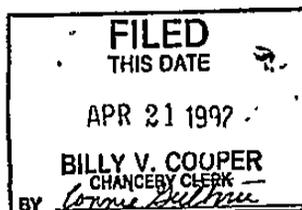
STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 10th day of April, 1992, at _____ o'clock _____ M., and was duly recorded on the April 10, 1992, Book No 25, Page 81

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

BOOK 25 PAGE 82
31-400

LAST WILL AND TESTAMENT



I, DOROTHY R. GILBERT, a resident of Canton, County of Madison, State of Mississippi, do hereby make and publish this will.

I revoke all other wills and codicils heretofore made by me.

I direct that all of my debts and my funeral expenses be paid as soon after my death as may be reasonable convenient. I hereby authorize my Executive to settle and discharge any and all claims against my estate in his absolute discretion.

I give to my husband, William, my entire estate.

I appoint my husband, William, Executor of my will. If my husband has predeceased me or for any reason is unable to serve as executor, I hereby appoint my sons John and Kenneth to serve as Co-Executors. I direct that my husband as executor, or my sons as alternate Executors, shall not be required to give any bond or other security for the faithful performance of their duties.

IN WITNESS WHEREOF I have signed and published this will on this the 13th day of August, 1977.

Dorothy R. Gilbert
Dorothy R. Gilbert

Signed, published and declared by Dorothy R. Gilbert as and for her last will and testament, in the presence of us, who in her presence and at her request and in the presence of one another, have hereto subscribed our names as witnesses.

This the 13th day of August, 1977

Joseph M. Campbell

Charles A. Weems



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 21 day of April, 1977, at _____ o'clock — M., and was duly recorded on the April 21, 1977, Book No 25, Page 82.

BILLY V. COOPER, CHANCERY CLERK BY: *Lonnie Gultner* D.C.

BOOK 25 PAGE 83

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE
LAST WILL AND TESTAMENT OF
DOROTHY R. GILBERT, DECEASED

FILED
THIS DATE
APR 21 1992
BILLY V. COOPER
CHANCERY CLERK
BY *Louise Burtner*

CIVIL ACTION, FILE NO. 31-400

PROOF OF WILL

In the matter of a certain instrument of writing, purporting to be the Last Will and Testament of Dorothy R. Gilbert, deceased, late of Madison County, Mississippi.

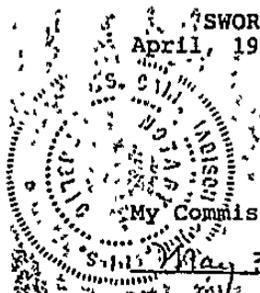
PERSONALLY appeared before me, the undersigned Notary Public in and for the jurisdiction aforesaid, CHARLES A. WEEMS, the subscribing witness to the foregoing and annexed instrument of writing purporting to be the Last Will and Testament of Dorothy R. Gilbert, deceased, late of Madison County, Mississippi, who, having been by me first duly sworn, stated that the said Dorothy R. Gilbert signed, published and declared the said instrument as her Last Will and Testament on the 13th day of August 1977, the date of the date of said instrument, in the presence of this deponent and that the said testatrix was then of sound and disposing mind and memory, was more than twenty-one years of age, and that this deponent subscribed and attested said instrument, as a witness to the signature and publication thereof, at the special instance and in the presence of the testatrix, and in the presence of each other, on the date and year of the date thereof.

WITNESS MY SIGNATURE this the 21st day of April, 1992.

Charles A. Weems
CHARLES A. WEEMS

SWORN TO and subscribed before me, this the 21st day of April, 1992.

W. S. Cain
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 21 day of April, 1992, at — o'clock — M., and was duly recorded on the April 21, 1992, Book No 25, Page 83.

BILLY V. COOPER, CHANCERY CLERK BY *Louise Burtner* D.C.



