



now deceased. That the said Essie Ray Wallace was on the 29th day of October, 1971, the date of her Last Will and Testament, of sound and disposing mind and memory and more than twenty-one (21) years of age and was a resident of Madison County, Mississippi, both on the date of the execution of said Will and on the date of her death.

Wonzie H. Ray  
Wonzie H. Ray

Edna C. Cauthen  
Edna C. Cauthen

SWORN TO AND SUBSCRIBED before me, this the 9<sup>TH</sup> day of January, 1997.

Joe R. Sanchez, Sr  
Notary Public

( S E A L )

My commission expires:

7-4-99



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 17 day of January, 1997, at 10:15 o'clock A.M., and was duly recorded on the January 17, 1997, Book No. 29, Page 500.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

JAN 21 1997

AT 1:40 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK

## Last Will and Testament

By Stacy Hood, PE

OF

THOMAS ATKINSON PATTERSON

I, THOMAS ATKINSON PATTERSON, 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 name and appoint my daughter, HELEN CROSBY PATTERSON, as Executrix of this my Last Will and Testament, and direct that she shall serve without bond and I hereby waive inventory, appraisal and accounting to any Court.

II.

I hereby give, devise and bequeath unto HELEN CROSBY PATTERSON three fourths (3/4ths) of my property whether it be real, personal or mixed wheresoever situated or howsoever situated or howsoever described.

III.

I hereby give, devise and bequeath unto my son, THOMAS ATKINSON PATTERSON, JR. one fourth (1/4th) of my property whether it be real, personal or mixed wheresoever situated or howsoever situated or howsoever described.

IN WITNESS WHEREOF, I, THOMAS ATKINSON PATTERSON, have hereunto set my signature on, and published and declared this to be my Last Will and Testament on this the 15<sup>th</sup> day of APRIL, 1996. 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.

*Thomas Atkinson Patterson*  
THOMAS ATKINSON PATTERSON

WITNESSES:

*Wanda M. [Signature]*  
*W. [Signature]*

ATTESTATION CLAUSE

WE, each of the subscribing witnesses to the Last Will and Testament of THOMAS ATKINSON PATTERSON, do hereby certify that said instrument was signed in the presence of each of us, and that said THOMAS ATKINSON PATTERSON declared the same to be his 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 Thomas Atkinson Patterson, in his presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 15<sup>th</sup> of APRIL, 1996.

Wm A. McPherson  
W. Gary Owens  
WITNESSES

levp\willspatters3 102  
846-58/1165



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21st day of January, 1997, at 1:40 o'clock P.M., and was duly recorded on the January 21, 1997, Book No. 29, Page 502.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C

MADISON COUNTY, MS

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI **FILED**

JAN 21 1997

IN THE MATTER OF THE ESTATE  
OF THOMAS ATKINSON PATTERSON, DECEASED

AT 1:40 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK  
By: Stacy Hilde  
97,040

CIVIL ACTION, FILE NO. 97,040

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, DON A. McGRAW, JR., one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Thomas Atkinson Patterson, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Thomas Atkinson Patterson, signed, published and declared said instrument as his Last Will and Testament on the 15th day of April, 1996, the day and date of said instrument, in the presence of this affiant and W. Larry Smith-Vaniz, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, DON A. McGRAW, JR., the Affiant and W. LARRY SMITH-VANIZ., subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special

instance and request and in the presence of said testator and in the presence of each other.

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

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 21<sup>st</sup> day of January, 1997.

*Maugh Ann Pherson*  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
May 20, 1999  
(SEAL)

DAMP\ESTATE\PATTERSON\AFFIWDON 104

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of January, 1997, at 1:40 o'clock P.M., and was duly recorded on the January 21, 1997, Book No. II, Page 504.



STEVE DUNCAN, CHANCERY CLERK

BY: *Stacey Hill* D.C.

#97-048

FILED

JAN 27 1997

AT 9:25 O'CLOCK A. M.  
STEVE DUNCAN, CHANCERY CLERK

By: *Karen Supp, D.C.*

LAST WILL AND TESTAMENT

Being of sound and disposing mind and memory and of legal age, I, Mrs.

Clyde W. Renfroe, a resident and citizen of Canton, Madison County, Mississippi, hereby make, publish and declare this my last will and testament, to-wit:

1. I direct that all my debts, if any, be paid, and a reasonable amount be spent for my funeral expenses.
2. If, at the time of my death, I still own the house and three acres of land on the Finney Road, I bequeath the said house and three acres of land to my step-daughter, Ethel R. Watkins. In the event the said Ethel R. Watkins should predecease me, then the said house and three acres of land are to go to my son, Chester H. Renfroe, Jr.
3. All of the remainder of my estate, both real, personal and mixed, I bequeath to my son, Chester H. Renfroe, Jr.

I hereby name and appoint my son, Chester H. Renfroe, Jr. as Executor of this my last will and testament, without being required to give any bond or account to any court.

SIGNED BY ME in the presence of the undersigned witnesses,  
this the 18 day of August, 1962

*Mrs Clyde W Renfroe*

WITNESSES:

*Florence J. Linneman*  
*Augusta Belle Linneman*

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 27 day of January, 1997, at 9:25 o'clock A. M., and was duly recorded on the 27th day of January, 1997, Book No 29, Page 506.

STEVE DUNCAN, CHANCERY CLERK

BY *Karen Supp* D.C.



FILED

BOOK

29 PAGE 507

WILL

AUG 27 1997

OF

AT 12:05 O'CLOCK P. M.  
STEVE DUNCAN, CHANCERY CLERKROBERT PAYNE

By: Karen Supp, D.C.

#97-053

I, ROBERT PAYNE, of Carthage, Leake County, Mississippi declare this instrument to be my last will and testament, hereby revoking all other wills and codicils which I may have made.

## ARTICLE I

PERSONAL EFFECTS AND RESIDENCE

I give and bequeath to my to my sister, Louise Payne, or if she does not survive me, to my daughter Robin Payne, all of my clothing, jewelry, furniture, furnishings, household and personal effects.

## ARTICLE II

RESIDUARY ESTATE

All the rest, residue and remainder of my estate not disposed elsewhere in this will, shall be bequeathed to my sister, Louise Payne, or if she does not survive me, to my daughter Robin Payne.

## ARTICLE IV

APPOINTMENT OF EXECUTRIX

I appoint as Executrix of this will my sister, Louise Payne, or if she should fail to qualify or cease to act, my daughter, Robin Payne each to serve without bond, inventory, appraisal or accounting to any court and to have all of the powers as are granted to trustees under the Mississippi Uniform Trustees' Powers Act, including the power to sell real or personal property at public or private sale without court order.

I, ROBERT PAYNE, have signed this will, which consists of two (2) pages, on this the 2<sup>ND</sup> day of August, 1993, in the presence of Marlane Chill and Courtney Winchester who attested the same at my request.

Robert Payne  
ROBERT PAYNE

The above and foregoing will of Robert Payne was declared by him in our presence to be his will, and was signed by the same Robert Payne in our presence, and at his request and in his presence and in the presence of each other, we, the undersigned, witnessed and attested the due execution of the will of Robert Payne.

Marlane Child  
WITNESS

1216 St. Ann  
ADDRESS  
Jackson Ms 39202

Courtesy Winchester  
WITNESS

230 Jefferson St.  
ADDRESS  
Richland, Mo 39218

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 27 day of January, 1997, at 12:05 o'clock P. M., and was duly recorded on the 27th day of January, 1997, Book No. 29, Page 507.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE WILL AND ESTATE OF ROBERT PAYNE, DECEASED

NO. 97053

MADISON COUNTY, MS

FILED

AFFIDAVIT OF SUBSCRIBING WITNESS

JAN 27 1997

STATE OF MISSISSIPPI

COUNTY OF Clarks

AT 12:05 O'CLOCK P. M  
STEVE DUNCAN, CHANCERY CLERK

By: Karen Trapp, DC

This day personally appeared before me, Rhonda M. Page, a Notary Public, Marlane

Chill, one of the subscribing witnesses to a certain instrument of writing, purporting to be the last will and testament of Robert Payne, deceased, late of the Counties of Madison and Leake, Mississippi, who having been first duly sworn, states under oath that the said Robert Payne, signed, published and declared said instrument as his last will and testament, on the 2nd day of August, 1993 the day of the date of said instrument, in the presence of this affiant and Courtney Winchester the other subscribing witness to said instrument; that said testator was then of sound and disposing mind and memory, and twenty-one years and upwards of age; and she, the said affiant, Marlane Chill, subscribed and attested said instrument as a witness to the signature and publication thereof, at the special instance and request, and in the presence of the said testator, and in the presence of each other.

Marlane Chill  
MARLANE CHILL

SWORN TO AND SUBSCRIBED before me, on this the 27<sup>th</sup> day of January, 1997.

Rhonda M. Page  
NOTARY PUBLIC  
WARREN COUNTY, MISSISSIPPI

My Commission Expires:

Notary Public State of Mississippi At Large  
My Commission Expires ~~September 22, 2000~~  
BONDED THRU HEIDEN-MARCHETTI, INC.

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 27 day of January, 1997, at 12:05 o'clock P. M., and was duly recorded on the 27<sup>th</sup> day of January, 1997, Book No. 29, Page 509.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trapp D.C.



FILED

JAN 29 1997

LAST WILL AND TESTAMENT

OF

JOSEPHINE RUFFNER INMAN

AT 1:10 O'CLOCK P. M.  
STEVE DUNCAN, CHANCERY CLERK  
BY: Stacey Hodge

I, JOSEPHINE RUFFNER INMAN, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory and above the age of twenty-one years, do hereby make, publish and declare this instrument to be my Last Will and Testament, hereby revoking any and all other wills or codicils thereto heretofore made by me.

ITEM I

I hereby request my Executor, hereafter named, to pay all my just and lawful debts which may be probated, registered and allowed against my Estate, including my funeral expenses, as soon after my death as can be conveniently done.

ITEM II

I hereby give, devise and bequeath my residence located on Second Street in the Town of Flora, further described as Lot 1 of Block 2, Allen's Addition to the Town of Flora, to my daughter, MARGARET LEE INMAN FULGHUM, in fee simple, as her own, absolutely.

ITEM III

I hereby give, devise and bequeath to my grandson, WILLARD BENJAMIN INMAN, JR., the following described real property: Lot 7 and 8 of Block 2, Allen's Addition to the Town of Flora, Madison County, Mississippi, and all silver I own at the time of my death.

ITEM IV

I hereby give, devise and bequeath all household furniture, furnishings and appliances to my four grandchildren, my daughter, MARGARET LEE INMAN FULGHUM, and my daughter-in-law, JERROLYN INMAN, in equal shares, share and share alike.

Josephine Inman

ITEM V

All the rest, residue, and remainder of my property, whether the same is real, personal, or mixed, and wheresoever the same may be situated, owned by me at the time of my death, I hereby give, devise and bequeath unto MARGARET LEE INMAN FULGHUM, and WILLARD BENJAMIN INMAN, JR., share and share alike.

ITEM VI

I hereby name, constitute and appoint my daughter, MARGARET LEE INMAN FULGHUM, as the Executrix of this my Last Will and Testament, and direct that she be allowed to act in that capacity without the necessity of posting bond to insure the faithful performance of her duties, and I further waive inventory and appraisal of my estate, insofar as may be lawful.

WITNESS MY SIGNATURE on this the 28<sup>th</sup> day of April, 1992.

*Josephine Ruffner Inman*  
JOSEPHINE RUFFNER INMAN

CERTIFICATE OF SUBSCRIBING WITNESSES

WE, the two subscribing witnesses to the Last Will and Testament of JOSEPHINE RUFFNER INMAN hereby certify that we signed her Last Will and Testament as subscribing witnesses thereto, at her special instance and request, in her presence, and in the presence of each other, and that at the time she signed her Will, JOSEPHINE RUFFNER INMAN was above the age of twenty-one years and was of sound and disposing mind and memory.

WITNESS OUR SIGNATURES on this the 28<sup>th</sup> day of April, 1992.

*Ronald M Kirk* Residing at Flora, Mississippi

*Uylene Kirk* Residing at Flora, Ms



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29 day of January, 1997, at 1:10 o'clock P.M., and was duly recorded on the January 29, 1997, Book No. 29, Page 510.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

MADISON COUNTY, MS

FILED

JAN 29 1997

AT 1:10 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK  
By: *Stacey Hodge*

IN THE MATTER OF THE ESTATE  
OF JOSEPHINE RUFFNER INMAN,  
DECEASED

CIVIL ACTION NO 097064

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority at law in and for the jurisdiction aforesaid, the within named RONALD M. KIRK, who being by me first duly sworn according to law, says on oath:

1. This Affiant is one of the Subscribing Witnesses to an attached instrument of writing purporting to be the Last Will and Testament of JOSEPHINE RUFFNER INMAN, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament dated the 28th day of April, 1992

2. That on the 28th day of April, 1992, JOSEPHINE RUFFNER INMAN signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of the undersigned Affiant, and also in the presence of Wylene Kirk, the other Subscribing Witness to the instrument

3 That JOSEPHINE RUFFNER INMAN was then and there of sound and disposing mind and memory and well above the age of twenty-one years.

4. That this Affiant and Wylene Kirk subscribed and attested said instrument, as witnesses to the signature and publication thereof, and at the special instance and request of, and in the presence of the said JOSEPHINE RUFFNER INMAN, and in the presence of each other.

5. And further, your Affiant says naught

Ronald M Kirk  
RONALD M. KIRK

SWORN TO AND SUBSCRIBED BEFORE ME on this the 23rd day of Jan, 1997.

Susan Coy Phillips  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

6/4/98

S:\PROBATE\INMAN AFF



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of January, 1997, at 1:10 o'clock P.M., and was duly recorded on the January 29, 1997, Book No. 29, Page 512.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

MADISON COUNTY, MS

FILED

FEB 07 1997

AT 1:30 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK

By: Stacey Hill, PC

LAST WILL AND TESTAMENT  
OF  
MORRIS C. WILLIAMS, SR.

KNOW ALL MEN BY THESE PRESENTS.

THAT, I, MORRIS C WILLIAMS, SR., an adult resident citizen of Jackson, Hinds County, Mississippi, being above the age of twenty-one (21) years and of sound and disposing mind and memory and mindful of the uncertainty of human life and intending to dispose of all of my property and Estate upon my death, do hereby make, publish and declare this my Last Will and Testament, hereby expressly revoking any and all other Wills, Codicils and Testaments by me at any time heretofore made.

## ARTICLE I

I direct my Executrix to pay all of my just debts probated against my Estate and all funeral expenses as soon after my death as conveniently can be done

## ARTICLE II.

I direct that all Inheritance, Succession, and Estate taxes including penalties and interest, assessed because of my death, whether the property or funds to which such taxes are attributable pass under this my Will or not, be borne by the principal of my residuary Estate and that my Executrix pay or provide for payment of such taxes at such time or times and in such manner as my Executrix deems to be convenient without requiring that any beneficiary contribute toward the payment of such taxes.

## ARTICLE III.

I hereby declare that I am married, that my wife is BONNIE EZELL WILLIAMS and that we have one child, MORRIS C. WILLIAMS, JR.

## ARTICLE IV

I hereby give, devise and bequeath unto my wife, BONNIE EZELL WILLIAMS, if she survives me, any residence we may be occupying as a home at the time of my death, together with all my clothing, jewelry and other personal effects. All household furniture, carpets, rugs, books, pictures, silverware, linen, china, and other such items of household furnishings and ornaments are already the property of my wife and I have no power of disposition over such property. In the event my wife should not survive me, then I hereby give, devise and bequeath all of the above mentioned items belonging to me to my son, MORRIS C. WILLIAMS, JR.

## ARTICLE V.

In the event my wife, BONNIE EZELL WILLIAMS, shall survive me, I do hereby give, devise and bequeath unto her an amount equal to the maximum or unlimited marital deduction allowable under the laws in effect upon the date of my death.

