

BOOK 0030 PAGE 700

FILED THIS DATE
9:15 A.M. APR 21 1998
STEVE DUNCAN CHANCERY CLERK
BY <i>[Signature]</i>

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
NICHOLAS NICULA, DECEASED

CIVIL ACTION FILE NO. 98246

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the aforesaid jurisdiction, ANGELA D. WYNNE, subscribing witness to a certain instrument of writing purporting to the Last Will and Testament of NICHOLAS NICULA, who, being duly sworn, deposed and said Nicholas Nicula published and declared said instrument as his Last Will and Testament on the 21st day of August, 1995, the day of the date of said instrument, in the presence of this deponent and in the presence of Beth G. Barnes and that the Testator was of sound and disposing mind and memory, and more than twenty-one years of age, and this Deponent and Beth G. Barnes subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special request of said Testator and in the presence of Testator and in the presence of each other, on the day and year of the date of said instrument.

WITNESS MY SIGNATURE on the 20th day of April, 1998.

Angela D. Wynne

ANGELA D. WYNNE

SWORN TO AND SUBSCRIBED BEFORE ME on this 20th day of April, 1998.



J. Paul (A.L.)
NOTARY PUBLIC

My Commission Expires 2/27/1998

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 21st day of April, 1998, at 9:15 o'clock A. M., and was duly recorded on the APR 21 1998, Book No. 30, Page 700.



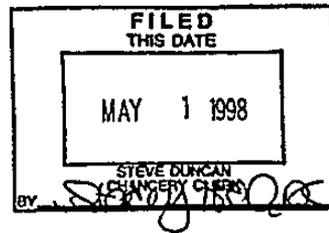
STEVE DUNCAN, CHANCERY CLERK

BY: Steve Duncan D.C.

STATE OF MISSISSIPPI
COUNTY OF HINDS

BOOK 0030 PAGE 702

LAST WILL AND TESTAMENT



I, RICHARD VICTOR BOWMAN, an adult resident of the First Judicial District of Hinds County, State of Mississippi, being over and above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this my last will and testament, hereby revoking any and all other wills heretofore made by me.

1. I will, devise and bequeath unto my beloved wife, Joyce Reeves Bowman, all of the estate and property of every nature and kind owned by me at my death.

2. If my said wife should predecease me, or if she and I should die at the same time or in a common disaster, I will, devise and bequeath said estate and property unto my children living at my death, share and share alike, the descendants, if any, of a deceased child to receive per stirpes the share that such child would have received had he not predeceased me.

3. For such of my children who are minors, that is, under the age of twenty-one years, I nominate and appoint Susan Bowman Hartsough testamentary guardian.

4. I nominate, constitute and appoint my beloved wife, Joyce Reeves Bowman, executrix of this my last will and testament, to serve without bond being required of her. If, however, she should predecease me, or if she and I should die at the same time or in a common disaster, I nominate, constitute and appoint Bruce Reeves Bowman and Susan Bowman Hartsough as co-executors of this my last will and testament, to serve without bond being required of them.

Richard V. Bowman
RICHARD VICTOR BOWMAN

Signed, published and declared by the testator, Richard Victor Bowman, as being his last will and testament in the presence of each of us, who at his request and in his presence and in the presence of each other have hereunto signed and subscribed as witnesses on this the 30 day of January, 1980.

WITNESSES:

Bruce Reeves Bowman
Robert W. [Signature]

ADDRESS:

418 McLendon Dr.
Raymond Mo. 39154
1509 5th Life Bldg
Jackson, Miss



STATE OF MISSISSIPPI, COUNTY OF MADISON.

I certify that the within instrument was filed for record in my office this 1st day of May, 1998 at 1:20 o'clock P.M., and was duly recorded on the MAY 1 1998, Book No 30, Page 702.

STEVE DUNCAN, CHANCERY CLERK

BY: Stanley [Signature] D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: WILL AND ESTATE OF
RICHARD VICTOR BOWMAN

FILED THIS DATE	
MAY 1 1998	
STEVE DUNCAN CHANCERY CLERK	
BY	<i>[Signature]</i>

NO. 98-268

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, ROBERT WOMACK, JR., who being by me first duly sworn, on oath stated:

That he is an adult resident citizen of the state of Mississippi, and that he knew Richard Victor Bowman, Deceased, who departed this life on April 5, 1998; and

That the attached document entitled "LAST WILL AND TESTAMENT" dated January 30, 1980, was exhibited by the said Richard Victor Bowman to affiant and Bill F. Voorhis as his Last Will and Testament and was signed by him on the 30th day of January, 1980, in the presence of affiant and Bill F. Voorhis, declaring the same to be his Last Will and Testament, and at his request and in his presence and in the presence of each other, the affiant and Bill F. Voorhis signed the same as witnesses; and

That the signature of the said Richard Victor Bowman is his genuine signature and the signatures of the affiant and Bill F. Voorhis are their genuine signatures; and

P07-0703.G11

That the said Richard Victor Bowman was on the 30th day of January, 1980, of sound and disposing mind and memory and was over the age of eighteen (18) years.

Robert Womack, Jr.
ROBERT WOMACK, JR.

SWORN TO AND SUBSCRIBED before me, this the 29th day of April, 1998.

Annie Lee Walker
Notary Public

My commission expires:
My Commission Expires August 10, 1999



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day of May, 1998, at 1:20 o'clock P.M., and was duly recorded on the MAY 1 1998, Book No. 30, Page 703.



STEVE DUNCAN, CHANCERY CLERK

BY: Janey K. O. D.C.

FILED

LAST WILL AND TESTAMENT

MAY 01 1998

OF

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

HELENE H. CANIZARO

By: *Karen Supp, Sec*

#98-269

I, HELENE H. CANIZARO, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory, hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me.

ITEM I

EXECUTOR AND SUCCESSOR EXECUTOR

I appoint my son, ROBERT H. CANIZARO, as Executor of my Estate under this Will. If he is or becomes unable or unwilling to serve as Executor, I appoint my daughter, Jean Louise Canizaro as Successor Executrix.

ITEM II

MARITAL AND FAMILY STATUS

I declare that I am unmarried, being the widow of James T. Canizaro. I have two children now living, my son, Robert Host Canizaro, and my daughter, Jean Louise Canizaro. Each of my children themselves have children.

ITEM III

PAYMENT OF DEBTS AND EXPENSES

I direct my Executor to pay all of my just debts and obligations which are probated, registered and allowed against my estate as soon as may be conveniently done, provided, however, that my Executor shall specifically be authorized to pay any debt of my estate which does not exceed \$1,000 without the necessity of probating said debt.

I further direct my Executor to pay all of my funeral expenses including the cost of a suitable monument at my grave, expenses of my last illness, and the costs of administration of my estate as soon as practicable after my death; provided, however, my Executor

shall not be required to pay any obligation in advance of its maturity. My Executor, in my Executor's sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions. To the extent such portion of my estate is not adequate for such purposes, said expenses shall be paid out of that portion of my estate which would otherwise pass to my residuary estate.

ITEM IV

PERSONAL EFFECTS

I give and bequeath to my son, ROBERT H. CANIZARO, and my daughter, JEAN L. CANIZARO, to be divided equally between them as they may mutually agree, all of my household furniture and furnishings, chinaware, silverware and linens, automobiles, clothing, jewelry, sport equipment and other tangible personal property located in my home, and policies of insurance thereon, but not including cash, bank accounts, securities or intangible property.

ITEM V

GENERAL BEQUESTS

A. I give and bequest to the CATHOLIC FOUNDATION OF THE DIOCESE OF JACKSON, INC. the sum of \$25,000.00 to create the James T. Canizaro Family Trust, the proceeds of which are to be given to the Cathedral of St. Peter the Apostle for use by the St. Vincent de Paul Society for work with the poor.

B. I give and bequeath to the MISSIONARY SERVANTS OF THE MOST HOLY TRINITY, an Alabama corporation, 9001 New Hampshire Avenue, Silver Spring, Maryland 20903 the sum of \$25,000.00 to be added to the James T. Canizaro Family Burse.

ITEM VI

RESIDUE

A. Residue Outright to My Children. I give, devise and

bequeath to my son Robert H. Canizaro and my daughter, Jean L. Canizaro, if they survive me, all the rest and residue of my estate, real, personal and mixed, and wheresoever located.

B. Right to Disclaim. My son and my daughter shall have the right to disclaim all or any part of their interest in any property which I have devised or bequeathed to them. Any such disclaimer shall be made in writing, clearly stating the portion or assets disclaimed, and shall be delivered to my Executor within the time period required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any future law. In the event that either my son or my daughter should disclaim any portion or all of a bequest or devise to each, the property in which each disclaims his or her interest shall be given, devised or bequeathed to his or her children.

C. Disposition of Residue if Either Son or Daughter Does Not Survive Me. If either my son or daughter shall not survive me, the interest of such deceased child shall be distributed to his or her children, per stirpes.

D. Disposition of Residue if Named Beneficiaries Deceased. If all of the persons and classes designated as beneficiaries of my estate predecease me, I give, devise and bequeath all the rest and residue of my estate to my heirs-at-law, in accordance with the intestacy laws then in effect in the State of Mississippi.

ITEM VII

EXECUTOR POWERS

A. Successor Executor to Have Powers and Duties of Original Executor. All rights, powers, duties and discretions granted to or imposed upon my Executor shall be exercisable by and imposed upon any successor Executor or Administrator. Where used throughout this Will, the terms "Executor" and "Administrator" may be used interchangeably and shall apply to whoever may be serving as personal representative of my estate, whether one or more than one.

B. Waiver of Bond, Appraisal, Inventory and Accounting. I

direct that neither my Executor nor any successor Executor or personal representative shall be required to make any bond as Executor. To the extent permissible by law, I waive the requirement that my Executor or any successor Executor be required to make a formal appraisal, provide an inventory or file an accounting for my estate with any court.

C. Discretion to Select Property to be Distributed. My Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. My Executor shall exercise this discretion in a manner which is impartial to all beneficiaries under this Will. My Executor may satisfy any pecuniary bequest provided in this Will in cash or in kind or partly in cash and partly in kind; however, any asset distributed in kind shall be valued at its date of distribution value.

D. Third Parties Not Obligated to See to Application of Property Delivered to Executor. No person dealing with my Executor shall be obligated to see to the application of any moneys, securities, or other property paid or delivered to my Executor, or to inquire into the expediency or propriety of any transaction or the authority of my Executor to enter into and consummate the transaction upon such terms as my Executor may deem advisable.

E. Executor's Right to Disclaim. My Executor shall have the power to disclaim any part or all of my interest in any property which is or has been devised or bequeathed to me, whether outright or in trust, provided such disclaimer is made within the time period required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any future law.

F. Executor to Have All Powers Conferred by Law. My Executor shall have the power to exercise all powers conferred by law upon trustees by the Uniform Trustees' Powers Law of Mississippi and all powers conferred by law upon executors and all powers granted

herein without prior authority from any Court; however, my Executor may seek Court authority if doing so is in the best interest of my Executor, my estate or my beneficiaries.

G. Executor to Determine Dates of Distribution. My Executor may pay or deliver part or all of the property bequeathed or devised herein as soon as it is convenient to do so without jeopardizing the ability of my estate to satisfy its taxes and obligations. In any event, the date or dates of distribution shall be determined in the discretion of my Executor.

H. Executor May Continue Any Business Operations. To avoid depreciation in value of the interests or losses to my estate or my business associates, my Executor shall have authority to continue any business operations in which I am engaged at my death for the time permitted by law. My Executor may continue to act as a partner, engage in any partnership, and take all actions with regard to any partnership my Executor deems advisable.

I. Right to Borrow. I specifically authorize my Executor to borrow in the name of my estate such funds as may be necessary to pay my debts, administration expenses, and taxes of my estate; to pledge such of my property, real or personal, as may be necessary to secure such loan; and to execute notes, security instruments or documents necessary or required to secure such loans. However, my Executor shall not pledge any property specifically devised or bequeathed herein. My Executor shall not be required to pay or otherwise satisfy any such loan prior to the closing of my estate and the discharge of my Executor, but in satisfaction of any bequest herein, my Executor may distribute such property at its date of distribution value net of such loan.

J. Power to Invest. My Executor shall have the power to invest or reinvest my assets in such bank accounts, securities, or real or personal property or to retain any of my assets as my Executor determines.

K. Right to Sell or Lease Without Court Approval. My Executor shall not be required to reduce all or any of my personal or real property to cash during the administration of my estate,

but in my Executor's discretion may sell or lease any of my property in such manner and on such terms and conditions as my Executor may deem advisable, without notice and without the necessity of Court approval or authorization. In connection with a sale or lease, my Executor may execute and deliver such deeds, leases or other instruments relating thereto.

L. Right to Comply With My Lifetime Agreements. My Executor shall take all actions necessary to comply with any agreements I have made during my lifetime, including the consummation of any agreements relating to the stock of corporations I own or interests in partnerships I own whenever the terms of any such agreement obligate my estate or my personal representatives to sell my interest therein. My Executor shall have the power to continue or permit the continuance of any business which I own or in which I have an interest at the time of my death.

M. Right to Employ Agents. My Executor may employ and compensate from estate assets any attorneys, accountants, custodians or other agents necessary to the administration of my estate.

