

LAST WILL AND TESTAMENT
OF
MARY H. BRUNINI

#97571

FILED
THIS DATE
AUG 06 1997
STEVE DUNCAN
CLERK
BY *[Signature]*

I, MARY H. BRUNINI, hereby revoke all prior Wills and codicils and every other instrument of a testamentary nature heretofore made by me, and declare this to be my Last Will and Testament in manner and form as follows:

ARTICLE I

I give, devise and bequeath all of my estate, both real, personal and mixed of every nature and wherever situated, unto my children, MARY BRUNINI McARDLE, THERESA (TESSIE) BRUNINI SCHWEITZER, and EDMUND L. BRUNINI, JR., in equal shares per stirpes. I expressly make no provision for my husband as this my Will is in accord with both of our wishes.

ARTICLE II

I nominate and appoint my son, EDMUND L. BRUNINI, JR., as Executor of this my Last Will and Testament. If he does not survive me, I appoint the First National Bank of Jackson, Mississippi as Executor. No Executor shall be required to give bond or file an appraisal or formal accounting with any court.

ARTICLE III

For the benefit of the court I make known that I have been married but once and that to EDMUND L. BRUNINI. I now have three (3) children who are MARY BRUNINI McARDLE, THERESA BRUNINI SCHWEITZER, and EDMUND L. BRUNINI, JR.

WITNESS MY SIGNATURE this the 22nd day of

April, 1975.

Mary H. Brunini
MARY H. BRUNINI

We, each of the subscribing witnesses to the Last Will and Testament of MARY H. BRUNINI, do hereby certify that said instrument was signed in our presence and in the presence of each of us, and that the said MARY H. BRUNINI declared the same to be her Last Will and Testament in the presence of each of us, and that we signed as subscribing witnesses to said Will at the request of MARY H. BRUNINI, in her presence and in the presence of each other.

John M. Brown
Address: 132 Deudron
Jackson, Ms.

Charles P Adams Jr
Address: 2171 Southwood Rd
Jackson, MS



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 11th day of August 1997 at o'clock M., and was duly recorded on the 6th day of August, 1997 Book No 30, Page 114.

STEVE DUNCAN, CHANCERY CLERK

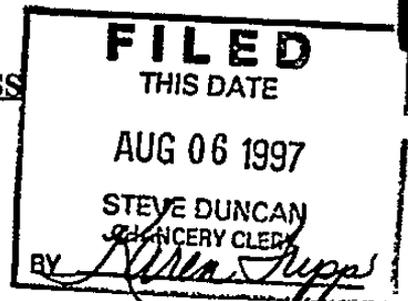
BY: Karen Fupp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: THE WILL AND ESTATE OF
MARY H. BRUNINI, DECEASED

NO. 97-571

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 CHARLES P. ADAMS, JR., who being by me first duly sworn according to law, says on oath:

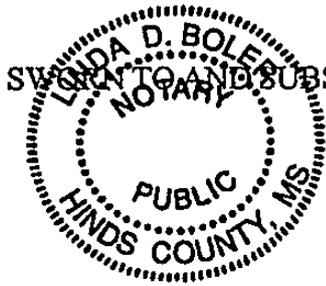
(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of MARY H. BRUNINI, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, which is dated the 22nd day of April, 1975.

(2) That on the 22nd day of April, 1975, MARY H. BRUNINI 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 JOHN M. GROWER, the other subscribing witness to the instrument.

(3) That MARY H. BRUNINI 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 JOHN M. GROWER, subscribed and attested the instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of MARY H. BRUNINI, and in the presence of each other.

Charles P. Adams, Jr.
CHARLES P. ADAMS, JR.



1997.

SWORN TO AND SUBSCRIBED before me, this the 29th day of July

Linda D. Bolew
Notary Public

My Commission Expires:
Notary Public State of Mississippi At Large
My Commission Expires: March 24, 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 6th day of August, 1997, at _____ o'clock _____ M., and was duly recorded on the 6th day of August, 1997, Book No. 30 Page 116

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Fupp D.C.

FILED
THIS DATE
AUG 06 1997
STEVE DUNCAN
CLERK
BY *Karen Suggs*

CODICIL

I, MARY H. BRUNINI, do hereby execute this my first Codicil to my Last Will and Testament of April 22, 1975.

I give, devise and bequeath unto by brother WILLIAM HICKMAN of Vicksburg, Mississippi and Los Angeles, California, the sum of Five Thousand Dollars (\$5,000.00) cash which I direct my Executor to pay to him as soon as practicable. This devise, however, shall not be done unless he survives me.

I give, devise and bequeath unto by brother LAWRENCE H. HICKMAN of Dublin, Georgia, the sum of Five Thousand Dollars (\$5,000.00) cash which I direct my Executor to pay to him as soon as practicable. This devise, however, shall not be done unless he survives me.

Witness my signature this the 27th day of July, 1991.

Mary H. Brunini

MARY H. BRUNINI

We each of the subscribing witnesses to the first Codicil to the Last Will and Testament of MARY H. BRUNINI, do hereby certify that said instrument was signed in our presence and in the presence of each of us, and that the said MARY H. BRUNINI declared the same to be her first Codicil to her Last Will and Testament in the presence of each of us, and that we signed as subscribing witnesses to said Codicil at the request of MARY H. BRUNINI, in her presence and in the presence of each other.

Witness:

James McRoberts

Address:

220 Edgewood Tr. Apt. 5-22
Jackson Ms. 39201

Witness:

Joseph C. Penney

Address:

220 Edgewood Tr. Apt. 5-22
Jackson Ms 39206

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 17th day of August, 1991, at _____ o'clock _____ M., and was duly recorded on the 17th day of August, 1991, Book No. 30, Page 118.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: THE WILL AND ESTATE OF
MARY H. BRUNINI, DECEASED

NO 97,571

AFFIDAVIT OF SUBSCRIBING WITNESS

FILED
THIS DATE
AUG 06 1997
STEVE DUNCAN CHANCERY CLERK
BY <i>[Signature]</i>

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 JOSEPH C. PAYNE, who being by me first duly sworn according to law, says on oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Codicil to the Last Will and Testament of MARY H BRUNINI, deceased, who was personally known to the affiant, and whose signature is affixed to the Codicil to the Last Will and Testament, which is dated the 27th day of July, 1991.

(2) That on the 27th day of July, 1991, MARY H. BRUNINI signed, published and declared the instrument of writing as her Codicil to the Last Will and Testament, in the presence of this affiant and in the presence of ANN McROBERTS, the other subscribing witness to the instrument.

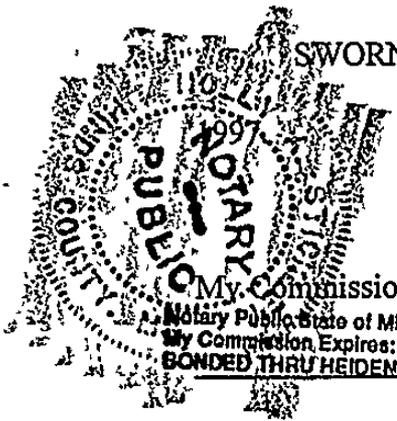
(3) That MARY H. BRUNINI was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years.

(4) That this affiant, together with ANN McROBERTS, subscribed and attested the instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of MARY H. BRUNINI, and in the presence of each other.

Joseph C. Payne
JOSEPH C. PAYNE

SWORN TO AND SUBSCRIBED before me, this the 30th day of July

Holly J. Stecker
Notary Public



My Commission Expires:
Notary Public, State of Mississippi At Large
My Commission Expires: April 9, 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 17th day of August, 1997, at _____ o'clock _____ M., and was duly recorded on the 17th day of August, 1997, Book No. 30, Page 119.



STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Suppi* D.C.

FILED

AUG 06 1997

AT 3:30 O'CLOCK P. M.
STEVE DUNCAN, CHANCERY CLERK

LAST WILL AND TESTAMENT

OF

MARY NELL SMITH

I, MARY NELL SMITH, being of sound and disposing mind and memory, do hereby publish this my Last Will and Testament, and by the publishing of this my Last Will and Testament, I do hereby revoke all previous wills, codicils or testamentary dispositions I may have made.

ITEM I

I request that my expenses of a last illness and my funeral expenses be paid out of my estate.

ITEM II

I nominate and appoint FLETCHER HOLMES RAY IV, as Executor, and I direct that he act without the necessity of bond or accounting to any court.

ITEM III

I do hereby direct my Executor to sell that certain land which I own in Scott County, Mississippi, as soon as the life estate which is now held on that land terminates and direct that all monies raised from the sale of said property be held by my estate for the purpose of providing funding for the specific devises and bequests of said estate.

ITEM IV

I further do direct that the lots owned by me in Silver Springs Shores, Florida, should also be sold and that the monies raised from the sale of those lots also be deposited in

the estate for the same purpose as the monies in the previous Item from the land in Scott County.

ITEM V

I hereby will, devise and bequeath unto FLETCHER HOLMES RAY, IV, my liquor store business and building located on North Liberty Street in Canton, Mississippi, said business to include the inventory and operating capital of the business as an operating business entity.

ITEM VI

I do further will, devise and bequeath unto FLETCHER HOLMES RAY IV, my house and lot located on Center Street in Canton, Mississippi.

ITEM VII

I do hereby will, devise and bequeath unto ELIZABETH ANN GOBER, the sum of \$30,000.00 to be paid from proceeds garnered by this estate from sales of property and other marshalling of assets.

ITEM VIII

I do hereby will, devise and bequeath unto MARY M. RAY, \$30,000.00 to be paid from the proceeds garnered by this estate from sales of property and other marshalling of assets.

ITEM IX

I do hereby will, devise and bequeath unto L. M. Bonds, the sum of \$35,000.00 to be paid from the proceeds garnered by this estate from sales of property and other marshalling of assets.

ITEM X

I do hereby will, devise and bequeath unto AUSTIN L. BONDS, the sum of \$15,000.00 with the direction to my Executor that said sum be invested in the State of Mississippi Education Program to pay for a college education in a state college in the State of Mississippi for and on behalf of AUSTIN L. BONDS.

ITEM XI

I do hereby will, devise and bequeath unto AUDREY BONDS, the sum of \$15,000.00 with the direction to my Executor that said sum be invested in the State of Mississippi Education Program to pay for a college education in a state college in the State of Mississippi for and on behalf of AUDREY BONDS.

ITEM XII

I do hereby will, devise and bequeath unto BETHANY ANN SMITH, the sum of \$15,000.00 with the direction to my Executor that said sum be invested in the State of Mississippi Education Program to pay for a college education in a state college in the State of Mississippi for and on behalf of BETHANY ANN SMITH.

ITEM XIII

I do hereby will, devise and bequeath unto CHRISTOPHER CROSBY, the sum of \$15,000.00 with the direction to my Executor that said sum be invested in the State of Mississippi Education Program to pay for a college education in a state college in the State of Mississippi for and on behalf of CRISTOPHER CROSBY.

ITEM XIV

I do hereby will, devise and bequeath unto MICHELLE HARVEY, the sum of \$15,000.00 to be held in Trust with my Executor, Fletcher Holmes Ray, IV, as Trustee and with the instructions that all interest earned on said monies be distributed annually to MICHELLE HARVEY, until she reaches the age of thirty (30) years old, and upon reaching the age of thirty (30) years, the corpus of the Trust should be distributed to MICHELLE HARVEY. It is provided, however, that if at any time prior to MICHELLE HARVEY, reaching the age of thirty (30) years, in the digression of the Trustee, the corpus needs to be invaded for any necessity of life of MICHELLE HARVEY, that it is within the sole discretion of the Trustee to make such distribution in the appropriate circumstances.

ITEM XV

I do hereby instruct my Executor, Fletcher Holmes Ray, IV, that monies held in Trustmark Bank, Canton, Mississippi; BankPlus, Canton, Mississippi; and Woodmen of the World, are to be used also to pay all of my just debts and funeral expenses and to fund the various Items of bequest which I have previously stated in this Will.

ITEM XVI

I do hereby will, devise and bequeath all of the contents of my house on Center Street in Canton, Mississippi which is to also include whatever automobile I own at the time of my death, unto FLETCHER HOLMES RAY IV, ELIZABETH ANN GOBER and MARY M. RAY, for them to share and share alike.

ITEM XVII

I do further will, devise and bequeath all of my other property not previously, specifically mentioned in the prior items of this Will, whether real, personal or mixed, of whatsoever kind or character and wherever situated unto FLETCHER HOLMES RAY IV, ELIZABETH ANN GOBER and MARY M. RAY, for them to share and share alike.

IN TESTIMONY WHEREOF, I place my hand on this the 12 day of July, 1997.

Mary Nell Smith
MARY NELL SMITH, Testatrix

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

Kay H. Smith
SIGNATURE OF WITNESS
KAY H. SMITH
PLEASE PRINT FULL NAME HERE
375 MONROE ST
ADDRESS OF WITNESS
Canton, MS. 39046
STATE AND ZIP CODE
Social Security Number 427-58-9580
Phone Number 601-859-4343

Eva Anna Johnson
SIGNATURE OF WITNESS
EVA ANNA JOHNSON
PLEASE PRINT FULL NAME HERE
323 East Center
ADDRESS OF WITNESS
Canton, MS 39046
STATE AND ZIP CODE
Social Security Number 426-86-5158
Phone Number 601-859-3470

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of August, 1997, at 3:30 o'clock P. M., and was duly recorded on the 13th day of August, 1997, Book No. 30 Page 121.



STEVE DUNCAN, CHANCERY CLERK

BY Karen Suppi D.C.