My Executrix shall assign, convey and distribute to my wife the cash, annuities and other property, including real estate and interests therein, which shall constitute said bequest. The assets to be distributed in satisfaction of said bequest shall be selected in such manner that the cash and other property distributed will have an aggregate fair market value fairly representative of the distributee's proportionate share of the appreciation or depreciation in the value to the date, of dates, of distribution of all property then available for distribution. Any property included in my Estate at the time of my death and assigned or conveyed in kind to satisfy said bequest shall be valued for that purpose at the value thereof as finally determined for Federal Estate Tax purposes, and any other purpose at its cost. No asset or proceeds of any asset shall be included in said bequest as to which a marital deduction is not allowable if included. Said bequest shall abate to the extent that it cannot be satisfied in the manner hereinabove provided.

#### ARTICLE VI.

I do hereby give and bequeath unto my son, MORRIS C. WILLIAMS, JR., the sum of \$200,000 00. He shall be paid \$25,000.00 of this sum as soon as may reasonably be done, with the hope that he will utilize said money toward the purchase of a home if he has not previously purchased one. The balance of this bequest shall be paid to him by my Executrix at the rate of \$10,000 00 per month until the balance of \$175,000.00 shall have been paid in full, without interest.

#### ARTICLE VII.

I do hereby give and bequeath unto the First Baptist Church of Lexington, Mississippi, the sum of \$5,000 00 cash; unto the Woodland Hills Baptist Church of Jackson, Mississippi, the sum of \$5,000 00 cash; unto the Reformed Theological Seminary, Jackson, Mississippi, the sum of \$5,000.00 cash, the Mississippi Baptist Childrens Village, the sum of \$5,000.00 cash; and, the First Baptist Church of Frankinton, Louisiana, the sum of \$5,000.00 cash.

#### ARTICLE VIII

I hereby give, devise and bequeath all of the rest, residue and remainder of my property and Estate, after the payment of those items heretofore mentioned, whether such property be real, personal or mixed, of whatsoever kind or character and wheresoever situated, to my wife, BONNIE EZELL WILLIAMS, if she survives me.

#### ARTICLE IX.

1. In the event that me wife and I shall be killed in a common accident or as a result of a common disaster or under such circumstances that it will be impossible, in the judgment of the Executor, whose decision shall be conclusive, to determine which of us died first, it shall be presumed that she survived me; and this presumption shall apply throughout this will.

2. I direct that my Executrix shall pay out of my residuary Estate (without any right of reimbursement) all Estate, Inheritance, Legacy and Succession Taxes which may be determined

to be due against any property owned by me and any other persons as joint owners with right of survivorship and passing at my death to the survivor and all such taxes as shall be assessed against any insurance on my life. It is my intention that all property passing under this Will, except that passing under my residuary Estate, and all property transferred by me in trust during my lifetime and all jointly owned property passing to the survivor shall pass undiminished by any such taxes

## X.

In the event my wife predeceases me, then I do hereby give, devise and bequeath all of my Estate, with the exception of those specific items hereinabove mentioned, to my son, MORRIS C WILLIAMS, JR. In other words, all of that portion of my Estate which my wife was to receive under this Will shall go to my son, MORRIS C. WILLIAMS, JR.

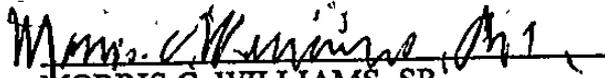
## XI.

In the event my son, MORRIS C. WILLIAMS, JR., shall likewise predecease me, then the portion of my Estate which he would have received shall go to his surviving children, share and share alike. In the event that he does not have any surviving children at the time of my death, then I do hereby give, devise and bequeath all of my Estate, except those specific bequests hereinabove mentioned, in the following manner, to-wit. one-third (1/3) to Woodland Hills Baptist Church of Jackson, Mississippi; one-third (1/3) to First Baptist Church of Lexington, Mississippi; and one-third (1/3) to the Lottie Moon Special Offering, with said sum to be given through the Woodland Hills Baptist Church.

## XII.

I hereby nominate and appoint my wife, BONNIE EZELL WILLIAMS, the sole Executrix of this my Last Will and Testament and direct that no bond for faithful performance be required of her and that all accountings to the Court be waived. In the event that my wife is unable or unwilling to so serve, then I hereby nominate and appoint my son MORRIS C WILLIAMS, JR., as Executor of this my Last Will and Testament and direct that no bond for faithful performance be required of him and that all accountings to this Court be waived.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this, the 29 day of September 1995.

  
MORRIS C. WILLIAMS, SR.

This instrument was, on the date shown above, signed, published and declared by MORRIS C. WILLIAMS, SR., to be his Last Will and Testament in our presence, and we, at his

request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

NAME

ADDRESS

Francis B Jones

5240 Wayland Dr  
Jackson, Miss

Marion Barwick

5225 Wayland  
Jackson, Miss



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 7th day of February, 1997, at 1:30 o'clock P.M., and was duly recorded on the February 7, 1997, Book No. 29, Page 514.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacy Hill D.C.

FEB 07 1997

AT 1:30 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK  
By: Stacey Hill, PC

## IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF MORRIS C. WILLIAMS, SR.,  
DECEASEDNO. 97-086AFFIDAVIT 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 MARION BARWICK, 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 MORRIS C. WILLIAMS, SR., deceased, who was personally known to Affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 29th day of September, 1995.

(2) That on the 29th day of September, 1995, the said MORRIS C. WILLIAMS, SR. 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 FRANCES B. JONES, the other subscribing witness to said instrument.

(3) That the said MORRIS C. WILLIAMS, SR. 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 FRANCES B. JONES, 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 MORRIS C. WILLIAMS, SR., and in the presence of each other.

*Marion Barwick*  
MARION BARWICK

SWORN TO AND SUBSCRIBED BEFORE ME, this, the 9th day of December, 1996.

*Bertie J. Davis*  
NOTARY PUBLIC

**MY COMMISSION EXPIRES:**

Notary Public State of Mississippi At Large  
My Commission Expires 12/31/1999  
BONDED THRU HEIDEN-MARCHETTI, INC.

KATHY MASON  
ATTORNEY AT LAW  
5175 GALAXIE DRIVE  
JACKSON, MISSISSIPPI 39206  
(601) 982-0321  
MSB #1916

**STATE OF MISSISSIPPI, COUNTY OF MADISON:**

I certify that the within instrument was filed for record in my office this 7th day of February, 1997, at 1:30 o'clock P.M., and was duly recorded on the February 7, 1997, Book No. 29, Page 518.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

FEB 07 1997

AT 1:30 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK  
By: Stacy Hill, Jr

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF MORRIS C. WILLIAMS, SR.,  
DECEASED

NO. 97-086

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 FRANCES B. JONES, 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 MORRIS C. WILLIAMS, SR., deceased, who was personally known to Affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 29th day of September, 1995.

(2) That on the 29th day of September, 1995, the said MORRIS C. WILLIAMS, SR. 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 MARION BARWICK, the other subscribing witness to said instrument.

(3) That the said MORRIS C. WILLIAMS, SR. 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 MARION BARWICK, 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 MORRIS C. WILLIAMS, SR., and in the presence of each other.

*Frances B. Jones*  
FRANCES B. JONES

SWORN TO AND SUBSCRIBED BEFORE ME, this, the 9<sup>th</sup> day of December, 1996.

*Army Marvin Johnson*  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

My Commission Expires Sept. 3 2000

KATHY MASON  
ATTORNEY AT LAW  
5175 GALAXIE DRIVE  
JACKSON, MISSISSIPPI 39206  
(601) 982-0321  
MSB #1916



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 7<sup>th</sup> day of February, 1997, at 1:30 o'clock P.M., and was duly recorded on the February 7, 1997, Book No. 29, Page 520.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

LAST WILL AND TESTAMENT  
OF  
JAMES B. MCGEHEE

95P 1357  
MADISON COUNTY, MS  
**FILED**

FEB 11 1997

AT 10:15 O'CLOCK A M  
STEVE DUNCAN, CHANCERY CLERK  
By: Karen Tropp, DC

I, James B. McGehee, a resident of Nashville, Davidson County, Tennessee, and a citizen of the United States, make, publish and declare this to be my Last Will and Testament, revoking all former Wills and Codicils made by me.

I am presently not married, but intend to marry Olivia Saxon McGehee, referred to hereafter as my "wife," and have three (3) children, Lisa Katherine McGehee ("Lisa"), James Bartley McGehee III ("Bartley"), and Mary Olivia McGehee ("Mary"), sometimes also referred to hereafter as my "son" or "daughter" or "child," or, collectively, as my "children."

ARTICLE I.

APPOINTMENT OF FIDUCIARIES

1. Executor. I appoint Olivia Saxon McGehee to be the Executor of this my Last Will and Testament, and direct that no bond shall be required of my Executor in any jurisdiction.

2. Trustee. I appoint Olivia Saxon McGehee as Trustee of the James B. McGehee Family Trust established herein, and direct that no bond shall be required of my Trustee in any jurisdiction. I appoint Robert E. Parker and Olivia Saxon McGehee as Co-Trustees of the James B. McGehee Marital Trust, if such trust is established under this will, and direct that no bond shall be required of my Co-Trustees in any jurisdiction.

ARTICLE II.

DISPOSITION OF ESTATE

1. Personal Effects. If I am married at the time of my death, I give and bequeath all of my personal and household effects, including all jewelry and other articles of personal use, automobiles and their accessories, and any and all interests which I may have in furniture, furnishings, art, and household goods and equipment, together with any insurance policies thereon, to my wife and children, to be divided among them as they shall agree. If I am not married at the time of my death, then the aforesaid property shall be distributed to my children, to be divided among them as they shall agree, or if they shall fail to agree upon the division within six (6) months from the date of my death, then the property shall be divided among them by my Executor, in the

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Executor's sole and absolute discretion, in as nearly equal portions as may be practicable, having due regard for the personal preferences of my children. Any articles of property selected by or for my children shall be delivered in kind to such children, or preserved and stored for them at the expense of my estate, as my Executor may determine advisable. The reasonable cost of packing, shipping and storing such personal property shall be charged against my estate as an expense of administration. Any articles not so selected may be sold either publicly or privately, or otherwise disposed of, as my Executor may elect, in the Executor's sole discretion, and any proceeds shall be added to my residuary estate.

If at my death any of my children are minors, my Executor is authorized to choose such articles of property for their respective shares as, in the Executor's discretion and after consultation with all of my children and other members of my family, my Executor believes may be useful to such children or desirable for them to have.

2. Residuary Estate to Family Trust if Not Married at Time of Death. In the event I am not married at the time of my death, my Executor shall distribute the entire residue of my estate, including property of every kind which I may own or have an interest in at my death, real, personal, or mixed and wherever situated, to the Trustee of the James B. McGehee Family Trust, to be held, administered and distributed under the provisions of Article III of this Will.

3. Residuary Estate to Family Trust and Marital Trust If Married. In the event I am married at the time of my death, my Executor shall divide the residue of my estate, including property of every kind which I may own or have an interest in at my death; real, personal, or mixed and wherever situated, into two separate shares, designated the Family Share and the Marital Share determined as follows:

(a) The Family Share shall be equal to the largest amount, if any, that may pass free of federal estate tax under this Will by reason of the federal unified credit and federal state death tax credit (but only to the extent that the use of the federal state death tax credit does not incur or increase any state death taxes otherwise payable by my estate) allowable under federal estate tax law, but no other credits; reduced by the value of any property included in my estate for federal estate tax purposes, whether passing under other Articles of this Will or passing outside of this Will, which does not qualify for the federal estate tax marital or charitable deductions; and further reduced by the costs of administration or death taxes allocated hereto by my Executor as provided in this Will. For the purpose of establishing this Share, the values finally fixed

in the federal estate tax proceeding relating to my estate shall be used. I recognize that no property may pass under this paragraph, and that the amount designated as the Family Share may be affected by the action of my Executor in exercising certain tax elections. The Family Share shall be distributed to the Trustee of the James B. McGehee Family Trust to be held, administered and distributed in accordance with the provisions of Article III of this Will.

(b) The Marital Share shall be comprised of all remaining property in my estate. The Marital Share shall be distributed to the Trustee of the James B. McGehee Marital Trust, to be held, administered and distributed under the provisions of Article IV of this Will.

### ARTICLE III.

#### PROVISIONS FOR JAMES B. MCGEHEE FAMILY TRUST

1. Purposes of Trust. In establishing this trust, I give my Trustee broad discretionary powers to distribute income and principal among my children from their separate shares. My purpose in granting such broad discretionary powers is to permit my Trustee to administer the trust property and make distributions substantially as I might have done if living, having in mind circumstances as they exist from time to time. My principal purposes are that my children be able to maintain the approximate standard of living maintained during my lifetime; that the expenses of raising dependent children be provided for, including providing them with as fine an education as their efforts and abilities warrant; and that additional funds be available to my children to make their lives more comfortable and financially more secure.

2. Administration of Trust. My Trustee shall hold, administer and distribute the amounts allocated to the Family Trust as follows:

(a) The Trustee shall divide the property in this trust into separate funds as follows: 25% for my daughter Lisa, 25% for my son Bartley, and 50% for my daughter Mary. Separate books and records shall be kept for each fund, but the Trustee may co-mingle the assets of the funds or allow the funds to own undivided interests in trust assets if desirable for administrative efficiency. The trust property shall be held, administered and distributed as follows:

(1) The Trustee shall be authorized, at any time and from time to time, to distribute all or any part of the income of the separate fund of each child, in such

amounts as the Trustee may, in the Trustee's sole discretion, deem necessary to provide for the health, education, maintenance and support of such child. Any income not so distributed in any year shall be accumulated and added to the principal of such child's separate fund.

(2) The Trustee shall be authorized, at any time and from time to time, to distribute all or any part of the principal of the separate fund of each child, in such amounts as the Trustee may, in the Trustee's sole discretion, deem necessary to provide for the health, education, maintenance and support of such child.

(3) If and when my daughter Lisa or my son Bartley reaches the age of twenty-five (25), the Trustee shall distribute to such child all the property then held in such child's fund. If Lisa or Bartley has attained age twenty-five prior to my death, the Trustee shall distribute his or her fund to such child outright and free of trust at the time the separate funds are established.

(4) Should Lisa or Bartley die before such child has become entitled to receive all of his or her separate fund, then the remainder of such child's separate fund shall be distributed *per stirpes* among such child's issue, if any, provided the share of any beneficiary who is then under twenty-five (25) years of age shall be held in trust for such beneficiary by my Trustee as provided in a separate Article of this Will, and if there are no such issue, such fund shall be added in equal shares ~~to the funds originally set apart for my other children,~~ to be held and distributed in all respects as if it had originally been a part of such other funds.

(5) The Trustee shall continue to hold the fund for my daughter Mary for her lifetime, distributing income and principal as necessary, in the sole discretion of the Trustee, for the health, education, maintenance and support of my daughter Mary. At Mary's death, the property remaining in the fund shall be distributed in equal shares to my daughter Lisa and my son Bartley, outright and free of trust.

(b) If at any time before the final distribution of this trust all of the beneficiaries herein named or described should die and there should be no such beneficiary to take the property or the income therefrom, then the property remaining in trust shall be distributed among the persons who would have been entitled thereto under the laws of descent and distribution of the State of Tennessee if I had died intestate at such time owning such property in fee simple. If any property is to be distributed to any person

who is then under twenty-five (25) years of age, such property shall be delivered to my Trustee to be held in trust for such person as provided in a separate Article of this Will.

#### ARTICLE IV.

##### PROVISIONS FOR JAMES B. MCGEHEE MARITAL TRUST

The property held by my Co-Trustees under this Article shall be held, administered and distributed as follows:

1. Distributions to Wife.

(a) During the life of my wife, the Trustee shall hold, manage and invest the property and shall distribute all of the net income thereof to or for the benefit of my wife, in quarterly or more frequent installments. In addition, any power to allocate receipts and disbursements between principal and income shall not be exercised so as to deprive my wife of income to which my wife otherwise would be entitled. My Trustee shall be authorized to distribute from the principal of this trust an amount equal to that portion of net income earned by the trust that is not available for distribution in the year in which it is earned.

(b) In addition, the Trustee may from time to time distribute to my wife or apply for her benefit so much or all of the principal as, in the Trustee's discretion, is sufficient to provide for my wife's comfort, happiness, health, support and maintenance in the standard of living to which my wife was accustomed at my death. In exercising this discretionary power, my Trustee may, but need not, take into consideration any other financial resources which my wife may have to the knowledge of the Trustee and shall give primary consideration to my wife's needs and desires rather than to preservation of the principal of this trust.