N. Ancillary Administration. I further nominate and appoint my Executor herein named to petition the proper Court and to take all necessary action to effect an ancillary administration covering any property I may own in another jurisdiction. I direct that no bond or other security shall be required of my Executor named herein, nor shall my Executor be required to file an inventory or accounting with any court in any foreign jurisdiction. If the laws of any other jurisdiction in which I may own property require that a resident of that jurisdiction serve as Executor or Administrator in any ancillary proceeding by my estate, my Executor shall have the power and right to select and designate a proper party resident of the foreign jurisdiction involved to serve with the Executor of my estate as Co-Administrators. In such event, the Co-Administrators shall not be required to post any bond or other security or file any accounting or inventory with any court in the foreign jurisdiction

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 13th day of July, 1992.

Helene H. Canizaro
HELENE H. CANIZARO

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

Anne Prandi
Witness of 1400 Trustmark Bldg
Address
Jackson, Ms 39201

Holmes S Adams
Witness of 1400 Trustmark Building
Address
Jackson, Ms 39201



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 1st day of May, 1998, at 1:30 o'clock P.M., and was duly recorded on the 1st day of May, 1998, Book No. 30, Page 705

STEVE DUNCAN, CHANCERY CLERK

BY Karen Fupp D C

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: IN THE MATTER OF THE WILL AND ESTATE
OF HELENE H. CANIZARO, DECEASED

NO. 98-269

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE
LAST WILL AND TESTAMENT OF HELENE H. CANIZARO

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid HOLMES S. ADAMS a subscribing witness to the Last Will and Testament of Helene H. Canizaro, who, after having been by me first duly sworn, did state upon his oath the following facts and matters:

That he is a subscribing witness to the Last Will and Testament of Helene H. Canizaro, executed by Helene H. Canizaro on the 13th day of July, 1992, in his presence and in the presence of the other subscribing witness. Affiant and the other subscribing witness subscribed their names under said Last Will and Testament in the testatrix's presence, and in the presence of each other. At the time of the execution of her Last Will and Testament, Helene H. Canizaro was over the age of eighteen (18) years, was of sound and disposing mind and memory, competent in all respects, and that she requested the Affiant and the other subscribing witness to witness the execution of her Last Will and Testament, which Affiant and the other subscribing witness did in fact witness in accordance with law.

And further Affiant sayeth nōt.

Holmes S Adams
HOLMES S ADAMS

SWORN TO AND SUBSCRIBED BEFORE ME, this 26th day
of February, 1998.

Anne Mc Culloch
Notary Public

My Commission Expires:
My Commission Expires October 4, 1999



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 1st day
of May, 1998, at 1:30 o'clock P.M., and was duly recorded
on the 1st day of May, 1998, Book No. 30, Page 712.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Fuzzi D.C.

LAST WILL AND TESTAMENT

OF

MARY P. LAW

#98-285

I, MARY P. LAW, 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.

CLAUSE I

I name, constitute, and appoint Mary Kathryn Law Armstrong, my granddaughter, as Executrix of my estate, but should she predecease me or otherwise decline, refuse, or be unable to act in said capacity, then I name, constitute, and appoint the Canton Exchange Bank of Canton, Mississippi, as Executor of my estate. I direct that the Executrix and/or Executor of my estate as named above be relieved of making bond or accounting to any Court.

CLAUSE II

I direct that all of my just legal debts and funeral expenses be paid as promptly as practical after my death.

CLAUSE III

I will, devise and bequeath all cash on hand, bank accounts, savings accounts and certificates of deposit which I may own at the time of my death unto Mary Kathryn Law, my daughter-in-law, and Willice Lea Jackson, Madden Johnston Law and Mary Kathryn Law Armstrong, my grandchildren, in equal shares, share and share alike.

CLAUSE IV

All of the rest, residue and remainder of my estate, of whatsoever nature and wheresoever located or situated, I will, devise and bequeath unto my grandchildren, Willice Lea Jackson,

MADISON COUNTY, MS

FILED

MAY 07 1998

AT 9:00 O'CLOCK A.M.

STEVE DUKICAN CHANCERY CLERK

By: Karen Jupp, Sec

Last Will and Testament of Mary P. Law - Page 2

Madden Johnston Law and Mary Kathryn Law Armstrong, in equal shares, share and share alike.

IN WITNESS WHEREOF I have executed this Will, this the 23rd day of March, 1984, in the presence of the undersigned attesting and credible witnesses, who, at my request and in my presence and in the presence of each other, witness my signature hereto.

Mary P. Law
Mary P. Law

Signed, published and declared by the Testatrix, MARY P. LAW, as and for her Last Will and Testament in the presence of us, who, at her request and in her presence and in the presence of each other, subscribe our names hereto as attesting witnesses, this the 23rd day of March, 1984.

Joe R. Fancher, Jr.

Elaine R. Fancher

WITNESSES



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 7th day of May, 1998 at 9:00 o'clock A.M., and was duly recorded on the 7th day of May, 1998, Book No. 30, Page 714.

STEVE DUNCAN, CHANCERY CLERK

BY:

Supp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
 IN THE MATTER OF THE ESTATE
 OF MARY P. LAW, DECEASED

PROOF OF WILL

#98-285

STATE OF MISSISSIPPI
 COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, ELSIE R. FANCHER, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of MARY P. LAW, who, being duly sworn, deposed and said that she signed, published and declared said instrument as her Last Will and Testament on the 19th day of FEBRUARY, 1993, the day of the date of said instrument, in the presence of this deponent, and in the presence of JOE R. FANCHER, JR., the other subscribing witness, who did not sign a proof of will because he is now deceased, and that said Testator was then of sound and disposing mind and memory, and more than twenty-one years of age, and having her usual place of abode in Madison County, Mississippi, and this deponent and JOE R. FANCHER, JR., who did not sign a proof of will because he is now deceased, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the

MADISON COUNTY, MS

FILED

MAY 07 1998

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

By: *[Signature]*

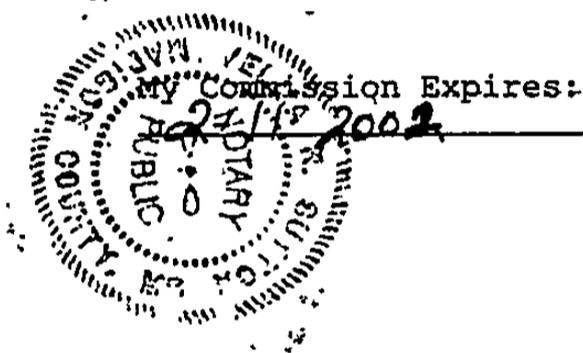
special instance of said Testator, and in the presence of the said Testator and in the presence of each other, on the day and year of the date of said instrument.

Elsie R. Fancher
ELSIE R. FANCHER

SWORN TO AND SUBSCRIBED before me this 5th day of

May, 1998.

Velma R. Dutton
Notary Public



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 7th day of May, 1998, at 9:00 o'clock A. M., and was duly recorded on the 7th day of May, 1998, Book No. 30, Page 716.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

LAST WILL AND TESTAMENT
OF
JULIA ELIZABETH GUESS

FILED THIS DATE
MAY 15 1998
STEVE DUNCAN CHANCERY CLERK
BY <i>[Signature]</i>

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

ITEM I.

I hereby appoint, nominate and constitute my cousin, Robert H. Guess, and my friend, Phylis Lanier, as Co-Executors of this my Last Will and Testament, or if either be unable or unwilling to so serve, then the other shall serve as sole Executor, if able, otherwise my good friend, Faron Smith; and in any event I waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same.

ITEM II.

I direct my Executor to pay all of my duly and properly probated debts, and the expenses of the administration of my estate as soon after my death as is feasible, together with any and all taxes which may be due from my estate, if any.

ITEM III.

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

A. One-third (1/3) to my good friend, Phylis Lanier, if she be living at my death.

B. The rest of my estate to go one-half (1/2) to my cousin, Robert H. Guess, if living, otherwise to the issue of his body, per stirpes; and one-half (1/2) to my good friend, Faron Smith, if living, otherwise to the issue of his body, per stirpes.

ITEM IV.

I have left a list as to the disposition of my piano and certain other items of personalty with my Executors or Executor, and I am fully confident that they each will carry out my wishes

JEG

and I declare whoever serves as my Executor shall be vested with full legal title thereto upon my death with full and complete authority to dispose of same as they in their sole discretion feel justified; and provided any party who may contest any aspect of my Last Will and Testament shall be excluded from any inheritance from my estate whatsoever.

ITEM V.

I hereby request that my Executors use Joe Jack Hurst as attorney for my Estate, if able, otherwise his partner, James S. Armstrong.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 17th day of March, 1997.

Julia Elizabeth Guess
JULIA ELIZABETH GUESS

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

Majorie Black Hurst
Joe Jack Hurst
WITNESSES

STATE OF MISSISSIPPI

COUNTY OF Hinds

AFFIDAVIT OF SUBSCRIBING WITNESSES

THIS DAY personally came and appeared before me, the undersigned authority at law in and for said jurisdiction, Marjorie Black Hurst and Joe Jack Hurst, the two subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of JULIA ELIZABETH GUESS, a citizen of Madison County, Mississippi, each of whom having been first duly sworn, each makes oath that the said JULIA ELIZABETH GUESS, signed, published and declared the original of said instrument as her Last Will and Testament on the 17th day of March, 1997, the day and date of said instrument, in the presence of said two affiants, all of whom were the subscribing witnesses to said instrument; that said Testatrix was then of sound and disposing mind and memory and above the age of twenty-one years; and each of the said two subscribing witnesses subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testatrix and in the presence of each other.

Witness: Marjorie Black Hurst
Address: 1142 Lyncrest Ave
Jackson, MS 39202

Witness: Joe Jack Hurst
Address: 1142 Lyncrest Ave
Jackson, MS 39202

SWORN to and subscribed before me, this the 17th day of March, 1997.

My Commission Expires: August 1, 1998

Bettie J. Price
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of May, 1998, at 9:30 o'clock A.M., and was duly recorded on the MAY 15 1998, Book No. 30, Page 718.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey HCO D.C.

FILED
THIS DATE
MAY 15 1998
STEVE DUNCAN
CHANCERY CLERK
BY: *[Signature]*

LAST WILL AND TESTAMENT
OF
BRUCE HAROLD WIDEMAN

I, Bruce Harold Wideman, of the City of Jackson, First Judicial District of Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all previous Wills and Codicils heretofore made by me.

ITEM I.

I do hereby appoint my two sons, David Bruce Wideman and Robin Todd Wideman, as Co-Executors of this, my Last Will and Testament. I hereby direct that they shall not be required to give any bond, and I hereby waive the necessity of having a formal appraisement made of my estate. Insofar as it may be legally waived, I waive the necessity of them filing any accounting with any court.

ITEM II.

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

ITEM III.

I devise and bequeath to my son, Robin Todd Wideman, my residence in Jackson, Mississippi, a legal description of which is as follows:

That land and property situated and located in the City of Jackson, First Judicial District of Hinds County, Mississippi, and described as Lot Seven (7) of Block C, Parkdale Subdivision, Part One (1), according to the map thereof which is of record in the office of the Chancery Clerk of Hinds County, Mississippi at Jackson in Plat Book 11 at page 40 thereof, reference to which is hereby made.

ITEM IV.

I devise and bequeath all the rest and residue of the property comprising my estate, of whatsoever kind or character and wheresoever situated, to my two said sons, David Bruce Wideman and Robin Todd Wideman, share and share alike, or their issue, per stirpes, and if one of them should predecease me without issue, to the survivor, or his issue, per stirpes.

B. H. W.

IN WITNESS WHEREOF, I have signed, published and declared this instrument as my Last Will and Testament on this the 27th day of September, 1991.

Bruce Harold Wideman
BRUCE HAROLD WIDEMAN

This instrument was, on the day and year shown above, signed, published and declared by BRUCE HAROLD WIDEMAN, 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.

Esther W. Wells

Nell Wells

WITNESSES

- 2 -



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 15th day of May, 1998, at 9:30 o'clock A.M., and was duly recorded on the MAY 15 1998, Book No. 30, Page 721.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacy HCO D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE WILL AND ESTATE

OF BRUCE HAROLD WIDEMAN, DECEASED

NO. 98-274

STATE OF MISSISSIPPI

COUNTY OF HINDS

FILED
THIS DATE
MAY 15 1998
STEVE DUNCAN
CHANCERY CLERK
BY: *[Signature]*

AFFIDAVIT OF SUBSCRIBING WITNESS

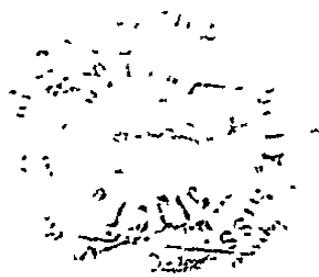
This day personally came and appeared before me, the undersigned authority in and for said jurisdiction, ERSKINE W. WELLS, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Bruce Harold Wideman, deceased, late of Madison County, Mississippi, who, having been first duly sworn, makes oath that the said Bruce Harold Wideman signed, published and declared the original of said instrument as his Last Will and Testament on the 27th day of September, 1991, the day and date of said instrument, in the presence of said affiant and Nell Wells; that the said testator was then of sound and disposing mind and memory and twenty-one (21) years and upwards of age; and said affiant and Nell Wells subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said testator and in the presence of each other.

Erskine W. Wells
ERSKINE W. WELLS

SWORN to and subscribed before me, this the 14th day of May, 1998.