AUG 06 1997

BOOK 30 PAGE 126

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

AT 3:30 O'CLOCK P.M.
STEVE DUNCAN, CHANCERY CLERK
By: *Karen Supp, DC*

IN THE MATTER OF THE ESTATE OF
MARY NELL SMITH, DECEASED

CIVIL ACTION
FILE NO. 97-584

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, Exa Anna Johnson, a subscribing witness to a certain instrument of writing purported to be the Last Will and Testament of Mary Nell Smith, who being duly sworn, deposed and said that the said Mary Nell Smith signed, published and declared said instrument as her Last Will and Testament on the 12th day of July, 1997, the day of the date of said instrument, in the presence of this deponent and in the presence of Kay H. Smith, and that said Testatrix was then of sound and disposing mind and memory and more than twenty-one (21) years of age, and this deponent and Kay H. Smith subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance of said Testatrix and in the presence of said Testatrix and in the presence of each other on the day and year of the date of said instrument.

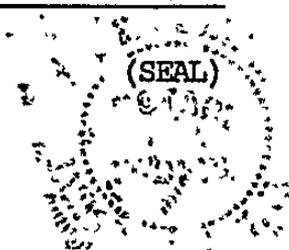
WITNESS MY SIGNATURE on this the 1st day of August, 1997.

Eva Anna Johnson
EXA ANNA JOHNSON

SWORN TO AND SUBSCRIBED BEFORE ME on this the 1st day of August, 1997.

Edith Stater
NOTARY PUBLIC

My Commission Expires: 3-6-99



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 10th day of August, 1997, at 3:30 o'clock A.M., and was duly recorded on the 13th day of August 1997, Book No. 30 Page 126.

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

FILED
THIS DATE
AUG 06 1997
STEVE DUNCAN
CHANCERY CLERK
BY Karen Supp

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
MARY NELL SMITH, DECEASED

CIVIL ACTION
FILE NO. 97-584

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, Kay H. Smith, a subscribing witness to a certain instrument of writing purported to be the Last Will and Testament of Mary Nell Smith, who being duly sworn, deposed and said that the said Mary Nell Smith, published and declared said instrument as her Last Will and Testament on the 12th day of July, 1997, the day of the date of said instrument, in the presence of this deponent and in the presence of Exa Anna Johnson, and that said Testatrix was then of sound and disposing mind and memory and more than twenty-one (21) years of age, and this deponent and Exa Anna Johnson subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance of said Testatrix and in the presence of said Testatrix and in the presence of each other on the day and year of the date of said instrument.

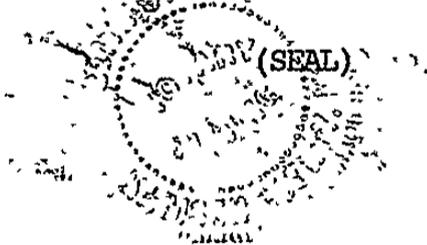
WITNESS MY SIGNATURE on this the 4th day of August, 1997.

Kay H. Smith
KAY H. SMITH

SWORN TO AND SUBSCRIBED BEFORE ME on this the 4th day of August, 1997.

Edith Stater
NOTARY PUBLIC

My Commission Expires: 3-6-99



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 10th day of August, 1997, at _____ o'clock _____ M., and was duly recorded on the 13th day of August, 1997, Book No 30, Page 127.

STEVE DUNCAN, CHANCERY CLERK BY: Karen Supp D.C.

MADISON COUNTY, MS

Last Will and Testament

FILED

AUG 11 1997

#97,599

OF

JAMES RALPH MAYFIELD

AT 10:45 O'CLOCK A. M.
STEVE DUNCAN, CHANCERY CLERK

By: *Karen Jupp D.C.*

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

I.

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

II.

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

III.

In the event TENNIE BOYLES MAYFIELD predeceases me, I hereby make the following bequests:

(A) I hereby give, devise and bequeath unto MARGIE NEAL the cash sum of Fifteen Thousand Dollars (\$15,000.00).

(B) I hereby give, devise and bequeath unto DELORIS PARKER the cash sum of Five Thousand Dollars (\$5,000.00).

(C) I hereby give, devise and bequeath unto GLORIA CONERLY MURPHY the cash sum of Five Thousand Dollars (\$5,000.00).

(D) I hereby give, devise and bequeath unto PATRICIA PERDUE WALLACE the cash sum of Five Thousand Dollars (\$5,000.00).

(E) I hereby give, devise and bequeath unto JAMES B. SPEED the cash sum of Five Thousand Dollars (\$5,000.00).

(F) I hereby give, devise and bequeath unto KAY CANNON the cash sum of Ten Thousand Dollars (\$10,000.00).

(G) I hereby give, devise and bequeath unto LINDA REEL the cash sum of Ten Thousand Dollars (\$10,000.00).

(H) I hereby give, devise and bequeath unto ALMA CONERLY the cash sum of Fifty Thousand Dollars (\$50,000.00).

(I) I hereby give, devise and bequeath unto the TRUSTEE'S OF THE FIRST BAPTIST CHURCH of Madison, Mississippi, the cash sum of Ten Thousand Dollars (\$10,000.00).

(J) I hereby give, devise and bequeath unto the BILLY GRAHAM CRUSADE the cash sum of Ten Thousand Dollars (\$10,000.00).

(K) I hereby give, devise and bequeath unto IRENE BOYLES the cash sum of Fifty Thousand Dollars (\$50,000.00).

(L) I hereby give, devise and bequeath unto BILLY MAYFIELD the cash sum of Twenty Thousand Dollars (\$20,000.00).

(M) I hereby give, devise and bequeath unto BO MAYFIELD the cash sum of Ten Thousand Dollars (\$10,000.00).

(N) I hereby give, devise and bequeath unto WALTON SPEED the cash sum of Five Thousand Dollars (\$5,000.00).

(O) I hereby give, devise and bequeath unto ERNEST BOYLES the cash sum of (\$10,000.00).

IV.

I hereby give, devise and bequeath all of the rest, residue and remainder of my estate unto the following persons in the following shares:

- (1) KAY CANNON - an undivided one-fourth interest.
- (2) LINDA REEL - an undivided one-fourth interest.
- (3) DONALD NEAL - an undivided one-sixteenth interest.

(4) SYLVIA NEAL MALBTIE - an undivided one-sixteenth interest.

(5) GLORIA CONERLY MURPHY - an undivided one-sixteenth interest.

(6) PATRICIA PERDUE WALLACE - an undivided one-sixteenth interest.

(7) JAMES LEE BARKER - an undivided one-sixteenth interest.

(8) JIMMY SPEED - an undivided one-sixteenth interest.

(9) ALMA CONERLY - an undivided one-sixteenth interest.

(10) LINDA REEL, as Trustee for the use and benefit of HOLLY REEL and BRIAN REEL, an undivided one-sixteenth interest. Said Trust shall operate according to the following terms and conditions, to-wit:

a) The primary purpose of this trust is to provide for the care, maintenance, support and education of HOLLY REEL and BRIAN REEL, and to this objective, the Trustee shall have those powers, discretion and authorities as set forth in the Mississippi Uniform Trustees Powers Act, being 91-9-101, et seq., of the Mississippi Code of 1972 Annotated, as amended.

b) During the entire period of the Trust provided for herein, the Trustee, for and on behalf of the purpose of the trust, shall have the title to, right of possession, management and control of the trust estate and any part thereof with full power to sell, convey, transfer, exchange, lease, mortgage, invest and reinvest, any kind of trust property, whether real, personal or mixed, to which said Trustee is expressly authorized to execute and deliver any and all necessary and proper instruments, documents, deeds, advances and transfers. No purchaser or any other party dealing with the Trustee in relation to the trust estate shall be under any duty or obligation to see to the proper application by the Trustee of the funds arising therefrom.

c) The Trustee is authorized and empowered to sell and dispose of any and all investments, securities and property, real and personal, of the trust estate, either at public or private sale, for such purposes and on such terms as the Trustee may deem proper and in the best of interest of the trust estate.

d) The Trustee may use so much of the income (and if necessary, the corpus) of the trust as she may deem necessary in order to insure that the children are properly maintained, cared for and educated.

e) Upon HOLLY REEL reaching the age of twenty-five (25) years the trust shall terminate and the assets of the trust shall be distributed one-half unto HOLLY REEL and one-half (1/2) unto BRIAN REEL.

f) It is my intention that said trust be set up prior to any final adjudication of my estate and I direct the Executrix to establish the same.

g) In the event any of the children should die prior to the termination of the Trust, then said deceased child's share shall vest in his or her issue if there be any, if not, it shall thereupon vest in and shall inure to the benefit of the surviving children.

h) The personal and real property in my estate shall not vest in the trust established herein until such time as any and all obligations of my estate have been paid to include cost of administration, taxes, and any claims properly filed and probated therein.

i) If any income beneficiary of the trust shall attempt to anticipate, pledge, assign, sell, transfer, alienate or encumber his or her interest, or if any creditor or claimant shall attempt to subject such interest to the payment of any debt, liability or obligation of such beneficiary, then thereupon the absolute right of such beneficiary to income shall terminate and thereafter the Trustee shall pay such income to or apply same for the maintenance and comfort of one or more of the following persons, namely: (1) such beneficiary, (2) his or her spouse, (3) his or her issue, and (4) those who would be entitled to receive the principal of the trust had the beneficiary died immediately prior to the receipt of such income by the Trustee, in such manner and proportions as the Trustee in her sole discretion may determine, regardless of equality of distribution; but in no event shall the Trustee be

required or compelled to pay any part of the income to or for such beneficiary.

v.

If my wife, TENNIE BOYLES MAYFIELD, and I die under such circumstances wherein there is not sufficient evidence to determine the order of our deaths, then it shall be presumed that I survived her, and my estate shall be administered and distributed, in all respects, in accordance with such presumption.

IN WITNESS WHEREOF, I, JAMES RALPH MAYFIELD, have hereunto set my signature on, and published and declare this to be my Last Will and Testament on this the 30th of August, 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.

James R. Mayfield
JAMES RALPH MAYFIELD

WITNESSES:

Robert M. Troup
Almond [unclear]

ATTESTATION CLAUSE

WE, each of the subscribing witnesses to the Last Will and Testament of JAMES RALPH MAYFIELD, do hereby certify that said instrument was signed in the presence of each of us, and that said JAMES RALPH MAYFIELD 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 JAMES RALPH MAYFIELD, in his presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 30th of August, 1996.

Robert M. Troup
Almond [unclear]
WITNESSES



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 11th day of August, 1997, at 10:45 o'clock A.M., and was duly recorded on the 13th day of August, 1997, Book No. 30 Page 132.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Supp* D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
AUG 11 1997
STEVE DUNCAN
CHANCERY CLERK
BY *Kellen Stupp*

IN THE MATTER OF THE ESTATE
OF JAMES RALPH MAYFIELD, DECEASED

CIVIL ACTION, FILE NO. 97,599

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 James Ralph Mayfield, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said James Ralph Mayfield, signed, published and declared said instrument as his Last Will and Testament on the 30th day of August, 1996, the day and date of said instrument, in the presence of this affiant and PATRICK M. RAND, 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 PATRICK M. RAND, 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 4th day of August, 1997.

Aueda Rocha
NOTARY PUBLIC

MY COMMISSION EXPIRES:
1-21-99

(SEAL)

STATE OF MISSISSIPPI, COUNTY OF MADISON:



I certify that the within instrument was filed for record in my office this 11th day of August, 1997, at _____ o'clock _____ M., and was duly recorded on the 13th day of August, 1997, Book No. 30, Page 133.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supps, C.

Last Will and Testament

MADISON COUNTY, MS

FILED

AUG 12 1997

AT 11:00 O'CLOCK A.M.
STEVE DUNCAN, CHANCERY CLERK

By: Karen Supp, D.C.

#97-601

OF

HAZLE M. HALE

I, HAZLE M. HALE, presently having fixed a legal residence in the City of Jackson, Hinds County, Mississippi, being above the age of twenty-one (21) years, of sound and disposing mind and memory, and being ever mindful of the uncertainty of life and certainty of death, and being desirous of adjusting my worldly affairs while in health, do hereby make, declare and publish this my Last Will and Testament, hereby revoking all former wills and codicils thereto heretofore by me made.

H M H

I.

I desire that as soon after my death as may be practicable, all my just debts be paid.

II.

I give, devise and bequeath unto, NINA FAYE THORN, all my Jewelry and clothing.

III.

I hereby devise, bequeath and give to my beloved husband, JOHN H. HALE, all the rest, residue and remainder of my property, real, personal, mixed and of whatsoever kind and character and wheresoever all of said property is located at the time of my death.

IV.

In the event that my husband, JOHN H. HALE should predecease me or if we should die simultaneously, then in either event I give, devise and bequeath all the rest, residue and remainder of my property, real, personal, mixed and of whatsoever kind and character and wheresoever all of said property is located at the time of my death to NINA FAYE THORN.

V.

I hereby nominate, constitute and appoint my husband, JOHN H. HALE, as Executor of this my Last Will and Testament and direct that he not be required to render any account to any Court for his acts as Executor and that he act without bond.

VI.

In the event that my husband, JOHN H. HALE, has predeceased me, I hereby nominate, constitute and appoint NINA FAYE THORN, as Executrix of this my Last Will and Testament and direct that she not be required to render any account to any Court for her acts as Executrix and that she act without bond.

VII.

It is my wish and desire that I be laid to rest in one of the burial plots I have in Lakewood South Cemetery in Jackson, Mississippi.

IN TESTIMONY WHEREOF, I, HAZLE M. HALE, as aforesaid have hereunto affixed my signature on this the 20th day of April, 1990.

Haazle M Hale
HAZLE M. HALE

SIGNED, PUBLISHED AND DECLARED by the said, HAZLE M. HALE, Testatrix, as aforesaid, as and for and to be her Last Will and Testament, in the presence of the undersigned, who at her request and in her presence, and in the presence of each other, have hereto affixed our signatures on this the 20th day of April, 1990.