(c) My wife shall have the right during each calendar year to withdraw up to Thirty Thousand Dollars (\$30,000) upon written notice to the Trustee.

2. Special Provisions for Qualifying Plan Distributions. If the Marital Trust is the beneficiary of any qualified pension, profit-sharing, or similar plan, or Individual Retirement account or similar arrangement (any such plans and accounts being hereafter collectively referred to as the "Account"), in selecting the payment option, the Trustees shall elect annual or more frequent distributions from the Account in an amount or amounts equal to the greater of (a) all

of the income earned by the Account during the calendar year, or (b) the minimum required distribution provided under Sections 401(a)(9) and/or 408(a)(6) of the Internal Revenue Code. If distributions from the Account for any annual period total less than the income earned by the Account for that annual period, the Trustee shall demand additional distributions from the Account so that all distributions for that annual period equal at least all of the income earned by the account for that period. Furthermore, if the applicable federal laws, regulations and rulings so require in order to obtain the marital deduction, (a) my Executor shall make an election under Section 2056(b)(7) of the Internal Revenue Code to qualify the Account as well as the Marital Trust for the marital deduction; (b) the Trustees shall allocate to income that portion of each annual installment payment from the Account (or if distributions are received more frequently than annually, that portion of all distributions made during the annual period) equal to the income earned by the Account for that annual period; and (c) the Trustees shall charge any federal income tax payments attributable to the Account to the corpus, rather than the income, of the Marital Trust, in order to insure that all of the Account income required to be paid to my wife will flow through to her without diminution. It is my intention to qualify the Account for the federal estate tax marital deduction while permitting the largest amount legally permissible to remain in the Account, assuming the funds are not needed or desired by my wife; and the provisions of this paragraph shall be so construed.

3. Termination of Trust. Upon the death of my wife, this trust shall terminate. The Trustee shall distribute any accrued but undistributed income to the date of my wife's death to her estate. The Trustee shall distribute the rest of the trust, after payment of taxes as specified below, to the Trustee of the James B. McGehee Family Trust, to be held, administered and distributed under its terms.

4. Payment of Estate Taxes Attributable to Trust. The Trustee shall pay the legal representative of my wife's estate from the principal of the trust the entire increment in death taxes payable (including any interest or penalties thereon) to the extent that the total of such taxes is increased by the inclusion of this trust in her estate.

5. Election to Qualify Trust for Marital Deduction. It is my intent that this trust qualify as qualified terminable interest property for the marital deduction allowable in determining the federal estate tax upon my estate. However, my Executor, in the Executor's sole discretion, shall determine whether to elect to qualify all or any portion of the trust for the federal estate tax marital deduction, taking into consideration the estate taxes payable upon my wife's death,

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particularly if my wife should die before the election is made. In the event my Executor elects to qualify only a portion of the Marital Trust for the marital deduction, the Trustee may divide this trust, using the fair market value of the trust assets at the time of division, into separate shares during my wife's life for administrative convenience. The Trustee shall pay all income from both shares to my wife during her life, at least quarterly, and the Trustee, after taking into consideration the estate tax consequences to my wife's estate, may encroach on the principal of either share or both shares to make principal distributions authorized herein.

6. Requirement of Productive Property. If my Executor elects to qualify the Marital Trust, or any portion of it, for the marital deduction allowable to my estate, then, notwithstanding any provision in my Will to the contrary, any power granted to my Trustee during the life of my wife to invest in or retain unproductive property shall be subject to my wife's power to require by written request that such property be converted into productive property within a reasonable time. Alternatively, my Trustee shall be authorized to pay out of the principal of this trust an amount equal to the net income that would have been earned by the trust if it had been invested in productive property in lieu of converting assets into productive property if such distribution is deemed to be in the best interests of my wife.

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#### ARTICLE V.

##### TRUSTS FOR BENEFICIARIES UNDER TWENTY-FIVE (25) YEARS OF AGE

Whenever my Trustee is directed to hold any money or property under this Article for a beneficiary other than my child who is then under twenty-five (25) years of age, my Trustee shall hold such money or property in trust for that beneficiary until he or she becomes twenty-five (25) years of age and in the meantime use such part of the income and principal of the share of such person as the Trustee may deem necessary to provide for his or her health, education, maintenance and support. If such person should die before becoming twenty-five (25) years of age, the property held in trust shall be distributed *per stirpes* among his or her issue, if any, and if such person leaves no issue, his or her share shall be distributed among the other beneficiaries of my Will as if such person had not survived his or her parent's death, provided that this trust shall be subject to the provisions in a separate Article of this Will regarding the Rule Against Perpetuities.

## ARTICLE VI.

## SUCCESSION, RESIGNATION OR REMOVAL OF TRUSTEE

My wife, during her lifetime, and thereafter a majority of the income beneficiaries of any trust hereunder, with the legal guardian or conservator of any minor or incapacitated beneficiary representing such beneficiary, may remove any Trustee then acting as Trustee hereunder by notice to such Trustee. Any Trustee serving hereunder may resign by giving thirty (30) days notice to the persons then having the power of removal. In the event of the removal of the Trustee, the appointment of a successor Trustee shall be made by application to a court of competent jurisdiction within thirty (30) days of notice to the removed Trustee. Any minor beneficiary or other beneficiary under an incapacity shall be represented by his or her legal guardian in such proceeding. In the event of the resignation of the Trustee, a successor Trustee shall be appointed by the persons then having the power to remove the Trustee. Any notices hereunder shall be made by a written instrument, effective upon delivery. In the event any person or persons designated to appoint a successor Trustee shall fail to appoint a successor Trustee within the time specified, then the Trustee may apply to a court of competent jurisdiction for leave to resign, for the appointment of a successor Trustee, and the judicial settlement of all accounts. No successor Trustee shall be liable or responsible in any manner for any acts or defaults of any predecessor Trustee. A removed or resigning Trustee shall effect a transfer of assets within forty-five (45) days of such notice. Any Trustee appointed, by its acceptance of this Trust, shall be deemed to have agreed that, upon termination of the Trust or upon a change of Trustee, it will not impose a severance, succession or termination charge by reason of the discontinuance of its services as Trustee.

## ARTICLE VII.

## DEBTS, ADMINISTRATION EXPENSES AND TAXES

1. Payment of Debts and Administration Expenses. My Executor in the Executor's sole discretion may pay my legal debts, including funeral expenses, the cost of a suitable monument, unpaid charitable pledges (whether or not they are enforceable obligations of my estate), and costs of administration of my estate, and I hereby authorize my Executor, in case of any claim made against my estate, to settle and discharge the same in the absolute discretion of my Executor.

In the event any property or interest in property passing under this Will, or by operation of law, or otherwise by reason of my death shall be encumbered by a mortgage or a lien, or shall

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be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not mandatorily be charged to or paid by my estate, but that my Executor shall have absolute discretion as to whether said indebtedness shall be paid either in whole or in part. I direct that the proceeds of my life insurance payable to my estate or my Executor may, in the sole discretion of the Executor, be used for the payment of debts or taxes.

2. Payment of Taxes. I direct that my Executor pay as an expense of administration, without apportionment against the share of any beneficiary, all transfer, estate, inheritance, succession and other death taxes (including the supplemental estate tax on qualified plan benefits, but not including generation-skipping taxes), together with any interest or penalty thereon, payable by reason of my death, whether in respect of property passing under this Will or otherwise (exclusive of any tax imposed as a result of Sections 2036, 2041 or 2044 of the Internal Revenue Code, or a corresponding provision of state law). Any generation-skipping tax resulting from a transfer occurring under this Will shall be charged to the property constituting the transfer in the manner provided by applicable law, and any tax attributable to property included in my estate under Sections 2036, 2041 or 2044 of the Internal Revenue Code shall be apportioned against and paid by the persons in possession thereof or benefitted thereby, in the manner provided by law.

3. Allocation of Non-Deductible Expenses and Taxes. As herein provided, all administration expenses that are not an allowable deduction for federal estate tax purposes or are not deducted for federal estate tax purposes and all death taxes payable from my estate shall be charged as follows:

(a) If I am married, first against that portion of a Marital Trust created herein that does not qualify for the marital deduction, if any; next, against the Family Trust; and finally against that portion of the Marital Trust qualifying for the Marital deduction.

(b) If I am not married, against my residuary estate.

#### ARTICLE VIII.

##### POWERS AND DUTIES OF EXECUTOR AND TRUSTEE

1. General Powers. I authorize my Executor and Trustee (including any substitute or successor personal representative or Trustee) in the exercise of all reasonable discretion with respect to all property, real and personal, at any time forming part of my estate or any trust, to exercise any or all of the powers set forth in Tennessee Code Annotated, Section 35-50-110, as

amended, to the extent applicable, all of the provisions and powers of which are incorporated herein by reference as fully as if copied herein verbatim; provided, however, that my Executor and Trustee shall not exercise any power in a manner inconsistent with the right to the beneficial enjoyment of the trust property accorded to a beneficiary of a trust under the general principles of the law of trusts. These powers (as set out in said statute on the date of execution of this Will) are granted, notwithstanding that said statute may be amended hereafter or repealed at the time of my death. The Trustee of any trust created by this Will shall have and may exercise any and all powers, privileges, immunities and exemptions conferred on my Executor under any Article of this Will, including the waiver of bond.

2. Authority to Administer Real Property. The Executors shall have full authority and discretion to convey, improve, lease, encumber, or in any other manner deal with and administer any real property comprising an asset of my estate, without the approval of any court, the joinder of any beneficiary, or the disclosure of the identity of any beneficiary of my estate. Furthermore, for purposes of Tennessee Code Annotated, Section 31-2-103, all such real property shall be deemed to be personal property following my death, subject to sale by the Executors, acting without joinder of any beneficiary, for the purpose of facilitating the distribution of my estate among the beneficiaries of this Will, as well as for the purpose of paying taxes, administrative expenses, and any other expenses or debts of my estate, without first being required to exhaust all other personal property of my estate.

3. Power to Allocate Assets. My fiduciaries shall, in their sole discretion, make reasonable allocations of the property comprising my estate without apportioning each individual asset in order to satisfy any bequest made herein, to fund any trust created herein, or to divide any trust into separate trusts or shares.

4. Administration of Trust by Executor. During the period of administration of my estate, my Executor shall be fully authorized and empowered to exercise all of the powers and duties of the Trustee; and I direct that my Executor shall do so in order that payments of income or principal for the benefit of the beneficiaries of my Will shall not be delayed pending the administration of my estate.

5. Distributions to Incapacitated Beneficiaries. If, pursuant to this Will, or the trusts established herein, any property shall be payable outright to a person who is a minor, or is under any other legal, mental or physical disability (an "incapacitated beneficiary"), my fiduciaries shall have the power, exercisable in their absolute discretion and without court approval, either to defer

payment of such property, or to pay such property, in whole or in part, to an incapacitated beneficiary, to a parent, guardian, or conservator of an incapacitated beneficiary, to a custodian for an incapacitated beneficiary under a Transfers to Minors Act, or to any adult with whom an incapacitated beneficiary may reside. The recipient of such property shall not be required to furnish bond or file any accountings with respect to such property, unless my fiduciaries should direct otherwise; and the receipt of such property by the recipient shall discharge my fiduciaries from any further responsibility or liability with respect to such property. If my fiduciaries shall elect to defer payment of any such property, I authorize my fiduciaries to hold such property as trustees for the benefit of an incapacitated beneficiary, with all the powers given to my fiduciaries in this Will and by law, and to pay or apply so much, all, or none of the income and principal of such property for the benefit of an incapacitated beneficiary as my fiduciaries shall deem advisable. When an incapacitated beneficiary attains capacity, whether legal, mental or physical, the balance of such property then remaining shall be distributed to him or her. If an incapacitated beneficiary should die before attaining capacity, the balance of such property remaining at his or her death shall be distributed to his or her estate.

6. Administrative Powers and Duties:

(a) I relieve my Executor and Trustee (or any successor) from the duty to file any inventory or accountings with any court.

(b) My Executor, upon the request of one or more residuary beneficiaries of my estate, shall prepare an inventory of estate assets and an accounting of their disposition. My Trustee shall make reports from time to time, at least annually, to the beneficiaries of any trust created in this Will, showing in reasonable detail the assets of the trust estate which constitute principal, and the income therefrom, and amounts paid to or expended for each such beneficiary.

(c) My Trustee is authorized to commingle the corpus of any trust estates herein created with the corpus of any other trust established by me or my wife for any of our children solely for the purpose of convenience and economy with respect to administration and investment.

(d) My Trustee is authorized, but not required, to receive additional property from any source and to hold and administer such property as an integral part of any of the trust estates herein created. Notwithstanding the foregoing, if the inclusion ratio for federal generation-skipping transfer tax of the property to be added is different from

the inclusion ratio of the trust estate, my Trustee shall be authorized to hold and administer the additional property as a separate trust with provisions identical to the trust established under this Will. In addition, my Trustee may, in the Trustee's sole discretion, decline to accept or accept and administer as a separate trust with provisions identical to the trust established under this Will, any property for which liability under the federal Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) or any similar federal or state law may be attributed in any manner.

(e) My Trustee shall be authorized in the Trustee's discretion to employ attorneys, investment advisors, or other institutions or persons to assist in the administration and investment decisions for any trust created in this Will, and to pay such institutions or persons from the income or principal of such trust.

(f) Irrespective of any provision in this Will to the contrary, the Trustee, in the Trustee's sole discretion, may terminate any trust created under this Will if the trust estate, in the Trustee's opinion, shall be of an insufficient amount to justify its continuance. The Trustee may distribute the trust estate among the then income beneficiaries according to their respective shares, or the Trustee may purchase for and deliver to them such annuity policy or policies as the Trustee deems advisable, thereby terminating the trust. No beneficiary or remainderman shall question the action of the Trustee in terminating or failing to terminate the trust or any separate trust created hereunder, or the amount or manner of distribution. No Trustee who is beneficiary shall have the right to participate in any decision to so terminate a trust or trust share.

7. Tax Elections and Consents.

(a) I specifically authorize my Executor to execute and file joint income tax returns with my wife, if I am married, for the year in which my death occurs and for any years prior thereto in which I was married. I also authorize and empower my Executor to execute and file joint gift tax returns with my wife, if any gift tax return is required of either of us for the year in which my death occurs if I am married at the time of my death. My Executor shall incur no personal liability for any action taken in good faith in accordance with either of the foregoing authorizations.

(b) I am cognizant of the fact that the provisions of the Internal Revenue Code (and other applicable laws) in force at the time of my death, and applicable to my estate, may permit my Executor to elect to claim certain administration and other

expenses as deductions, either in the income tax returns of my estate or in the estate tax return. It is my desire that my Executor elect to claim from time to time such expenses as deductions on the particular tax returns which, in my Executor's opinion, should result in the smallest combined taxes being paid, irrespective of whether such expenses shall be payable from income or corpus; and my Executor is directed not to make adjustments between income or principal, or between property interests passing to beneficiaries under my Will which may be substantially affected as a result of any election under this Article. It is my wish that such property interests as may be determined as a result of my Executor's election under this Article shall be the interest such beneficiary shall receive. I exonerate my Executor from all liability for any such election and direct that no beneficiary shall have any claim against my Executor or my estate by reason of the exercise of my Executor's judgment in this respect.

(c) My Executor shall also be authorized, in my Executor's sole discretion and without court approval, to allocate any federal exemptions from the federal generation-skipping transfer tax to any property with respect to which I am the transferor for purposes of this tax, regardless of whether such property is included in my probate estate, or to exclude any such property from such allocation. In this regard, I authorize, but do not direct, my fiduciaries to divide at any time any trust created under my Will into separate trusts, in order that the federal generation-skipping transfer tax inclusion ratio for each such trust shall be either zero or one.

8. Limitation on Individual Trustee. No individual Trustee shall have the right to participate in any decision regarding discretionary distributions of income or principal for his or her benefit, or for the benefit of any other individual to the extent that such discretionary distributions may directly or indirectly benefit the individual Trustee, the Trustee's creditors or estate, or the creditors of the Trustee's estate or to discharge any support or other legal obligation of the Trustee to the distributee.