James S. Armstrong
NOTARY PUBLIC

My Commission Expires:
March 4, 2002



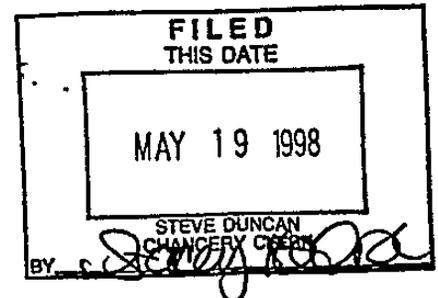
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 15th day of May, 1998, at 9:30 o'clock A.M., and was duly recorded on the MAY 15 1998, Book No. 30, Page 723.

STEVE DUNCAN, CHANCERY CLERK

BY: *[Signature]* D.C.

LAST WILL and TESTAMENT
of
Beth Hoskins



I, Beth Hoskins, a resident of Madison County, Mississippi, declare that this is my Will and revoke all wills and codicils that I have previously made.

First: I am unmarried and have never been married. I have no children. I reside with my best friend and companion, Jane A. Katzenmeyer, in a relationship that is legal in all respects. All references in this Will to "Jane" are to her.

Second: I nominate my friend and companion, Jane A. Katzenmeyer as Executrix of this Will. If Jane shall for any reason fail to qualify or cease to act as such Executrix, I nominate her son, Fritz A. Katzenmeyer to serve as Executor.

Third: I intend by this Will to dispose of all my separate property, if any and all my quasi-community property, if any.

Fourth: Except for those items specifically listed below, I give all monies in checking, savings, or other accounts (certificates of deposit, bonds, etc.), my jewelry, art objects, clothing, household furniture and furnishings, house at 306 Pear Orchard Circle, personal automobiles and other tangible articles of a personal nature, or my interest in any such property, not otherwise specifically disposed of by this Will or in any other manner, together with any insurance on the property, to Jane A. Katzenmeyer if she survives me for four (4) months; otherwise to Jane's son, Fritz A. Katzenmeyer.

EXCEPTIONS:

1. The roll-top desk and matching swivel high back chair which I purchased, I give to Damien A. Katzenmeyer.

2. The black and brown captain's chair presented to me upon the occasion of my twentieth year on the faculty at the University of Mississippi Medical Center, I give to Aaron S. Katzenmeyer.

2. The small school desk, small swivel secretary's chair, and wooden filing cabinet which were my (our) father's, and the wide gold wedding band which belonged to my (our) father's grandmother, I give to my sister, Elaine H. Cox of Gautier, Mississippi.

3. The iron pot which came to America from Scotland with my (our) grandmother's family and the wrought iron frame built to hold it, and my (our) grandfather's gold signet ring given to him by my (our) grandmother on the Christmas prior to their marriage, I give to my sister, Ellen H. Nelson of Annandale, Virginia.

If a beneficiary under this will desires to have all or a part of any tangible personal property shipped to any point selected by him, in the continental United States, I direct that the packing and transportation charges so incurred be paid out of my residuary estate.

If any provision of this Will is unenforceable, the remaining provisions shall remain in full effect.

Fifth: No bond shall be required of any executor named in this Will.

My estate may be administered under the Mississippi Independent Administration of estates act. If any provision of this Will is unenforceable, the remaining provisions shall remain in full effect.

Sixth: I have neither entered into a contract to make wills nor entered into a contract not to revoke wills, and the similarity of provisions of this Will to the provisions of the Will of Jane A. Katzenmeyer, even if executed by Jane on the same date as this Will, shall not be construed as evidence of any such contract.

I sign my name to this Will this 2nd day of June, 1995 at Jackson, Mississippi.

Beth Hoskins
Beth Hoskins

The foregoing instrument consisting of three (3) pages, including this and the following page containing our signatures, was at the date thereof, by the testator, signed as and declared to be her Will, in the presence of us who, at her recent request and in her presence, and in the presence of each other, have subscribed our names as witnesses thereto. Each of us observed the signing of this Will by the testator and by each other subscribing witness and knows that each signature is the true signature of the person whose name is signed. Each of us is now more than eighteen (18) years of age and a competent witness and resides at the address set forth after his or her name. We were acquainted with the testator. At the time, she is over the age of eighteen (18) years, and

to the best of our knowledge, she is of sound mind and is not acting under undue influence, misrepresentation, fraud, menace or duress.

We declare under the penalty of perjury that the forgoing is true and correct.

Executed on 6/2/95 at Jackson, Hinds County, Mississippi.

Deborah H. Hulce residing at 226 Clark Farms Road
Madison, MS 39110

Margaret Dalby Nicholas residing at 11 Oakford Court
Jackson, MS 39211

Gregory N. Rector residing at 1834 Devine St.
Jackson MS 39202



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19th day of May, 1998, at 4:00 o'clock P.M., and was duly recorded on the MAY 19 1998, Book No. 30, Page 724.

STEVE DUNCAN, CHANCERY CLERK

BY: Stanley Hill D.C.

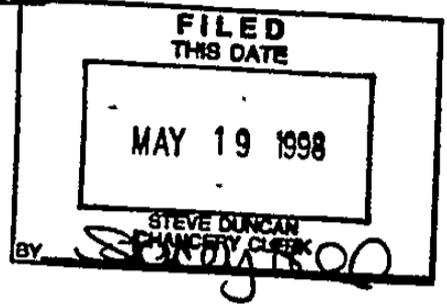
IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
BETH HOSKINS, DECEASED

CAUSE NO. 98-319

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 Margaret Oakley Nicholas, who after 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 Beth Hoskins, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated June 2, 1995.

2.

That on June 2, 1995, the said Beth Hoskins 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 Deborah W. Hulse and Gregory N. Rector, the other subscribing witnesses to the instrument.

3.

That Beth Hoskins was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years.

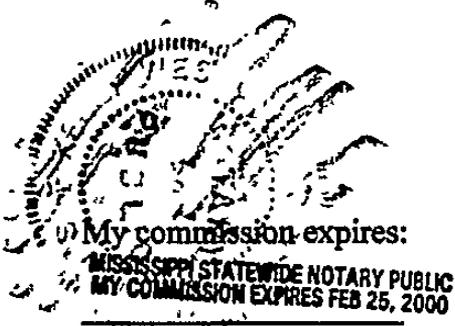
4.

That this affiant, together with Deborah W. Hulse and Gregory N. Rector, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of Beth Hoskins, and in the presence of each other.

Margaret Oakley Nicholas
MARGARET OAKLEY NICHOLAS

SWORN TO AND SUBSCRIBED BEFORE ME, this 27th day of April, 1998.

Stelli Weston
NOTARY PUBLIC



2

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19th day of May, 1998, at 4:00 o'clock P.M., and was duly recorded on the MAY 19 1998, Book No. 30, Page 726.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey K. O. D.C.

LAST WILL AND TESTAMENT

OF

VIRGINIA WUNSCH TALLEY

FILED THIS DATE MAY 28 1998 STEVE DUNCAN CHANCERY CLERK BY [Signature]

KNOW ALL MEN BY THESE PRESENTS:

That I, VIRGINIA WUNSCH TALLEY, an adult resident citizen of St Catherine's Village, 200 Dominican Drive, Apt 4206, Madison, Madison County, MS 39110, being above the age of twenty-one (21) years and of sound and disposing mind and memory and mindful of the uncertainty of human life and intending to dispose of all of my property and estate upon my death, do hereby make, publish and declare this my Last Will and Testament, hereby expressly revoking any and all other wills, codicils and testaments by me at any time heretofore made.

FIRST: I hereby direct that all of my just debts, including my funeral expenses, expenses of my last illness and the expense of the execution of this Will, be paid by my Executor, hereinafter named, out of the first monies coming into his hands and available therefor.

SECOND: I hereby declare that I am the widow of THOMAS MALCOLM TALLEY and that I have no living children.

THIRD: I do hereby bequeath all of my clothing, including my shoes, to The Salvation Army, Jackson, MS.

FOURTH: I do hereby give and bequeath unto CAROLYN HICKS, 2037 Culleywood Road, Jackson, MS 39211, all of my jewelry, household furnishings and items of personalty contained in my apartment and in the storage area outside my apartment.

FIFTH: I do hereby give and bequeath unto ROBERT SESSUMS, 1413 Sheffield Drive, Jackson, MS 39211, my 1986 white Oldsmobile Cutless Sierra automobile.

SIXTH: All of the rest, residue and remainder of my property and estate, after the payment of those items mentioned in the first directory paragraph hereof, whether such property be real, personal or mixed, of whatsoever kind and character and wheresoever situated, I hereby give, devise and bequeath to the FIRST BAPTIST CHUCH OF

EXHIBIT 1

VWT

JACKSON, MS, to be designated for the Building Fund.

SEVENTH: I do hereby nominate and appoint ROBERT W KING, my attorney and friend, as Executor of this my Last Will and Testament and direct that no bond for faithful performance be required of him.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL this 10th day of October, 1997.

Virginia Wunsch Talley
VIRGINIA WUNSCH TALLEY

ATTESTATION

The foregoing instrument, consisting of this and one (1) other page, was at the date hereof, by said VIRGINIA WUNSCH TALLEY signed, sealed and published as and declared to be her Last Will and Testament, in the presence of us, who, at her request and in her presence and in the presence of each other, have signed our names as witnesses hereto.

WITNESS: Emily Talley
ADDRESS: 900 Dominion Dr.
Madison, MS 39110

WITNESS: Laurie B Alford
ADDRESS: 200 Dominion Dr. Apt #4301
Madison, MS 39110



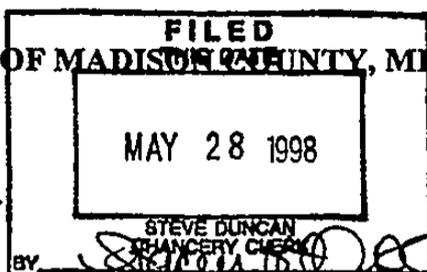
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 28th day of May, 1998, at 8:35 o'clock A. M., and was duly recorded on the 28th day of May, 1998, Book No. 30, Page 728.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI



IN RE: WILL AND ESTATE OF VIRGINIA WUNSCH TALLEY

NO P- 98-347

AFFIDAVIT OF SUBSCRIBING WITNESS

TO THE HONORABLE CHANCERY COURT OF SAID DISTRICT, COUNTY AND STATE:

Personally appeared before me, the undersigned authority in and for the County and State aforesaid, Laurie B. Alford, a Subscribing Witness to that certain instrument of writing purporting to be the Last Will and Testament of Virginia Wunsch Talley, Deceased, late of Madison County, MS, being dated October 10, 1997, who, being by me first duly sworn, deposes and says:

That Virginia Wunsch Talley signed, published and declared said instrument of writing which is attached hereto as Exhibit "1," which is attached to the Petition of Robert W. King, presenting said instrument for Probate, as her Last Will and Testament, in the presence of said deponent on the day and date thereof; that said Testatrix was then of sound and disposing mind and memory and over the age of twenty-one (21) years; that said deponent subscribed to said instrument as a witness thereto at the request and insistence of the Testatrix and in her presence, and in the presence of Emily Malloy, the other subscribing witness, on the day and year aforesaid.

Laurie B. Alford
LAURIE B. ALFORD

SWORN TO AND SUBSCRIBED BEFORE ME, this the 21 day of May, 1998:

[Signature]
NOTARY PUBLIC

My Commission Expires:

Notary Public State of Mississippi At Large
My Commission Expires: October 31, 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 28th day of May, 1998, at 8:35 o'clock A. M., and was duly recorded on the 28th day of May, 1998, Book No. 30, Page 730.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Jupp D.C.

#98-349

BOOK: 0030 PAGE: 731

Will

OF

LEON STUTTS KNOWLES

FILED
 THIS DATE
 12:15 P.M.
 MAY 29 1998
 STEVE DUNCAN
 CHANCERY CLERK
 BY *[Signature]*

I, LEON STUTTS KNOWLES, a resident of the County of Los Angeles, State of California, do hereby make, publish and declare this to be my Will, and do hereby revoke all Wills and Codicils previously made by me.

ARTICLE I

DECLARATIONS

1.1 Marital Status. I am married to DANA ELIZABETH QUILLEN, also known as DANA Q. KNOWLES, and all references in this Will to "my spouse", "my wife", or to "DANA", are to her.

1.2 Prior Marriages. I have had one previous marriage. I was formerly married to Murlyn Knowles, which marriage was terminated by the Superior Court of the State of California, County of Los Angeles. The final decree of dissolution of marriage was entered in 1979. I have intentionally made no provision for my former wife in this Will.

1.3 No Children. I have no children, living or deceased.

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1.4 No Contract to Make Wills. I have neither entered into a contract to make Wills, nor entered into a contract not to revoke Wills.

ARTICLE II

TAXES

2.1 Definition of "Death Taxes". In this Article, "death taxes" refers to all estate, inheritance, succession, and similar taxes which may be or become payable upon or by reason of my death or by any person or persons on account of any interest in my estate, which I have given to him, her, or them, or which are included as a part of my estate for the purposes of any such tax or taxes and whether or not any such tax or taxes shall pertain to property which is the subject of the provisions of this Will, together with all interest and penalties, if any, that may accrue on account thereof, but excluding any federal or state tax imposed on any "generation-skipping transfer" (as that phrase is defined in the federal tax laws and regulations), or similar tax imposed by reason of or at the time of my death.

2.2 Payment of Death Taxes. The Trustee of the Knowles-Quillen Inter Vivos Revocable Trust, dated April 25, 1994 (hereinafter the "Knowles-Quillen 1994 Trust") is directed by its terms to pay all taxes that may be payable because of my death, and to allocate the taxes as provided in the Trust. If at the time of my death that Trust no longer exists, or, if it does exist but is insufficient to pay the taxes referred to in this paragraph, I

direct my executor to pay from the residue of my estate the taxes that cannot be paid from that Trust.