[Signature]
WITNESS

1401 Celam St
ADDRESS

Memphis, Miss. 39182

Rebecca J. Green
WITNESS

102 Deer Circle
ADDRESS

Vicksburg, MS 39180



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of August, 1991, at 11:00 o'clock A.M., and was duly recorded on the 13th day of August, 1991 Book No. 30, Page 135

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF
HAZLE M. HALE, DECEASED

AFFIDAVIT OF SUBSCRIBING WITNESS

MADISON COUNTY, MS

FILED

AUG 12 1997

AT 11:00 O'CLOCK A. M.
STEVE DUNCAN, CHANCERY CLERK

STATE OF MISSISSIPPI

COUNTY OF Warren

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid, the within named **W. B. DUGGINS, JR.**, one of the subscribing witnesses of that certain instrument of writing being dated April 20, 1990, and purporting to be the Last Will and Testament of HAZLE M. HALE now deceased, who having been by me first duly sworn, did state on his oath that the said HAZLE M. HALE, on the 20th day of April, 1990, in the presence of Affiant, and in the presence of REBECCA J. GREEN, the other subscribing witness to said instrument, did sign, publish and subscribe and declare said instrument to be her Last Will and Testament, this affidavit being attached to the original of said Last Will and Testament; and

That at the signing of said Last Will and Testament, the said HAZLE M. HALE was of sound disposing mind and memory and above the age of 21 years, and fully capable of executing and competent to execute the said Last Will and Testament.

Affiant herein, and the other subscribing witness did subscribe and attest said Last Will and Testament, as witnesses to the signing, subscription and publication thereof at the special instance and request of the said HAZLE M. HALE in her presence and in the presence of each other.

WITNESS MY HAND this the 1st day of July, 1997.

W. B. Duggins, Jr.
W. B. DUGGINS, JR.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 1st day of July, 1997.

Debra D. Strange
NOTARY PUBLIC
NOTARY PUBLIC
MADISON COUNTY, MISSISSIPPI

MY COMMISSION EXPIRES:

5-9-98



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of August, 1997, at 11:00 o'clock A. M., and was duly recorded on the 13th day of August, 1997, Book No. 30, Page 137.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

FILED
THIS DATE
AUG 12 1997
STEVE DUNCAN
CHANCERY CLERK CIVIL
5000

IN THE CHANCERY COURT OF YAZOO COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF ROBERT LEE BERRYMAN, DECEASED, CHANCERY CIVIL ACTION, FILE # 97-0253

ORDER ADMITTING WILL TO PROBATE AS A MUNIMENT OF TITLE

This matter coming on this day to be heard on the Petition of, Deposit Guaranty National Bank, successor of Commercial National Bank, with copy of the Last Will and Testament of Robert Lee Berryman attached as Exhibit "A" thereto, asking that the original of said will be admitted to probate as a muniment of title, and the Court being fully advised in the premises and finding as follows:

1. Robert Lee Berryman died testate while a resident of Caddo Parish, State of Louisiana, and he then having a fixed place of residence therein; that his Last Will and Testament executed on June 15, 1982, and witnessed by two credible witnesses in his presence, was admitted to probate in the First Judicial District Court, Parish of Caddo, State of Louisiana; that at the time of the execution of said Last Will and Testament, said Robert Lee Berryman was over the age of twenty-one years and was of sound and disposing mind. A copy of said Last Will and Testament was attached to said Petition as Exhibit "A" and made a part thereof.

2. Robert Lee Berryman at the time of his death was the owner of certain mineral interests in Yazoo County, Mississippi, together with mineral interests in Madison, Covington, Scott and Sharkey Counties, Mississippi, which were disposed of by said Will; that under the terms of said Will, said property was devised to the Commercial National Bank, Trustee, and petitioner, Commercial National Bank, was named Executor and the requirement for bond was

waived.

3. There is attached to said Petition as Exhibit "B" and made a part hereof certified and authenticated copies of the proceedings had in the First Judicial District Court of the Parish of Caddo, State of Louisiana, in the succession of Robert Lee Berryman, Suit #305,564 as follows:

Petition for Probate of Statutory Testament and Qualification of Executor

Affidavit of Death & Heirship

Affidavit for Probate of Statutory Will of Robert M. McLean Jeter, Jr. and Natalie Brownlee

Last Will and Testament of Robert Lee Berryman

Order to Dispense with Proces Verbal and to Probate Statutory Will dated June 7, 1984

Oath of Executor

Proof of Will in accordance with the Laws of the State of Mississippi is annexed to the copy of said Will made Exhibit "A" to said Petition.

IT IS, THEREFORE, ORDERED AND ADJUDGED that the said Last Will and Testament of Robert Lee Berryman, Deceased, dated June 15, 1982, duly proved as required by statute, a copy of which was attached to said Petition as Exhibit "A" be and the said is hereby admitted to probate and record as a muniment of title as the true Last Will and Testament of Robert Lee Berryman and further administration on the Estate of Robert Lee Berryman, deceased, dispensed with.

ORDERED AND ADJUDGED this the 4th day of August, 1997

Joseph E. Pickett
CHANCELLOR

Filed August 4th 1997
MRS. CATHERINE PREWITT Chancery Clerk
By *Catherine Prewitt* C.C.
Recorded August 4, 1997
Min Book 127, Page 364

Book 30 Page 139 1/2

STATE OF MISSISSIPPI
YAZOO COUNTY

I, Mrs. Catherine Prewitt, Clerk of the Chancery Court in and for the State and County aforesaid hereby certify that the foregoing is a true and correct copy of the Order admitting will to probate as a muniment of title as the same appears of record in Book 127 Page 364 of the records in my office.

Given under my hand and official seal this the 11th day of August, 19 97

MRS. CATHERINE PREWITT, Chancery Clerk

Mrs. Catherine Prewitt - S.S.



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of August, 19 97, at o'clock M., and was duly recorded on the 13th day of August, 1997, Book No. 30 Page 138.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Supp* D.C.

FILED
 THIS DATE
 AUG 12 1997
 STEVE DUNCAN
 CHANCERY CLERK
 BY *[Signature]*

LAST WILL AND TESTAMENT
 OF
ROBERT LEE BERRYMAN

Shreveport, Louisiana

June 15, 1982

I, ROBERT LEE BERRYMAN, do hereby make, declare and publish the following to be my Last Will and Testament, hereby revoking all other wills and codicils thereto which I have heretofore made.

PRELIMINARY DECLARATION

I hereby declare that I am a resident of the City of Shreveport, Caddo Parish, Louisiana; that I have been married twice, my second wife being Juanita M. Berryman, with whom I am now living, and of this marriage only one child was born, Lee Howard Berryman, of the full age of majority, and of my first marriage two children were born, John Robert Berryman and Hugh Lee Berryman, of the full age of majority; and that it is my intention to dispose by this will of all property, of whatever nature, which I may own at my death.

All the property that I now own is owned in community with my wife, Juanita M. Berryman, except the two items listed below which were owned by me at the time of my marriage to Juanita M. Berryman, September 26, 1955, and constitute my entire separate estate. Said two items are as follows:

1. The 5500 shares of stock in Wheless Drilling Company (now Wheless Industries, Inc.), Shreveport, Louisiana, and
2. A 6% interest in the Louisiana partnership N. H. Wheless Oil Company, Shreveport, Louisiana.

ARTICLE I

I hereby give, devise and bequeath my undivided interest in our house located at 532 Monrovia Street, Shreveport, Louisiana, as follows:

Robert Lee Berryman
Robert Lee Berryman

(a) An undivided one-half (1/2) interest of my undivided one-half (1/2) interest to my wife, Juanita M. Berryman, in perfect ownership.

(b) An undivided one-half (1/2) interest of my undivided one-half (1/2) interest to my son, Lee Howard Berryman, subject to the usufruct of my wife for her lifetime without her providing bond or security.

In the event my wife predeceases me, then I bequeath my interest in the house to my son, Lee Howard Berryman.

ARTICLE II

All personal property which I have given to my wife, Juanita M. Berryman, during my life shall be retained by my wife as her separate property, which shall include, but shall not be limited to, all stocks, bonds, savings accounts and checking accounts in her name, and all jewelry which I have given her, but in the event any of the property which I have given to my wife during my life is considered as property other than her separate property, then I give, devise and bequeath to my wife, Juanita M. Berryman, in full and perfect ownership, all of my interest in all such property, free and clear of all taxes and costs of administration of my estate which might otherwise be apportioned, prorated or charged against such bequest. I also give, devise and bequeath to my wife, Juanita M. Berryman, all of my interest in the furniture and household furnishings in our house at the time of my death, and my interest in all automobiles which we may own at the time of my death.

ARTICLE III

I hereby bequeath to the beneficiaries hereinafter named the property subsequently stipulated, to be held in trust with the Commercial National Bank in Shreveport as trustee, without bond, to-wit:

Robert Lee Berryman
Robert Lee Berryman

A.

Subject to the trusts established herein, I give, devise and bequeath my entire interest in Wheless Industries, Inc. and N. H. Wheless Oil Company to my wife, Juanita M. Berryman, and my three sons, John Robert Berryman, Hugh Lee Berryman and Lee Howard Berryman, in the proportion of an undivided one-fourth (1/4) interest each.

These bequests are not to bear any portion of the federal estate tax, the Louisiana inheritance tax, costs of administration or debts, all of which shall be paid out of the remainder of my estate as hereinafter bequeathed under Article III B.

The beneficiaries set forth are the income and principal beneficiaries for their respective portions.

Each trust is to be considered a separate trust.

In the event my wife, Juanita M. Berryman, predeceases me, then I bequeath her portion in the proportion of a one-fourth (1/4) interest each to my sons, John Robert Berryman and Hugh Lee Berryman, and a one-half (1/2) interest to my son, Lee Howard Berryman.

B.

Subject to the trusts established herein, I bequeath all of the rest, residue and remainder of my interest in the community estate as follows:

(a) To my three sons, John Robert Berryman, Hugh Lee Berryman and Lee Howard Berryman, an undivided one-sixth (1/6) interest each.

(b) To my wife, Juanita M. Berryman, an undivided one-half (1/2) interest.

The beneficiaries set forth are the income and principal beneficiaries for their respective portions.

Each trust is to be considered a separate trust.

Robert Lee Berryman
Robert Lee Berryman

BOOK 30 PAGE 143

In the event my wife, Juanita M. Berryman, predeceases me, then I bequeath her portion in the proportion of a one-fourth (1/4) interest each to my sons, John Robert Berryman and Hugh Lee Berryman, and a one-half (1/2) interest to my son, Lee Howard Berryman.

C.

The trusts established in Article III A and B will terminate on the 1st day of July, 1997, or on the death of a beneficiary for his or her portion. Each beneficiary shall have the full right to dispose of his or her interest by last will and testament.

D.

The trustee shall receive, hold, manage, invest and reinvest the trust property for the benefit of the beneficiaries. The trustee shall have all of the powers that are conferred upon trustees generally by the laws of Louisiana, and, without limiting the generality of the foregoing, the trustee is hereby specifically authorized and empowered:

- (1) To sell at any time and for such price and on such terms and under such conditions as the trustee shall deem advisable, all or any part of the trust property; provided that the provisions of Article III F shall be controlling on the trustee;
- (2) To lease, sublease, contract, compromise, submit to arbitration or abandon the trust property or any claim affecting the trust property; the exercise of any of the authority herein given may extend for any term and beyond the duration of any trust;
- (3) To buy and sell and to invest and reinvest the trust principal in any property whatsoever, corporeal or incorporeal, movable or immovable, as the trustee deems prudent; to purchase any property on behalf of the trust;
- (4) To sell and commingle property between the trusts; to mingle the trust property of the separate trusts established by this instrument, allotting to each separate trust an undivided interest therein; this undivided interest shall always be equal to that trust's proportionate contribution to the mingled funds or property;
- (5) To invest in, to acquire and to retain for so long a period as the trustee may see fit oil, gas and mineral leases, and rights in

Robert Lee Berryman
Robert Lee Berryman

and to oil and gas and minerals, either in the form of mineral interests, royalties, or other proprietary or working interests therein, whether productive when acquired or non-productive when acquired, whether or not speculative in nature, and with or without pooling provisions, to explore or to contract for mineral exploration and to drill or to contract for the drilling of wells in search of oil or gas, and to enter into pooling, unitization, repressurization, and any other type of agreement relating to the development, operation and conservation of mineral properties that, in its judgment, is best for the trust;

- (6) To borrow any amount of money under such terms and conditions as the trustee may deem advisable on the credit of the trust estate, including the right to mortgage, pledge or otherwise hypothecate the trust property on such terms and conditions as the trustee may deem advisable; draw or endorse bills of exchange or promissory notes; acknowledge debts; and particularly to borrow money with which to pay state inheritance taxes and federal estate taxes;
- (7) To make investment of trust funds in the separate trusts provided for herein, by investing the said funds from each of the trusts in one asset, with each separate trust to own a proportionate interest in the said asset equal to the proportionate amount of the funds of that trust utilized to acquire any such jointly owned asset;
- (8) To retain any property vested in this trust which is a part of my estate;
- (9) To partition any property that my estate owns an undivided interest in whether judicially or on a voluntary basis; and to specifically partition on an equal asset basis the property of my estate with the allocation of same to each of the separate trusts provided for herein;
- (10) To determine what shall be charged or credited to income and what to principal in any manner that fairly and equitably reflects a proper allocation between principal and income and to treat as income the whole of the interest, dividends, rent, royalties, or similar receipts from property, whether wasting or not, and although bought or taken at a value above par; to treat as income or as principal or to apportion between them stock dividends, extraordinary dividends, rights to take stock or securities and proceeds from the sale of immovable property, although such immovable property may have been partly or wholly unproductive; to charge

Robert Lee Berryman
Robert Lee Berryman

to income or principal or to apportion between them any expense of making and changing investments, broker's commissions, agent's compensation, attorney's fees, repairs or improvements, taxes, depreciation charges and trustee's compensation; and generally to determine all questions as between principal and income and to credit or charge to either or to apportion between them any receipt or gain and any charge, disbursement or loss as is deemed advisable in the circumstances of each case as it arises, notwithstanding any statute or rule of law for distinguishing income from principal or any determination of the courts;