BOOK 25 PAGE 84

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE
LAST WILL AND TESTAMENT OF
DOROTHY R. GILBERT, DECEASED

FILED
THIS DATE
APR 21 1992
BILLY V. COOPER
CHANCERY CLERK
BY Connie Hulthuis

CIVIL ACTION, FILE NO. 31-400

PROOF OF WILL

In the matter of a certain instrument of writing, purporting to be the Last Will and Testament of Dorothy R. Gilbert, deceased, late of Madison County, Mississippi.

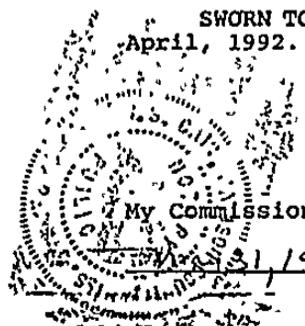
PERSONALLY appeared before me, the undersigned Notary Public in and for the jurisdiction aforesaid, EVELYN M. CAMPBELL, the subscribing witness to the foregoing and annexed instrument of writing purporting to be the Last Will and Testament of Dorothy R. Gilbert, deceased, late of Madison County, Mississippi, who, having been by me first duly sworn, stated that the said Dorothy R. Gilbert signed, published and declared the said instrument as her Last Will and Testament on the 13th day of August 1977, the date of the date of said instrument, in the presence of this deponent and that the said testatrix was then of sound and disposing mind and memory, was more than twenty-one years of age, and that this deponent subscribed and attested said instrument, as a witness to the signature and publication thereof, at the special instance and in the presence of the testatrix, and in the presence of each other, on the date and year of the date thereof.

WITNESS MY SIGNATURE this the 21st day of April, 1992.

Evelyn M. Campbell
EVELYN M. CAMPBELL

SWORN TO and subscribed before me, this the 21st day of April, 1992.

W. S. Cain
NOTARY PUBLIC



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 21 day of April, 1992, at o'clock M., and was duly recorded on the April 21, 1992, Book No 25, Page 84
BILLY V. COOPER, CHANCERY CLERK BY: Connie Hulthuis D.C.

#31-415

FILED
THIS DATE

MAY -8 1992

BILLY V. COOPER
CLERKLast Will and Testament *Conroe, Sulphur*

We, JAMES RALPH SOWELL and wife, HAZEL D. SOWELL, both being over the age of twenty-one years, and of sound mind and disposing memory, do hereby constitute, make, publish, and declare this to be our joint and mutual last will and testament, hereby expressly revoking all wills and codicils heretofore made by us, or either of us, jointly or severally, as follows, to-wit:

I.

It is our joint will that the just debts and funeral expenses of the one who predeceased the other, be fully paid out of the estate of the predecessor.

II.

It is our joint will that our son, James Ralph Sowell, Jr., shall be the Executor of our will and shall not be required to give bond or to account to any Court.

III.

We, give, devise and bequeath unto the survivor of us, JAMES RALPH SOWELL, or HAZEL D. SOWELL, as the case may be, all of our property, real, personal and mixed, for the sole use and benefit of the survivor of us to hold absolute in fee simple forever. In other words, if JAMES RALPH SOWELL survives HAZEL D. SOWELL, then in that event all of the property of HAZEL D. SOWELL, shall vest in and become the property of JAMES RALPH SOWELL, and if HAZEL D. SOWELL, shall survive JAMES RALPH SOWELL then in that event, the property of JAMES RALPH SOWELL shall vest in and become the property of HAZEL D. SOWELL.

IV.

In the event that our deaths should occur simultaneously, or under circumstances causing doubt as to which of us survived the other, then and only then do we will, devise and bequeath all of our property, real, personal and mixed unto our children, JAMES RALPH SOWELL, JR., JUDY SOWELL, DARBY SOWELL, AND RONALD SOWELL, in equal shares, share and share alike, or if any of our children should predecease me, to the issue of such deceased child or children, per stirpes should they have any.

IN WITNESS WHEREOF, we JAMES RALPH SOWELL, and HAZEL D. SOWELL, husband and wife, and joint testators, hereunto set our hands to this our joint last will and testament on this the 29 day of January, 1970.