2.3 Tax Elections. If the executor, pursuant to any provisions of state or federal law applicable to my estate is given (1) a choice of dates as of which, or of methods by which, to value property for estate or inheritance tax purposes, or (2) a choice to treat or use an item either as an income tax deduction (federal or state) or death tax deduction (federal estate, state estate, or inheritance tax), the executor may decide between or among them, as the executor in the executor's discretion, deems proper regardless of the resulting effect on any other provisions of this Will or upon any person interested in the amount of those taxes, and no person adversely affected by the executor's decision shall be entitled to any reimbursement or adjustment by reason thereof.

ARTICLE III

SPECIFIC BEQUESTS AND DEVISES;

EXERCISE OF POWER OF APPOINTMENT

3.1 Property Included in Estate. I intend to dispose of all my property and estate of every kind, character, and description, and wheresoever situated, that I own at the time of my death, excluding any property over which I have power of testamentary disposition at the time of my death pursuant to a power of appointment, unless such power is specifically referred to herein or in any codicil hereto. Nothing herein shall apply to any property held by me in joint tenancy with another in which property

the other joint tenant succeeds as survivor or to proceeds of insurance on my life payable to any named beneficiary.

3.2 Personal Effects. I give all of my jewelry, clothing, personal automobiles, books, pictures, family memorabilia, furniture, furnishings, paintings, and other art objects which shall be in or normally kept in my home at the time of my death, and other tangible articles of the household or personal nature, or my interest in any such property, not otherwise specifically disposed of by this Will, or in any other manner, together with any insurance on the property, to my spouse, DANA, if she shall survive me. If my spouse fails to survive me, this bequest will lapse, and the property referred to herein will become a part of the residue of my estate.

ARTICLE IV

DISPOSITION OF RESIDUARY ESTATE

4.1 Property Included in Residuary Estate. By the provisions of this Article, I intend to dispose of all of the rest, residue, and remainder of my property and estate of every kind, character, and description, and wheresoever situated, which is not otherwise effectually disposed of by the foregoing provisions of this Will, excluding any property over which I have power of testamentary disposition at the time of my death pursuant to a power of appointment.

4.2 Residue to Trust. I give the entire residue of my estate excluding property over which I may have a power of

appointment, to the Trustee then in office of the Knowles-Quillen 1994 Trust, established April 25, 1994, of which I am the sole Settlor and the initial Trustee. I direct that the residue of my estate be added to, administered, and distributed as a part of that Trust, according to the terms of that Trust and any amendment made to it before my death. To the extent permitted by law, it is not my intent to create a separate Trust by this Will, or to subject the Trust or the property added to it by this Will to the jurisdiction of the Probate Court, except as provided in the Trust or in California Probate Code Section 17200.

4.3 Alternate Disposition of Residue. If the disposition in Paragraph 4.2, above, of this Article IV, is inoperative or invalid for any reason, or if the Trust referred to in Paragraph 4.2 of this Article IV fails or is revoked, I incorporate herein by reference the terms of that Trust, as executed on April 25, 1994, without giving effect to any amendments made subsequently, and I bequeath and devise the residue of my estate to the Trustee named in the Trust as Trustee, to be held, administered and distributed as provided in the Trust instrument incorporated in this Will.

4.4 Final Disposition. If my residuary estate is not completely disposed of by the provisions above, I give the undisposed portion of my estate as follows:

My executor shall divide the undisposed portion of my estate into as many shares of equal market value as are necessary to create one share for each of the following persons who survives me, or who predeceases me, leaving issue who survive me: my wife's

brother, William E. Quillen; my wife's brother, David Quillen; my wife's sister, Susan Q. Goode; my wife's sister, Nancy Q. Haggart; and my sister, Rose Anita K. White.

Each share created for a surviving person named above shall be distributed to that person outright, free of trust. Each share created for the issue of a deceased person named above shall be divided among those issue in the manner provided in California Probate Code §246, as that section exists as of the date of this Will. If all of the above-named beneficiaries predecease me, and no other disposition of property is directed by this instrument, the undisposed portion of my estate shall be distributed one-half to my heirs-at-law, and one-half to my wife's heirs-at-law, the identity and respective shares of those heirs to be determined in all respects as though my death had occurred immediately following the event requiring distribution, and shall be determined according to the laws of the State of California, then in force and in effect, relating to the succession of separate property not acquired from a parent, grandparent, or predeceased spouse.

ARTICLE V

APPOINTMENT OF FIDUCIARIES

5.1 Appointment of Executor and Successors. I appoint my wife, DANA, as executor of this Will. If DANA declines or ceases to act as executor for any reason, I appoint William E. Quillen as executor. If William E. Quillen declines or ceases to act as executor for any reason, I appoint Nancy Q. Haggart as executor.

If Nancy Q. Haggart declines or ceases to act as executor for any reason, I appoint Ann Rossie White as executor. References in this Will to the "the executor" are to the executor or co-executors serving at the pertinent time.

5.2 Foreign Jurisdictions. My executor shall act in said capacity in all jurisdictions requiring the appointment of a personal representative to administer my property and estate. If for any reason my named executor is unable to act as my personal representative in one or more foreign jurisdictions, my representative in the foreign jurisdiction shall be such qualified person or organization as my executor shall designate.

5.3 Waiver of Bond. No bond or other undertaking shall be required of any person named herein to act as my personal representative, whether acting alone or in conjunction with another, whether acting in the State of California or a foreign jurisdiction.

ARTICLE VI

POWERS AND DUTIES OF FIDUCIARIES

6.1 General Powers and Duties of Executor. The executor shall have all of the powers and duties granted to an executor by law, specifically including but not limited to the powers enumerated in this Article and elsewhere in this Will. To the extent permitted by law, the executor shall exercise these powers without prior authorization from the court having jurisdiction of my estate. The enumeration of a power places the executor under no

obligation to exercise it, and the executor shall not be liable for the failure to exercise any power.

6.2 Power of Sale, Etc. Subject to such confirmation of Court as may be provided by law, I authorize my executor to sell at either public sale or private sale, lease or encumber by mortgage, deed of trust or otherwise, the whole or any part of my estate, with or without notice or publication. My executor may, at my executor's option and sole discretion, subject, however, to my direction in paragraph 6.3, below, continue to hold, manage and operate any property, business or enterprise that I may hold or own at the time of my death, the profits and losses, if any therefrom, to enure to or be chargeable respectively to my estate and not to my executor. I authorize my executor to invest and reinvest any funds in my estate in such investments and property, real or personal, as my executor, in my executor's absolute discretion, may deem advisable without being limited to investments authorized or prescribed by law for investment by fiduciaries pursuant to provisions of the California Probate Code, Sections 9730, et seq., pertaining to investments by executors. If there is included in my estate at my death stock in a corporation which is eligible for federal income tax purposes to be taxed as a partnership, my executor may, at my executor's option and sole discretion, either consent to such election or affirmatively refuse to so consent.

6.3 Contracts. I direct and authorize my executor to carry out the provisions of my contracts or agreements I have entered into during my lifetime to sell any stock, partnership interest, or

business, or any other property interest which I may own at the time of my death.

6.4 Unproductive Assets. The executor shall have the power to retain any asset of the estate, including unproductive, speculative, or fluctuating assets. The executor shall not be liable for any resulting losses unless the executor acts in bad faith, engages in willful misconduct, or commits gross negligence.

6.5 Payments to Persons under Disability. If at any time or times it reasonably appears to the Executor that any beneficiary under this Will is a minor, disabled, infirm, or incompetent, or is for any other reason not able to receive payments of funds, or to make intelligent or responsible use of the funds if received, then the Executor, in lieu of making direct payments to that beneficiary, may elect to make any payment which, by this Will, is authorized to be made to the beneficiary, either:

(A) To that beneficiary's conservator, guardian, curator, committee, or custodian under the California Uniform Transfers to Minor's Act;

(B) To any other person, firm, or agency, for services rendered, or to be rendered, for the assistance or benefit of the beneficiary;

(C) By making expenditures directly for the care, support, education or maintenance of the beneficiary; or

(D) To accounts in the beneficiary's name with financial institutions including, but not limited to, banks, savings and loan associations, and brokerage firms.

The Executor shall not be required to see to the application of any funds paid or applied in any of the aforementioned ways in receipt by any of the foregoing persons of accounts or payments shall constitute a sufficient acquittance of the Executor in any accounting required of or made by the Executor. The decision of the Executor as to which of the aforementioned methods should be used in making payments shall be conclusive on all parties concerned.

ARTICLE VII

ADMINISTRATIVE PROVISIONS

7.1 The Independent Administration of Estates Act. My estate shall be administered under the Independent Administration of Estates Act (Sections 10400, et seq.) of the California Probate Code.

7.2 Executor's Liability. I direct that no executor shall be personally liable for any loss or damage in connection with the administration of my estate except in the case of willful misconduct or gross negligence.

7.3 Division or Distribution in Cash or Kind. On any distribution or division of estate assets into shares or partial shares, the executor may distribute or divide such assets in kind, or distribute undivided interests in such assets, or sell all or any part of such assets and distribute or divide the property in cash, in kind, or partly in cash and partly in kind. Property
 /////

distributed to satisfy a pecuniary gift under this Will shall be valued at its fair market value at the time of distribution.

7.4 No Interest on Late Distribution of Gifts. No gift provided for under this Will or any codicil thereto shall bear interest if not paid or satisfied within any period prescribed by law.

7.5 Certified Copies of Will. Any person may rely on a copy of this Will, certified by the clerk of the court having jurisdiction of my estate to be a true copy of the Will. Anyone may rely on any statement of facts certified by anyone who appears from the original certified copies of the Will to be an executor hereunder.

ARTICLE VIII

STATEMENTS OF TESTATOR'S INTENT

8.1 Survivorship Requirement. In each case in which, pursuant to the provision of this Will, a gift to or for the benefit of any person is made conditional upon his or her surviving me, if that person survives me but dies within ninety (90) days after the date of my death, then upon his or her death, that person's right to all or any portion of my estate shall terminate. In each such case, the portion of my estate as to which the right of that person shall have so terminated shall be dealt with pursuant to the provisions of this Will as through the person had predeceased me, and I give the same accordingly. Similarly, if pursuant to the provisions of this Will, any gift to or for the

benefit of any person is made conditional upon the death of any person before my death, and that person survives me but dies within ninety (90) days after the date of my death, then in each such contingency, it shall be deemed for all purposes under this Will that such person predeceased me.

8.2 Disclaimers. Any beneficiary under this Will may disclaim all or any portion of the property or interest in property given to the beneficiary pursuant to the terms of this Will. Each disclaimer shall be made pursuant to the provisions of Section 260 et seq. of the California Probate Code or Section 2518 of the Internal Revenue Code of 1986, as amended.

8.3 No Contest Clause. If any devisee, legatee, or beneficiary under this Will, or any legal heir of mine, or person claiming under any of them, shall contest this Will, or attack or seek to impair or invalidate any of its provisions, or conspire with or voluntarily assist anyone attempting to do any of these things, in that event, I bequeath to each such person the sum of One Dollar (\$1.00) only, and all other legacies, bequests, devises and interests under this Will to that person shall be forfeited and shall augment proportionally the shares of my estate going under this Will or in trust for such of my devisees, legatees and beneficiaries as shall not have participated in such acts or proceedings. If all of my devisees, legatees and beneficiaries shall participate in such proceedings, I give, devise and bequeath the whole of my estate to my heirs at law according to the laws of succession of the State of California then in force and effect,

excluding all contestants and persons conspiring with or voluntarily assisting them.

8.4 Severability Clause. Should any of the provisions of this Will be for any reason invalid, the invalidity thereof shall not affect any of the other provisions of this Will, and all invalid provisions shall be wholly disregarded.

8.5 Gender and Number. Where appropriate, except when the contest otherwise requires, the singular includes the plural, and words of any gender shall not be limited to that gender.

8.6 Captions. The captions of Articles and paragraphs appearing herein are for convenience of reference only, and shall have no significance in the construction or interpretation of this Will.

8.7 Applicable Law. All questions pertaining to the validity, interpretation, and administration of this Will and any trust created under this Will shall be determined in accordance with the laws of the State of California. This paragraph shall apply regardless of the domicile of any trustee or any beneficiary.

I subscribe my name to this Will at Los Angeles, California, on April 25, 1994.


LEON STUTTS KNOWLES

The foregoing instrument consisting of 14 pages, including the page signed by the Testator and the page signed by us as witnesses thereto was, as of the date hereof, by LEON STUTTS

KNOWLES, signed as and declared to be his Will, in the presence of us, who at his request and in his presence and in the presence of each other, have subscribed our names as witnesses thereto. Each of us observed the signing of this Will by LEON STUTTS KNOWLES, and by each other subscribing witness and knows that the signature is a true signature of the person whose name was signed.

Each of us now more than eighteen (18) years of age and a competent witness and resides at the address set forth after his or her name. We are acquainted with LEON STUTTS KNOWLES. At this time, LEON STUTTS KNOWLES is over the age of eighteen (18) years and to the best of our knowledge, is of sound mind and is not acting under duress, menace, fraud, misrepresentation or undue influence.

We declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on April 25, 1994.