- (11) Should it be necessary, proper or desirable that the trustee act under the laws of any other state, the powers, duties and responsibilities of trustees as stated under the Louisiana Trust Code, as it may be amended from time to time, and as supplemented and modified herein, are to be the specific powers, duties and responsibilities of the trustee in the foreign state insofar as they do not directly conflict with the laws of that state or are not prohibited by the laws of that state and the trustee shall further have the use of and enjoy all such other and further powers, duties and responsibilities as may be provided or permitted by the laws of such state;
- (12) To file joint income or gift tax returns with my wife for any periods for which such returns are permitted; and in the trustee's sole discretion, to pay any part or all of the taxes, interest, or penalties based on such periods for which joint returns were filed prior to my death. Any decision made by the executor-trustee shall be conclusive on all persons;
- (13) To join with my wife on my behalf in consenting, for gift tax purposes, that gifts made by either of us during my life be considered made one-half by each of us. Any resulting liability shall be borne by my estate, except for such portion as the trustee and my wife agree shall equitably be borne by her, and the trustee shall incur no personal liability therefor;
- (14) As to the items of administration expense that, at the election of the trustee, may be taken as deductions either for federal or state income, or federal or state estate or inheritance tax purposes, I direct the trustee to exercise its discretion for the election in favor of taking the deductions that will realize the maximum tax advantage for my residuary estate;

Robert Lee Berryman
 Robert Lee Berryman

- (15) The trustee shall distribute the income quarterly to each beneficiary. The trustee is authorized to invade the principal interest of any beneficiary for support, maintenance, education, medical expenses or welfare. My wife shall enjoy as near as may be the standard of living that we maintained during our lifetime. The education of Lee Howard Berryman is of special concern to me. There should be no invasion of principal unless reasonably necessary for the purposes previously stated. The trustee may pay such sums or property to any beneficiary or to such other person as the trustee may think proper under the circumstances then existing for the beneficiary's welfare and best interest. The trustee shall not be liable to see to the application of funds or property so paid;
- (16) Until Lee Howard Berryman attains the age of forty-one (41) years, the trustee shall have the right to accumulate income, in excess of the legitimate, attributable to his interest if not needed for his support, welfare, maintenance, education and medical expenses. In this decision the trustee should consult with my wife.

E.

In order to pay the federal estate taxes, Louisiana inheritance taxes, costs of administration and debts, it is my direction to the executor or trustee that cash held in my name and my community share of the listed stocks and stock in the Commercial National Bank in Shreveport be sold if needed. It is my preference that the stock in the Commercial National Bank in Shreveport be sold to the Wheless interests if they desire to purchase same, and such sale should not be subject to any prohibitions or restrictions as provided by the Louisiana Trust Code, Title 9, Section 2085.

F.

The trustee shall retain my interest in all of the Wheless companies which include Wheless Industries, Inc. and N. H. Wheless Oil Company. In the event any sale becomes necessary, the executor or trustee is relieved of the prohibitions of the Louisiana Trust Code, Title 9, Section 2085.

Robert Lee Berryman
Robert Lee Berryman

G.

The interest of the beneficiaries in the trusts created by this instrument shall be subject to the maximum restraint or alienation, voluntary or involuntary, permitted by Louisiana law.

H.

I recommend to my wife that she establish a management trust with the Commercial National Bank in Shreveport over her interest in the community property.

ARTICLE IV

I name, constitute and appoint the Commercial National Bank in Shreveport (or its successor if it be merged or consolidated) as executor of this will, with full seizin and without bond.

My executor may have the power to elect to treat certain interest in my property as "qualified terminable interest property" as accorded by Section 2056 (b) (7), Internal Revenue Code, in order to secure or not secure a marital deduction to my gross estate for federal estate tax purposes.

ARTICLE V

I appoint Robert McLean Jeter, Jr. and the firm of Tucker, Jeter and Jackson as attorneys for the executor and trustee.

Shreveport, Louisiana, this 15th day of June, 1982.

Robert Lee Berryman
Robert Lee Berryman

The testator, ROBERT LEE BERRYMAN, declared in the presence of the undersigned witnesses and Notary Public that the foregoing constitutes his Last Will and Testament, and in our presence he signed his signature at the bottom of Pages 1 through 7, inclusive, and on the last page (Page 8) at the bottom above this paragraph, and immediately following this paragraph, and the undersigned witnesses and Notary Public subscribed our names hereto in the presence of the testator and each other, all being done at the same time and without interruption on this 15th day of June 1, 1982.

WITNESSES:

Natalie B. Brownlee
Natalie B. Brownlee

Robert Lee Berryman
Robert Lee Berryman

Sheila Denise Cox
Sheila Denise Cox

Robert McLean Jeter, Jr.
Notary Public
Robert McLean Jeter, Jr.



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of August, 1982, at 10 o'clock AM, and was duly recorded on the 15th day of August, 1982, Book No. 30, Page 140

STEVE DUNCAN, CHANCERY CLERK

BY: Steve Duncan, Chancery Clerk

FILED
THIS DATE
AUG 12 1997
STEVE DUNCAN
CHANCERY CLERK
BY *Steve Duncan*

PROOF OF WILL

STATE OF LOUISIANA
PARISH OF CADDO

Personally appeared before me, the undersigned authority in and for the state and parish aforesaid, NATALIE BROWNLEE, who being first by me duly sworn stated on oath that affiant is one of the subscribing witnesses to the foregoing and annexed instrument of writing, purporting to be the Last Will and Testament of Robert Lee Berryman, deceased late of Shreveport, Caddo Parish, Louisiana, and that the said Robert Lee Berryman signed, published and declared said instrument as his Last Will and Testament, on the 15th day of June, 1982, the day of the date of said instrument, in the presence of this affiant, and in the presence of Sheila Denise Cox, the other subscribing witness thereto, and that the said testator was then of sound, disposing mind and memory, was more than twenty-one years of age, and that this affiant and Sheila Denise Cox; the other subscribing witness, subscribed and attested said instrument, as witnesses to the signature and publication thereof, at the special instance and in the presence of testator, and in the presence of each other, on the day and year of the date thereof and the affiant's address is 864 Old Plain Dealing Rd., Benton, LA 71006 (P. O. Box 163)

Natalie Brownlee
NATALIE BROWNLEE

SWORN TO AND SUBSCRIBED BEFORE ME, this the 17th day of July, 1997.

John M. ...
Notary Public

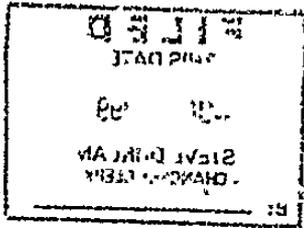
My Commission Expires: Feb 1998

Recorded August 4, 1997
Book FF, Page 476

EXHIBIT "A"

Filed August 4th 1997
MRS. CATHERINE PREVITT Chancery Clerk
By *Steve Duncan*

STATE OF MISSISSIPPI
COUNTY OF ...
I, the undersigned, Clerk of the Chancery Court in and for the ...
do hereby certify that the foregoing is a true and correct copy of the ...
as the same appears to me to be true and correct.
Given under my hand and official seal this ... day of ...
1997.
MRS. CATHERINE PREVITT, Chancery Clerk
DC



BOOK 30 PAGE 149

STATE OF MISSISSIPPI
YAZOO COUNTY

I, Mrs. Catherine Prewitt, Clerk of the Chancery Court in and for the State and County aforesaid hereby certify that the foregoing is a true and correct copy of the Last Will and Testament of Robert Lee Berryman as the same appears of record in Book 30 Page 148 of the records in my office.

Given under my hand and official seal this 11th day of August 1927

MRS. CATHERINE PREWITT, Chancery Clerk

Catherine Prewitt D.C.



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of August, 1927, at _____ o'clock _____ M., and was duly recorded on the 13th day of August 1927 Book No 30 Page 148.

STEVE DUNCAN, CHANCERY CLERK

BY *Arden Hupp* D.C.

Last Will and Testament

MADISON COUNTY, MS
FILED

AUG 19 1997

#97-481
#97-482

of
Weldon Harry Tyner, Jr. and Dorothy Gene M. Tyner

AT 9:30 O'CLOCK A.M.
STEVE DUNCAN, CHANCERY CLERK
By Stacy K. O., Jr.

We, WELDON HARRY TYNER, JR. and wife, DOROTHY GENE M. TYNER, both being over the age of twenty-one years, and of sound mind and disposing memory, do hereby constitute, make, publish, and declare this to be our joint and mutual Last Will and Testament, hereby expressly revoking all wills and codicils heretofore made by us, or either of us, jointly or severally, as follows, to-wit:

I.

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

II.

It is our joint will that the survivor of us, WELDON HARRY TYNER, JR. or DOROTHY GENE M. TYNER, shall be executor or executrix, as the case may be, of this will and shall not be required to give bond, or to account to any Court.

III.

We give, devise and bequeath unto the survivor of us, WELDON HARRY TYNER, JR. or DOROTHY GENE M. TYNER, as the case may be, all of our property, real, personal and mixed, for the sole use and benefit of the survivor of us to hold absolute in fee simple forever. In other words, if WELDON HARRY TYNER, JR.

survives DOROTHY GENE M. TYNER, then in that event, all of the property of DOROTHY GENE M. TYNER shall vest in and become the property of WELDON HARRY TYNER, JR., and if DOROTHY GENE M. TYNER shall survive WELDON HARRY TYNER, JR. then in that event, the property of WELDON HARRY TYNER, JR. shall vest in and become the property of DOROTHY GENE M. TYNER.

IV.

In the event that our deaths should occur simultaneously, or under circumstances causing doubt as to which of us survived the other, then and only then do we will, devise and bequeath all of our property, real, personal and mixed unto our children, DOROTHY DIANE TYNER, VICKI LYNN TYNER, and MITCHEL HARRY TYNER, in equal shares, share and share alike.

IN WITNESS WHEREOF, we, WELDON HARRY TYNER, JR. and DOROTHY GENE M. TYNER, husband and wife, and joint testators, hereunto set our hands to this our joint Last Will and Testament on this the 29th day of January, 1970.

Weldon Harry Tyner, Jr.
Weldon Harry Tyner, Jr.

Dorothy Gene M. Tyner
Dorothy Gene M. Tyner

ATTESTING WITNESSES:

Kay J. Pace

Mary S. Dennis

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of WELDON HARRY TYNER, JR. and DOROTHY GENE M. TYNER, do hereby certify that said instrument was signed by said WELDON HARRY TYNER, JR. and DOROTHY GENE M. TYNER in our presence and in the presence of each of us, and that said WELDON HARRY TYNER, JR. and DOROTHY GENE M. TYNER, declared the same to be their Last Will and Testament in the presence of each of us, and that we signed as subscribing witnesses to said will at the request of WELDON HARRY TYNER, JR. and DOROTHY GENE M. TYNER in their presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 29th day of

January, 1970.

Kay J. Pace

Mary S. Dennis

WITNESSES



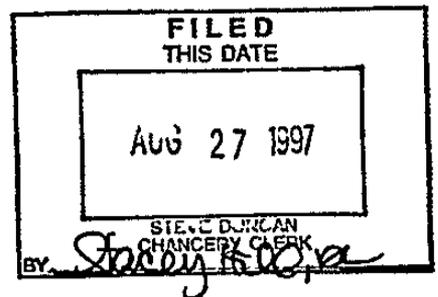
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19 day of August, 1997, at 9:30 o'clock A.M., and was duly recorded on the AUG 19 1997, Book No. 30, Page 150.

STEVE DUNCAN, CHANCERY CLERK

BY: Stanley Hill D.C.

BOOK 30 PAGE 156
LAST WILL AND TESTAMENT
OF
OPHELIA W. PORTER



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

ITEM 1

I hereby direct my Executor to pay out of my estate all of my just debts and to settle any claim against my estate in his sole and absolute discretion.

ITEM 2

I hereby name, nominate and appoint my beloved nephew, JOE E. WILLIAMS, as Executor of my estate and of whom no bond, security, inventory, appraisal or accounting shall be required by the Court or any person for his serving in such capacity.

ITEM 3

I hereby give, devise and bequeath my entire estate, being all of my real, personal and mixed property of whatsoever kind and wheresoever situated to my beloved nephew, JOE E. WILLIAMS, if, and only if, he shall survive my death.

ITEM 4

In the event that my beloved nephew, JOE E. WILLIAMS, shall proceed me in death, then I hereby give, devise and bequeath my entire estate, being all of my real, personal and mixed property of whatsoever kind and wheresoever situated, to

NATSSIA WILLIAMS, DAMON WILLIAMS, and QUINCY WILLIAMS, share and share alike.

IN WITNESS WHEREOF, I, OPHELIA W. PORTER, have in the presence of witnesses, signed, ordained, declared and published this instrument consisting of two type written pages, to be my Last Will and Testament on this the 1st day of December, 1989.

My Commission Expires March 15, 1995

Ophelia W. Porter
OPHELIA W. PORTER, TESTATRIX

The above and foregoing writing was, on the day and date set forth therein, signed, ordained, declared and published by OPHELIA W. PORTER to be her Last Will and Testament in our presence, and at the special instance and request of her, we have subscribed our names as witnesses in her presence, and in the presence of each other.

Alice R. Reed
WITNESS

525 N. Canal St.
ADDRESS

Canton, MS. 39046

Mary B. Nash 39046
WITNESS

8066 Lutz St.
ADDRESS

Canton Miss 39046



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 27th day of August, 1989, at o'clock M., and was duly recorded on the 27th day of August, Book No. 30, Page 153.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
OPHELIA W. PORTER, DECEASED

CIVIL ACTION
FILE NO. 97-638

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

This date personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named **ALICE R. REED**, who being by me first duly sworn according to law states on oath as follows, to-wit:

(1). That this affiant is one of two subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament **OPHELIA W. PORTER**, whose signature is affix to the Last Will and Testament dated December 1, 1989.