9. Marital Deduction Not To Be Reduced by Fiduciary's Power. Any power granted to my fiduciaries shall be void to the extent that its existence or exercise shall cause my estate to lose all or any part of the tax benefit afforded by the marital deductions under Federal or state laws. In distributing assets to the beneficiaries hereunder, my fiduciaries are forbidden to use any basis for evaluation which, according to applicable laws and regulations, would adversely affect the

marital deduction status of the bequest for my wife hereunder, if any, anything to the contrary in this Will notwithstanding.

## ARTICLE IX.

### MISCELLANEOUS PROVISIONS

#### 1. References.

(a) Fiduciaries. All references in this Will to the "Executor," "Trustee" and "Guardian" shall mean the Executor and Co-Trustees, respectively, named herein or any alternate or successor thereto. The foregoing terms are used for convenience, regardless of the gender or number of parties serving in such capacities, and such terms shall be read as the context shall require.

(b) Family. As used herein, the terms "child," "children" and "issue" are intended to include adopted persons.

(c) Construction. Throughout this Will, the singular number shall be deemed to include the plural, the plural the singular, and the use of any gender shall be applicable to all genders, as the context may require. Paragraph headings are used for convenience only, and shall not be resorted to for interpretation of this Will. All references to the "Internal Revenue Code" shall mean the Federal Internal Revenue Code of 1986, as from time to time amended. If any portion of this Will is held to be void or unenforceable, the remainder shall nevertheless be carried into effect.

2. Qualified Disclaimer. Any person entitled to receive property under the terms of my Will may disclaim all or any part of the property otherwise passing to him or her by complying with the statutory requirements of Section 2518 of the Internal Revenue Code, as amended, and the federal regulations thereunder, and Tennessee Code Annotated Section 31-1-103, as amended, or other applicable provisions of law. Unless otherwise provided herein, such disclaimed property shall be distributed pursuant to the terms of my Will as if the disclaiming person had predeceased me.

3. Interests of Beneficiaries Nonalienable. No disposition, charge, or encumbrance of either the income or principal of any trust created under this Will by the beneficiary thereof by way of anticipation shall be of any validity or legal effect or be in any way regarded by the Trustee, and such income or principal, or any part, shall not be subject to any claim of any creditor of any beneficiary. No part of either principal or income shall be subject to attachment, garnishment,

execution, receivership or trustee's process; and in the event that any such process shall be served upon the Trustee, the right of any beneficiary (other than my wife as beneficiary of the Marital Trust), in respect of whose interest such process is attempted, to receive either income or principal shall terminate until such process shall be released and discharged. Provided, however, that the Trustee may make advances from either principal or income for the support, maintenance, health and education of such beneficiary as the Trustee, in the Trustee's sole discretion, may deem wise and proper under the circumstances. Notwithstanding any provision of my Will to the contrary, nothing contained herein shall be construed to permit the Trustee of the Marital Trust to withhold income from my wife or to terminate her interest in the Marital Trust property.

4. Rule Against Perpetuities. No trust created hereunder shall remain unvested beyond twenty-one (21) years after the death of the last surviving child of mine or issue of a child of mine living at the date of my death. At such time, any trust created hereunder that is still in existence shall vest in the then income beneficiaries, irrespective of their ages, in the same proportion as they are then receiving or will become entitled to receive income when it is distributed. The share vested in a beneficiary pursuant to this subparagraph shall be distributed to him or her upon such beneficiary attaining the age set forth pursuant to the terms of such trust. Provided, however, if any beneficiary should die prior to receiving the principal vested in such beneficiary, then such principal shall be immediately distributed to such beneficiary's estate. It is my intent that all trusts established under this Will shall vest within the period permitted by the Tennessee Uniform Statutory Rule Against Perpetuities, and the provisions of this Will shall be construed and interpreted accordingly.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament, consisting of sixteen (16) pages, and on each page I have affixed my initials or my signature for better identification, this 7 day of July, 1995.

*James B. McGehee, III*

James B. McGehee

The foregoing instrument was signed, sealed, published and declared by James B. McGehee (the "Testator"), to be the Testator's Last Will and Testament, in the presence of all of us at one and the same time, and we, at the request and in the presence of the Testator, and in the

presence of each other, having hereunto subscribed our names as witnesses this 7 day of July, 1995.

WITNESS:

ADDRESS:

Adrian M Parker

711 Clearing Dr  
Nashville, TN 37205

James M Deibel

4641 Mountain A  
Nash. TN 37215

STATE OF TENNESSEE )  
COUNTY OF DAVIDSON )

AFFIDAVIT

On this day Adverne Parker and James Schleicher personally appeared before me, the undersigned Notary Public, and after being duly sworn according to law, depose and say:

1. That they are more than eighteen (18) years of age.
2. That they witnessed the execution of the Last Will and Testament of James B. McGehee (the "Testator"), dated July 7, 1995, to which this affidavit is attached, and that this affidavit is being made at the request of the Testator.
3. That the Testator signed said paper writing as and for the Testator's Last Will and Testament in their sight and presence at one and the same time.
4. That their signatures are affixed to said Last Will and Testament, that they signed or affixed the same at the instance and at the request of the Testator and in the Testator's presence, and in the presence of each other, at the place and on the date recited in said Last Will and Testament.
5. That at the time they witnessed said Will, the Testator was, in their opinion, more than eighteen (18) years of age, of sound mind and disposing memory, and did not appear under any undue influence.

Adverne M Parker  
James M Schleicher

Subscribed and sworn to before me, this 7<sup>th</sup> day of July, 1995.

Linda R Koon  
NOTARY PUBLIC

My Commission Expires:  
5/23/98

STATE OF TENNESSEE, DAVIDSON COUNTY

I Richard R. Rooker, Clerk of the Probate Court of Davidson County, State aforesaid, do certify that the foregoing is a full, true and complete copy, of the original on file in my office. Will Book 200 Page 170  
Given under my hand and official seal, at office, in Nashville, this 28 of January 1997.

RICHARD R. ROOKER, CLERK

By John Rooker  
Deputy Clerk

MADISON COUNTY, MS

FILED

FEB 12 1997

AT 9:15 O'CLOCK A.M.  
STEVE DUNCAN, CHANCERY CLERK

LAST WILL AND TESTAMENT

OF

GEORGE KNOX MCMULLAN, JR.

# 97-095

By: Karen Supp, se

I, GEORGE KNOX MCMULLAN, JR., an adult resident citizen of Jackson, Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me.

ARTICLE I.

My wife's name is ANN MARIE DANEHY MCMULLAN, and she is sometimes referred to herein as "my wife." I have three (3) children now living and they are:

GEORGE KNOX MCMULLAN, III, born November 21, 1973;

CHRISTOPHER SEAN MCMULLAN, born August 8, 1975; and

BENJAMIN TODD MCMULLAN, born October 25, 1979.

They are herein referred to as "my children". In the event I have a child or children born subsequent to the date of execution of this Will, I direct that each child and his or her descendants shall share my estate to the same extent as provided for my children herein named.

ARTICLE II.

I direct that all of my debts and obligations which may be probated and allowed against my estate shall be paid as soon as practicable after my death.

ARTICLE III.

I direct that all estate, inheritance, or other succession taxes incurred by reason of my death, shall be paid by my Executrix as soon as practicable after my death.

File

## ARTICLE IV.

I give, devise and bequeath all the rest and residue of the property comprising my estate, of whatsoever kind or character and wheresoever situated, to my wife, ANN MARIE DANEHY MCMULLAN, or if she shall predecease me, to the "George Knox McMullan, Jr. Family Trust" created by me during my lifetime, to be held and distributed according to the terms of said Trust Agreement.

## ARTICLE V.

A. In order to provide for the security of my minor children in the event my wife, ANN MARIE DANEHY MCMULLAN, predeceases me during the minority of my children, I hereby appoint LINDA SUE and ROBERT T. BOBO of Memphis, Tennessee, as guardians of my minor children. In the event they shall be or become unable or unwilling to serve as guardian, I appoint ROSEMARY GRIMSHAW of Cambridge, Massachusetts, to serve as guardian.

B. The guardian shall have custody and tuition of my minor children until they attain the age of twenty-one (21) years. I direct that the aforesaid guardian shall not be required to furnish any bond or other security for the faithful performance of the duties of guardian. To the extent possible, I direct that any and all accountings, inventories and the like ordinarily required of a guardian shall not be required of the guardian.

## ARTICLE VI.

I hereby grant to my Executrix the continuing, absolute discretionary power to deal with any property, real or personal, held in my estate, as freely as I might in handling my own affairs. Such powers may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with the Executrix shall be required to inquire into the propriety of any of her actions. I expressly confer upon my Executrix the specific powers set forth in Mississippi Code

C.M.M.

Annotated, Section 91-9-101 through Section 91-9-109 (1972), as now enacted or hereafter amended.

## ARTICLE VII.

And now, having disposed of my entire estate, I hereby nominate and appoint my wife, ANN MARIE DANEHY MCMULLAN, as Executrix of my estate under this, my Last Will and Testament. In the event my wife shall predecease me or shall be or become unable or unwilling to serve as Executrix, I nominate and appoint ROBERT T. BOBO of Memphis, Tennessee, to serve as Successor Executor. I direct that neither my Executrix nor any Successor Executor or Executrix shall be required to make any bond as Executrix; neither shall they be required to make a formal appraisal of my estate or provide an inventory or an accounting to be filed with any court.

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 21<sup>st</sup> day of December, 1989.

George K. McMullan, Jr.  
 GEORGE KNOX MCMULLAN, JR.  
 Testator

The foregoing instrument, consisting of this and two (2) preceding pages, was signed, published and declared by GEORGE KNOX MCMULLAN, JR. to be his Last Will and Testament, in our presence; and we, at his request and in his presence and the presence of each other, have hereunto subscribed our names as witnesses, this the 21<sup>st</sup> day of December, 1989.

WITNESSES:

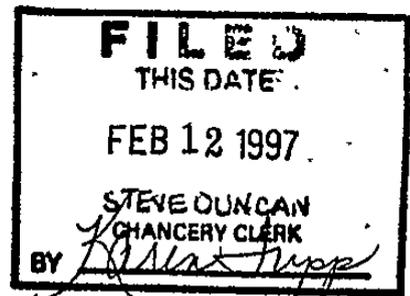
Lisa M. Dargie

Susan B. Hebert

ADDRESSES:

408 Harvest Drive  
Ridgeland, MS 39157

1728 Berlin Street  
Jackson, MS 39211



ESTATE OF GEORGE KNOX MCMULLAN, JR.,  
DECEASED

NO. 97-095

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF JACKSON

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named SUSAN G. LASSERRE (formerly Susan G. Hebert), who being by me first duly sworn 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 GEORGE KNOX MCMULLAN, JR., Deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, which is dated the 21st day of December, 1989.

(2) That on the 21st day of December, 1989, GEORGE KNOX MCMULLAN, JR. 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 Lisa M. Daigre, the other subscribing witness to the instrument.

(3) That GEORGE KNOX MCMULLAN, JR. was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years.

(4) That this affiant, together with Lisa M. Daigre, subscribed and attested the instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of GEORGE KNOX MCMULLAN, JR., and in the presence of each other.

Susan G. Lasserre  
SUSAN G. LASSERRE

SWORN TO AND SUBSCRIBED before me, this the 29<sup>th</sup> day of January, 1997.

Linda J. Roberts  
NOTARY PUBLIC

My commission expires:  
August 11, 1998

Linda Bounds Sherman  
MSB No. 6765  
C. Delbert Hosemann, Jr.  
MSB No. 2675  
PHELPS DUNBAR, L.L.P.  
Suite 500, Mtel Centre North  
200 S. Lamar Street  
P.O. Box 23066  
Jackson, MS 39225-3066  
(601) 352-2300



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12 day of February, 1997, at 9:15 o'clock A. M., and was duly recorded on the 12th day of February, 1997, Book No. 29, Page 542

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

MADISON COUNTY, MS

LAST WILL AND TESTAMENT

FILED

OF

FEB 14 1997

REBECCA B. ADAMS

AT 1:35 O'CLOCK P. M.  
STEVE DUNCAN, CHANCERY CLERK

#97-104

By: *Karen Hipp, Jr.*

I, REBECCA B. ADAMS, an adult resident of Gloster, Amite County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

I have one (1) adult child now living, being ALICE A. LATHAM.

ITEM II.

I appoint my daughter, ALICE A. LATHAM, as Executor of my estate under this Will. In the event my Executor is or becomes unable or unwilling to serve, I appoint WILBUR D. LATHAM, JR. to serve as successor Executor.

ITEM III.

My Executor shall pay all funeral expenses, costs of administration and other proper claims against my estate. My Executor may, in my Executor's discretion, pay all or any portion of the administration expenses out of the income and/or principal of the estate during the period of administration and may elect in accordance with applicable federal tax laws, to deduct such expenses either for federal estate tax purposes or federal income tax purposes, or partly for one and partly for the other, irrespective of the source of payment, and without reimbursement or adjustment of the estate accounts or the amounts to which the beneficiaries of my estate may otherwise be entitled.

FOR IDENTIFICATION:

*Rebecca B. Adams* Page 1 of 5

## ITEM IV.

All Section references, as used in this Will, refer to the Internal Revenue Code of 1986, as amended, or any corresponding provisions of future laws.

Where used throughout this Will, the terms "Executor," "Executrix," and "Administrator" may be used interchangeably and shall apply to whoever may be serving as personal representative of my estate, whether one or more than one, and to any successor Executor or Administrator.

## ITEM V.

To my daughter, ALICE A. LATHAM, if she survives me, I devise and bequeath the following:

- A. My residence, subject to any indebtedness thereon.
- B. My automobiles and other vehicles, club memberships, clothing, jewelry and other personal effects.
- C. My interest in the furniture, furnishings, decorations, silverware, china, pictures, linens, glassware and the like located in my home.

If my daughter does not survive me, I give, devise and bequeath my residence and the assets described in Paragraphs B and C to the Trustee of the "Rebecca B. Adams Revocable Trust," created by me and dated the 3 day of May, 1994, to be held, administered and distributed under the provisions of that trust.

## ITEM VI.

I devise and bequeath to the Trustee of the "Rebecca B. Adams Revocable Trust" created by me and dated the 3 day of May, 1994, the rest and residue of my estate, real

FOR IDENTIFICATION:

Rebecca B. Adams

and personal, of whatsoever kind or character and wheresoever situated, including any bequest that may lapse or be renounced or disclaimed or that may otherwise be ineffective for any reason, to be held, administered and distributed as provided therein.

The assets devised and bequeathed under this ITEM of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, any expenses of my estate not deducted for federal estate tax purposes and any other expenses deducted but not allowed as deductions in finally determining the Federal estate taxes payable by reason of my death. I recognize the possibility that the amount so disposed of may be affected by the action of my Executor in exercising certain tax elections. As provided in Sections 2206, 2207, 2207A, and 2207B, my Executor shall have the right to recover the appropriate amount of estate taxes from the recipient or recipients of property which is included in my gross estate for federal estate tax purposes, and no provision herein shall be construed to waive such right of recovery.

ITEM VII.

In addition to the powers and authorities specifically granted to my Executor under this Will, I expressly confer upon my Executor all rights, powers, duties, and authorities conferred upon a Trustee under the Uniform Trustees' Powers Law of Mississippi as it now exists or may hereafter be amended. I authorize my Executor to exercise any such powers and authorities granted in this Will or by the Uniform Trustees' Powers Law of Mississippi without the necessity of obtaining court approval. All rights, powers, duties and discretion granted to or imposed upon my Executor shall be exercisable by and imposed upon any successor Executor or Administrator. I direct that neither my Executor nor any successor Executor or Administrator shall be required to make any bond as Executor or Administrator. To the extent permissible by law, I waive the requirement that my

FOR IDENTIFICATION:

Rebecca B. P. P. P.

Executor, or any successor Executor or Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law. I specifically authorize my Executor to allocate any of my available generation-skipping tax exemptions from the federal generation-skipping tax as allowed by Section 2631 to any property of which I am deemed to be the transferor under Section 2652(a), including any property not in my probate estate and any property transferred by me during life as to which no allocation of the exemption was made prior to my death.