[Handwritten Signature]

11755 Wilshire Boulevard, #1310
Los Angeles, California 90025

[Handwritten Signature]

11755 Wilshire Boulevard, #1310
Los Angeles, California 90025

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of May, 1998, at 12:15 o'clock P. M., and was duly recorded on the 29th day of May, 1998, Book No. 30, Page 731.



STEVE DUNCAN, CHANCERY CLERK

BY: *[Handwritten Signature]* D.C.

Last Will and Testament

FILED
THIS DATE

MAY 29 1998

STEVE DUNCAN
CLERK

OF

ODUS JOHNNIE SHARPE, SR.

I, ODUS JOHNNIE SHARPE, SR., a resident of Madison County, Mississippi, being over the age of eighteen (18) years, and of sound and disposing mind, memory, and understanding, and not under the restraint or undue influence of any person, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all former wills and codicils made by me heretofore.

ARTICLE I.

I do hereby will and devise unto my son, Marcus S. Sharpe, if he shall survive me, all of my undivided interest in approximately 164 acres farm land lying and being situated in Isaqueena County, Mississippi.

ARTICLE II.

I do hereby will and bequeath unto each of my daughters, Myrtle Kathryn Sharpe LeMore, Gayle Sharpe Deem and Mary Ann Sharpe Narron, respectively, the sum of One Hundred Thousand and No/100 Dollars (\$100,000.00). This One Hundred Thousand and No/100 Dollars (\$100,000.00) bequest for each of my daughters shall come from the net proceeds of sale of either the property I own in Neshoba County, Mississippi or Madison County, Mississippi.

ARTICLE III.

I do hereby will, devise and bequeath all the residue of my estate and property, real, personal and mixed of whatsoever kind and nature, tangible and intangible, and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this will, including all lapsed legacies and devises, of which I die seized, to my five children, Myrtle Kathryn Sharpe LeMore, Gayle Sharpe Deem, Mary Anne Sharpe Narron, Odus Johnnie Sharpe, Jr. and Marcus S. Sharpe, in equal shares, share and share alike.

Odus Johnnie Sharpe Sr
ODUS JOHNNIE SHARPE, SR.

ARTICLE II.

I hereby nominate, appoint and designate my son, Marcus S. Sharpe, and my daughter, Mary Anne Sharpe Narron, as Co-Executors of my estate, and should either predecease me or become unwilling or unavailable to act as Executor of my estate, the other may act as sole Executor. I direct that neither of the fiduciaries so named shall have to make bond, inventory, appraisal or accounting of any kind to any Court. My Executor shall have full power and authority to do and perform any act deemed by them to be in the best interest of my estate. 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 pay any attorneys, agents and accountants that they may deem necessary and for the best interest of my estate.

IN WITNESS WHEREOF, I do hereby sign, publish and declare this instrument as my Last Will and Testament in the presence of the undersigned witnesses, whom I have especially requested to witness the same, this the 16th day of April, 1991.

Odus Johnnie Sharpe
ODUS JOHNNIE SHARPE, SR. Sj

We, the undersigned, do hereby certify that the foregoing instrument, consisting of three pages, this page included, was signed, published and declared by Odus Johnnie Sharpe, Sr., Testator, therein, in our presence and in the presence of each of us at the time, to be his Last Will and Testament, and believing him to be of sound and disposing mind and memory, have thereunto, at his request, subscribed our names as attesting witnesses in his presence and in the presence of each other, this the 16th day of April, 1991.

W. M. C. Smith III
WITNESS

4615 Calnita Place
ADDRESS
Jackson MS 39211

Meressa B. Hughes
WITNESS

717 Lakeland Dr. C-13
ADDRESS
Jackson, MS 39216

SWORN TO AND SUBSCRIBED BEFORE ME, this the 16th day of
April, 1991.

Annula E. Hartson
NOTARY PUBLIC

My Commission Expires:
My Commission Expires Oct. 30, 1994



Odus Johnnie Sharpe Sr
ODUS JOHNNIE SHARPE, SR.

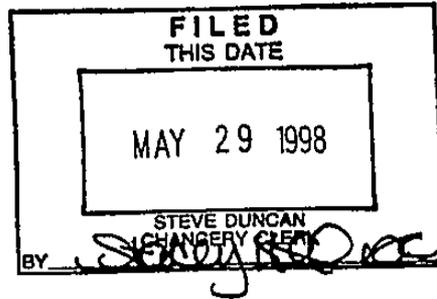
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day
of May, 1998, at 1:30 o'clock P M., and was duly recorded
on the MAY 29 1998, Book No. 30, Page 745.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.



STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the said county and state, on this 5th day of March, 1998, within my jurisdiction, William C. Smith III, one of the subscribing witnesses to the Last Will and Testament of O. J. Sharpe, Sr., who being first duly sworn, states that he saw the within named O. J. Sharpe, Sr., whose name is subscribed hereto, sign and deliver the same on April 16, 1991; and that the affiant subscribed his name as witness thereto in the presence of O. J. Sharpe, Sr.

[Signature]
WILLIAM C. SMITH III

Sworn to and subscribed before me, this the 5th day of MARCH, 1998.

[Signature]
NOTARY PUBLIC

My Commission Expires:
5/12/98



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29th day of May, 1998, at 1:30 o'clock P.M., and was duly recorded on the MAY 29 1998, Book No. 30, Page 748.

STEVE DUNCAN, CHANCERY CLERK

BY: [Signature] D.C.

LAST WILL AND TESTAMENT
OF
BERNADEAN CULPEPPER FRASCOGNA

FILED THIS DATE
JUN 4 1998
STEVE DUNCAN CHANCERY CLERK
BY <i>[Signature]</i>

KNOW ALL MEN BY THESE PRESENTS, That I, BERNADEAN CULPEPPER FRASCOGNA, of the City of Jackson, County of Hinds, State of Mississippi, being above the age of eighteen years and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ARTICLE I.

I direct that all of my just debts, all taxes and all expenses of my last illness and funeral be paid as soon after my death as conveniently can be done. I will and direct that the administration of my estate be closed as soon after my death as is reasonably possible.

ARTICLE II.

I hereby direct my Executor to pay all federal and state estate, inheritance, succession, transfer or other death taxes which are assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds or other property which shall be included in my gross estate for the purpose of such taxes, whether or not included in my estate for probate purposes, out of the property passing under Article VI hereof; provided, however, that my Executor shall not pay any of the aforesaid taxes on property included in my gross taxable estate as a result of being included in same under Section 2044 of the Internal Revenue Code.

ARTICLE III.

My husband is X. M. Frascogna, Sr., and all references in this will to "my husband" or "said husband" shall be deemed to refer to him. I have four children who are as follows:
Xavier Michael Frascogna, Jr., Louis Gregory Frascogna, Steven Mark Frascogna, and Joseph Patrick Frascogna. All references in

Bernadean Culpepper Frascogna
BERNADEAN CULPEPPER FRASCOGNA

this Will to "my children" or "said children" shall be deemed to refer to the above mentioned children.

ARTICLE IV.

A. I give and bequeath unto my husband, if he survives me, all of my personal belongings, consisting of jewelry, wearing apparel, sporting equipment, and similar property owned by me at the time of my death.

B. I hereby give and bequeath a life estate unto my said husband in and to all of the household furniture, furnishings and effects, including but not limited to chinaware, silverware, glassware, linens, rugs, pictures, portraits, and works of art, which are in or are used in connection with our homestead, all of such property being owned by me. I hereby give and bequeath the remainder interest in such property unto my aforesaid four children.

C. I give and bequeath any automobile owned by me at the time of my death unto my husband.

D. If my husband does not survive me, I give and bequeath all of the personal property described in subparagraphs A, B, and C above and owned by me at the time of my death unto my aforesaid four children, in equal shares to be divided among them as they see fit, or to the survivors thereof. In the event the beneficiaries hereunder shall be unable or unwilling, for any reason, to agree upon a division of said personal property, my Executor shall have full power and authority to make division thereof, or to prescribe the method of making division thereof, in such manner as the Executor shall deem equitable in the Executor's sole and absolute discretion.

ARTICLE V.

A. I hereby give, devise and bequeath unto my children, the house and property constituting my homestead at the time of my death, presently being the house and property situated at 4219 Eastover Place, Jackson, Mississippi, subject to a right

Bernadean Culpepper Frasco
BERNADEAN CULPEPPER FRASCOGNA

hereby created and given to my said husband, X. M. Frascogna, Sr., to use, reside in and occupy said homestead for as long as he desires to use, reside in and occupy said home. In the event that my said husband does not physically occupy and reside in such property as a home for a period in excess of ninety (90) days, except for illness or an extended vacation, then his right to live in and occupy said homestead shall cease at the expiration of said ninety day period. During the occupancy of said property by my said husband, I direct that all expenses of maintaining the property, including, but not limited to, real estate taxes, insurance, and such repairs as may be necessary to properly maintain the property, shall be paid by my said husband.

B. In the event my husband shall survive me, and I shall own at the time of my death any policies of insurance issued on the life of my said husband, I give and bequeath all incidents of ownership in such policies in equal shares to my children living at the time of my death, and my husband as Executor shall have no powers with respect to such policies.

ARTICLE VI.

A. I give, devise, and bequeath all of the rest, residue and remainder of my estate, in equal shares, to my four children, Xavier Michael Frascogna, Jr., Louis Gregory Frascogna, Steven Mark Frascogna, and Joseph Patrick Frascogna. In the event that any of my children have predeceased me without leaving descendants surviving him, the share that would have passed to such predeceased child shall be distributed in equal shares among my surviving children (and in a situation involving another predeceased child leaving descendants surviving, for the then living descendants, per stirpes, of each other child then deceased). In the event that any of my said sons should predecease me leaving descendants surviving him, the share that would have passed to such sons shall be distributed to his then

Bernadean Culpepper Frascogna
BERNADEAN CULPEPPER FRASCOGNA

living descendants, per stirpes, subject to the terms and provisions of Paragraph B below.

B. If any beneficiary, other than my children, entitled to distributions of all or a portion of the trust estate under the terms and provisions of any of the foregoing paragraphs shall be under the age of twenty-one (21) years or be under any legal disability, his or her share shall be vested in him or her but such share shall be held in a separate trust for his or her benefit and distribution shall be postponed until he or she attains such age, or until such legal disability is removed. The Trustee shall pay to or for the benefit of such descendant such part of the income and principal of the retained share as the Trustee considers necessary for his or her support, education, maintenance, medical care, and welfare and may add to the principal any income not so expended.

C. For purposes of this Will, a person legally adopted prior to attaining the age of seven (7) years shall be considered in all respects as a natural child of the adopting parents.

ARTICLE VII.

A. The trusts specified herein are intended to be within the definition of a "trust" as set forth in the Uniform Trustees' Powers Act, Chapter 372, Mississippi Laws of 1966 (Section 91-9-101, et seq., Mississippi Code of 1972), and the said Trustee shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended, reference to which statute is hereby made for all purposes.

B. None of the beneficiaries hereunder shall have any power to charge by way of anticipation any interest given to such beneficiary; and all sums payable to such beneficiaries hereunder shall be free and clear of the debts, contracts, alienations and anticipations of the beneficiaries, and of all liabilities, levies, attachments, and proceedings of whatsoever kind, at law

Bernadean Culpeper Frasco
BERNADEAN CULPEPER FRASCOGNA

and equity, and in the case of a married person, free from control of such person's spouse.

C. During the continuance of the trusts under this Will, my Trustee shall render not less frequently than annually statements of account to the beneficiary or beneficiaries then entitled to current income. In the event that any person entitled to statements hereunder is a minor or otherwise legally incapacitated, such statements are to be rendered to the guardian of or the individual with whom such person resides. The statement shall show all receipts and disbursements and a list of all assets held as of the closing dates of the accountings.

D. It shall not be necessary that the Trustee furnish accountings other than provided for above either during the continuance of the trusts or upon the termination of the same, and I expressly waive any requirements of law or otherwise that accountings be filed with any court or other public tribunal except upon the written request of any individual having an interest in the trusts or by the voluntary action of the Trustee.

E. Anything in this Will to the contrary notwithstanding, any beneficiary or the duly appointed personal representative of the estate of any beneficiary of my estate or any trust estate hereunder shall have the right and power to disclaim irrevocably such beneficiary's interest in my estate or such trust estate, by written notice delivered to the holder of the legal title to the property to which such interest relates at any time prior to the acceptance by or on behalf of such beneficiary of such interest or any of its benefits and within nine (9) months of the date of my death; and, upon receipt of such written notice, such interest shall be administered in accordance with the provisions hereof as though such beneficiary had predeceased me. Further, upon the request of my said spouse, my Executor or Trustee is directed to join with my said spouse in the execution of any such disclaimer.


BERNADEAN CULPEPPER FRASCOGNA

ARTICLE VIII.

If my husband shall die simultaneously with me or under such circumstances as to render it impossible or difficult to determine who predeceased the other, I direct that I shall be deemed to have survived my husband. If any legatee or devisee other than my husband shall die simultaneously with me or under such circumstances as to render it difficult or impossible to determine who predeceased the other, I hereby declare that I shall be deemed to have survived such legatee or devisee. The provisions of my Will shall be construed upon these assumptions, notwithstanding the provisions of any law establishing a different presumption of order of death or providing for survivorship for a fixed period as a condition of inheritance of property.

ARTICLE IX.

I hereby nominate, constitute and appoint my son, Xavier Michael Frascogna, Jr., as Executor of this my Last Will and Testament. Should he be unable or unwilling to serve as Executor either before or after entering upon such duties, I hereby appoint my son, Louis Gregory Frascogna, as alternate Executor of this Will.