(2). That on the 1st day of December, 1989, the said **OPHELIA W. PORTER** signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of the affiant and in the presence of **MARY B. NASH**, the other subscribing witness to the instrument.

(3). That **OPHELIA W. PORTER** was then and there of sound and disposing mind and memory and well above the age of eighteen (18) years.

EXHIBIT "B"

(4). That this affiant, together with MARY B. NASH, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of OPHELIA W. PORTER, and in the presence of each other.

Alice R. Reed
ALICE R. REED

SWORN TO AND SUBSCRIBED before me, this the 23rd day of

July 1997.

H.O. Jones
NOTARY PUBLIC

(SEAL)
My commission expires:
Notary Public State of Mississippi At Large
Expires March 2, 2000

o-portr4



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 27th day of August, 1997, at _____ o'clock _____ M., and was duly recorded on the 27th day of August, 1997, Book No. 30, Page 155.

STEVE DUNCAN, CHANCERY CLERK BY Karen Supp D.C.

Last Will and Testament

OF

EDITH JANE JACKSON

I, Edith Jane Jackson, of Bradley, Lafayette County, Arkansas, hereby revoke my former wills and codicils and declare this to be my last will and testament.

ONE: All of the property which I own at my death is hereby given to my husband, Clyde Jackson, of Bradley, Lafayette County, Arkansas, if he survives me. It is my intention to exclude all of my children under the terms of this paragraph whether born before or after this will is executed.

TWO: If my husband predeceases me, all of said property is hereby given to my children in equal shares.

THREE: If any child of mine predeceases me, the interest which would have passed to him had he survived me is hereby given by right of representation to the descendants of said deceased child who survive me. If there is no surviving descendant of said deceased child, my property is hereby given in such shares and to such beneficiaries as would have been the distributees under this will if that child had never lived.

FOUR: If any beneficiary dies prior to the entry of an order, decree or judgment in my estate distributing the property in question, or within five months after the date of my death, whichever is earlier, any interest which would have passed to said beneficiary under other provisions of this will are to be disposed of according to the plan of distribution which would have been effective under this will if such beneficiary had predeceased me. It is my intention that any property or interest which is distributed from my estate as a result of any court order, decree or judgment will not be revoked or otherwise affected by the subsequent death of the distributee.

FIVE: In construing this will, the meanings of the words "child," "children" or "descendants" include legally adopted children or descendants.

FILED
 THIS DATE
 SEP 08 1997
 STEVE DUNCAN
 CHANCERY CLERK
 BY: *Steven Duncan*

Handwritten notes and marks on the right margin.

Page 2 - Last Will and Testament of Edith Jane Jackson

SIX: I hereby appoint my husband, Clyde Jackson, executor of this will and request that no bond be required of him in that capacity. If he does not so act, I appoint my daughter, Carolyn Jackson Crabtree, executrix of this will. I empower either of said persons or any successors in that capacity to sell, lease or mortgage any property, real or personal, publicly or privately, without an order of the court and without notice to anyone, upon such terms and conditions as shall seem best to said personal representative and without liability on the part of any purchaser, tenant or mortgagee to see to the application of the consideration; to permit any of the beneficiaries named herein to enjoy the use in kind, during probate of this will, of any tangible personal property without liability on the part of said personal representative for any injury to, consumption of or loss of any such property so used; and to settle, compromise or pay any claims, including taxes, asserted in favor of or against me or my estate. The beneficiaries, or their executors or administrators, shall not be liable for any unintentional, non-negligent injury to, consumption of or loss of any property used as provided herein.

In Testimony Whereof, I have hereunto set my hand this 17 day of December, 1971, at Lewisville, Arkansas, in the presence of Donald L. Corbin and Delma A. Latimer, who at my request attest the same in my presence.

Edith Jane Jackson
Edith Jane Jackson - Testatrix

We, Donald L. Corbin and Delma A. Latimer, do hereby certify that Edith Jane Jackson, the testatrix in the above and foregoing last will and testament, subscribed the same in our presence, at the time declaring to us that said instrument was her last will and testament; and we, at her request, and in her presence, and in the presence of each other, now sign our names hereto as attesting witnesses.

Donald L. Corbin
Donald L. Corbin
Delma A. Latimer
Delma A. Latimer

IN THE PROBATE COURT OF LAFAYETTE COUNTY, ARKANSAS

IN THE MATTER OF THE ESTATE OF

EDITH JANE JACKSON, deceased

No. _____

PROOF OF WILL

We, Donald L. Corbin,

and Delma A. Latimer, on oath state:

We are the subscribing witnesses to the attached written instrument, dated 17th day of December, 1971, which purports to be the last will of Edith Jane Jackson, deceased. On the execution date of the instrument the testatrix, in our presence, signed the instrument at the end thereof, or acknowledged her signature thereto, declared the instrument to be her will, and requested that we attest her execution thereof; whereupon, in the presence of the testatrix each of us signed our respective names as attesting witnesses. At the time of execution of the instrument the testatrix appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud or restraint.

DATED this 17th day of December, 1971

Donald L. Corbin
(Donald L. Corbin)
Delma A. Latimer
(Delma A. Latimer)

STATE OF ARKANSAS

COUNTY OF LAFAYETTE

Subscribed and sworn to before me this 17th day of December, 1971

My Commission Expires:
2-4-1975

Winnie Faye Smith

(SEAL)

Notary Public

[Official Title]



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 8 day of September, 1997, at 9:15 o'clock a M., and was duly recorded on the SEP 8 1997, Book No 30, Page 157

STEVE DUNCAN, CHANCERY CLERK

BY Stoney D.C.

Last Will and Testament

OF

THOMAS LEROY TAPP, SR.

97-670
FILED
 THIS DATE
 SEP 09 1997
 STEVE DUNCAN
 CHANCERY CLERK
 BY *[Signature]*

STATE OF MISSISSIPPI

COUNTY OF HINDS

I, THOMAS LEROY TAPP, SR., an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory and being over the age of twenty-one years, do hereby make, publish and declare this to be my LAST WILL AND TESTAMENT, hereby revoking any and all other wills and testaments and codicils thereto heretofore made by me.

1.

I direct that all my just and lawful debts and claims which are fully probated, registered and allowed against my estate be paid, and that the administration of my estate be completed and closed as soon after my death as may be reasonably possible, that nothing herein shall be construed to create a constructive trust for payment of such amounts.

2.

All of my property, real, personal and mixed, of whatsoever kind and nature, and wheresoever situated, including lapsed legacies and bequest of which I shall die seized and possessed or to which I shall be entitled at the time of my death or over which I shall have the power of appointment, I do hereby give, devise and bequeath to my children, THOMAS LEROY TAPP, JR. AND FRANKIE LEE TAPP, if they shall survive me and the same shall be theirs absolutely, or to their heirs per stirpes.

3.

I hereby nominate, constitute and appoint THOMAS LEROY TAPP, JR., as Executor of this my LAST WILL AND TESTAMENT, or as an alternate, if he is unable to act, FRANKIE LEE TAPP, as Executor of this my LAST WILL AND TESTAMENT. My Executor shall have full and plenary power and authority to do and perform any act deemed by her to be for the best interest of my estate, without any limitation on whatsoever, and without surety bond, inventory or appraisal. Said authority shall include, but shall not be limited to, the right to take possession, hold, manage, invest and reinvest the same, and to collect the income, dividends, rents, interests and profits therefrom, and to employ and to pay any attorneys, agents, and accountants that he may deem necessary and for the best interest of my estate, and to pay unto himself a just and reasonable compensation as Executor.

This Will consists of Three (3) Pages.

IN WITNESS WHEREOF, I sign, seal, publish and declare this instrument to be my LAST WILL AND TESTAMENT this the 10 day of August, 1994, A.D.

Thomas Leroy Tapp Sr.
THOMAS LEROY TAPP, SR.

WITNESSES:

R. E. ...

Nelda J. ...

The foregoing instrument, was signed, sealed, published and declared by THOMAS LEROY TAPP, SR. the Testator, to be his LAST WILL AND TESTAMENT, in our presence, and we, at his request and in his presence and in the presence of each other have hereunto subscribed our names as witnesses.

WITNESSES:

NAME	ADDRESS
<u>R. E. Swindle</u>	<u>1449 Waisen Rd</u> <u>Jackson Ms 39209</u>
<u>Nelda J. May</u>	<u>1509 Merson Rd.</u> <u>Jackson, MS 39209</u>

PAGE THREE OF THREE PAGES

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 9 day of Sept., 1997, at o'clock M., and was duly recorded on the September 9, 1997, Book No. 30, Page 160.



STEVE DUNCAN, CHANCERY CLERK

BY: K. Carey D C.

STATE OF MISSISSIPPI

COUNTY OF HINDS

BOOK 30 PAGE 163

FILED
 THIS DATE
 SEP 09 1997
 STEVE DUNCAN
 CHANCERY CLERK
 BY *[Signature]*

AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority, one of the subscribing witnesses to a certain instrument of writing, purporting to be the LAST WILL AND TESTAMENT OF THOMAS LEROY TAPP, SR., affiant, of Madison County, Mississippi, who having first been duly sworn, makes oath that the said THOMAS LEROY TAPP, SR., published and declared said instrument as his LAST WILL AND TESTAMENT on the 10th day of August, 1994, the date of the said instrument in the presence of this affiant and R. E. SWINDOLL, SR., the other subscribing witness to said instrument; that said testator was then of sound and disposing mind and memory, twenty-one years and upward of age, and she, the said affiant and R. E. SWINDOLL, SR., have 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 testator, and in the presence of each other.

Nelda J. May
 NELDA J. MAY

SWORN TO AND SUBSCRIBED before me, this the 10th day of August, 1994.

Annala C. Ward
 NOTARY PUBLIC

My Commission Expires:
May 13, 1996



STATE OF MISSISSIPPI, COUNTY OF MADISON.

I certify that the within instrument was filed for record in my office this 9 day of Sept, 1997, at — o'clock — M, and was duly recorded on the September 9, 1997, Book No 30, Page 163.

STEVE DUNCAN, CHANCERY CLERK BY *[Signature]* D.C.

FILED
THIS DATE
SEP 09 1997
STEVE DUNCAN
CHANCERY CLERK
BY *R. E. Swindoll*

STATE OF MISSISSIPPI
COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority, one of the subscribing witnesses to a certain instrument of writing, purporting to be the LAST WILL AND TESTAMENT OF THOMAS LEROY TAPP, SR., affiant of Madison County, State of Mississippi, who having first been sworn, makes oath that the said THOMAS LEROY TAPP, SR., published and declared said instrument as his LAST WILL AND TESTAMENT dated the 10th day of August, 1994, the date of said instrument in the presence of this affiant and NELDA J. MAY the other subscribing witness to said instrument; that said testator was then of sound and disposing mind and memory, twenty-one years and upward age, and he, the said affiant and NELDA J. MAY, have subscribed and attested said instrument as witnesses to the signature and publication thereof, as the special instance and request, and in the presence of said testator, and in the presence of each other.

R. E. Swindoll
R. E. SWINDOLL, SR.

SWORN TO AND SUBSCRIBED before me, this the 10th day of August, 1994.

Amela C. Little
NOTARY PUBLIC



My Commission Expires:
May 13, 1996



STATE OF MISSISSIPPI, COUNTY OF MADISON
I certify that the within instrument was filed for record in my office this 9 day of Sept, 1997, at - o'clock - M, and was duly recorded on the September 9, 1997, Book No 30, Page 164
STEVE DUNCAN, CHANCERY CLERK BY *R. E. Swindoll* D.C

SEP 18 1997

AT 9:30 O'CLOCK A. M
STEVE DUNCAN, CHANCERY CLERK

By: *Karen Jupp, D.C.*

LAST WILL AND TESTAMENT
OF
WILLIAM BRUCE DICKERSON

#97-687

I, WILLIAM BRUCE DICKERSON (being also known as William Bruce Dickerson, Sr.), an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory, hereby make, publish, and declare this instrument to be my Last Will and Testament, and I hereby revoke any and all other Wills, Codicils, and other instruments of a testamentary nature heretofore made by me.

ARTICLE I
PAYMENT OF DEBTS, TAXES AND EXPENSES

I direct my Executor to pay out of the property which would otherwise become a part of my residuary estate all debts of my estate, all costs and expenses incurred by my estate, and all estate, inheritance, transfer and succession taxes, including interest and penalties thereon, which may be lawfully assessed by reason of my death. Further, I authorize my Executor in his sole discretion to pay any debt of my estate which is less than Five Hundred Dollars (\$500.00) in amount without the necessity that such debt be probated.

ARTICLE II
PERSONAL EFFECTS

I give, devise, and bequeath unto my children, WILLIAM BRUCE DICKERSON, JR. and GLORIA DICKERSON (sometimes known as Gloria Dickerson Griffin), all club memberships, automobiles, watches, jewelry, wearing apparel, sporting equipment, and all other personal effects and tangible property of like nature in which I may have any interest at the time of my death not otherwise effectively disposed of, together with all policies of insurance relating to those items, in equal portions, share and share alike, to be divided between them as they may mutually agree. In the absence of mutual agreement within six months from the date of my death, the division of these items shall be accomplished in such manner as the Court in which my Will is probated shall decide.

Provided, however, that if either of my children does not survive me, or dies before such personal effects and tangible property are divided between them in accordance with this Article of my Will, then I give such child's share to my surviving child. Further provided that if both of my children do not survive me, or die before such personal effects and tangible property are divided between them as provided herein, then all such personal effects and tangible property shall be part of the residue of my estate.