My Executor shall have the authority to disclaim or renounce any interest in property, in whole or in part, including any power with respect to property and including an undivided interest in property transferred to me or to my estate. Any disclaimer by my Executor shall be made in writing stating specifically the property or interest disclaimed and shall be delivered to the transferor of the property, the transferor's legal representative, or the holder of the legal title to the property to which the interest relates. Any disclaimer shall be made within the time period and in the manner required for the disclaimer to qualify under Section 2518.

My Executor shall have authority to continue all business operations in which I am interested at my death for the time permitted by law in order to avoid depreciation in value of the interests or losses to my estate or associates. My Executor may continue to act as partner, engage in any partnership, and take all actions with regard to any partnership my Executor deems advisable. I specifically authorize my Executor to sell, without

FOR IDENTIFICATION:

*Rebecca A. Adams*

the necessity of court approval, any stock or partnership interest held by my estate under the terms of any stock agreement or partnership agreement to which I was a party during my lifetime.

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 3 day of May, 1994.

Rebecca B. Adams  
Rebecca B. Adams

This instrument was, on the day and year shown above, signed, published and declared by REBECCA B. ADAMS to be her Last Will and Testament in our presence, and we at her request, have subscribed our names as witnesses in her presence and in the presence of each other.

James K. Rossell Jackson, Mississippi  
Address

Jeri L. McKee Madison, Mississippi  
Address

\\work\jkd\wills\adams.002\d2\April 14, 1994\cmg



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 14th day of February, 1997, at 1:35 o'clock P.M., and was duly recorded on the 14th day of February, 1997, Book No. 29, Page 544.

STEVE DUNCAN, CHANCERY CLERK

BY Karen Suppi D.C.

IN THE CHANCERY COURT  
OF MADISON COUNTY, MISSISSIPPI

ESTATE OF REBECCA B. ADAMS,  
DECEASED

NO. 097104

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 JAMES K. DOSSETT, JR., 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 REBECCA B. ADAMS, Deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 3rd day of May, 1994.

(2) That on the 3rd day of May, 1994, the said REBECCA B. ADAMS, signed, published and declared said instrument of writing as her Last Will and Testament, in the

presence of this affiant and in the presence of LORI L. MIKSA, the other subscribing witness to said instrument.

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

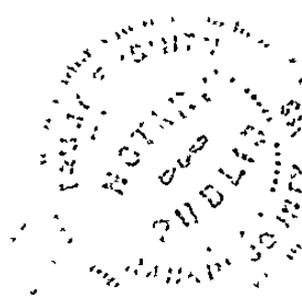
(4) That this affiant, together with LORI L. MIKSA, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said REBECCA B. ADAMS, and in the presence of each other.

James K. Dossett, Jr.  
James K. Dossett, Jr.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 10<sup>th</sup> day of February, 1997.

Jammy E. (Smith) Crawford  
Notary Public

My Commission Expires: My Commission Expires May 13, 1997



*Leonard C. Martin*

Leonard C. Martin  
BAKER, DONELSON, BEARMAN & CALDWELL  
Attorneys at Law  
Post Office Box 24417  
Jackson, Mississippi 39225  
Telephone: (601) 351-2400  
State Bar #1897

ATTORNEY



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 14th day of February, 1997, at 1:35 o'clock P. M., and was duly recorded on the 14th day of February, 1997, Book No. 29, Page 549.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Hupp* D.C.

IN THE CHANCERY COURT  
OF MADISON COUNTY, MISSISSIPPI

ESTATE OF REBECCA B. ADAMS,  
DECEASED

NO. 097104

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 LORI L. MIKSA, 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 REBECCA B. ADAMS, Deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 3rd day of May, 1994.

(2) That on the 3rd day of May, 1994, the said REBECCA B. ADAMS, signed, published and declared said instrument of writing as her Last Will and Testament, in the

presence of this affiant and in the presence of JAMES K. DOSSETT, JR., the other subscribing witness to said instrument.

(3) That the said REBECCA B. ADAMS 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 JAMES K. DOSSETT, JR., 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 REBECCA B. ADAMS, and in the presence of each other.

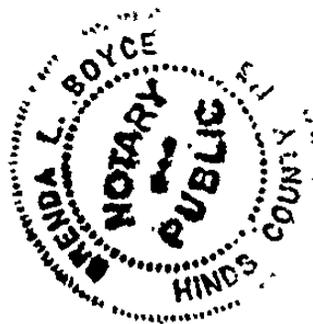
Lori L. Miksa  
Lori L. Miksa

SWORN TO AND SUBSCRIBED BEFORE ME, this the 7<sup>th</sup> day of ~~January~~ <sup>February</sup>, 1997.

Brenda L. Boyce  
Notary Public

My Commission Expires: \_\_\_\_\_

Notary Public State of Mississippi At Large  
My Commission Expires: June 20, 2000  
BONDED THRU HEIDEN-MARCHETTI, INC.



*Leonard C. Martin*

Leonard C. Martin  
BAKER, DONELSON, BEARMAN & CALDWELL  
Attorneys at Law  
Post Office Box 24417  
Jackson, Mississippi 39225  
Telephone: (601) 351-2400  
State Bar #1897

ATTORNEY



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 14th day of February, 1997, at 1:35 o'clock P. M., and was duly recorded on the 14th day of February, 1997, Book No. 29, Page 552.

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

# Last Will and Testament of FILED

HUGH W. HALLE

FEB 18 1997  
AT 9:45 O'CLOCK A.M.  
STEVE DUNCAN, CHANCERY CLERK  
By: Karen Supp, Jr.

I, HUGH W. HALLE, AN ADULT RESIDENT CITIZEN OF HINDS COUNTY, MISSISSIPPI, BEING OF SOUND AND DISPOSING MIND AND MEMORY, DO HEREBY MAKE, PUBLISH AND DECLARE THIS TO BE MY LAST WILL AND TESTAMENT, AND I DO HEREBY REVOKE ANY AND ALL OTHER WILLS AND CODICILS HERETOFORE MADE BY ME.

I.

I DO HEREBY APPOINT JOYCE MCINNIS HALLE AS THE EXECUTRIX OF THIS MY LAST WILL AND TESTAMENT. I HEREBY DIRECT THAT THE EXECUTRIX SHALL NOT BE REQUIRED TO GIVE ANY BOND, AND I HEREBY WAIVE THE NECESSITY OF HAVING A FORMAL APPRAISEMENT MADE OF MY ESTATE. I APPOINT ANITA C. HALLE AS ALTERNATE EXECUTRIX, TO SERVE UNDER THE SAME CONDITIONS IN THE EVENT THE SAID JOYCE MCINNIS HALLE IS UNABLE OR UNWILLING TO SERVE.

II.

I HEREBY DIRECT MY EXECUTRIX TO PAY ALL MY JUST AND LAWFUL DEBTS PROBATED AGAINST MY ESTATE, AND ALL FUNERAL EXPENSES AS SOON AFTER MY DEATH AS CONVENIENTLY CAN BE DONE.

III.

I DEVISE AND BEQUEATH ALL MY PROPERTY, REAL, PERSONAL AND MIXED, WHERESOEVER SITUATED, OF WHICH I MAY DIE SEIZED AND POSSESSED, TO MY WIFE, JOYCE MCINNIS HALLE. IN THE EVENT MY SAID WIFE PREDECEASES ME, I DEVISE AND BEQUEATH ALL OF MY PROPERTY, OF WHATSOEVER KIND OR CHARACTER AND WHERESOEVER SITUATED, TO MY CHILDREN, NAMELY, DONALD E. HALLE, CHARLOTTE J. HALLE, ANITA C. HALLE AND STEPHANIE S. HALLE, SHARE AND SHARE ALIKE.

IV.

IN THE EVENT MY WIFE SHALL PREDECEASE ME, I DO

HEREBY APPOINT ANITA C. HALLE AS GUARDIAN OF BOTH THE PERSON AND ESTATE OF MY DAUGHTER, STEPHANIE S. HALLE.

V.

IN THE EVENT THAT BOTH MY SAID WIFE AND I SHOULD DIE IN A COMMON ACCIDENT, OR UNDER SUCH CIRCUMSTANCES THAT IT CANNOT BE DETERMINED WHICH OF US IS THE SURVIVOR, I HEREBY DECLARE THAT I SHALL BE DEEMED TO HAVE SURVIVED HER, AND THIS WILL AND ALL OF ITS PROVISIONS SHALL BE CONSTRUED UPON THAT ASSUMPTION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME THIS THE 22<sup>nd</sup> DAY OF APRIL, 1980.

*Hugh W. Halle*  
HUGH W. HALLE

WITNESSES:

*Margaret A. Ashcraft*  
*William J. Johnson*

CERTIFICATE

THIS INSTRUMENT WAS, ON THE DAY AND YEAR SHOWN ABOVE, SIGNED, PUBLISHED AND DECLARED BY HUGH W. HALLE 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, AND HAVE OBSERVED HIS TESTAMENTARY CAPACITY ON THE DAY AND YEAR THEREIN MENTIONED.

*Margaret A. Ashcraft*  
NAME  
*Clinton, Ms 39056*  
ADDRESS

*William J. Johnson*  
NAME  
*Clinton Ms 39052*  
ADDRESS



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 18 day of February, 1997, at 9:45 o'clock A.M., and was duly recorded on the February 18, 1997, Book No 29, Page 555

STEVE DUNCAN, CHANCERY CLERK

BY: *Stacey HOO* DC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF HUGH WALLACE HALLE, DECEASED

CIVIL ACTION NO. 97-050

ANITA C. HALLE RUSHTON, PETITIONER

MADISON COUNTY, MS

FILED

FEB 18 1997

AT 9:45 O'CLOCK A.M. IN STEVE DUNCAN, CHANCERY CLERK

By: Karen Hupp

SUBSCRIBING WITNESS AFFIDAVIT

STATE OF MISSISSIPPI COUNTY OF HINDS

PERSONALLY APPEARED before me, the undersigned authority in and for the aforesaid jurisdiction, WILLIAM J. JOHNSON, a credible and competent subscribing witness to a certain instrument of writing, purporting to be the Last Will and Testament of HUGH W. HALLE, deceased, late of Madison County, State of Mississippi and the said witness having been by me first duly sworn states:

The said HUGH W. HALLE on April 22, 1980 the day and date of his Last Will and Testament, at Jackson, Mississippi freely and without any restraint and undue influence known to him, signed, published and declared said instrument to be his Last Will and Testament in the presence of said subscribing witness and also in the presence of MARGARET A. ASHCRAFT that the said HUGH W. HALLE was then of sound and disposing mind and more than 21 years of age; that he, WILLIAM J. JOHNSON, then and there at the special instance and request and in the presence of the said HUGH H. HALLE and in the presence of MARGARET A. ASHCRAFT subscribed and attested said instrument as witness to the signature and publication thereof; that said HUGH W. HALLE at the time of said attestation by said Affiant, was mentally capable of recognizing, and actually conscious of said act of attestation; and that MARGARET A. ASHCRAFT, one of the subscribing witnesses, was at the time of said attestation, a competent witness under the laws of the State of Mississippi.

William J. Johnson WILLIAM J. JOHNSON

Sworn to and subscribed before me this the 12 day of February, 1997.

Klaus Custer NOTARY PUBLIC

My Commission Expires: 5-19-97 C:\WPDOCS\95\932HIS.AFF

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 18 day of February, 1997, at 9:45 o'clock A.M., and was duly recorded on the February 18, 1997, Book No. 29, Page 557.

STEVE DUNCAN, CHANCERY CLERK

BY: Steven Hill D.C.



# Last Will and Testament

BISON COUNTY, ND  
**FILED**

OF

FEB 19 1997

MRS. DOROTHY LOCKE HERRING

AT 9:00 O'CLOCK A.M.  
STEVE DUNCAN, CHANCERY CLERK

#97-107

By: Karen Jupp, D.C.

KNOW ALL MEN BY THESE PRESENTS that I, Mrs. Dorothy Locke

Herring, being over the age of twenty one years and being of sound and disposing mind, memory, and understanding, and being mindful of the uncertainty of life as well as the certainty of death do hereby make, publish, and declare this instrument of writing to be my Last Will and Testament.

## I.

It is my will that all of my debts, including the cost of my last illness, if any, and my funeral expenses be first paid.

## II.

I hereby nominate and appoint my son Dr. Jack L. Herring as Executor of this my Last Will and Testament and direct that he be permitted to serve in said capacity without bond; however, if for any reason the said Dr. Jack L. Herring is unable or does not desire to serve in the capacity of Executor, I then hereby nominate and appoint my son Dr. Maurice F. Herring, Jr., as Executor of this my Last Will and Testament and direct that he be permitted to serve in said capacity without bond.

## III.

I hereby devise and bequeath all my property, both real and personal, share and share alike to my children, namely, Dr. Maurice F. Herring, Jr., Jean Herring Berry, Joyce Herring Norman, Dr. Jack L. Herring, and Mary J. Herring Foster.

IN TESTIMONY WHEREOF, I have signed, published, and declared the foregoing instrument as and for my Last Will and Testament on this 17th day of October, 1966.

*Mrs. Dorothy Locke Herring*  
MRS. DOROTHY LOCKE HERRING

*Mrs. Dorothy Locke Herring*  
MRS. DOROTHY LOCKE HERRING

The foregoing instrument was signed, published, and declared by Mrs. Dorothy Locke Herring, testatrix, as and for her Last Will and Testament, in our presence, who at her request, in her presence, and in the presence of each other have hereunto signed our names as witnesses hereto.

WITNESSES:

*Joe L. Mon*  
*Permelia W. Jones*



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19 day of February, 1997, at 9:00 o'clock A. M., and was duly recorded on the February 19, 1997, Book No. 29, Page 558.

STEVE DUNCAN, CHANCERY CLERK BY: Stacey Hill D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

MADISON COUNTY, MS

IN THE MATTER OF THE LAST WILL AND TESTAMENT AND ESTATE

FILED

FEB 19 1997

OF

AT 9:00 O'CLOCK A M NO. 97107  
STEVE DUNCAN, CHANCERY CLERK

MRS. DOROTHY LOCKE HERRING, DECEASED

By: Karen Suppy, D.C.

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for said County and State, Joe G. Moss, one of the subscribing witnesses to a certain instrument in writing, dated the 17th day of October, 1966, purporting to be the Last Will and Testament of Mrs. Dorothy Locke Herring, Deceased, who was an adult resident citizen of Madison County, Mississippi, who after being first duly sworn, on oath states that the said Mrs. Dorothy Locke Herring, signed, published, and declared said instrument in writing to be her Last Will and Testament, on the date of said instrument, in the presence of this affiant, and in the presence of Permelia W. Moss, the other subscribing witness thereto. That the said Mrs. Dorothy Locke Herring, was then of sound and disposing mind, memory, and understanding, and was above the age of eighteen (18) years. That this affiant and the said Permelia W. Moss each subscribed and attested said instrument dated the 17th day of October, 1966, as witnesses to the signature and

publication thereof, at the time Mrs. Dorothy Locke Herring executed same, at her special instance and request, and in the presence of the said Permelia W. Moss and in the presence of each other, on the date of said instrument.

WITNESS THE SIGNATURE of affiant this the 5<sup>th</sup> day of January, 1997.

Joe G. Moss  
JOE G. MOSS

SWORN TO AND SUBSCRIBED before me, this 5<sup>th</sup> day of January, 1997.

Beverly W. VanFleet  
NOTARY PUBLIC  
My Commission Expires: 7/31/97

JACK G. MOSS  
ATTORNEY AT LAW  
P.O. DRAWER 49  
RAYMOND, MISSISSIPPI 39154  
Telephone (601) 857-5022  
MSB #3531



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19 day of February, 1997, at 9:00 o'clock A.M., and was duly recorded on the February 19, 1997, Book No. 29, Page 560.

STEVE DUNCAN, CHANCERY CLERK BY: Stacey Hoo D.C.

#97-115

LAST WILL AND TESTAMENT

OF

SUE HANEY CARTER

MADISON COUNTY, MS

**FILED**

FEB 20 1997

AT 12:25 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK  
By: *Stacey Kelly De*

I, SUE HANEY CARTER, an adult resident citizen of Marin County, California, above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any previous Wills and/or Codicils heretofore made by me.

ITEM I.