James Ralph Sowell
James Ralph Sowell

Hazel D. Sowell
Hazel D. Sowell

ATTESTING WITNESSES:

Miss Leticia F. Judah

James A. Lion

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of JAMES RALPH SOWELL and HAZEL D. SOWELL, do hereby certify that said instrument was signed by said JAMES RALPH SOWELL and HAZEL D. SOWELL in our presence and in the presence of each of us, and that said JAMES RALPH SOWELL and HAZEL D. SOWELL, declared the same to be their 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 JAMES RALPH SOWELL and HAZEL D. SOWELL in their presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 29 day of

January, 1970.

Mrs. Leticia F. Judah

Ken A. Scott

WITNESSES



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of May, 1972, at o'clock M., and was duly recorded on the May 8, 1972, Book No. 25, Page 85.

BILLY V. COOPER, CHANCERY CLERK BY: Lornie Galtme D.C.

BOOK 25 PAGE 88

FILED
THIS DATE
MAY 5 1992
BY B. V. COOPER
CHANCERY CLERK
BY Tomnie Galtman

AFFIDAVIT

STATE OF MISSISSIPPI

31-415

COUNTY OF MADISON

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned
NANETTE
authority in and for the jurisdiction aforesaid, ~~Metex~~ Sutherland, who, after being by
me first duly sworn, deposes and says the following:

- 1 That she is an adult resident citizen of MADISON
County, Mississippi
2. That she is a bank officer for Trustmark National Bank in
Canton, Mississippi
3. That in her duties as an officer for Trustmark National Bank
she has provided banking services to James Ralph Sowell, Sr., deceased, and that
she is personally familiar with his handwriting.
- 4 That she has reviewed a signature card on file at Trustmark
National Bank
5. That she has reviewed a photocopy of a document which is
purported to be the Last Will and Testament of James Ralph Sowell, Sr.
6. That in her opinion the document purporting to be the Last Will
and Testament of James Ralph Sowell, Sr. was in fact signed by James Ralph
Sowell, Sr.

Date this the 28TH day of April, 1992.

Nanette Sutherland
NANETTE ~~Metex~~ Sutherland

SWORN TO AND SUBSCRIBED BEFORE ME, this the 28th day of
April, 1992

Tomnie Galtman
Notary Public

My Commission Expires
1-30-95

aff-10 ns



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 5th day
of May, 1992, at _____ o'clock _____ M., and was duly recorded
on the May 9, 1992, Book No. 25, Page 88.

BILLY V. COOPER, CHANCERY CLERK BY: Tomnie Galtman D. C.

31-423 71

Last Will and Testament

FILED
THIS DATE

MAY - 8 1997

BILLY V COOPER
CHANCERY CLERK

BY *Connie Gultner*

STATE OF MISSISSIPPI

COUNTY ~~OF~~ MADISON

I, R. M. COSTELLO, of FLORA, MADISON MISSISSIPPI
NAME CITY OR TOWN COUNTY OR PARISH STATE

being over the age of twenty-one years, and of sound and deposing mind, memory and understanding and desirous of providing for the disposition of my estate, in the event of my death, do hereby now make, publish and declare this to be my **LAST WILL AND TESTAMENT**, hereby revoking all former **WILLS** by me made, that is to say.

Item I,

I direct the payment of all my just debts as soon after my death as may be practicable, including the reasonable expense of my last illness and burial.

Item II,

I hereby give, bequeath and devise unto MY THREE CHILDREN
JOE WINN COSTELLO
ROBERT MAC COSTELLO
PATSY C. HAMMACK

all of my estate and property, both real and personal, of which I may die seized and possessed, wherever the same may be located or situated and of whatsoever kind or character. However, it is my desire and I hereby, direct that the following restrictions, stipulations and divisions shall be and is, a part of this, my **LAST WILL AND TESTAMENT**.