I hereby appoint my son, Xavier Michael Frascogna, Jr., as Trustee of any and all trusts as created under Article VI of this Will. Should my son, Xavier Michael Frascogna, Jr. be unable or unwilling to serve as Trustee either before or after entering upon such duties, I hereby appoint my son, Louis Gregory Frascogna, as successor Trustee of any and all trusts as created under Article VI of this Will. I hereby relieve my said Executor, my alternate Executor, my Trustee and my successor Trustee from giving bond, from having an appraisal made of my estate and of making or filing any reports, returns or accountings of any kind or character to any Court or other tribunal.


BERNADEAN CULPEPPER FRASCOGNA

During the period of administration thereof, my estate shall be considered a trust within the meaning of the said Uniform Trustees' Powers Act, reference to which is again hereby made, and my Executor shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended.

In addition to the powers afforded to my said personal representative by the Uniform Trustees' Powers Act, I specifically give and grant to my Executor the following powers, by way of illustration and not of limitation:

(a) To pay, settle or compound any and all rights, debts, demands, or claims, either in favor of or against my estate, upon such terms as the Executor may deem fit and for such purposes to give or receive full receipts and discharges.

(b) To litigate, compound, or settle inheritance, estate, transfer or succession taxes assessed by reason of my death, and gift, income or other taxes assessed against me or my estate; and to make deposits to secure the payment of any inheritance tax, which deposits shall be conclusive upon all persons.

(c) To claim expenses as either income or estate tax deductions when an election is permitted by law and to make such adjustment of tax between income and principal as the Executor shall deem proper. The decision of my Executor shall be binding and conclusive on all persons.

ARTICLE X.

A. Throughout this Will, the masculine gender shall be deemed to include the feminine, and the singular, the plural, and vice versa.

B. The term "Executor" as used herein shall be deemed to refer to my Executor and my alternate Executor. The term "Trustee" as used herein shall be deemed to refer to any Trustee or successor Trustee.

Bernadean Culpepper Frascogna
BERNADEAN CULPEPPER FRASCOGNA

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Last Will and Testament, consisting of eight (8) pages on the 16 day of June, 1987

Bernadean Culpepper Frasco
BERNADEAN CULPEPPER FRASCOGNA

WITNESSES:

Myron Smith
Quida S. Kennedy

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by BERNADEAN CULPEPPER FRASCOGNA, as her Last Will and Testament, that she signed the same in our presence and in the presence of each of us, and that we, at her request, and in her presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 16th day of June, 1987.

Myron Smith
Quida S. Kennedy

B330Y

Page 8.



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 4th day of June, 1998, at 9:30 o'clock A.M., and was duly recorded on the JUN 4 1998, Book No 30, Page 749

STEVE DUNCAN, CHANCERY CLERK

BY. Stacey Hill DC

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF HINDS

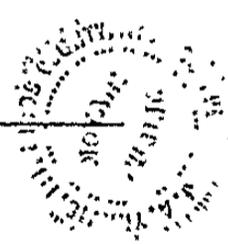
We, Myron Willis Lockett, JR. and Orinda S. Rainey, on oath state that we are the subscribing witnesses to the attached written instrument dated the 16th day of June, 1987, which purports to be the Last Will and Testament of BERNADEAN CULPEPPER FRASCOGNA, who indicated to us that she is a resident of and has a fixed place of residence in the City of Jackson, First Judicial District of Hinds County, Mississippi. On the execution date of the instrument, the Testator, in our presence and in the presence of each of us, signed the instrument at the end thereof and declared the instrument to be her Will, and requested that we attest to the execution thereof whereupon, in the presence of the Testator and in the presence of each other, each of us signed our respective names as attesting witnesses. At the time of the execution of the instrument, the Testator was over eighteen (18) years of age, and in our opinion was of sound mind, in full possession of his mental faculties, and acting without undue influence, fraud or restraint.

DATED this 16th day of June, 1987.

Myron Willis Lockett, JR.
Orinda S. Rainey

Subscribed and sworn to before me on this the 16th day of June, 1987.

J. A. Davis, JR.
 NOTARY PUBLIC



My Commission Expires.

April 4, 1989

Page 9.



STATE OF MISSISSIPPI, COUNTY OF MADISON.

I certify that the within instrument was filed for record in my office this 4th day of June, 1998, at 9:30 o'clock A.M., and was duly recorded on the JUN 4 1998, Book No. 30, Page 757.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey HCO D.C.

Last Will and Testament

FILED THIS DATE
JUN 4 1998
STEVE DUNCAN CLERK
BY: <i>[Signature]</i>

OF

JAMES GOODLOE, SR.

I, JAMES GOODLOE, SR., being over the age of twenty-one (21) years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all wills and codicils heretofore made by me as follows, to wit:

I.

I hereby appoint JIMMIE MAE GOODLOE as Executrix of this my Last Will and Testament, to serve without bond, inventory, or formal appraisal of my estate. In the event JIMMIE MAE GOODLOE is unwilling or unable to serve, I appoint my son JAMES GOODLOE, JR., to serve as Executor and he shall serve without the necessity of bond, inventory or formal appraisal.

II.

I hereby give, devise and bequeath unto JIMMIE MAE GOODLOE all of my property, real, personal and mixed of whatsoever kind and nature and wheresoever situated.

III.

In the event that JIMMIE MAE GOODLOE, predeceases me, I hereby give, devise and bequeath all of my property, real, personal and mixed as follows:

1. To my sons, JAMES GOODLOE, JR., AND DELBERT GOODLOE, the following real property located in Madison County, Mississippi, to wit:

(a) The Jake Davis Place being 70 acres ±;

(b) The Jimmie Davis and Aaron Davis Places being approximately 70 acres in Sections 9 and 10, Township 9 North, Range 3 East, Madison County, Mississippi;

(c) The William Sims Place being approximately 30 acres in Section 3, Township 9 North, Range 3 East, Madison County, Mississippi;

(d) The Tecora Sims Place being 60 acres ± less four (4) acres sold to John B. Brown;

(e) The Tom Sims Estate property being 90 ± acres in Section 34, Township 18 North, Range 3 East;

(f) Four and one-half (4 1/2) acres fronting the east side of U.S. Highway 51 in Section 32, Township 10 North, Range 3 East;

(g) Twenty-one (21) acres out of the Goodloe Home Place to include all farm buildings, but excluding the two (2) residential structures.

(h) The Rufus Davis Place being 10 acres (an undivided one-half interest in 20 acres) located south of and across Stump Bridge Road from the Flournoy Place;

(i) The Flournoy Place provided JAMES GOODLOE, JR., and DELBERT GOODLOE agree to assume the indebtedness against said property. Should they or either of them decide against assuming said debt, the other shall have the right to assume the indebtedness and take title to said place. If both refuse to assume the indebtedness, my remaining children shall have the option to assume said debt and title will vest in those children who decide to do so pro rata based upon the portion of the debt each assumes.

2. To my daughters, MODISH G. LANE and VATRICE G. LANIER, the following:

(a) twenty (20) acres out of the Goodloe Home Place to include the main house, but excluding all other buildings. It is my desire that my children agree on the division of the home place acreage, but if they are unable to agree, my daughters shall have first choice as to the 20 acres included with the main house;

(b) 19 acres being Walter Davis Estate property and being on the west side of Goodloe Road.

3. To my sons, JAMES GOODLOE, JR., and DELBERT GOODLOE, I give and bequeath all of my farm equipment and farm vehicles, along with my personal automobiles.

4. All of my clothes, jewelry, guns and other personal items, I give to JAMES GOODLOE, JR.

5. All cash, certificates of deposit and other funds to James Goodloe, Jr., Delbert Goodloe, Modish G. Lane and Vatrice G. Lanier in equal shares.

6. All of the rest and remainder of my property, real, personal or mixed, I give, devise and bequeath unto JAMES GOODLOE, JR., AND DELBERT GOODLOE.

IV.

In the event the deaths of my wife and myself occur simultaneously or so close in time or under circumstances causing doubt as to which of us survived the other, there shall be a presumption that my wife, JIMMIE MAY GOODLOE, survived me, and my estate shall be administered and distributed, in all respects, in accordance with such presumption.

IN WITNESS WHEREOF, I, JAMES GOODLOE, SR., have hereto set my signature and published this to be my Last Will and Testament on this the 30th day of June, 1992, in presence of two witnesses who have each signed as witnesses at my request, in my presence and in the presence of each other.


 JAMES GOODLOE, SR.

WITNESSES:

Delma D. Hanley
W. Gay Smith-Vay

ATTESTATION CLAUSE

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

GOODLOE, SR., in his presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 30th day of June, 1992.

Delna D. Handwick
W Fay Smith-Van
WITNESSES



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 4th day of June, 1998, at 1:45 o'clock P.M., and was duly recorded on the JUN 4 1998, Book No. 30, Page 758.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF JAMES GOODLOE, SR., DECEASED

CIVIL ACTION, FILE NO. 98367

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, W. LARRY SMITH-VANIZ, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of James Goodloe, Sr., deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said James Goodloe, Sr., signed, published and declared said instrument as his Last Will and Testament on the 30th day of June, 1992, the day and date of said instrument, in the presence of this affiant and DEBRA HARDWICK, 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, W. Larry Smith-Vaniz, the Affiant and Debra Hardwick, 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.

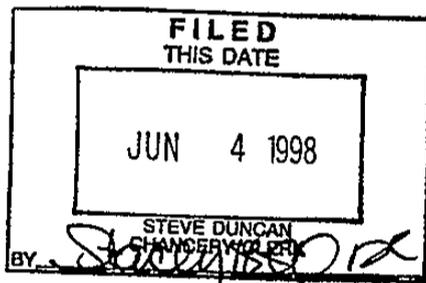
W. Larry Smith-Vaniz
W. Larry Smith-Vaniz

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 4 day of June, 1998.

Steve Duncan
NOTARY PUBLIC

MY COMMISSION EXPIRES:

6-18-99
(SEAL)



STATE OF MISSISSIPPI, COUNTY OF MADISON:

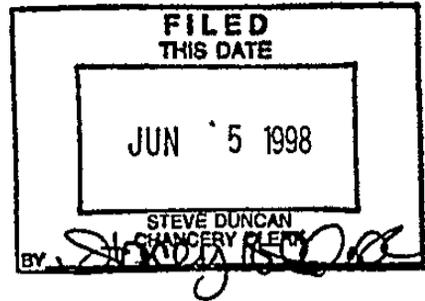
I certify that the within instrument was filed for record in my office this 4th day of June, 1998, at 1:45 o'clock P.M., and was duly recorded on the JUN 4 1998, Book No. 30, Page 762.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey H... D.C.

STATE OF MISSISSIPPI
COUNTY OF MADISON



LAST WILL AND TESTAMENT
OF
PAULA C. O'BANNON

KNOW ALL MEN BY THESE PRESENTS: That I, Paula C. O'Bannon, having a fixed place of residence in Madison County, Mississippi, and being above the age of twenty-one years, and of sound and disposing mind, memory and understanding, do hereby make, publish and declare this instrument to be my true Last Will and Testament, by these presents expressly revoking any and all prior Wills, Codicils or instruments of a testamentary nature heretofore executed by me.

I.

I direct my Executor, or Executrix as the case may be, to pay all my just debts, that may be probated and allowed by the Court having jurisdiction over my estate, together with that portion of the expense of my last illness and my funeral expense, the payment for which my estate shall be legally responsible, as soon after my death as he or she may lawfully so do.

II.

I give, devise and bequeath all of the estate and property of which I shall die seized, be the same real, personal or mixed in nature, unto my three children, namely, Angela Jeanelle

P.C.O.

O'Bannon Cotten, James Louis O'Bannon and Herschel Lee O'Bannon, share and share alike; provided, however, that should either of my said children predecease me and leave a child or children him or her surviving, then and in such event the share given such child of mine predeceasing me shall not lapse, but shall go to his or her child or children surviving me, in equal shares; provided, further that should either of my said children predecease me and leave no child or children him or her surviving, then and in such event the share given such child of mine predeceasing me shall lapse.

III.

As Executor of this my Last Will and Testament I name, make, constitute and appoint my son, Herschel Lee O'Bannon, and I direct that he shall so serve without the necessity of entering into bond for the faithful discharge of his duties as such, and that he be further relieved from the necessity of having any appraisal of the assets of my estate or rendering any inventory, account or accounting to any Court whatsoever or wheresoever situate.

IV.

Should my son, Herschel Lee O'Bannon, predecease me, or should he be unwilling, unable or legally incapable of serving as Executor of my Last Will and Testament, then and in such event as alternate Executrix thereof I name, make, constitute and appoint my daughter, Angela Jeanelle O'Bannon Cotten, and I direct that she shall so serve without the necessity of entering into bond

P.C.O.

for the faithful discharge of her duties as such, and that she be further relieved from the necessity of having any appraisal of the assets of my estate or rendering any inventory, account or accounting to any Court whatsoever or wheresoever situate.

In Witness Whereof, I have made, declared and published this instrument of three typewritten pages as my true Last Will and Testament in the presence of the two subscribing witnesses hereto who have witnessed the execution of same at my special instance and request, and in my presence and in the presence of each other, on this the 13 day of October, 1993.

Paula C. O'Bannon
TESTATRIX

Witnesses to Execution
of Will:

[Signature]
Stacy Caldwell



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 5th day of June, 1998, at 3:30 o'clock P.M., and was duly recorded on the JUN 5 1998, Book No. 30, Page 163.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacy Hill D.C.