ARTICLE III
RESIDUE

I give, devise, and bequeath all my estate, real, personal, and mixed, of every nature and wherever situated, in which I may own any interest at the time of my death not otherwise effectively disposed of, except that property for which provision is made in Article II above, as follows:

(a) To my son, WILLIAM BRUCE DICKERSON, JR., I give, devise, and bequeath one-third (1/3) of the property passing under this Article of my Will;

(b) To the Trustee for the descendants of my children under the WILLIAM BRUCE DICKERSON TESTAMENTARY TRUST hereinafter created, I give, devise, and bequeath one-third (1/3) of the property passing under this Article of my Will; and

(c) To the Trustee of the GLORIA DICKERSON TRUST, which was created by that certain trust agreement executed by me, as Grantor, and by my son, as Trustee, on July 30, 1982, I give, devise, and bequeath one-third (1/3) of the property passing under this Article of my Will, said property to be added to, held, administered, and distributed as a part of the trust estate under the terms and provisions of said trust agreement.

Provided, however, that if either of my children do not survive me, then I give, devise, and bequeath the property devised and bequeathed to such child under this Article of my Will, whether to such child individually or to a trust for the benefit of such child, to the Trustee for the descendants of my

children under the WILLIAM BRUCE DICKERSON TESTAMENTARY TRUST, which is created below.

ARTICLE IV
GRANDCHILDREN'S TRUST

In Article III above, certain devises and bequests are made to the Trustee of the WILLIAM BRUCE DICKERSON TESTAMENTARY TRUST created for the descendants of my children. As to that trust, it is my intention, and I hereby declare, that AMY MARIE DICKERSON and LEAH JEAN DICKERSON (daughters of my son, William Bruce Dickerson, Jr.) shall be beneficiaries of the trust. This trust shall be held, administered and distributed in the following manner:

(a) This trust shall be known as the WILLIAM BRUCE DICKERSON TESTAMENTARY TRUST.

(b) The Trustee shall divide the trust property into shares, equal in value, one share for each beneficiary then living, and one share for the descendants, as a group, of each deceased beneficiary leaving descendants surviving at that time. Each share shall be held and administered as a separate trust.

(c) In dividing the trust estate into shares as provided above, the Trustee is authorized and empowered in its sole discretion to make such division in cash, or in kind, or partly in both, and its judgment as to value shall be conclusive.

(d) The Trustee is authorized and empowered, at any time and from time to time, in its sole discretion and upon such terms and conditions as it deems advisable, to receive property donated, bequeathed or devised to the trust, or to any separate trust administered hereunder, and to hold, administer, and dispose of said property as provided herein for property devised and bequeathed under this Will. Any such property donated, devised or bequeathed to a separate trust hereunder shall be added to the principal thereof and shall be held and administered as part of said separate trust. Any such property donated, devised or bequeathed to the "WILLIAM BRUCE DICKERSON

TESTAMENTARY TRUST" shall be divided equally between the separate trusts created hereby, and the share of such property attributable to each separate trust shall be added to the principal thereof and shall be held and administered as provided herein.

(e) Each separate trust created hereunder shall be held, administered and distributed in the following manner:

- (i) The Trustee shall not disburse to the beneficiary any of the principal or income of her separate trust, until the calendar year following the year in which the beneficiary shall attain the age of twenty-one years, unless the Trustee, acting in its sole discretion, determines that the beneficiary is unable to otherwise pay the expenses necessary for her health, education, maintenance and support. In such instances, the Trustee may expend so much of the income or principal (even to the point of exhausting same) as the Trustee, in its sole discretion, deems to be necessary or desirable to pay such expenses which the beneficiary is otherwise unable to pay.
- (ii) The accrued and undistributed income of each separate trust shall be accumulated and added to principal annually until the calendar year following the year in which the beneficiary shall attain the age of twenty-one (21) years. Beginning with the calendar year following the year in which the beneficiary attains the age of twenty-one (21) years, the net income derived from such beneficiary's separate trust shall be paid over to the beneficiary or applied for her benefit at least annually. The Trustee is also authorized to expend so much of the principal (even to the point of exhausting same) as the

Trustee, in its sole discretion, shall deem to be necessary or desirable for the health, education, maintenance and support of such beneficiary, taking into consideration the beneficiary's income and financial resources from her separate trust and from other sources known to the Trustee.

(iii) When the beneficiary attains the age of fifty (50) years, her separate trust shall terminate, and the Trustee is directed to deliver, transfer and convey outright to such beneficiary the remaining principal and all accrued and undistributed income thereon, if any, remaining in such beneficiary's trust estate.

(iv) Should the beneficiary die before attaining the age of fifty (50) years, then her separate trust shall terminate and all principal and accrued and undistributed income thereon, if any, then held by the Trustee in such beneficiary's trust estate, shall be delivered, transferred and conveyed to such beneficiary's then living descendants, per stirpes, but if the beneficiary has no living descendants, then such beneficiary's trust estate shall be delivered, transferred and conveyed to the separate trust of the surviving beneficiary, to be added to such separate trust and treated as an integral part of the assets thereof, or if there is no such surviving beneficiary, then to the descendants of such other beneficiary, per stirpes.

(f) With respect to any distribution under this Article of my Will for a deceased beneficiary's descendants, the youngest of whom shall not then have attained the age of twenty-one (21), such distribution shall not be made outright,

but shall instead be held in trust by the Trustee under the following provisions. The Trustee of each separate trust for the benefit of a deceased beneficiary's descendants may accumulate income and may expend so much of the principal or income of each such trust as it determines in its sole discretion may be necessary or desirable for the health, education, maintenance and support of each such descendant. Each such trust shall continue for the benefit of such descendants as provided herein until the youngest of such descendants attains the age of twenty-one (21) years, at which time the trust shall terminate and the trust estate shall be distributed per capita among such descendants then living. If at any time prior to its termination, any trust created under my Will for the descendants of a beneficiary shall have no living beneficiary, then the assets of that trust shall be proportionately distributed to and commingled with the other trusts created under this Article of my Will and shall be administered as an integral part thereof.

(g) It is my intention, and I hereby direct, that all proceeds attributable to interests in oil, gas and other minerals, specifically including but not limited to all bonus and rentals and all royalty, overriding royalty, and other such proceeds of every kind and character, which are vested in the separate trusts created by my Will, shall be deemed to be "income" derived from the trust property for purposes of construing the provisions contained herein.

(h) The Trustee may, in its sole discretion, hold and administer assets of the separate trusts created under this Article of my Will, in whole or in part, in one or more consolidated funds in which the separate trusts shall have undivided interests.

(i) The Trustee may, in its sole discretion, make payments or other applications of principal or income which are authorized or allowed under the terms of my Will directly to a trust beneficiary, to the guardian of any beneficiary, to any other

JWF

person with whom the beneficiary may permanently reside, or in any other manner which the Trustee, in its sole discretion, deems to be appropriate, desirable, and in the best interests of the beneficiary. The Trustee's determination as to the advisability of each such payment or other application of principal or income shall be conclusive and shall constitute full acquittance to the Trustee.

(j) No interest under this trust shall be attachable, assignable, or subject to the claims of any creditors or to legal process. Furthermore, no interest under this trust may be voluntarily or involuntarily alienated or encumbered by any beneficiary.

(k) The Trustee shall be entitled to reasonable compensation for services rendered in administering and distributing the trust assets and to reimbursement for all expenses incurred in the performance of its duties as Trustee. The Trustee is fully empowered to engage the services of attorneys, accountants, or others capable of rendering services in pursuance of the trust objectives.

(l) In addition to the powers granted the Trustee under this Article of my Will, the Trustee shall have all powers granted it under Article V hereinbelow.

ARTICLE V
TRUSTEE POWERS

The Trustee of the WILLIAM BRUCE DICKERSON TESTAMENTARY TRUST and each other trust which is created under the provisions of my Will shall have all powers granted by law, including all powers as are granted to trustees under the Mississippi Uniform Trustees' Powers Law, Miss. Code Ann. §§ 91-9-101, et seq. (1972), as now enacted or hereafter amended, except where such powers may be modified by my Will. In addition, and not by way of limitation, the Trustee shall be authorized and empowered, at any time and from time to time, in its sole discretion:

(a) to receive and to hold and retain any and all property received by virtue of this Will or received from any other

person or the estate of any other person, or from any other source, without regard to any law or rule of court concerning diversification or risk;

(b) to invest or reinvest (or leave temporarily uninvested) any assets of the trust estate, whether real or personal property, of every kind and nature, including but not limited to stocks (whether common, preferred, or otherwise), bonds (secured or unsecured), obligations, mortgages, other securities and interests in any of the foregoing, without regard to any law or rule of court prescribing or restricting investments for fiduciaries;

(c) to make any loans, either secured or unsecured, in any amounts, upon such terms, at such rates of interest and to such persons, firms, corporations, or other entities as the Trustee deems advisable;

(d) to sell, exchange, partition, or otherwise dispose of any property or any interest in property, whether real or personal, at public or private sale, for cash or on credit, for such purposes and upon such terms and conditions as the Trustee deems advisable, including but not limited to options and credit sales with or without security;

(e) to mortgage any real property or any interest in real property for such amount and on such terms as the Trustee deems advisable;

(f) to lease any real property or any interest in real property for such term or terms, upon such conditions and rentals, and in such manner as the Trustee deems advisable, irrespective of whether the term of any such lease shall exceed the probable period of the existence of any trust created hereby;

(g) to make repairs and to construct or replace improvements, whether structural or otherwise, on any property in the trust estate and to charge the expenses thereof in an equitable manner to the principal or income of the trust estate as the Trustee deems advisable;

(h) to borrow money for any purpose in connection with the administration of the trust estate and to secure the payment of any amounts so borrowed by mortgage or pledge of any real or personal property in the trust estate and to execute promissory notes, mortgages, deeds of trust, financing statements, and any other instruments which will accomplish or facilitate such transactions;

(i) to renew or extend the time of payment of any obligation, secured or unsecured, payable to or by the trust, for as long a period or periods of time and on such terms and conditions as the Trustee deems advisable;

(j) in respect to any stock or other securities in the trust estate, to vote upon any proposition or election at any meeting and to grant proxies, discretionary or otherwise, for others to vote at any such meeting; to join in or become a party to any reorganization, merger, voting trust, consolidation, exchange or dissolution proceeding, and to deposit any such securities with any committee, depository, trustee, or otherwise, and to pay out any fees, expenses, and assessments incurred in connection therewith, and to charge the same to principal or income as the Trustee deems advisable; to exercise conversion, subscription, or other rights, or to sell or abandon such rights; to receive and hold any new securities issued as a result of such reorganization, merger, voting trust, consolidation, exchange or dissolution proceeding or exercise of conversion, subscription, or other rights; and, generally, to take all action in respect to any stocks or other securities that could be taken by an absolute owner;

(k) to apportion extraordinary stock and liquidating dividends between income and principal in such manner as shall fairly tax into account the interest of the beneficiaries and to determine what constitutes such dividends;

(l) to determine all allocations of charges or credits as between principal and income;

11/20

(m) to expend from principal or income, including but not limited to rents, profits, dividends, and proceeds from the sale of trust assets, the necessary expenses of administering the trust;

(n) to purchase or otherwise acquire such oil and gas leases and upon such terms and conditions as the Trustee deems advisable; to pay such annual delay rentals on oil and gas leases as the Trustee deems advisable; with respect to mineral interests and/or interests in oil, gas, and mineral leases in the trust estate, to enter into operating agreements or other contracts for the exploration and development of such oil, gas, and other mineral interests or leasehold interests as the Trustee deems advisable; to take such actions as the Trustee deems advisable to preserve, conserve, develop and operate all oil, gas, and other mineral rights and leases in the trust estate;

(o) to prosecute or defend actions, claims, or other proceedings for the protection of trust assets or of the Trustee in the performance of its duties in administering the trust estate and to pay, adjust, settle, compromise, or arbitrate any claims or demands by or against the trust or the Trustee upon such terms and conditions as the Trustee deems advisable;

(p) whenever required or permitted to divide or to distribute any assets of the trust estate (whether principal or income), the Trustee may make such division or distribution in cash or in kind, or a combination thereof, without regard to the income tax basis of any property involved, and the determination of the Trustee as to the value of any such property shall be conclusive with respect to any such division or distribution;

(q) to engage attorneys, accountants, appraisers, agents, custodians, clerks, investment counsel, and other such persons as the Trustee deems advisable and to make such payments therefor as the Trustee deems reasonable and to charge the expenses

thereof to principal or income as the Trustee deems equitable and to delegate to such persons any discretion which the Trustee deems to be advisable;

(r) to exercise all power and authority, including any discretion, conferred by this Will with respect to all accumulations of income under the provisions hereof and with respect to all property held under the provisions hereof;

(s) to exercise all power and authority, including any discretion, conferred by this Article of my Will after the termination of any trust created hereby until the remaining principal and all accumulated undistributed income thereof, if any, remaining in such trust is fully distributed;

(t) provided, however, that no powers enumerated herein or accorded to trustees generally pursuant to law shall be construed to enable the Trustee, or any other person, to purchase, exchange, or otherwise deal with or dispose of the principal or income of the trust estate for less than an adequate or full consideration in money or money's worth.

ARTICLE VI
TRUSTEE

(a) I nominate and appoint my son, WILLIAM BRUCE DICKERSON, JR., as Trustee of each trust created under the provisions of my Will.

(b) If WILLIAM BRUCE DICKERSON, JR., at any time, resigns or is unable or refuses to act as Trustee, he may nominate and appoint, acting in his sole discretion, any individual, or any banking or financial institution, or any other corporation or entity authorized by law to administer trusts, as successor trustee. If William Bruce Dickerson, Jr., at any time, resigns or is unable or refuses to act as Trustee and fails to nominate and appoint a successor trustee, then the TRUSTMARK NATIONAL BANK, Jackson, Mississippi, shall be appointed as successor trustee.

(c) No trustee hereunder shall be required to give any bond for the performance of its duties. Further, I hereby

waive to the fullest extent allowed by law any requirement for any inventory, appraisal, or accounting by any trustee hereunder to any court. It is my express desire and intention that the Trustee shall be allowed to exercise all powers and discretion given by law and by the provisions of my Will, without the necessity of obtaining the approval or order of any court. Each trust created hereunder is to be governed by and construed and administered in accordance with the laws of the State of Mississippi.