SO LONG AS MY WIFE MAY LIVE SHE IS TO ENJOY THE USE AND
BENEFIT OF MY INTEREST IN THE HOME WE OWN AND ALSO SHE
IS TO ENJOY THE USE AND BENEFIT OF ANY MONEY I HAVE IN
CASH OR NOTES DUE TO ME SO LONG AS SHE MAY LIVE

Item-III,

I hereby name and appoint JOE WINN COSTELLO as the
EXECUTOR'S NAME
(Executor or Executrix) of this last will and testament and hereby expressly direct that HE
shall not be required to enter into or give any security as such and shall not be required to report or account to any court in the matter of administering my estate under the terms of this will, further than to probate this will in common form.

Witness MY hand this the 27th of MARCH 1976
MY OR OUR DAY MONTH YEAR

R. M. Costello
TESTATOR OR TESTATORS
TESTATOR OR TESTATORS

We, the undersigned, at the special instance and request of the above named testator, R. M. COSTELLO, known to us, saw HIM sign the above and foregoing instrument of writing which HE declared to be HIS last will and testament and we subscribed the same in OUR presence and in the presence of each other, as attesting witnesses thereto, on the day and date above written.

Witness FRANK D. SIMPSON

Witness HEL EN W. HAMMACK

Witness *Frank D. Simpson*
Witness *Hel En W. Hammack*

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STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of May, 1997, at o'clock M., and was duly recorded on the May 8, 1997, Book No 25, Page 89.

BILLY V. COOPER, CHANCERY CLERK BY Connie Gultner DC

FILED
THIS DATE
MAY 8 1992
BILLY V COOPER
CHANCERY CLERK
BY *Connie Guthrie*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF R. M. COSTELLO, DECEASED

CIVIL ACTION NO. 31-423

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

1. That this Affiant is one of the subscribing witnesses to an attached instrument of writing purporting to be the Last Will and Testament of R. M. Costello, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament, dated the 27th day of March, 1976.

2. That on the 27th day of March, 1976, the said R. M. Costello signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this Affiant, and in the presence of Frank D. Simpson, the other subscribing witness to the instrument.

3. That R. M. Costello was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.

4. That this Affiant, together with Frank D. Simpson subscribed and attested said instrument, as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said R. M. Costello and in the presence of each other.

And further, your Affiant says naught.

Helen W. Hammack
HELEN W. HAMMACK

SWORN TO AND SUBSCRIBED BEFORE ME, this the 31st day of March, 1992.

Ronald M. Kutz
NOTARY PUBLIC

NOTARY PUBLIC
MY COMMISSION EXPIRES:
1/17/95



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of May, 1992, at o'clock — M, and was duly recorded on the May 8, 1992, Book No. 25, Page 90.

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

Last Will and Testament

of

RICHARD D. WILLIAMS

FILED
THIS DATE
 MAY -8 1992
BILLY V. COOPER
 CHANCERY CLERK

31-425

I, Richard D. Williams, of sound mind and disposing memory, do hereby make, publish and declare this as and for my Last Will and Testament, and I do hereby revoke any and all former wills and codicils thereto by me at any time made.

First: I direct that all of my lawful debts and expenses of my last illness and funeral be paid as soon after my decease as conveniently may be.

Second: I give, devise and bequeath all the rest, residue and remainder of my estate, real, personal and mixed, to my wife, Lucille S. Williams.

Third: If my wife, Lucille S. Williams, shall not survive, or if we should perish in a common disaster, in which event it shall be presumed for the purposes of this will that she died first, then in that event I give, devise and bequeath all of the rest, residue and remainder of my estate to my two children, Richard D. Williams III and Harry Brent Williams, in equal shares, share and share alike, per stirpes.

Fourth: I nominate and appoint my wife, Lucille S. Williams, as Executrix hereunder, or if she shall be or become unable or unwilling to act, then in that event, I nominate my two children, Richard D. Williams III and Harry Brent Williams, as Co-Executors. I direct that no Executrix or Executor named herein shall be required to post bond for the performance of the duties of that office.

Fifth: I authorize any Executrix or Executor appointed under this Will to sell the whole or any part of both the real and personal estate during the term of probate at private sale or public auction, at his or her discretion, for any purpose, and to execute and deliver such deeds or other instruments of transfer as may be necessary to pass proper title to the same without the direction or approval of any court.