I hereby appoint, nominate and constitute my husband, Charles Arlin Carter, as Executor of this my Last Will and Testament, and if he be unable or unwilling to so serve, then my son, C. Bradley Carter, as Executor, and in either event I waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same; and I give to my Executor, whichever serves, during the administration of my estate, all of the rights, powers and privileges hereinbelow specified for the Trustee.

ITEM II.

I give, devise and bequeath all of my property, both real, personal and mixed and wheresoever situated in trust to C. Bradley Carter and David M. Carter, as Co-Trustees, or if one is unable to so serve then the other son as sole Trustee, for the benefit of my husband, Charles Arlin Carter, during his life, and upon his death, or if he does not survive me, then I give, devise and bequeath all of my property, both real, personal and mixed, to the children of my body who are C. Bradley Carter and David M. Carter, or their issue, per stirpes, provided that the share going to any issue who is a minor shall be put in trust with my surviving son as Trustee for any such child who may be a minor, until such child becomes twenty-one years of age, and I give full authority to said Co-Trustees or sole Trustee to invest, sell and reinvest the

*SAC*

corpus and fully manage same, and to expend from income or corpus such sums as said Trustee, all in such Trustee's sole discretion, deems to be in the best interest of the beneficiary or beneficiaries from time to time, and I hereby expressly waive all bond, inventory, appraisal and accounting by said Trustee and vest full and complete discretion and authority in said Trustee, to administer, manage, sell, invest, re-invest, mortgage, encumber, expend income or corpus, all as said Trustee deems to be in the best interest of the beneficiary of said Trust, and provided further that any such Trust shall terminate when the last beneficiary thereof after my husband's death becomes twenty-one years of age, at which time all of the corpus and accrued income shall vest in such beneficiary; provided however if such beneficiary shall predecease his or her twenty-first birthday, the proceeds from said Trust shall vest in such beneficiary's heirs at law at that time with the right in the Trustee to hold the assets until any heir thereunder expires or becomes twenty-one years of age whichever time comes first. In addition to the powers, rights and privileges above set forth, the Trustee shall also have all of the privileges, rights and powers set out in the Mississippi Uniform Trustees' Powers Law with regard to the administration of this Trust.

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

Any trust which may be established under this Will shall be a private trust, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee shall not be required to

return to any court any periodic formal accounting with regard to administration of such Trust, but said Trustee shall render annual accounts to the beneficiary thereof. No person paying money or delivering property to the Trustee shall be required to see to its application. Bond shall not be required of the Trustee.

ITEM III.

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

IN WITNESS WHEREOF, I have hereunto subscribed my name this 24<sup>th</sup> day of February, 1989.

Sue Haney Carter  
SUE HANEY CARTER

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

Bette J. Pierce  
William H. Slaver  
Joe Jack Hawest  
WITNESSES



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 20<sup>th</sup> day of February, 1989, at 12:25 o'clock P.M., and was duly recorded on the 20th day of February, 1989, Book No. 29, Page 562

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Fuypp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE WILL AND ESTATE  
OF SUE HANEY CARTER, DECEASED

MADISON COUNTY, MS

No. 97-115

**FILED**

FEB 20 1997

STATE OF MISSISSIPPI

COUNTY OF HINDS

AT 12:25 O'CLOCK P M  
STEVE DUNCAN, CHANCERY CLERK  
By: Stacy Hill, Jr.

AFFIDAVIT OF SUBSCRIBING WITNESSES

This day personally came and appeared before me, the undersigned authority in and for said jurisdiction, JOE JACK HURST and BETTIE J. PIERCE, two of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Sue Haney Carter, deceased, who each, having been first duly sworn, make oath that the said Sue Haney Carter signed, published and declared the original of said instrument as her Last Will and Testament on the 24th day of February, 1989, the day and date of said instrument, in the presence of said affiants and William H. Glover, Jr., that the said testatrix was then of sound and disposing mind and memory and twenty-one (21) years and upwards of age; and said affiants and William H. Glover, Jr., 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 testatrix and in the presence of each other.

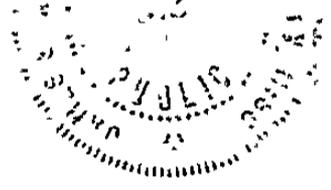
Joe Jack Hurst  
JOE JACK HURST

Bettie J. Pierce  
BETTIE J. PIERCE

SWORN to and subscribed before me, this the 18<sup>th</sup>  
day of February, 1997.

James S. Armstrong  
NOTARY PUBLIC

My Commission Expires:  
March 4, 1998



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 20<sup>th</sup> day of February, 1997, at 12:25 o'clock P. M., and was duly recorded on the 20th day of February, 1997, Book, No. 29, Page 565.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Suppi D.C.

# Last Will and Testament

#97-122

of  
MARY B. ROGERS

I, MARY B. ROGERS, an adult resident citizen, residing at 363 Dinkins Street, Canton, Madison County, Mississippi, and being of sound and disposing mind and memory, and being over the age of eighteen years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils thereto, heretofore made by me.

I.

I direct that all my just debts, funeral expenses and expenses in connection with the administration of my estate be paid. And, I further direct that my Executor provide a respectable burial for me.

II.

I give, devise and bequeath all of my property, real, personal and mixed and wheresoever located and situated, owned by me at the time of my death unto my son, Bernie R. Rogers, 363 Dinkins Street, Canton, Madison County, Mississippi.

III.

I hereby name, constitute and appoint my son, Bernie R. Rogers, as Executor of this my Last Will and Testament, and for him to so serve without bond, and without reporting to any Court for his actions.

IN WITNESS WHEREOF I have hereunto subscribed my name on this the 30 day of May, 1986.

*Mary B. Rogers*  
\_\_\_\_\_  
MARY B. ROGERS *Helen Baird*

We, the undersigned do, each hereby certify that the foregoing instrument was signed, sealed, published and declared by Mary B. Rogers, a resident citizen of 363 Dinkins Street, Canton, Madison County, Mississippi, the Testatrix therein, as and for her Last Will and Testament in the presence of us and each of us, and we, at the same time, at her request, and in her presence and in the presence of each other, and believing her to be of sound and disposing mind and memory, have hereunto subscribed our names as attesting witnesses, this the 30<sup>th</sup> day of May, 1986.

WITNESSES.

*Helen H Baird*  
\_\_\_\_\_

MADISON COUNTY, MS  
**FILED**

FEB 21 1997

AT 9:15 O'CLOCK A. M  
STEVE DUNCAN, CHANCERY CLERK

*By: Karen Tripp, P.C.*

*Linda Carr*  
\_\_\_\_\_



STATE OF MISSISSIPPI, COUNTY OF MADISON.

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of Feb., 1997, at 9:00 o'clock A. M, and was duly recorded on the 21<sup>st</sup> day of February, 1997, Book No. 29, Page 566

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Tripp* DC

## LAST WILL AND TESTAMENT

OF

SARA A. QUARTIN

MADISON COUNTY, MS

FILED

FEB 21 1997

AT 9:20 O'CLOCK A.M.  
STEVE DUNCAN, CHANCERY CLERK

By - Charles, D.C.

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

## ITEM I.

I appoint my husband, ALFRED QUARTIN, Executor of my Estate. If for any reason he is unable or unwilling to serve or continue to serve, then I appoint my daughter, TAMELA MICHELLE MOORE, as Executrix, to act in his stead. My Executor shall have all powers and discretions with respect to my estate during its administration that are enumerated in the Uniform Trustees' Powers Act, Section 91-9-101 through and including Section 91-9-119 of the Mississippi Code of 1972 Annotated, and any others that may be granted by law. I waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same.

## ITEM II.

I hereby direct my Executor to pay my funeral expenses and all of my just debts which may be probated, registered and allowed against my estate as soon as may be conveniently done.

## ITEM III.

At the time of execution of this Will, I am married to ALFRED QUARTIN, and all references in this Will to my husband, shall mean ALFRED QUARTIN. The remaining members of my immediate family group consist of: my step-daughter, LISA LYNN RATHGEBER; my step-son, GREGORY J. QUARTIN; my daughter, TAMELA MICHELLE MOORE; and my son, JAMES RUSSELL PATTERSON. References in this my Last Will and Testament to my "children" shall mean my above listed children and stepchildren.

SAQ Sap

## ITEM IV.

I direct that all estate, inheritance, transfer, legacy or succession taxes, or death duties, which may be assessed or imposed with respect to my estate, or any part thereof, wheresoever situated, whether or not passing under my Will, including the taxable value of all policies of insurance on my life and of all transfers, powers, rights or interest includible in my estate for the purposes of such taxes and duties, are to be paid out of my residuary estate, and such payment shall be made as an expense of administration without apportionment. However, should any of my beneficiaries desire to pay any estate tax out of their own non-probate funds, my Executor shall consent to such payment.

## ITEM V.

I give and bequeath to my husband, ALFRED QUARTIN, my automobiles, clothing, books, jewelry, sports equipment and other personal effects, as well as all furniture, furnishings, ornamental decorations, silverware, china, pictures, linens, glassware and the like located in our home. If my said husband shall predecease me, I give and bequeath said personal items and effects to my children, LISA LYNN RATHGEBER, GREGORY J. QUARTIN, TAMELA MICHELLE MOORE, and JAMES RUSSELL PATTERSON, share and share alike, per stirpes.

## ITEM VI.

If my said husband, ALFRED QUARTIN, survives me, then I give, devise and bequeath to my cousin, LARRY PARKER, of Nashville, Tennessee, and my husband, ALFRED QUARTIN, as Co-Trustees, property equal in value to the dollar amount which can pass free of federal estate tax in my estate by reason of the unified credit against federal estate tax allowable to my estate (the "credit shelter amount"), reduced by the aggregate of (1) all items includible in my estate for federal estate tax purposes which either are disposed of in previous articles of this Will or pass outside of this Will but only if such items do not qualify for the federal estate tax marital deduction or the federal estate tax charitable deduction, and (2) the amount of any administration expenses claimed as income

SAQ *SAQ*

tax rather than estate tax deductions. Assets transferred to satisfy this bequest shall be valued at the date of distribution. The Co-Trustees shall hold said property in Trust for the benefit of my husband, ALFRED QUARTIN, upon the following terms and conditions:

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

B. In addition to the income distributions, the Co-Trustees may pay to or for the benefit of my husband as much principal as the Co-Trustees deem advisable for the support, maintenance and health of my said husband; for support in his accustomed manner of living; or for his medical, hospital or other institutional care which my husband may require. In making distributions, the Co-Trustees shall consider income from other sources other than this Trust.

C. However, the Co-Trustees powers under paragraphs A and B of this Item VI shall be limited in that the Co-Trustees shall not pay or transfer any funds or property out of the Trust which would cause the value of the total Trust estate to be less than Two Hundred Thousand Dollars (\$200,000). In other words, at my husband's death, there shall be property with a value of no less than \$200,000 in trust available for distribution to my children as set out in Subsection D of this Item VI. If market fluctuations in the value of Trust cause the value of the Trust estate to fall below \$200,000, then no distributions shall be made to my said husband until the said value exceeds \$200,000. If the initial value of the Trust is less than \$200,000, then no distributions

SAQ. *SAQ*

shall be made to my said husband, until the value of said total trust estate shall exceed \$200,000. For purposes of determining the value of trust property to ascertain the existence of the \$200,000 minimum Trust estate, the value of my 25% interest in Q&M Enterprises (a partnership) and the partnership real estate (described in subsection E of this Item VI) shall be a total of \$50,000 (which is my initial cash investment in said partnership and said real estate). All other property shall be valued at market value for purposes of this paragraph.

D. Upon the death of my said husband, said LARRY PARKER, shall serve as the sole Trustee and shall distribute all remaining Trust assets to my children, LISA LYNN RATHGEBER, GREGORY J. QUARTIN (subject to below), TAMELA MICHELLE MOORE, and JAMES RUSSELL PATTERSON, share and share alike, per stirpes.

Part of the equal share of the remaining Trust property distributed to my daughter, TAMELA MICHELLE MOORE, shall be my ownership interest in Q&M Enterprises and the partnership real estate (located in the N 1/2 of Section 19, T5N, R1W, Hinds County, Mississippi) used in said partnership. For purposes of determining the distribution of property into equal shares to my children from this Trust, the value of my said ownership interest in said partnership and said partnership real estate shall be \$50,000, which is my initial cash investment in said interest, and not the market value of said interest. Should the \$50,000 amount exceed the value of the equal share of my said daughter to be distributed from the Trust, my said daughter shall have the option of compensating, from other sources, my other children to equalize the shares of the other children or she may elect to allow the partnership interest and partnership real estate to pass to the four children equally, per stirpes. Any transfer of my said partnership interest and partnership real estate shall be subject to the terms and conditions of the partnership agreement then in effect at my death. However, where the partnership agreement

SAQ. 

conflicts with this my Last Will and Testament, my Last Will and Testament shall apply and control.

Also, the equal share of the Trust to be distributed to my son, GREGORY J. QUARTIN, shall be held in Trust with my cousin, LARRY PARKER, of Nashville, Tennessee, as Trustee, for the benefit of my said son under the following terms and conditions:

a) The Trustee shall, during the lifetime of my said son, have full authority to expend from income or corpus such sums as the Trustee, in his sole discretion, deems to be in the best interest of my said son from time to time, and I waive all bond, inventory, appraisal and accounting (except as provided below) by said Trustee and vest full and complete discretion and authority in said Trustee to administer, manage, sell invest, re-invest, mortgage, encumber, expend income or corpus, all as said Trustee deems to be in the best interest of the beneficiary of said Trust. If the said Trustee deems it in the best long term interest of my said son, the Trustee may pay over and deliver to my said son all of said Trust property outright to my son, and the Trustee may terminate this Trust during my said son's lifetime. However, in the discretion of my Trustee, this Trust shall not be so terminated until my said son has consistently demonstrated himself to be a responsible and productive citizen over a period of several years.

At the death of my said son, any remaining proceeds from said Trust shall vest in such beneficiary's children, if any, per stirpes. If my said son is not survived by children, then my surviving children shall receive the proceeds from said Trust, share and share alike, per stirpes.

In addition to the powers, rights and privileges above set forth, the Trustee shall also have all of the privileges, rights and powers set out in the Mississippi Uniform Trustees' Powers Law with regard to the administration of this Trust. The Trust assets may be placed in any brokerage company account, including an account with Legg Mason, to be managed by said Trustee.

SAQ. *Sap*

b) Neither the principal nor the income of this Trust for my son, nor any part of same, shall be liable for any debts of my said son, nor shall the same be subject to seizure by any creditor of my said son, and he shall not have any power to sell, assign, transfer, convey, encumber, or in any manner to anticipate or dispose of his interests in the Trust fund.

c) This Trust shall be a private Trust, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee shall not be required to return to any court any periodic formal accounting of his administration of the Trust, but said Trustee shall render annual account to my said son. No person paying money or delivering property to the Trustee shall be required to see to its application.

E. The Co-Trustees of the Trust under this Item VI established for my said husband, ALFRED QUARTIN, shall have full and complete discretion and authority to administer, manage, sell, invest, re-invest, mortgage, encumber, all as said Co-Trustees deem to be in the best interest of my said husband. I specifically give the Co-Trustees the right to sell any interest in a partnership, Q&M Enterprises, and the partnership real estate, on the terms they deem appropriate and in the best interest of my said husband. In addition to the powers, rights and privileges above set forth, the Co-Trustees shall also have all of the privileges, rights and powers set out in the Mississippi Uniform Trustees' Powers Law with regard to the administration of the Trust for my said husband. The Trust assets may be placed in any brokerage company account, including an account with Legg Mason, to be managed by said Co-Trustees.

Neither the principal nor the income of this Trust for my husband, nor any part of same, shall be liable for any debts of my said husband, nor shall the same be subject to seizure by any creditor of my said husband.

SAQ *Saq*

The Trust established for my husband under this Item VI shall be a private Trust, and the Co-Trustees shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Co-Trustees shall not be required to return to any court any periodic formal accounting of his administration of the Trust, but said Co-Trustees shall render annual account to my said husband.