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF LEAKE

Personally appeared before me the undersigned authority in and for the state and county aforesaid Stacy Caldwell 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 Paula C. O'Bannon, deceased, late of Madison County, and that the said Paula C. O'Bannon signed, published and declared said instrument as her Last Will and Testament on the 13th day of October, 1993, the day of the date of said instrument, in the presence of this affiant and in the presence of James E. Smith, Jr., the other subscribing witness, and that the said testatrix was then of sound, disposing mind and memory, was more than twenty-one years of age, and that they subscribed and attested said instrument, as witnesses to the signature and publication thereof, at the special instance and in the presence of testatrix, and in the presence of each other, on the day and year of the date thereof, and that the address of affiant Stacy Caldwell is Rt. 1, Box 62-A, Carthage, Mississippi 39051.

Stacy Caldwell
Stacy Caldwell

Sworn to and subscribed before me, this the 5th day of June, 1998.

Pat G. Crane
Notary Public

My Commission Expires:

2/17/2001

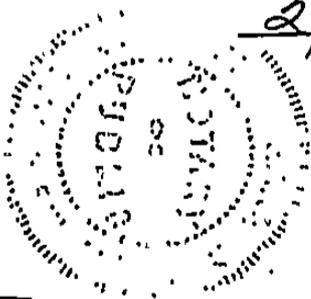
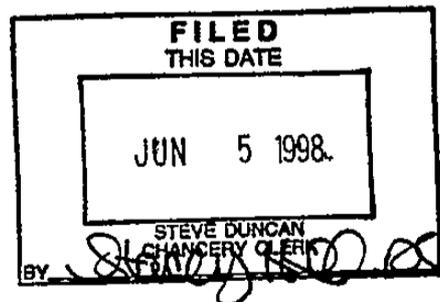


EXHIBIT "A"



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 5th day of June 1998, at 3:30 o'clock P.M., and was duly recorded on the JUN 5 1998, Book No. 30, Page 766.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacy Caldwell D.C.

Last Will and Testament

MADISON COUNTY, MS

FILED

JUN 11 1998

AT 9:35 O'CLOCK A.M.
STEVE DUNCAN, CHANCERY CLERK

By: *Karen Fupp*

#98-280

OF

DOUGLAS BANKS KING

I, Douglas Banks King, a resident of the City of Madison, Madison County, Mississippi, being of sound and disposing mind and memory, and over the age of twenty-one years, do hereby make, declare and publish this instrument to be my Last Will and Testament, intending hereby to dispose of all my worldly estate of which I may be seized and possessed at the time of my death.

ITEM I.

I do hereby expressly revoke all of the Wills, Testaments and Codicils which have heretofore been made by me.

ITEM II.

If, at the time of my death, I owe any debts, I direct that same shall be paid by my Executor or Executors after the same have been filed, registered, probated and allowed according to law. I direct my Executor to pay the expenses of my funeral.

ITEM III.

I have disposed of all of the real property which I previously owned.

ITEM IV.

I hereby give, devise and bequeath all of the property, real, personal and mixed, which I may own or be interested in at the time of my death, to my beloved husband, William Hampton King, in fee simple.

ITEM V.

In the event that my beloved husband, William Hampton King, predeceases me, I give, devise and bequeath all of my property, real, personal and mixed, which I may own or be interested in at

Douglas Banks King
DOUGLAS BANKS KING

RHB
SJB

the time of my death to my two children, Carolyn Douglas King Andrew and Kay King Valentine, in equal shares, share and share alike.

ITEM VI.

In the event of the death of any one of my two children hereinabove named prior to my death, the share of my estate which such deceased child of mine would have taken, if living, shall go to the child or children, if any, of such deceased child of mine, share and share alike; and if no child or children of such deceased child of mine survive, then the share which my deceased child would have taken, shall go to my remaining child.

ITEM VII.

I hereby designate Richard C. Bradley III, as independent executor of this Will and of my estate to serve without bond, inventory or appraisal.

In the event that Richard C. Bradley III, is unable or unwilling to serve in the capacity of executrix, then I nominate Gene A. Wilkinson, as executor to serve without bond, inventory or appraisal. I hereby waive the requirement for bond or inventory or appraisal by my executor.

IN TESTIMONY WHEREOF, witness my hand hereto affixed this 25th day of October, A.D., 1989, at Jackson, Mississippi, in the presence of the following persons, Robert H. Bradford and Samuel G. Cole, III, whom I have requested to affix their names hereto as attesting witnesses.

Douglas Banks King
DOUGLAS BANKS KING

CERTIFICATION OF SUBSCRIBING WITNESSES

We, Robert H. Bradford and Samuel G. Cole, III, do hereby certify that Douglas Banks King declared and published the foregoing instrument to be her Last Will and Testament in our

Douglas Banks King
DOUGLAS BANKS KING

RHS
SICE

presence, and that she signed and subscribed the same as her Last Will and Testament in our presence especially and expressly requesting us to be the subscribing witnesses, each signing in the presence of the Testatrix and in the presence of each other.

WITNESS OUR SIGNATURES this the 25th day of October, 1989.

Robert H. Bradford

WITNESS

4911 Shadowwood Dr.

Address

Jackson, Miss

Samuel B. Calcutt

WITNESS

3930 RHYMES PLACE

Address

JACKSON MS 39211

Douglas Banks King

DOUGLAS BANKS KING

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 11th day of June, 1998, at 9:35 o'clock A. M., and was duly recorded on the 11th day of June, 1998. Book No. 30, Page 767.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Tapp* D.C.

FILED
THIS DATE
JUN 11 1998
STEVE DUNCAN
CHANCERY CLERK
BY *Karen Supp*

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Samuel G. Cole III, who, being by me first duly sworn, on oath states that he is one and the same person as the "Samuel G. Cole II" appearing as a witness for the signature of Douglas Banks King to her Last Will and Testament dated October 25, 1989.

Affiant states on oath that said Douglas Banks King did execute said Will as the testator's own voluntary act and deed in his presence and at a time when he and the said Douglas Banks King were in the presence of the other attesting witness, Robert H. Bradford. Affiant further states that the said Douglas Banks King at the time she executed her will was over the age of eighteen (18) years, was of sound and disposing mind, memory and understanding, and was not, to the best of affiant's knowledge, information, and belief, acting under duress or undue influence from any person.

Samuel G. Cole III

Samuel G. Cole III

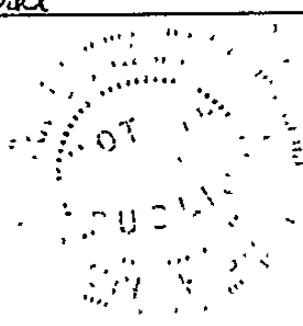
SWORN TO AND SUBSCRIBED BEFORE ME on this the 3rd day of April, 1998.

Peta C. Cockrell

NOTARY PUBLIC

My Commission Expires: MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES JULY 28, 1998
COMMERCIAL NOTARY SERVICE

I:\USERS\RHONDA\CMP.FLD\KING\AFFWIT2 WPD



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 11th day of June, 1998, at 9:35 o'clock A. M., and was duly recorded on the 11th day of June, 1998, Book No. 30, Page 770.

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

FILED
THIS DATE
JUN 11 1998
STEVE DUNCAN
CHANCERY CLERK
BY *Karen Supp*

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Robert H. Bradford who, being by me first duly sworn, on oath states that he is one and the same person as the "Robert H. Bradford" appearing as a witness for the signature of Douglas Banks King to her Last Will and Testament dated October 25, 1989.

Affiant states on oath that said Douglas Banks King did execute said Will as the testator's own voluntary act and deed in his presence and at a time when he and the said Douglas Banks King were in the presence of the other attesting witness, Samuel G. Cole III. Affiant further states that the said Douglas Banks King at the time she executed her will was over the age of eighteen (18) years, was of sound and disposing mind, memory and understanding, and was not, to the best of affiant's knowledge, information, and belief, acting under duress or undue influence from any person.

Robert H. Bradford

Robert H. Bradford

SWORN TO AND SUBSCRIBED BEFORE ME on this the 13th day of April, 1998.

NOTARY
My Commission Expires:

Beth Sue Selby

NOTARY PUBLIC

MISSISSIPPI STATE NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 7, 2001
BONDED THRU STATE NOTARY SERVICE

I \USERS\RHONDA\CMP FLD\KING\AFFWIT WPD



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 11th day of June, 1998, at 9:35 o'clock A. M., and was duly recorded on the 11th day of June, 1998, Book No. 30, Page 771.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Supp* D.C.

LAST WILL AND TESTAMENT

MADISON COUNTY, MS

FILED

OF

JUN 12 1998

MARY L. NICHOLS

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

I, MARY L. NICHOLS, a resident citizen of Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind, memory and understanding, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all other previous wills, codicils or other instruments of a testamentary nature heretofore made by me.

ITEM I

I do hereby direct that all just debts for which timely and proper claims are filed against my estate and the expenses of my last illness and funeral be paid by my Executor as soon after my death as is convenient, provided, however, that the payment of any debt secured by mortgage or pledge of real or personal property may be postponed by my Executor in his discretion; that it is my intent and desire that this direction shall not authorize the payment of any debts or obligations prior to their maturity in due course nor does this direction authorize the payment of any debt or obligation which has been barred by any applicable statute of limitations. I do hereby further direct that all attorneys' fees incurred in probating this Will and in administering my estate be paid by my Executor as soon after my death as is possible.

Mary L. Nichols MARY L. NICHOLS

I hereby appoint WILLIAM B. KIRKSEY as attorney of my estate and to assist my Executor in the administration thereof.

ITEM II

In the event she survives me, I give, devise and bequeath unto my dearly beloved great niece, ANNA JOHNSON GIURINTANO, all my Property whether real, personal or mixed which I now own or may hereafter acquire.

ITEM III

In the event that my great niece does not survive me, I give, devise and bequeath all my property, whether real, personal or mixed which I now own or may hereafter acquire unto my beloved great great nephew, CHRISTOPHER YOUNG GIURINTANO, in trust to be administered by GREGORY SCOTT GIURINTANO, until such time as Christopher reaches the age of twenty-one years, at which time said trust shall terminate. During the period of the trust, the Trustee shall use the interest and principle of said trust for the use and benefit of the beneficiary, without the necessary accounting to any Court, with the primary purpose of the Trust to assure that Christopher has a college education.

ITEM IV

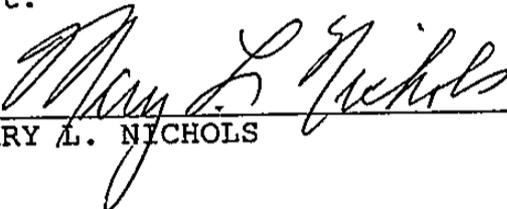
I do hereby constitute and appoint GREGORY SCOTT GIURINTANO, of Madison, Mississippi, to be the Executor of this my Last Will and Testament. I further hereby direct that no bond or other undertaking for the performance of his duties be required of said Executor, and I further waive the necessity of having a formal



MARY L. NICHOLS

appraisal and inventory of my estate and further waive the requirements of having any and all accountings made. This direction, however, is not to be construed so as to prevent, preclude or bar my Executor from having an inventory, appraisal or accounting of my Estate, should he in his discretion deem it necessary or in the best interest of carrying out my desires and wishes as set forth in this my Last Will and Testament.

IN WITNESS WHEREOF, I, MARY L. NICHOLS, this the th 12 day of Feb, 1998, have signed this Will which consists of four (4) pages in the presence of the undersigned who witnessed this at my request.



MARY L. NICHOLS

 MARY L. NICHOLS

The above and foregoing Last Will and Testament of Mary L. Nichols was declared and published by her in our presence to be her Last Will and Testament, and was signed by Mary L. Nichols, in our presence; and at her request and in her presence and in the presence of each other, we, the undersigned, witnessed and attested due execution of the Last Will and Testament of Mary L. Nichols.

WITNESS OUR SIGNATURES this the 12th day of February, 1998.

Mary Taylor
ADDRESS: 504 Rock Glen Rd.
Clinton Ms 39056-5014

Ray E. Jones
ADDRESS: 138 Longwood Dr.
Clinton, Ms 39056

Mary L. Nichols MARY L. NICHOLS



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of June, 1998, at 9:00 o'clock A M., and was duly recorded on the JUN 12 1998, Book No. 30, Page 112

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey N. O. D.C.

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

MADISON COUNTY, MS

FILED

JUN 12 1998

AT 9:10 O'CLOCK 4 M
STEVE DUNCAN, CHANCERY CLERK

Steve Duncan

THIS DATE PERSONALLY APPEARED BEFORE ME, the undersigned authority at law in and for the jurisdiction aforesaid, the within named MARY TAYLOR, who being by me first duly sworn according to law, says on oath:

I.

That this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of MARY L. NICHOLS, who is personally known to the Affiant, and whose signature is affixed to said Last Will and Testament, which is dated the 12th day of February, 1998.

II.

That on the 12th day of February, 1998, the said Mary L. Nichols signed, published, and declared said instrument of writing as her Last Will and Testament, in the presence of this Affiant and in the presence of RAY E. JONES, JR., the other subscribing witness to said instrument.

III.

That the said Mary L. Nichols was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

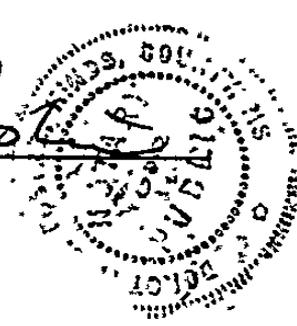
IV.