IN WITNESS WHEREOF, I do hereunto subscribe my name to this my Last Will and Testament on this 18th day of August, 1977.

Richard D. Williams
 Richard D. Williams

Signed, published, and declared by the said Richard D. Williams as and for his Last Will and Testament in the presence of us (both being present at the same time), who, at his request, in his presence and in the presence of each other have hereunto subscribed our names as witnesses.

Herold Cronley Jr
Witness

Memphis, Tennessee
Address

Math Hallam
Witness

Memphis Tenn.
Address



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of May, 1992, at _____ o'clock — M., and was duly recorded on the May 8, 1992, Book No. 25, Page 91.

BILLY V. COOPER, CHANCERY CLERK BY: Lonnie Gultner D.C.

IN THE CHANCERY COURT
OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
MAY -8 1992
B. V. COOPER
CHANCERY CLERK
BY *[Signature]*

ESTATE OF RICHARD D. WILLIAMS,
DECEASED

NO. 31-425

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF HINDS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named RUTH McNARON (the same person as RUTH McNARON WILLIAMS), 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 Codicil to the Last Will and Testament of RICHARD D. WILLIAMS, Deceased, who was personally known to the affiant, and whose signature is affixed to said Codicil to the Last Will and Testament, which Codicil to the Last Will and Testament is dated the 23rd day of May, 1989.

(2) That on the 23rd day of May, 1989, the said RICHARD D. WILLIAMS, signed, published and declared said instrument of writing as his Codicil to the Last Will and Testament, in the presence of this affiant and in the presence of R. BARRY VICKERY, the other subscribing witness to said instrument.

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

(4) That this affiant, together with R. BARRY VICKERY, 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 RICHARD D. WILLIAMS, and in the presence of each other.

(5) That this affiant, on the 23rd day of May, 1989, was married to Richard D. Williams. However, this affiant had no interest in any property belonging to Richard D. Williams because of an Antenuptial Property Agreement entered into with Richard D. Williams and the Affiant, dated February 6, 1989, a copy of which is attached to this Affidavit as Exhibit (1).

(6) That this affiant and Richard D. Williams were divorced on the 13th day of November, 1991, by Order of the Chancery Court of the First Judicial District of Hinds County, Mississippi, and has no claims to the property of Richard D. Williams.

(7) That this affiant is familiar with the signature of Richard D. Williams. This affiant has reviewed that certain instrument of writing dated August 18, 1977, and entitled the Last Will and Testament of Richard D. Williams, a copy of which is attached to this Affidavit as Exhibit (2) and upon examination of the signature of Richard D. Williams, this affiant does state that the signature on that instrument of writing, dated August 18, 1977, is in fact the signature of Richard D. Williams.

Ruth McNaron
Ruth McNaron (the same person as
Ruth McNaron Williams)

SWORN TO AND SUBSCRIBED BEFORE ME, this the 18th day of March, 1992.

Christine Marie Leach
Notary Public

My Commission Expires: My Commission Expires Dec 21, 1992

James L. Pettis III
James L. Pettis, III
DOSSETT, GOODE, BARNES AND BROOM
Attorneys at Law
Post Office Box 2449
Jackson, Mississippi 39225-2449
Telephone: (601) 948-3160
State Bar #25997

ATTORNEY



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of May, 1992, at o'clock M., and was duly recorded on the May 8, 1992, Book No. 25, Page 93.

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

ANTENUPTIAL PROPERTY AGREEMENT

FILED
THIS DATE
MAY -8 1992
BILLY V. COOPER
CHANCERY CLERK
BY *[Signature]*

Antenuptial agreement made February 6, 1989, between Richard D. Williams, an adult resident of the City of Jackson, County of Hinds, state of Mississippi and Ruth D. McNaron, an adult, resident of the City of Jackson, County of Hinds, State of Mississippi, in consideration of the contemplated marriage of the above-named parties.