The partnership real estate referred to in this Item is more fully described as follows:

Being situated in the N 1/2 of Section 19, T5N, R1W, Hinds County, Mississippi and being more particularly described as follows:

Commence at the intersection of the West Right of Way line of Springridge Road with the apparent South Boundary of the North 1/2 of Section 19, and run North 9 degrees 59 minutes West, along the West Right of Way line of Springridge Road, 1043.9 feet; run thence South 80 degrees 01 minutes West 10.0 feet to the Southern Right of Way line of New Mississippi Highway 18; run thence North 9 degrees 59 minutes West, along the Southern Right of Way line of New Mississippi Highway 18, 100.02 feet to a concrete Right of Way marker; run thence North 69 degrees 27 minutes West, along the Southern Right of Way line of New Mississippi Highway 18, 307.9 feet; run thence South 77 degrees 38 minutes West, along the Southern Right of Way line of New Mississippi Highway 18, 669.0 feet to an iron pin marking the NE corner of and the Point of Beginning for the property herein described; run thence South 12 degrees 22 minutes East 263.6 feet; thence run South 78 degrees 02 minutes West along a fence line, 330.0 feet, run thence North 12 degrees 22 minutes West 261.3 feet to the Southern Right of Way line of New Mississippi Highway 18; run thence North 77 degrees 38 minutes East along the Southern Right of Way line of New Mississippi Highway 18, 330.0 feet to the POINT OF BEGINNING, containing 2.0 acres, more or less.

ITEM VII.

I give, devise and bequeath all of the rest and remainder of my property, of whatsoever kind or character and wheresoever situated to my said husband, ALFRED QUARTIN.

ITEM VIII.

In the event that my said husband does not survive me, then I give, devise and bequeath all the rest, residue and remainder of my property to my children, LISA LYNN RATHGEBER, GREGORY J. QUARTIN (subject to below), TAMELA MICHELLE MOORE, and JAMES RUSSELL PATTERSON, share and share alike, per stirpes, except that the share for my son, GREGORY J. QUARTIN, shall be distributed to Larry

SAQ *SAQ*

Parker, my cousin of Nashville, Tennessee, as Trustee under the terms and conditions set out in Item VI, Section D (a), (b), and (c).

Part of the equal share distributed to my daughter, TAMELA MICHELLE MOORE, under this Item VIII, shall be any ownership interest in Q&M Enterprises and the partnership real estate (located in the N 1/2 of Section 19, T5N, R1W, Hinds County, Mississippi) used in said partnership. For purposes of determining the distribution of property into equal shares to my children under this Item VIII of my Last Will and Testament, the value of my said ownership interest in said partnership and said partnership real estate shall be the initial cash investment in said interest, not the market value of said interest. (For example, I originally held a 25% interest in said partnership and partnership real estate and I made an initial \$50,000 cash investment in said interest.) Should the initial cash investment made in my interest in said partnership interest and real estate exceed the value of the equal share of my said daughter to be distributed under this Item, my said daughter shall have the option of compensating, from other sources, my other children to equalize the shares of the other children or she may elect to allow the partnership interest and partnership real estate to pass to the four children equally, per stirpes, as specified under this Item. Any transfer of my said partnership interest and partnership real estate shall be subject to the terms and conditions of the partnership agreement then in effect at my death. However, where the partnership agreement conflicts with this my Last Will and Testament, my Last Will and Testament shall apply and control.

ITEM IX.

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

## ITEM X.

If I own real estate located outside the state of my domicile or if ancillary administration of my estate is needed for any other reason, I appoint my domiciliary executor or any of them who may be permitted to qualify in the other jurisdiction as my executor in the other jurisdiction. If my domiciliary executor or any of them is unable to unwilling to qualify, I appoint as my executor in the other jurisdiction the person or persons selected by my domiciliary executor by an instrument in writing signed by my domiciliary executor and delivered to the person or persons so selected and to the court in the other jurisdiction having the authority over the ancillary probate of my Will. The ancillary administrator is not required to post bond, file inventories, or make accountings or reports to any court and has the same powers as my domiciliary executor.

IN WITNESS WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament on this the 14<sup>th</sup> day of August, 1996.

  
SARA A. QUARTIN

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

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

WITNESS: Gary E. Mauer Address: P.O. Box 1926  
Madison, MS 39130



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21st day of February, 1997, at 9:20 o'clock A.M., and was duly recorded on the 21st day of February, 1997, Book No. 29, Page 567.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

SAQ [Signature]

FEB 21 1997

BOOK 29 PAGE 577

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI \_\_\_\_\_ O'CLOCK \_\_\_\_\_ M  
STEVE DUNCAN, CHANCERY CLERKIN THE MATTER OF THE ESTATE OF  
MARY B. ROGERS, DECEASEDCAUSE NO. 97-122

AFFIDAVIT OF SUBSCRIBING WITNESS  
TO LAST WILL AND TESTAMENT

STATE OF MISSISSIPPI

COUNTY OF MADISON

THIS DAY PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned legal authority in and for the jurisdiction aforesaid, the within named HELEN H. BAIRD, who being by me first duly sworn, says on oath:

1.

That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Mary B. Rogers, deceased, who was personally known to the affiant and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated May 30, 1986.

2.

That on the 30th day of May, 1986, the said Mary B. Rogers signed, published and declared said instrument of writing as her Last Will and Testament in the presence of this affiant and in the presence of Linda Cain, the other subscribing witnesses to said instrument.

3.

That the said Mary B. Rogers was then and there above the age of eighteen (18) years, of sound and disposing mind and memory,

and in full possession of all of her mental faculties.

4.

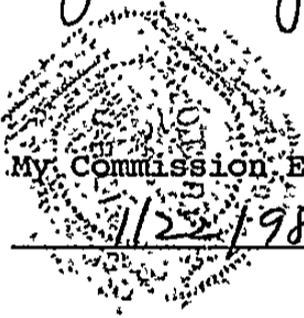
That this affiant, together with Linda Cain, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence, of said Mary B. Rogers and in the presence of each other.

AND FURTHER AFFIANT SAITH NOT.

Helen H. Baird  
HELEN H. BAIRD

SWORN TO AND SUBSCRIBED BEFORE ME, this the 2 day of January, 1997.

Barbara P. Edwards  
Notary Public



My Commission Expires:  
1/25/98

David N. Gillis (Bar No. 4852)  
Attorney at Law  
405 Tombigbee Street  
Jackson, Mississippi 39201  
Telephone: (601) 969-5911

-2-



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of Feb, 1997, at 9:00 o'clock A.M., and was duly recorded on the 21<sup>st</sup> of Feb., Book No. 29, Page 577.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Tripp D.C.



ITEM V.

I hereby give, devise and bequeath unto the three children of Robert David Sanders, Jr. the sum of Five Thousand Dollars (\$5,000.00) each in cash.

ITEM VI.

I hereby give, devise and bequeath unto the three children of June Sanders Clement the sum of Five Thousand Dollars (\$5,000.00) each in cash.

ITEM VII.

I hereby give, devise and bequeath unto the two children of James W. Sanders the sum of Five Thousand Dollars (\$5,000.00) each in cash.

ITEM VIII.

I hereby give, devise and bequeath unto the two children of Sheila Sanders Lively the sum of Five Thousand Dollars (\$5,000.00) each in cash.

ITEM IX.

I hereby give, devise and bequeath unto the three children of Audrey Williams Brand the sum of Five Thousand (\$5,000.00) each in cash.

ITEM X.

I hereby give, devise and bequeath unto the son of my brother, J. O. Williams, Jr., the sum of Five Thousand Dollars (\$5,000.00) in cash.

ITEM XI.

Whereas, under the Will of my deceased husband, Robert D. Sanders, certain property is held in trust for me by the Co-Trustees of the Marital Trust established in said Will, over which I have the power of appointment as provided therein, I now hereby expressly exercise said power of appointment as to all of the assets of the Marital Trust under the Will of Robert D.

*Catherine D. Sanders*

Sanders, deceased, by appointing said property to the following persons in the percentage set forth after each name:

James W. Sanders, II	23%
Sheila Sanders Lively	23%
June Sanders Clement	23%
Robert David Sanders, Jr.	31%

ITEM XII.

All of the rest, residue and remainder of my property, wheresoever the same may be situated, and whatsoever the same may consist, including property acquired after the date of this Will and Testament, and whether the same be real, personal or mixed, I hereby give, devise and bequeath to the following persons in the percentage set forth after each name:

Robert David Sanders, Jr.	40%
Sheila Sanders Lively	20%
June Sanders Clement	20%
James W. Sanders, II	20%

ITEM XIII.

Any share of my estate becoming distributable to anyone who is under the age of twenty-one (21) years at the time of my death shall not vest in such beneficiary, but shall instead be held IN TRUST to pay or apply to his or her use the income thereof, and also such amount or amounts of principal (even to the extent of all) as the trustee may deem appropriate for the support and welfare of such beneficiary; and the trustee shall consider or disregard, to such extent as the trustee deems proper, other resources that the beneficiary may have or the duty of any other person to support the beneficiary; and when such beneficiary attains the age of twenty-one years, the trustee shall distribute to him or her the then remaining principal of and any accumulated income therefrom, if any.

ITEM XIV.

The said trustee is hereby vested with every power, discretion and authority in connection with the holding, investment,

*Catherine W. Sanders*

reinvestment, management and general handling of the trust estate hereby created that he would have as the individual owner thereof. In addition to such general authority as is hereby vested in the trustee, the trustee shall have all common law and statutory authority provided by the laws of Mississippi.

## ITEM XV.

Neither the corpus nor the income of any trust arising under this Will shall be liable for the debts of any beneficiary thereof, nor shall the same be subject to seizure by any creditor of any beneficiary, under any writ or proceeding at law or in equity, and no beneficiary shall have any power to sell, assign, transfer, encumber or in any other manner to anticipate or dispose of his or her interest in such trust or the income produced thereby.

## ITEM XVI.

I hereby nominate, constitute and appoint my son, Robert David Sanders, Jr., trustee of the trust or trusts herein provided and request that he not be required to furnish bond or account to any court in this or in any other state for the faithful performance of his duties as such trustee, bond and accounting being hereby specially waived. In the event that my son, Robert David Sanders, Jr., should predecease me, or if for any reason he should refuse, fail or cease to act as trustee, then I appoint J. Dudley Buford, trustee of the trust or trusts herein created, and he likewise to serve without bond or accounting.

## ITEM XVII.

The executor and trustee shall keep or cause to be kept accurate books and records of accounts pertaining to the property under his control, and the same shall be available for inspection at all reasonable times by the beneficiaries under this will and trust.

*Catherine W. Sanders*

I direct that no proceedings be had in any Probate Court, with reference to my said Estate, except the probating of this my Last Will and Testament, the filing of an inventory, etc., and I hereby waive all accounting to the Court.

IN WITNESS WHEREOF, I have hereunto signed my name in the presence of J. Dudley Buford and Crane D. Kipp in Copiah County, Mississippi, on this the 27<sup>th</sup> day of January, 1984.

Catherine W. Sanders  
CATHERINE W. SANDERS

On this the 27<sup>th</sup> day of January, 1984, the foregoing instrument, was signed, published and declared by Catherine W. Sanders as and for her Last Will and Testament in the presence of us, and each of us, and we at the same time, in her presence and in the presence of each other, and at her request, have hereunto signed our names as attesting witnesses in Copiah County, Mississippi.

J. Dudley Buford  
J. Dudley Buford  
Crane D. Kipp  
Crane D. Kipp

STATE OF MISSISSIPPI

COUNTY OF COPIAH

Before me, the undersigned authority, on this day personally appeared Catherine W. Sanders, J. Dudley Buford and Crane D. Kipp, known to me to be the Testatrix and the witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and all of said persons being by me duly sworn, the said Catherine W. Sanders, Testatrix,

declared to me and to the said witnesses in my presence that said instrument is her Last Will and Testament, and that she has willingly made and executed it as her free act and deed for the purpose therein expressed; and said witnesses, each on his oath, stated to me, in the presence and hearing of the said Testatrix and each other, that the said Testatrix had declared to them that such instrument is her Last Will and Testament, and that she executed same as such and wanted each of them to sign it as a witness; and upon their oath, each witness stated further that they did sign the same as witnesses in the presence of the said Testatrix and each other and at her request; that she was at that time over twenty-one years of age and was of sound mind; and that each of said witnesses was then over twenty-one years of age.

Catherine W. Sanders  
CATHERINE W. SANDERS

J. Dudley Buford  
J. DUDLEY BUFORD

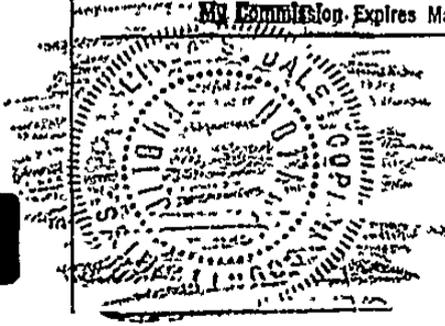
Crane D. Kipp  
CRANE D. KIPP

Sworn and subscribed and acknowledged before me by the said Catherine W. Sanders, Testatrix, and subscribed and sworn to before me by the said J. Dudley Buford and Crane D. Kipp, witnesses, on this the 21<sup>st</sup> day of January, 1984.

Linda S. Dale  
Notary Public

My Commission Expires:

My Commission Expires May 17, 1987



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of Feb. 1987, at 9:00 o'clock A.M., and was duly recorded on the 21<sup>st</sup> of Feb, Book No. 29, Page 579.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Kipp D.C.

FEB 21 1997

AT 10:00 O'CLOCK A M  
STEVE DUNCAN, CHANCERY CLERK

By: *Kouagoupe*

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before the undersigned authority at law in and for the jurisdiction aforesaid, CRANE D. KIPP, 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 Catherine W. Sanders, who is personally known to this affiant, and whose signature is affixed to said Last Will and Testament, which said Last Will and Testament is dated January 27, 1984, and consists of six (6) typewritten pages.

2. That on the 27th day of January, 1984, Catherine W. Sanders signed, published and declared said instrument as her Last Will and Testament, in the presence of this affiant and in the presence of J. Dudley Buford, the other subscribing witness to said instrument (now deceased).

3. That said Catherine W. Sanders, testatrix, was then and there examined by the subscribing witnesses and found to be knowledgeable of her assets and the objects of her bounty, of sound and disposing mind and memory and over the age of twenty-one (21) years.

4. That this affiant and J. Dudley Buford 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 Catherine W. Sanders, testatrix, and in the presence of each other.

5. That this affiant is a resident of Hinds County, Mississippi.

*Crane D. Kipp*  
CRANE D. KIPP

SWORN TO AND SUBSCRIBED before me, this the 30<sup>th</sup> day of January, 1997.

*Barbara R. Hester*  
NOTARY PUBLIC

My Commission Expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES AUG. 23, 1999  
BONDED THRU STATE NOTARY SERVICE



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of Feb, 1997, at 9:00 o'clock A M., and was duly recorded on the 21<sup>st</sup> of Feb, Book No. 29, Page 585.

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

FILED  
THIS DATE  
FEB 21 1997  
STEVE DUNCAN  
CHANCERY CLERK  
BY *[Signature]*

BOOK 29 PAGE 586

# Last Will and Testament

of  
JIM ROGERS

#97-123

I, JIM ROGERS, an adult resident citizen, residing at 363 Dinkins Street, Canton, Madison County, Mississippi, and being of sound and disposing mind and memory, and being over the age of eighteen years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils thereto, heretofore made by me.

I.

I direct that all my just debts, funeral expenses and expenses in connection with the administration of my estate be paid. And, I further direct that my Executor provide a respectable burial for me.

II.

I give, devise and bequeath all of my property, real, personal and mixed and wheresoever located and situated, owned by me at the time of my death unto my son, Bennie R. Rogers, residing at 363 Dinkins Street, Canton, Madison County, Mississippi.

III.

I hereby name, constitute and appoint my son, Bennie R. Rogers, as Executor of my Last Will and Testament, and for him to so serve without bond, and without reporting to any Court for his actions.

IN WITNESS WHEREOF I have hereunto subscribed my name on this the 30 day of May, 1986.

*[Signature]*  
JIM ROGERS  
*[Signature]*  
Helen Baird

We, the undersigned, do each hereby certify that the foregoing instrument was signed, sealed, published and declared by Jim Rogers, a resident citizen of 363 Dinkins Street, Canton, Madison County, Mississippi, the Testator therein, as and for his Last Will and Testament in the presence of us and each of us, and we, at the same time, at his request and in his presence and in the presence of each other, and believing him to be of sound and disposing mind and memory, have hereunto subscribed our names as attesting witnesses, this the 30th day of May, 1986.