(d) Any trustee may resign at any time by giving thirty (30) days' written notice to the beneficiaries of the trust or to the guardians of any such minor beneficiaries. If any successor trustee at any time resigns or is unable or refuses to act, a corporation authorized under the laws of the United States or of any state to administer trusts may be appointed as Trustee by an instrument delivered to it and signed by the then adult beneficiaries of the trust and by the guardians of any beneficiaries who are minors at that time.

(e) All successor trustees shall have the same title, powers, duties, and discretion as the trustee succeeded, without the necessity of any conveyance of transfer.

(f) No person dealing with the Trustee shall be obligated to inquire into the Trustee's power or authority or into the validity of any act of the Trustee under the provisions hereof or be liable for the application of any money paid to the Trustee in connection with the Trustee's administration of the assets of the trust estate.

(g) The Trustee shall make annual reports in writing to each living beneficiary (or to the parent or guardian of minor beneficiaries, or the guardian, conservator or like representative of any incapacitated beneficiary) with reasonable promptness after the end of each year. Each report shall include a statement of all property on hand at the end of the year, of all receipts and disbursements during the year, of all sales

and purchases made during the year, and of such other transactions and actions by the Trustee as may be necessary to furnish the beneficiary adequate information as to the condition of the trust estate.

ARTICLE VII
EXECUTOR AND EXECUTOR POWERS

(a) I nominate and appoint my son, WILLIAM BRUCE DICKERSON, JR., as Executor of my Last Will and Testament. If William Bruce Dickerson, Jr. is not willing or is unable to serve as Executor, he may nominate and appoint, acting in his sole discretion, any individual, or any banking or financial institution, or any other corporation or entity authorized by law to serve in such fiduciary capacity, as successor Executor. If William Bruce Dickerson, Jr., at any time, is not willing or is unable to serve as Executor and fails to nominate and appoint a successor Executor, then I nominate and appoint TRUSTMARK NATIONAL BANK, Jackson, Mississippi, as Executor of my Last Will and Testament.

(b) The Executor, or any successor Executor, shall not be required to give bond. Further, I waive, to the fullest extent allowed by law, the necessity of filing any formal appraisal, inventory, or other reports or accountings of my estate to any court. It is my express desire and intention that the Executor, or any successor Executor, shall be allowed to exercise all powers and discretion given it by law and by the provisions of this instrument, without the necessity of obtaining the approval or order of any court.

(c) The Executor, or any successor Executor, shall have in addition to the rights, powers, and discretion granted by this instrument and by the laws of the State of Mississippi, all rights and powers as are granted trustees under Article V above, including the power to sell real or personal property, for cash or on credit, at public or private sale, without the approval or order of any court. I declare that it is my express desire and intention that the Executor, or any successor

Executor, be allowed to exercise the greatest powers and discretion allowed by law in fulfilling its duties.

ARTICLE VIII
SIMULTANEOUS DEATH

If any legatee or devisee under this Will dies simultaneously with me or under circumstances which render it difficult or impossible to determine who predeceased the other, it shall be conclusively presumed for all purposes of this Will that I survived that legatee or devisee.

ARTICLE IX
DISPOSITION IF NO SURVIVING DEVISEES OR LEGATEES

In the event I die and I am not survived by my children, or descendants of my children, then I devise and bequeath unto the Trustees of the Episcopal Diocese of the State of Mississippi, for the use and benefit of said Church, all of my estate, real, personal, or mixed, wherever situated.

ARTICLE X
MAXIMUM DURATION OF TRUSTS

If the trust created herein shall violate any applicable rule against perpetuities, accumulations, or any similar rule of law, the Trustee is hereby directed to terminate such trust on the date limited by such rule or law, and thereupon all property held in such trust shall be delivered, transferred, and conveyed outright to the persons entitled to receive same if the trust had terminated under other provisions hereof, notwithstanding any provisions of my Will to the contrary.

ARTICLE XI
INDEPENDENT PROVISIONS

In the event any provisions of this Will should be held invalid, the invalidity of such provision or provisions shall not affect any other provisions hereof, it being my intention that each of the provisions shall be independent of the other provisions contained herein, so that all valid provisions shall be enforced, irrespective of the invalidity of any of the others.

ARTICLE XII
MERGER OF TRUSTS

The Trustee may at any time merge the assets of any trust created under my Will with the assets of any other trust created by any will or agreement if such other trust, in the sole opinion of the Trustee, is to be held, administered and distributed to or for the benefit of the same beneficiary upon substantially the same terms and conditions as the trust created hereunder. The merged assets may be held, administered and distributed by the Trustee under the provisions of the trust created hereunder or under the provisions of the instrument or instruments governing such other trusts, and the Trustee shall terminate this trust as a separate entity if it merges this trust into such other trusts.

I, WILLIAM BRUCE DICKERSON, am signing this my Last Will and Testament, consisting of 15 pages, on this the 16th day of January, 1991, in the presence of Anne P. Giraud and ANNE M. EULLOCH, who are attesting the same at my request.

William Bruce Dickerson
WILLIAM BRUCE DICKERSON

The above and foregoing Last Will and Testament of WILLIAM BRUCE DICKERSON was declared by him in our presence to be his Last Will and Testament and was signed by the said WILLIAM BRUCE DICKERSON 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 Last Will and Testament of William Bruce Dickerson.

WITNESS OUR SIGNATURES, this the 16th day of January 1991.

Anne P. Giraud
ADDRESS 1400 Trustmark Building
Jackson, MS 39205

Anne M. Eulloch
ADDRESS 1400 Trustmark
Jackson, MS 39205



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 19 day of September, 1991, at 9:30 o'clock A.M., and was duly recorded on the 19th day of September, 1991, Book No 30, Page 165.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

FILED
THIS DATE
SEP 19 1997
BY: Karen Sipp
STEVE DUNCAN
CHANCERY CLERK

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, Anne P Giraud and Anne McCulloch, witnesses to the execution of the foregoing Last Will and Testament of William Bruce Dickerson, who, after being duly sworn by me, declared under oath:

- (1) that the Testator declared and executed the instrument as his Last Will and Testament;
- (2) that, in the presence of both witnesses, he signed or acknowledged his signature already made or directed another to sign for him in his presence;
- (3) that, to the best of the witnesses' knowledge, the Testator executed the Will as his free and voluntary act for the purposes expressed in it;
- (4) that each of the witnesses, in the presence of the Testator and of each other, signed the Will as witness;
- (5) that the Testator was of sound mind; and
- (6) that the Testator was at the time eighteen (18) or more years of age.

DATE: January 16, 1991.

Anne P Giraud
WITNESS

Anne McCulloch
WITNESS

WITNESS MY HAND AND SEAL on this 16th day of January, 1991.

James Dwight Green
NOTARY PUBLIC

MY COMMISSION EXPIRES:
My Commission Expires July 27, 1993

- 16 -

EXHIBIT B

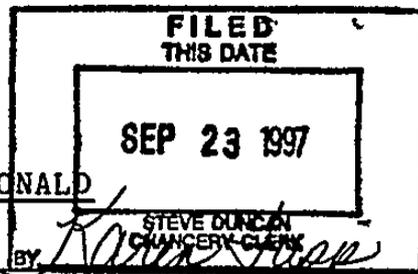


STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19th day of September, 1997, at 9:30 o'clock A.M., and was duly recorded on the 19th day of September, 1997, Book No 30 Page 180.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Sipp D.C.

LAST WILL AND TESTAMENT OF ROBERT W. McDONALD

#97-698

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

ARTICLE I.

I give, devise and bequeath all of my property, both real and personal, of whatsoever kind or character and wheresoever situated, unto my wife, Louise F. McDonald.

ARTICLE II.

In the event that my wife, Louise F. McDonald, predeceases me, I give, devise and bequeath all of my property both real and personal, of whatsoever kind or character, and wheresoever situated, to my children, Nancy Whitener, Marsha Mabry and Judy Weems, in equal share, share and share alike per stirpes.

ARTICLE III.

I hereby nominate, appoint and constitute my wife, Louise F. McDonald, as Executrix of my Last Will and Testament. My Executrix shall have full and plenary power and authority to do and perform any act deemed by her to be to the best interest of my estate, without any limitation whatsoever and to serve without bond. Said authority shall include, but shall not be limited to the right to take possession, hold, manage, invest and reinvest the same, and to collect the income, dividends, rents, interest and profits therefrom, and to employ and to pay any attorneys, agents and accountants that she may deem necessary for the best interest of my estate. In addition, my Executrix shall have full authority to sell any real or personal property of

Robert W. McDonald
Robert W. McDonald

my estate either at a public or private sale, in her sole discretion, for cash or for such other conditions that she may deem appropriate, with said sales being made without without the necessity of my Executrix first securing a Court Order for the said sale.

ARTICLE IV.

In the event that my wife, Louise F. McDonald shall predecease me, become disqualified or otherwise fail to qualify as Executrix of my Will and Estate, then I nominate and appoint my son-in-law, Charles Weems, to serve as Executor of my Last Will and Testament and I direct that he shall not be required to enter any bond as such Executor and I direct that he shall have the same authority and powers as is set forth in my Executrix in the above and foregoing Article.

IN WITNESS WHEREOF, I have hereunto subscribed my name and published and declared this to be my Last Will and Testament on this the 11th day of June, 1986.

Robert W. McDonald
Robert W. McDonald

This instrument was, on the date shown above, signed, published and declared by Robert W. McDonald 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.

Kathryn M. Jurig
WITNESS
315 N. Madison
ADDRESS
Canton, MS 39046
ADDRESS

John Christache
WITNESS
146 N. Liberty St.
ADDRESS
Canton, MS 39046
ADDRESS



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 23rd day of September, 1997, at o'clock M., and was duly recorded on the 23rd day of September, 1997, Book No. 30, Page 181.

STEVE DUNCAN, CHANCERY CLERK BY Karen Jupp D.C.

FILED
THIS DATE
SEP 23 1997
STEVE DUNCAN
CHANCERY CLERK
BY *[Signature]*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
ROBERT W. McDONALD, DECEASED

CIVIL ACTION FILE NO. 97,698

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, JOHN CHRISTOPHER, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Robert W. McDonald, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Robert W. McDonald signed, published and declared said instrument as his Last Will and Testament on the 11th day of June, 1986, the day and date of said instrument, in the presence of this affiant and Kathryn G. Irving, 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, John Christopher, the Affiant, and Kathryn G. Irving subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

[Signature]
John Christopher

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 22nd day of September, 1997.

Barbara Y. Appourner
NOTARY PUBLIC

MY COMMISSION EXPIRES:

May 15, 1998



wrcpl\estate\mcdonald\rw\affchrs.101
8582-1/39,990

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 23rd day of September, 1997, at — o'clock — M., and was duly recorded on the 23rd day of September, 1997, Book No. 30, Page 183.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

FILED
THIS DATE
SEP 23 1997
STEVE DUNCAN
CHANCERY CLERK
BY *[Signature]*
CIVIL ACTION FILE NO. 97,698

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
ROBERT W. McDONALD, DECEASED

CIVIL ACTION FILE NO. 97,698

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, KATHRYN G. IRVING, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Robert W. McDonald, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Robert W. McDonald signed, published and declared said instrument as his Last Will and Testament on the 11th day of June, 1986, the day and date of said instrument, in the presence of this affiant and John Christopher, 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, Kathryn G. Irving, the Affiant, and John Christopher, 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.

Kathryn G. Irving
Kathryn G. Irving

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 16th day
of Sept, 1997.

Lee Westbrook
NOTARY PUBLIC
[Seal: MISSISSIPPI MADISON COUNTY]

MY COMMISSION EXPIRES;
1-1-2000
(SEAL)

wrcplstate\mcdonald\lw\affidur 101
8582-1/39,990

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 23rd day
of September, 1997, at _____ o'clock _____ M., and was duly recorded
on the 23rd day of September, 1997, Book No. 30, Page 185.



STEVE DUNCAN, CHANCERY CLERK BY: Karen Jupp D.C.

Last Will and Testament

#97-701

OF
HENRY GRIFFIN

FILED
THIS DATE

SEP 26 1997

BY *Steve Dungan*
CLERK

I, HENRY GRIFFIN, 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 Executrix of my estate my daughter, Corene Griffin, to serve without bond and to act as her good judgment and discretion will determine; and she shall not be required to file any accounting, annual or final, to any Courts of her actions as Executrix.

II.

I give, devise and bequeath to my daughter, Corene Griffin, at the time of my death, my house and two (2) acres of real property located at Route 2, Box 41, Camden, Mississippi 39045 and being described as follows:

And that said property lying and being situated in the NE 1/4 NW 1/4, Section 15, Township 10 North, Range 5 East, Madison County, Mississippi, is described as follows:

Commence at a point where the west line of Section 15, Township 10 North, Range 5 East, Madison County, Mississippi, intersects the south margin of an unpaved public road and run north 79 degrees 00 minutes east 1200.0 feet to a point; thence south 89 degrees 00 minutes east 600.0 feet to a point; thence south 75 degrees 30 minutes east 229.6 feet to a point; thence south 35 degrees 50 minutes east 152.5 feet to an iron pin, the point of beginning; thence north 07 degrees 26 minutes west 214.5 feet to an iron pin; thence east 409.2 feet to an iron pin; thence south 07 degrees 26 minutes east 214.5 feet to an iron pin; thence west. 409.2 feet to the point of beginning, containing 2.01 acres, more or less.

III.

I give, devise and bequeath to my daughter, Corene Griffin, at the time of my death, twenty-four (24) acres of real property and to my daughter, Georgia Mae Harris, forty-eight (48) acres of real property, all to be taken from that real property owned by me and described as follows:

The South-Half (S 1/2), containing 70 acres, of the following described real property:
the W 1/2 of NW 1/4, Section 15, Township 10 North, Range 5 East and Sixty (60) acres evenly off the west side of E 1/2 of NW 1/4, Section 15, Township 10 North, Range 5 East, Madison County, Mississippi, containing a total of 140 acres more or less.