The parties stipulate and recite that:

A. A marriage is intended and desired to be solemnized between the parties.

B. Each of the parties is possessed of property, both real and personal, which they separately own or have an interest in their individual right.

C. In anticipation of such marriage, the parties desire to fix, and determine the rights of each of them in any and all property of every nature and description and wheresoever located that the other may own or have an interest in at the time of such marriage or may acquire thereafter.

D. Each of the parties desires to retain, manage, or dispose separately by gift, will, or otherwise all of his or her estate to the same extent as if each of such parties remained single.

E. Each of the parties has made a full disclosure to the other party of all of his or her property and assets and of the value thereof, and this agreement is entered into with a full knowledge on the part of each as to the extent and probable value of the estate of the other, and of all the rights conferred by law on each in the estate of the other by virtue of such proposed marriage.

AGREEMENT

In consideration of mutual covenants contained herein, prospective husband and prospective wife agree as follows:

SECTION ONE

RETENTION OF TITLE, MANAGEMENT, AND CONTROL OF SEPARATE ESTATE

Each of the parties shall retain the title, management, and control of the estates now owned by each of them, whether real, personal or mixed, and all increase or addition thereto, entirely free and unmolested by the other party and may encumber, sell, dispose, give, or provide by will for the disposition of any or all of such estates so separately owned and possessed.

At the death of either party, no claim by inheritance, descent, surviving spouse award, homestead, dower, or maintenance shall be made by either of the parties against the other or against the estate of the other.

Each of the parties separately waives any and all rights by dower, homestead, surviving spouse award, inheritance, descent, or any other marital right arising by virtue of statute or otherwise in and to any parcel of the estate now owned and possessed by the other, and agrees and consents that each shall have full power and control in all respects to exercise free and undisputed ownership, management, and disposition of each of such estates and increases thereto now owned and possessed by the parties; and each of such parties waives and renounces any legal and statutory rights that might, under any law, be set up against any part of the estate of the other and consents that the estate of each shall descend or be disposed of by will to the heirs or legatees or devisees of each of the parties, free and clear of any claim by inheritance, dower, surviving spouse award, homestead, maintenance, or any claim otherwise given by law to a husband and wife.

SECTION TWO

TRANSFERS, GIFTS; DEVISES AND BEQUESTS

This agreement shall not, in any manner, bar or affect the right of either party to claim and receive any property of any nature or character that the other party, by last will, or by any other instrument, may give, devise, bequeath, transfer, or assign.

SECTION THREE

JOINDER IN CONVEYANCES

If either party shall mortgage, pledge, or sell and convey, his or her real or personal estate, whether in whole or in part, the other party shall, on demand, join in any and every mortgage, or deed of conveyance, or in any other instrument that may be necessary or desirable to make the instrument effectual.

SECTION FOUR

COMMUNITY PROPERTY

In the event that at any time during the existence of the marital relationship between the parties, they should be or become residents of a state under the laws of which husband and wife acquire property interests commonly known as community property or any other property and interest different from the property interests of husband and wife under the laws of the State of Mississippi, their property interests shall nevertheless remain the same as they would have been under the terms of this agreement construed in accordance with the laws of the State of Mississippi, and the parties will each, at any time during or after the termination of the marital relationship, execute and deliver any and all deeds and other instruments desirable or necessary to transfer any right, title, or interest, in any property or estate of the other which they may acquire by virtue of any so-called community property laws to the persons who would otherwise be entitled thereto by virtue of this agreement.

SECTION FIVE

FULL KNOWLEDGE OF BOTH PARTIES

This agreement is entered into by the parties with full knowledge on the part of each of the extent and probable value of all of the property or estate of the other, and of all rights that, but for this agreement, would be conferred by law on each of them, in the property or estate of the other, by virtue of the consummation of the proposed marriage, and the rights of the respective parties in and to each other's property, or estate, of whatsoever character, shall be determined, fixed, and settled by this agreement, and not otherwise.