WITNESSES:

*[Signature]*  
Helen H. Baird  
*[Signature]*  
Linda Cain



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21st day of Feb., 1997, at 9:00 o'clock A.M., and was duly recorded on the 21st of Feb., Book No. 29, Page 586.

STEVE DUNCAN, CHANCERY CLERK BY: \_\_\_\_\_ D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
JIM ROGERS, DECEASED

CAUSE NO. 97-123

AFFIDAVIT OF SUBSCRIBING WITNESS  
TO LAST WILL AND TESTAMENT

MADISON COUNTY, MS

**FILED**

FEB 21 1997

STATE OF MISSISSIPPI  
COUNTY OF MADISON

AT \_\_\_\_\_ O'CLOCK \_\_\_\_\_ M  
STEVE DUNCAN, CHANCERY CLERK

*By: K. C. [Signature]*

THIS DAY PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned legal authority in and for the jurisdiction aforesaid, the within named HELEN H. BAIRD, who being by me first duly sworn, 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 Jim Rogers, deceased, who was personally known to the affiant and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated May 30, 1986.

2.

That on the 30th day of May, 1986, the said Jim Rogers 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 Linda Cain, the other subscribing witnesses to said instrument.

3.

That the said Jim Rogers was then and there above the age of eighteen (18) years, of sound and disposing mind and memory,

and in full possession of all of his mental faculties.

4.

. That this affiant, together with Linda Cain, 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 Jim Rogers and in the presence of each other.

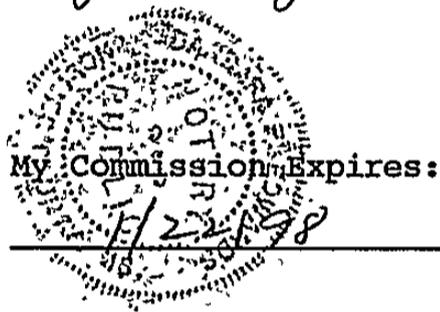
AND FURTHER AFFIANT SAITH NOT.

Helen H. Baird  
HELEN H. BAIRD

SWORN TO AND SUBSCRIBED BEFORE ME, this the 2 day of

January, 1997.

Barbara P. Edwards  
Notary Public



David N. Gillis (Bar No. 4852)  
Attorney at Law  
405 Tombigbee Street  
Jackson, Mississippi 39201  
Telephone: (601) 969-5911

-2-

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of Feb., 1997, at 9:00 o'clock A.M., and was duly recorded on the 21<sup>st</sup> of Feb., Book No. 29, Page 587.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jipp D.C.

# Last Will and Testament

MADISON COUNTY, MS

**FILED**

FEB 21 1997

OF

JIMMIE LEAVY

#97-041

AT 1:00 O'CLOCK P. M  
STEVE DUNCAN, CHANCERY CLERK

By: *Karen Fipp, DC*

I, JIMMIE LEAVY, of Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind and memory, do make, publish and declare this to be my Last Will and Testament, hereby revoking all previous Wills and Codicils:

I.

I appoint as the Executor of my estate my son, Carl Leavy, to serve without bond and to act as his good judgment and discretion will determine; and he shall not be required to file any accounting, annual or final, to any Courts of his actions as Executor.

II.

I give, devise and bequeath to my sons, Carl Leavy and Fennell Leavy, at the time of my death, to share and share alike the following described real property:

Forty (40) acres being situated in the NE 1/4 of NW 1/4 Section 9, Township 11 North, Range 4 East, Madison County, Mississippi.

III.

I give, devise and bequeath to my sons, Carl Leavy and Fennell Leavy, at the time of my death, to share and share alike, the residue of my estate.

IV.

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

WITNESS MY SIGNATURE this the 31st day of January, 1991.

+ Jimmie Leavy  
JIMMIE LEAVY

WITNESSES:

Russell Donald  
Bessie M. Danks

\* \* \*

STATE OF MISSISSIPPI

COUNTY OF MADISON

WE, the undersigned, do certify that we have subscribed our signatures as attesting witnesses to the above and foregoing instrument on the date therein stated at the request of JIMMIE LEAVY, who, declared the said instrument to be his Last Will and Testament, and who signed said instrument in our presence and that at his request we affixed our signatures hereto as attesting witnesses in his presence and in the presence of each other.

WITNESS OUR HANDS, this 31st day of January, 1991.

Russell Donald  
Bessie M. Danks

ADDRESS  
232 West Peace St  
Canton, MS 39046  
P.O. Box 824  
Canton, MS 39046

THE LAST WILL AND TESTAMENT

OF

FANNIE MAE HARRIS

MADISON COUNTY, MS

FILED

FEB 21 1997

AT \_\_\_\_\_ O'CLOCK \_\_\_\_ M  
STEVE DUNCAN, CHANCERY CLERK

WHEREAS, I, Fannie Mae Harris, being an adult resident citizen of Madison County, Mississippi, and being of sound and disposing mind and of testamentary capacity, and not contemplating suicide, and being a widow, do hereby make and publish and declare this to be my Last Will and Testament, hereby revoking any and all wills and Codicils which may have heretofore been made by me.

I.

I hereby direct that all my just debts for which timely and proper claims are filed against my Estate, including the expense of my last illness and funeral and a grave marker, be paid by my Executor as soon after my death as is convenient, provided however, that this direction shall not authorize the payment of any debts or obligations prior to their maturity in due course nor does this direction authorize the payment of any debt or obligation which has been barred by the Statute of Limitations or discharged in bankruptcy proceedings.

II.

I hereby appoint my sister, Bobbie J. Davis, as Co-Executrix of my Estate. I direct that no bonds, nor accountings shall be required of any Executrix named herein in any proceedings connected with my Estate or the probate thereof.

I hereby waive any requirement for inventory and appraisal of my Estate.

III.

I further appoint that beloved child that I raised as my own, Fannie Ray Barnes, as Co-Executrix of my Estate to serve with my sister. I direct that no bonds, nor accountings be required of Fannie Ray Barnes, in her capacity as Co-Executrix of my Estate.

I hereby waive any requirement for inventory and appraisal of my Estate.

*F. MH*

IV.

I hereby devise and bequeath unto Fannie Ray Barnes my rings and any funds that may remain in any bank checking account which I may own at the time of my death.

V.

In the event my mother, Beatrice Burse, has not predeceased me, than I direct that she be allowed to live in my residence as her own until her death if she so desires. I further direct that my very good friend Charles Moore, be allowed live in and use the bedroom with a bathroom attached in my residence for so long as he lives if he so desires. That room is the one he now occupies when he visits me at my home.

VI.

I hereby devise and bequeath all rest, residue and remainder of my Estate, whether real, personal or mixed wherever situated be divided as follows and subject to the conditions set forth hereinbelow:

1. One-Half (1/2) to my sister, Bobbie J. Davis; and
2. One-Half (1/2) to Fannie Ray Barnes, Kenny Barnes, Jr., Kenisha Barnes, Kimberly Barnes and Tina Barnes, share and share alike.

I hereby direct that my house including all furnishings therein and any real property upon which my house is sited which I may own at the time of my death not be sold until the four children of Fannie Ray Barnes, named above, each attain the age of 21 years and until my sister, Bobbie J. Davis is deceased, and only then.

VII.

I direct that all estate inheritance, legacies, successions, or other death taxes of any nature which may be assessed, or levied by the United States of America or the State of my domicile or by any other jurisdiction, upon or with respect to

property passing by the provisions of this Will, upon or with respect to property not under the provisions of this Will but upon which property such taxes are assessed or imposed, including all such taxes imposed upon the proceeds of any and all policies of insurance upon my life paid out of my residuaries, unless my residual Estate is insufficient to pay those taxes in full, no claim shall be made by my Executor for contribution toward the payment of such taxes against any beneficiary under this Will, other than residual beneficiaries, or against any person who by reason of death receives property outside this Will or any person who receives the proceeds of life insurance contracts.

IN WITNESS WHEREOF, I SIGN, SEAL AND DELIVER THIS MY LAST WILL AND TESTAMENT BEFORE THE WITNESSES HERE AT MY REQUEST THIS THE 7 DAY OF Oct, 1924.

Fannie Mae Harris

T E S T A T R I X

WITNESSES:

Gina Bayman

Marie Jones

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of Fannie Mae Harris, do hereby certify that said instrument was signed by the said Fannie Mae Harris, in our presence and in the presence of each of us and that Fannie Mae Harris declared the same to be her Last Will and Testament in the presence of each of us and that we each signed as subscribing

witnesses to said Last Will and Testament at the request of Fannie Mae Harris in her presence and in the presence of each other.

WITNESSES:

Lina Boyman

NAME

177 4th Street

ADDRESS

Flora MS 39071

Marie Jones

NAME

P.O. Box 656

ADDRESS

Flora miss 39071



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of February, 1997, at 9:00 o'clock A.M., and was duly recorded on the 21<sup>st</sup> of February, 1997 Book No. 29, Page 589.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Tripp D.C.

IN THE CHANCERY COURT OF Madison COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
FANNIE MAE HARRIS

CAUSE NO. 97-129

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 Marie Jones, who being by me first duly sworn according to law, says on oath:

(1) I am over twenty-one (21) years of age, and was such at the time I witnessed the instrument hereinafter described. I am not the convict of a felony. I have no interest, direct or indirect, in the property or estate of FANNIE MAE HARRIS, deceased; nor did I have such interest at the time or since the time that FANNIE MAE HARRIS, signed and published a Last Will and Testament. I am of sound mind.

(2) That this Affiant is one of the subscribing witnesses to an instrument of writing recorded to be the Last Will and Testament thereto of FANNIE MAE HARRIS, deceased, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament, whose Last Will and Testament was dated, signed and witnessed on the 7th day of October, 1994.

(3) That on the 7th day of October, 1994, the said FANNIE MAE HARRIS, signed, published and declared said instrument of writing as her Last Will and Testament in the presence of this Affiant and in the presence of Gina Bozeman, the other subscribing witness to said instrument.

(4) That the said FANNIE MAE HARRIS, was then and there of sound and disposing mind and memory, and well above the age of twenty-one(21) years.

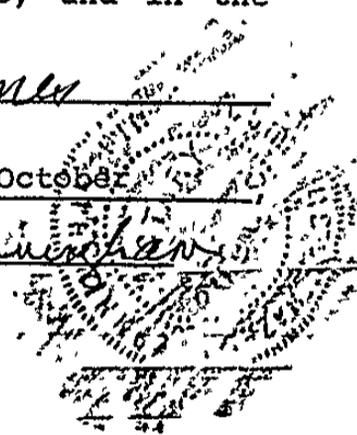
(5) That this Affiant, together with Gine Bozeman, subscribed and attested to said instrument, as witnesses to the signature and publication derived at the special instance and request and in the presence of FANNIE MAE HARRIS, and in the presence of each other.

Marie Jones  
AFFIANT

SWORN TO AND SUBSCRIBED, this 7th day of October, 1994.

My Commission Expires:  
Oct. 20, 1996

Harold Cunningham  
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21st day of Feb., 1997, at 9:00 o'clock A.M., and was duly recorded on the 21st of Feb., Book No. 29, Page 595.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Tripp D.C.

IN THE CHANCERY COURT OF Madison COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
FANNIE MAE HARRIS

CAUSE NO. 97129

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 Gina Bozeman, who being by me first duly sworn according to law, says on oath:

(1) I am over twenty-one (21) years of age, and was such at the time I witnessed the instrument hereinafter described. I am not the convict of a felony. I have no interest, direct or indirect, in the property or estate of FANNIE MAE HARRIS, deceased; nor did I have such interest at the time or since the time that FANNIE MAE HARRIS, signed and published a Last Will and Testament. I am of sound mind.

(2) That this Affiant is one of the subscribing witnesses to an instrument of writing recorded to be the Last Will and Testament thereto of FANNIE MAE HARRIS, deceased, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament, whose Last Will and Testament was dated, signed and witnessed on the 7th day of October, 1994.

(3) That on the 7th day of October, 1994, the said FANNIE MAE HARRIS, signed, published and declared said instrument of writing as her Last Will and Testament in the presence of this Affiant and in the presence of Marie Jones, the other subscribing witness to said instrument.

(4) That the said FANNIE MAE HARRIS, was then and there of sound and disposing mind and memory, and well above the age of twenty-one(21) years.

(5) That this Affiant, together with Marie Jones, subscribed and attested to said instrument, as witnesses to the signature and publication derived at the special instance and request and in the presence of FANNIE MAE HARRIS, and in the presence of each other.

Gina Bozeman  
AFFIANT

SWORN TO AND SUBSCRIBED, this 7th day of October, 1994  
My Commission Expires: Oct. 20, 1996  
Wayne Cunningham  
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21st day of Feb. 1997, at 9:00 o'clock A.M., and was duly recorded on the 21st of Feb., Book No. 29, Page 596.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Trapp D.C.

FEB 21 1997

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

9:20 O'CLOCK A M  
STEVE DUNCAN, CHANCERY CLERK  
By: [Signature]

IN THE MATTER OF THE ESTATE

OF

CIVIL ACTION NO. 97124

SARA A. QUARTIN, DECEASED

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the state and county aforesaid, the within named JAYNIE E. MAXEY, P. O. Box 1247, Madison, Mississippi 39130, who being by me first duly sworn according to law, says on oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Sara A. Quartin, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 14th day of August, 1996, a true and correct copy of which is attached hereto as an Exhibit.

(2) That on the 14th day of August, 1996, the said Sara A. Quartin, signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Thomas M. Milam, Esq., the other subscribing witness to the instrument.

(3) That Sara A. Quartin 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 Thomas M. Milam, Esq. 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 Sara A. Quartin, and in the presence of each other.

Jaynie E. Maxey  
JAYNIE E. MAXEY

SWORN TO AND SUBSCRIBED before me, as of the 21<sup>st</sup> day of February, 1997.

Thomas M. Milam  
Notary Public

Notary Public State of Mississippi At Large  
My Commission Expires July 15, 1998

My Commission Expires: BONDED THRU HEIDEN-MARCHETTI, INC.

OF COUNSEL:

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

quartin\estate\affidavit.002

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of February, 1997, at 9:00 o'clock A. M., and was duly recorded on the 21<sup>st</sup> of Feb., Book No. 29, Page 597.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jripp, D.C.

FEB 21 1997

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

AT 9:20 O'CLOCK A M  
STEVE DUNCAN, CHANCERY CLERK

IN THE MATTER OF THE ESTATE

OF

CIVIL ACTION NO. 97124

SARA A. QUARTIN, DECEASED

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the state and county aforesaid, the within named THOMAS M. MILAM, ESQ., P. O. Box 1247, Madison, Mississippi 39130, who being by me first duly sworn according to law, says on oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Sara A. Quartin, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 14th day of August, 1996, a true and correct copy of which is attached hereto as an Exhibit.

(2) That on the 14th day of August, 1996, the said Sara A. Quartin, signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Jaynie E. Maxey, the other subscribing witness to the instrument.

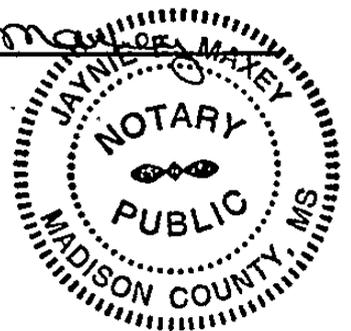
(3) That Sara A. Quartin was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with Jaynie E. Mawry 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 Sara A. Quartin, and in the presence of each other.

Thomas M. Milam  
THOMAS M. MILAM, ESQ.

SWORN TO AND SUBSCRIBED before me, as of the 21<sup>st</sup> day of February, 1997.

Jaynie E. Mawry  
Notary Public



My Commission Expires: 3/23/99

OF COUNSEL:

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

quartin\estate\affidavit.001



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of February, 1997, at 9:20 o'clock A. M., and was duly recorded on the 21<sup>st</sup> day of February, 1997, Book No. 29, Page 599.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Suppe D.C.