IV.

I give, devise and bequeath to my daughters, Corene Griffin and Georgia Mae Harris, at the time of my death, the residue of my estate, to share and share alike.

V.

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 26th day of July, 1988.

Henry Griffin
HENRY GRIFFIN

WITNESSES:

Dennis M. Willis
Cynthia Smith

* * *

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 HENRY GRIFFIN, 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 26th day of July, 1988.

<u>NAME</u>	<u>ADDRESS</u>
<u>Bessie M. Davis</u>	<u>Route 2, Box 194</u>
<u>Oetha Smith</u>	<u>Canton, MS 39046</u>
	<u>Route 4, Box 434</u>
	<u>Catledge, Ms. 39051</u>



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of September, 1997, at — o'clock — M., and was duly recorded on the 26th day of September, 1997, Book No. 30, Page 187.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

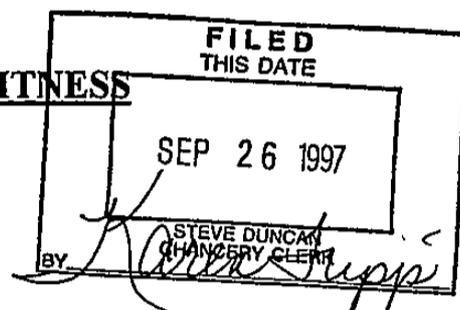
IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
HENRY GRIFFIN, DECEASED

CIVIL ACTION
FILE NO. 97-701

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON



This date personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named **BESSIE M. TRAVIS**, who being by me first duly sworn according to law states on oath as follows, to-wit:

(1). That this affiant is one of two subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of **HENRY GRIFFIN** whose signature is affix to the Last Will and Testament dated July 26, 1988.

(2). That on the 26th day of July, 1988, the said **HENRY GRIFFIN** signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of the affiant and in the presence of **ORETHA SMITH**, the other subscribing witness to the instrument.

(3). That **HENRY GRIFFIN** was then and there of sound and disposing mind and memory and well above the age of eighteen (18) years.

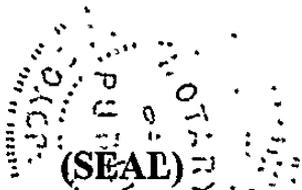
(4). That this affiant, together with ORETHA SMITH, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of HENRY GRIFFIN, and in the presence of each other.

Bessie M. Travis
BESSIE M. TRAVIS

SWORN TO AND SUBSCRIBED before me, this the 20th day of

September, 1997.

Joseph A. Pauls
NOTARY PUBLIC



My commission expires:

5-14-2000

h-grfn3

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of September, 1997, at — o'clock — M., and was duly recorded on the 26th day of September, 1997, Book No. 30, Page 190.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Suppi D.C.



FILED
THIS DATE
SEP 26 1997
BY STEVE DUNCAN
CHANCERY CLERK

LAST WILL AND TESTAMENT
OF
JOE R. FANCHER, JR.

#97-702

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

I.

I name, constitute and appoint Elsie R. Fancher, my wife, as Executrix of this, my Last Will and Testament, and direct that she be not required to give bond or make any formal accounting to any Court other than the probate of this my Last Will and Testament. Should my said wife, Elsie R. Fancher, predecease me or refuse or be unable to serve as Executrix hereunder, I name, constitute and appoint my daughter, Elizabeth Fancher Sligh, as Executrix, also without bond.

II.

I will, devise and bequeath unto my wife, Elsie R. Fancher, all of my estate, real, personal, and mixed of whatever nature and wheresoever located or situated. Should my said wife, Elsie R. Fancher, predecease me, I will, devise and bequeath all of my said estate unto my children, Elizabeth Fancher Sligh, Melissa Fancher Masquelette and Mary Joe Fancher, share and share alike.

IN WITNESS WHEREOF, I have executed this Last Will and Testament on this the 15th day of July, 1988. in the presence of the undersigned attesting and credible witnesses who, at my request and in my presence, and in the presence of each other, have witnessed my signature hereto.

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

Last Will and Testament of Joe R. Fancher, Jr., - Page 2.

Signed, published and declared by the Testator, JOE R. FANCHER, JR., as and for his Last Will and Testament in the presence of us, who, at his request and in his presence and in the presence of each other, subscribed our names hereto as attesting witnesses, this the 15th day of July, 1988.

[Signature]
[Signature]

WITNESSES

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of September, 1997, at — o'clock — M., and was duly recorded on the 26th day of September, 1997, Book No. 30, Page 192.

STEVE DUNCAN, CHANCERY CLERK

BY: [Signature] D.C.



<p>FILED THIS DATE</p> <p>SEP 26 1997</p> <p>STEVE DUNCAN CHANCERY CLERK</p> <p>BY <i>[Signature]</i></p>

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE
LAST WILL AND TESTAMENT OF
JOE R. FANCHER, JR., DECEASED

CIVIL ACTION, FILE NO: 97-702

AFFIDAVIT OF AUTHENTICITY

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned notary public, in and for the jurisdiction aforesaid, within my jurisdiction on this date, Frank S. Street, who having been by me first duly sworn, stated and deposed upon his oath as follows:

1. My name is Frank S. Street.
2. I am an adult resident citizen of Madison County, Mississippi, and my address is 252 Country Club Drive, Canton, Mississippi 39046.
3. I am president of the Canton branch of Merchants and Farmers Bank, Kosciusko, Mississippi.
4. For many years, I personally knew and was well acquainted with Joe R. Fancher, Jr., now deceased, and who regularly served as trustee for and as one of the attorneys for my bank. For many years, Joe R. Fancher, Jr. maintained several accounts at my bank, and I frequently handled many of his banking transactions on a regular basis. Based upon my personal knowledge and long standing business and personal relationship with Joe R. Fancher, Jr., I knew and was personally familiar and well acquainted with the handwriting and signature of Joe R. Fancher, Jr

5. For many years, I personally knew and was well acquainted with Robert H. Powell, Jr., now deceased, who regularly served as trustee for and as one of the attorneys for my bank. For many years Robert H. Powell, Jr. maintained several accounts at my bank, and I frequently handled many of his banking transactions on a regular basis. Based upon my personal knowledge and long standing business and personal relationship with Robert H. Powell, Jr., I was personally familiar and well acquainted with the hand-writing and signature of Robert H. Powell, Jr.

6. For many years, I personally knew and well acquainted with Ray H. Thompson, now deceased, and who regularly served as a director for my bank. For many years, Ray H. Thompson maintained several accounts at my bank, and I frequently handled many of his banking transactions on a regular basis. Based upon my personal knowledge and long standing business and personal relationship with Ray H. Thompson, I was personally familiar and well acquainted with the hand-writing and signature of Ray H. Thompson.

7. I have carefully read and examined the attached instrument of writing, dated July 15, 1988, and which purports to be the will of Joe R. Fancher, Jr., deceased, and which instrument purports to have been executed by Joe R. Fancher, Jr., as testator, and by Robert H. Powell, Jr. and Ray H. Thompson, as witnesses to the said testator's signature and publication of waid will.

8. Based upon my personal knowledge of the handwriting and signature of Joe R. Fancher, Jr., Robert H. Powell, Jr., and Ray H. Thompson, I have determined and am firmly convinced that the

signature of Joe R. Fancher, Jr. on said will, dated July 15, 1988, is genuine and was wholly made and subscribed by Joe R. Fancher, Jr., that the signature of Robert H. Powell, Jr., as a witness to said will dated July 15, 1988, is genuine and was wholly made and subscribed by Robert H. Powell, Jr., that the signature of Ray H. Thompson, as a witness to said will dated July 15, 1988, is genuine and was wholly made and subscribed by Ray H. Thompson, and that said will is valid and authentic in all respects.

9. Based upon my personal knowledge, I have determined and am firmly convinced that the signature of Robert H. Powell, Jr. as one of the witnesses to the signature of Joe R. Fancher, Jr., on said instrument of writing, dated July 15, 1988, is genuine and was wholly made and subscribed by Robert H. Powell, Jr.

10. Based upon my personal knowledge, I have determined and am firmly convinced that the signature of Ray H. Thompson, as one of the witnesses to the signature of Joe R. Fancher, Jr., on said instrument of writing, dated July 15, 1988, is genuine and was wholly made and subscribed by Ray H. Thompson.

11. On July 15, 1988, Joe R. Fancher, Jr. was over the age of 18 years and was of sound and disposing mind and memory, possessed the requisite testamentary capacity, and was competent in all respects to make and execute a valid will.

12. I am not named as a beneficiary of the will of Joe R. Fancher, Jr., dated July 15, 1988, and I am in no wise interested in the administration of his estate.

WITNESS MY SIGNATURE, this the 22 day of September, 1997.

Frank S. Street

FRANK S. STREET

SWORN TO and subscribed to before me, this the 22 day of September, 1997.

Claudia J. Beane

NOTARY PUBLIC

My Commission Expires:
NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: Apr. 23, 1999.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

fancher.authenticity
023/097297



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of September, 1997, at — o'clock — M., and was duly recorded on the 26th day of September, 1997, Book No. 30, Page 194.



STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Jupp* D.C.

FILED
THIS DATE

MISSISSIPPI 1997
SEP 26

BY *Steve Dungan*
STEVE DUNGAN
CHANCERY CLERK

IN THE CHANCERY COURT OF MADISON COUNTY,
IN THE MATTER OF THE
LAST WILL AND TESTAMENT OF
JOE R. FANCHER, JR., DECEASED

CIVIL ACTION, FILE NO: 97-702

AFFIDAVIT OF AUTHENTICITY

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned notary public, in and for the jurisdiction aforesaid, within my jurisdiction on this date, James L. Cannon, Jr., who having been by me first duly sworn, stated and deposed upon his oath as follows:

1. My name is James L. Cannon, Jr.

2. I am an adult resident citizen of Madison County, Mississippi, and my address is 1545 Sunset Drive, Canton, Mississippi 39046.

3. I am Vice President of the Canton branch of Merchants and Farmers Bank, Kosciusko, Mississippi.

4. For many years, I personally knew and was well acquainted with Joe R. Fancher, Jr., now deceased, and who regularly served as trustee for and as one of the attorneys for my bank. For many years, Joe R. Fancher, Jr. maintained several accounts at my bank, and I frequently handled many of his banking transactions on a regular basis. Based upon my personal knowledge and long standing business and personal relationship with Joe R. Fancher, Jr., I knew and was personally familiar and well acquainted with the handwriting and signature of Joe R. Fancher, Jr.

5. For many years, I personally knew and was well acquainted with Robert H. Powell, Jr., now deceased, who regularly served as trustee for and as one of the attorneys for my bank. For many years Robert H. Powell, Jr. maintained several accounts at my bank, and I frequently handled many of his banking transactions on a regular basis. Based upon my personal knowledge and long standing business and personal relationship with Robert H. Powell, Jr., I was personally familiar and well acquainted with the handwriting and signature of Robert H. Powell, Jr.

6. For many years, I personally knew and well acquainted with Ray H. Thompson, now deceased, and who regularly served as a director for my bank. For many years, Ray H. Thompson maintained several accounts at my bank, and I frequently handled many of his banking transactions on a regular basis. Based upon my personal knowledge and long standing business and personal relationship with Ray H. Thompson, I was personally familiar and well acquainted with the handwriting and signature of Ray H. Thompson.

7. I have carefully read and examined the attached instrument of writing, dated July 15, 1988, and which purports to be the will of Joe R. Fancher, Jr., deceased, and which instrument purports to have been executed by Joe R. Fancher, Jr., as testator, and by Robert H. Powell, Jr. and Ray H. Thompson, as witnesses to the said testator's signature and publication of said will.

8. Based upon my personal knowledge of the handwriting and signature of Joe R. Fancher, Jr., Robert H. Powell, Jr., and Ray H. Thompson, I have determined and am firmly convinced that the

signature of Joe R. Fancher, Jr. on said will, dated July 15, 1988, is genuine and was wholly made and subscribed by Joe R. Fancher, Jr., that the signature of Robert H. Powell, Jr., as a witness to said will dated July 15, 1988, is genuine and was wholly made and subscribed by Robert H. Powell, Jr., that the signature of Ray H. Thompson, as a witness to said will dated July 15, 1988, is genuine and was wholly made and subscribed by Ray H. Thompson, and that said will is valid and authentic in all respects.

9. Based upon my personal knowledge, I have determined and am firmly convinced that the signature of Robert H. Powell, Jr. as one of the witnesses to the signature of Joe R. Fancher, Jr., on said instrument of writing, dated July 15, 1988, is genuine and was wholly made and subscribed by Robert H. Powell, Jr.

10. Based upon my personal knowledge, I have determined and am firmly convinced that the signature of Ray H. Thompson, as one of the witnesses to the signature of Joe R. Fancher, Jr., on said instrument of writing, dated July 15, 1988, is genuine and was wholly made and subscribed by Ray H. Thompson.

11. On July 15, 1988, Joe R. Fancher, Jr. was over the age of 18 years and was of sound and disposing mind and memory, possessed the requisite testamentary capacity, and was competent in all respects to make and execute a valid will.

12. I am not named as a beneficiary of the will of Joe R. Fancher, Jr., dated July 15, 1988, and I am in no wise interested in the administration of his estate.

WITNESS MY SIGNATURE, this the 22 day of September, 1997.

James L. Cannon, Jr.
JAMES L. CANNON, JR.

SWORN TO and subscribed to before me, this the 22 day of September, 1997.

Claudia J. Bean
NOTARY PUBLIC

My Commission Expires:
NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE.
MY COMMISSION EXPIRES: Apr. 23, 1999.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

fancher 2authenticity
023/092297



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of September, 1997, at _____ o'clock — M., and was duly recorded on the 26th day of September, 1997, Book No. 30, Page 198.



STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Supp* D.C.