SECTION SIX

ENTIRE AGREEMENT; ALTERATION OR MODIFICATION

This agreement constitutes the entire agreement between the parties relating to their antenuptial property arrangements. There are no oral agreements between the parties respecting such antenuptial property arrangements. Any alteration or modification of this agreement must be in writing, signed and acknowledged by each of the parties.

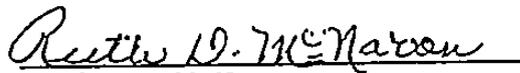
SECTION SEVEN

BINDING EFFECT

This agreement shall bind the parties and their respective heirs, administrators, and assigns, and shall become effective only on the consummation of the proposed marriage between the parties, and if such marriage does not take place, this agreement shall be null and void.

In witness whereof, the parties have executed this agreement at Jackson, Mississippi, the day and year first above written.


Richard D. Williams


Ruth D. McNaron

State of Mississippi
County of Hinds

Personally came and appeared before me, the undersigned authority in and for the State and County aforesaid, Richard D. Williams and Ruth D. McNaron, who, after having been first duely sworn, acknowledged that they signed and delivered the foregoing agreement for the purposes therein set forth.

Witness my hand and official seal of office this 6th day of February, 1989.

Robert Gary Vicker
Notary Public

My Commission Expires:

MY COMMISSION EXPIRES AUG. 22, 1990

CODICIL
TO
LAST WILL AND TESTAMENT
OF
RICHARD D. WILLIAMS

FILED
STATE
MAY -8 1992
BILLY V. COOPER
CHANCERY CLERK
[Signature]

#31-4251

I, RICHARD D. WILLIAMS, make, publish and declare this instrument of writing to be a Codicil to the Last Will And Testament made by me on August 18, 1977.

ITEM I.

I hereby delete and revoke paragraphs named "Second" and "Third" of my said Last Will And Testament and substitute in place thereof the following:

I give, devise and bequeath all the rest, residue and remainder of my estate, real, personal and mixed, as follows:

One fourth (1/4th) to my son, Richard D. Williams III or his natural descendants, in the event he predecease me;

One, fourth (1/4th) to my son, Harry Brent Williams or his natural descendants, in the event he predecease me;

One eighth (1/8th) to my grandchild, Deborah Lee Williams or her natural descendants, in the event she predecease me;

One eighth (1/8th) to my grandchild, Richard D. Williams IV or his natural descendants, in the event he predecease me;

One eighth (1/8th) to my grandchild, Timothy Brent Williams or his natural descendants, in the event he predecease me; and,

One eighth (1/8th) to my grandchild, Cari-Lin Williams or her natural descendant, in the event she predecease me.

In the event any above named son or any above named grandchild shall predecease me without natural descendant or descendants, then such son's or grandchild's share shall be divided, per stirpes and not per capita, among the named son and/or sons and/or grandchild and/or grandchildren and/or the descendant or descendants of such son or grandchild who predeceases me leaving a descendant or descendants, in proportion as each share of such persons as set out above to the then remaining whole. Any share of any minor taking hereunder may be distributed to the legal guardian or guardians of such minor and the terms of this my Last Will And Testament shall be satisfied.

ITEM II.

Except as amended by the above provisions, I republish, reaffirm and readopt my said Last Will And Testament of August 18, 1977.

IN WITNESS WHEREOF, I have signed and declared this to be a Codicil to my Last Will And Testament on this the 23 day of May, 1989.

Richard D. Williams
RICHARD D. WILLIAMS

This instrument was, on the date shown above, signed, published and declared by RICHARD D. WILLIAMS to be a Codicil to his Last Will And Testament dated August 18, 1977, in our presence, and we, at his request, have subscribed our names hereto as witnesses in his presence and in the presence of each other.

Beth McFarou Williams

Jackson, MS.
Address

A. Amy Dickey

Jackson, MS.
Address



STATE OF MISSISSIPPI, County of Madison:

I certify that the within instrument was filed for record in my office this 8th day of May, 1989, at _____ o'clock _____ M., and was duly recorded on the May 8, 1989, Book No. 25, Page 99.

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