That this Affiant, together with Ray E. Jones, Jr., subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Mary L. Nichols, and in the presence of each other.

Maryl Taylor
001-87-9346

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20th day of May, 1998.

Donald J. [Signature]
NOTARY PUBLIC



My Commission Expires:

3/15/2000

WILLIAM B. KIRKSEY, ESQ.
KIRKSEY & ASSOCIATES
Mississippi State Bar No. 4183
100-M Heritage Building
401 East Capitol Street
Post Office Box 33
Jackson, Mississippi 39205-0033
Telephone: (601)354-4662

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of June, 1998, at 9:00 o'clock A.M., and was duly recorded on the JUN 12 1998, Book No. 30, Page 276.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey [Signature] D.C.

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

MADISON COUNTY, MS

FILED

JUN 12 1998

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

THIS DATE PERSONALLY APPEARED BEFORE ME, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Ray E. Jones, Jr., who being by me first duly sworn according to law, says on oath:

I.

That this Affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of MARY L. NICHOLS, who is personally known to the Affiant, and whose signature is affixed to said Last Will and Testament, which is dated the 12 day of February, 1998.

II.

That on the 12 day of February, 1998, the said Mary L. Nichols signed, published, and declared said instrument of writing as her Last Will and Testament, in the presence of this Affiant and in the presence of Mary Taylor, the other subscribing witness to said instrument.

III.

That the said Mary L. Nichols was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

IV.

That this Affiant, together with Mary Taylor, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said Mary L. Nichols, and in the presence of each other.

Ray E. Jones Jr. 900-16-1995

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20th day of May, 1998.

Donald J. Foster
NOTARY PUBLIC

My Commission Expires:

3/15/2000



WILLIAM B. KIRKSEY, ESQ.
KIRKSEY & ASSOCIATES
Mississippi State Bar No. 4183
100-M Heritage Building
401 East Capitol Street
Post Office Box 33
Jackson, Mississippi 39205-0033
Telephone: (601)354-4662



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of June 1998, at 9:00 o'clock A.M., and was duly recorded on the JUN 12 1998, Book No. 30, Page 778.

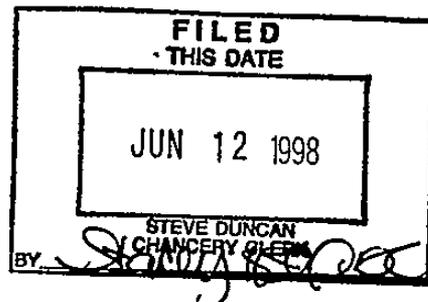
STEVE DUNCAN, CHANCERY CLERK

BY: Stacey K. O. D.C.

Last Will and Testament

OF

DOLLY MCGEHEE ROBINSON



I, Dolly McGehee Robinson, an adult resident citizen of the City of Centreville, Wilkinson County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all other Wills and Codicils heretofore made by me.

ITEM I.

I hereby nominate, appoint and designate my son, E. B. Robinson, Jr., presently of Jackson, Mississippi, as Executor of this my Last Will and Testament, or if my son, E. B. Robinson, Jr., shall predecease me or be unable or unwilling to serve in said capacity, then I nominate and appoint Deposit Guaranty National Bank, Jackson, Mississippi, as successor-Executor of this my Last Will and Testament. I do hereby waive the necessity of my Executors (including any successor-Executor, as the case may be) entering into any bond as such, and I waive the necessity of any accountings, inventory or formal appraisal of my estate. I do hereby grant my Executors (including any successor-Executor, as the case may be) all the powers set forth in Sections 91-9-101 to 91-9-119 of the Mississippi Code of 1972, as amended, and any others that may be granted by law. I authorize my Executor to allocate any amount of my GST exemption under §2631(a) of the Internal Revenue Code of 1986, as amended, to such property of which I am the transferor as he shall in his absolute discretion select, whether or not passing under this my Last Will and

Testament, including property transferred by me during life, whether or not I allocated any GST exemption to such property during my life, and without any duty to favor beneficiaries under this my Last Will and Testament over beneficiaries of property passing outside this Last Will and Testament.

The terms "Executor," "Executrix," and "Executors" as used in this Will or any Codicil hereto, and all references thereto through any type of pronoun, shall include any person or persons, whether male or female, who may be serving hereunder at any time as a personal representative of my estate.

ITEM II.

I hereby direct that all of my funeral expenses and all of my just debts which may be probated, registered and allowed against my estate be paid as soon after my death as can be conveniently done out of the principal of my Residuary Estate.

In the event any property or interest in property passing under this Will, or by operation of law, or otherwise by reason of my death shall be encumbered by a mortgage or a lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not mandatorily be charged to or paid by my estate, but that my Executor shall have absolute discretion as to whether said indebtedness, either in whole or in part, shall be paid.

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

ITEM III.

I direct that my Executor pay out of my Residuary Estate, without apportionment, all estate, inheritance, succession and other taxes, together with any interest or penalty thereon, (but not including any taxes imposed on generation-skipping transfers under the Federal tax laws) assessed by reason of my death and imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof, in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such governments, whether the property passes under this Will or otherwise, including property over which I have a power of appointment, without contribution by any recipient of any such property.

ITEM IV.

I forgive the obligation of Two Hundred Twenty Thousand Dollars (\$220,000.00) owed me by my son, E. B. Robinson, Jr., evidenced by a note dated December 31, 1986, or any successor note thereto, and direct my Executor to cancel any mortgage related to that note.

ITEM V.

I give and devise unto my grandchildren, E. B. Robinson, III, and John Green Robinson, as tenants in common, all of my interest in two parcels of real estate located in Wilkinson County, Mississippi, known as the Robinson Home Place and the McKee Place, being more particularly described as follows, to-wit:

The McKee Place, containing 280 acres, more or less, and being more particularly described as follows:

Blocks 63, 64, 65, 66, 67, 76, 77 and 78 of Centreville, Wilkinson County, Mississippi, and all of the streets laid out on the plat of said Town, lying between said Blocks, also all of Section 3, Township 1 North, Range 1 East, lying West of Blocks 76 and 77,

and Southwest of Chester Street extended, as laid out on the plat of Centreville, Wilkinson County, Mississippi, extended West to Section line, also beginning at the Northeast Corner of Section 4, Township 1 North, Range 1 East, running thence along the North Boundary of said Section North 88° 45' West 22.06 chains to a stake; thence South 0° 45' East 40.10 chains, to a Poplar on line formerly of J. A. Redhead; thence along J. A. Redhead's line East 12.27 chains, to the Centreville and Jackson Road; thence Northeasterly along said road to the Eastern line of Section 4; thence along the line between Sections 3 and 4, North 0° 45' West 28.04 chains to the place of beginning, and described as East part of North Half of Section 4, Township 1, Range 1 East, containing 81.57 acres. Also Lots 1, 10, 11, 12, 13, 14 and 15 of Oaklawn Plantation, as shown by plat in Book VV, Page 11, Conveyance Records and fully described as beginning 20.74 chains East of quarter corner on West line of Section 4; thence North 20 chains; thence East 19.24 chains to an old road; thence North on old road 42.96 chains to Woodville and Centreville Road; thence Northeasterly on said road 16.22 chains to Northeast corner of Lot 1; thence South 66.50 chains to East and West Quarter line; thence West 37.84 chains to the point of beginning, containing 148.75 acres. Also beginning on the Woodville and Centreville Highway where the East line of Harvey and Vigour crosses same; thence North on old road and fence 10.33 chains to land of E. F. McKee; thence North 89° West 18.48 chains to fence corner; thence South 10.27 chains to the Woodville and Centreville Highway; thence East on Highway 17.48 chains to the place of beginning, containing 18.58 acres, more or less, and being a part of Section 4 and 15, Township 1 North, Range 1 East, Wilkinson County, Mississippi, LESS AND EXCEPT two tracts of land which I do not own.

Subject to rights-of-way to Mississippi State Highway Commission of record in Book 3-K, Pages 485 and 486 and subject to lease to State Highway Commission covering 1.41 acres of Tract IV and of record in Book 4-P, Page 39.

The Robinson Home Place, containing 28 acres, more or less, and being more particularly described as follows:

Approximately nine and one-half acres in the suburbs of Centreville, bounded on the North by the Northern border of Parker Street, East by Lafayette Street, South by Bridges Street, West by Olive Street paralleled with and West of Lafayette Street 220 yards. There being included herein such portion of Parker and Laurel Streets as are indicated in the above description. And the blocks of land 20 and 21 in H. B. McGehee's Addition to the Town of Centreville according to a plan made by J. D. Oliver extending from Lafayette Street to Olive Street. Two Hundred and Twenty yards along St. Mary's Street, along Olive Street One Hundred yards to Parker Street, containing in all including a part of Laurel Street which lies between said block four and one-half acres of land, more or less, and being in Township 2 North, Range 1 East, Section 38, and beginning at Southeast Corner of land formerly

belonging to Mrs. Helen Robinson in the Town of Centreville, Mississippi; thence North 53° 30' West 10.17 chains to a stake; thence South 37° 15' West 9.42 chains to a post on old hedge row, same being the line between Sections 37 and 38; thence South on said Section line 3.64 chains to the Township line; thence East on said line 1.46 chains; thence South 53° 30' East 8.25 chains to stake on E. F. McKee's pond dam; thence North 37° 15' East 17.54 chains to a street; thence North 53° 30' West 1.20 chains to the West side of Lafayette Street; thence South 37° 15' West 4.50 chains to the place of beginning. All in Town of Centreville, in Sections 37 and 38.

In the event that either of my grandchildren shall predecease me leaving issue, then the share of such deceased grandchild I give and devise to the issue of such deceased grandchild, per stirpes; or if either of my grandchildren shall predecease me without leaving issue, then the share of such deceased grandchild to my remaining grandchild, or to his issue, per stirpes. In the event that neither of my grandchildren, or issue of deceased grandchildren, survive me, this devise shall lapse and shall pass as part of my Residuary Estate.

ITEM VI.

I give and bequeath, in fee, all of my personal and household effects of every kind held for personal use at the time of my death, including, but not limited to, furniture, furnishings, rugs, pictures, books, silverware, linen, china, glassware, objects of art, wearing apparel, jewelry and automobiles (but excluding cash on hand or on deposit, securities, choses in action or other intangibles), to my grandchildren, E. B. Robinson, III, and John Green Robinson, to be divided between them by my Executor in my Executor's absolute discretion, in as nearly equal portions as may be practicable, having due regard for the preferences of my grandchildren. If any of my said grandchildren shall predecease me leaving issue, then the share of such deceased grandchild I give and bequeath to the issue of such deceased grandchild, per stirpes. If either of

my said grandchildren shall predecease me without leaving any issue, then I give and bequeath the share of such deceased grandchild to my remaining grandchild, or his issue, per stirpes. In the event that neither of my grandchildren survive me with issue, I give and bequeath all such property to my son, E. B. Robinson Jr., if he shall survive me; or if E. B. Robinson, Jr., shall predecease me, I give and bequeath such property to my son's wife, Judy T. Robinson; or if Judy T. Robinson shall predecease me, I give and bequeath all of the property bequeathed in this Item as follows:

A. My mahogany and pine sideboard previously owned by my grandfather, George A. McGehee, and the large drop-leaf walnut table previously owned by my cousin, Bryant Berryhill, I give and bequeath to my niece, Eva Francis Dixon Phares, presently of Jackson, Mississippi, if she survives me; if my said niece shall not survive me, I give and bequeath all of the aforesaid property to her daughter, Francis Phares Paddison.

B. My furniture which my late husband inherited from his mother I give and bequeath to the descendents of my said husband's father and mother in equal shares, per stirpes. The aforesaid property shall be divided among the beneficiaries by my Executor in my Executor's absolute discretion, in as nearly equal portions as may be practicable, having due regard for the preferences of each beneficiary.

C. All of my other personal and household effects, other than the furniture described in paragraphs A and B of this Item, I give and bequeath to the children of my brothers and sisters, per capita; or if any of the children of my brothers and sisters shall predecease me leaving issue, then the share of such deceased beneficiary to the issue of such deceased beneficiary, per stirpes; or if any of the children of my brothers and sisters shall predecease me without leaving issue, then the share of such

deceased beneficiary to the remaining children of my brothers and sisters, share and share alike, or to their issue, per stirpes.

D. In the event the above-named persons in paragraphs A through C of this Item do not survive me, the bequest shall lapse and shall pass as part of my Residuary Estate.

If a beneficiary of mine shall be a minor, such beneficiary's share may be delivered to the person with whom such beneficiary is residing, or to such beneficiary's legal guardian or directly to such beneficiary. The receipt of the guardian or the person with whom such beneficiary resides, or the receipt of such minor beneficiary, shall constitute a full acquittance of my Executor with respect to the legacy so delivered. This authority is given my Executor notwithstanding any statute or rule of law to the contrary.

All of my insurance policies which provide indemnity for the loss of any of my personal or real property by fire, windstorm, or other casualty (including any claim for such loss of any such property which I might have at the time of my death against any insurance company) I give and bequeath respectively to those persons or corporations, as the case may be, who shall become owners of such properties by reason of my death; whether such ownership be acquired under the provisions of this Will, by survivorship or by other means.

I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereof.

ITEM VII.

All the rest, residue and remainder of the property which I may own at the time of my death, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including

proceeds of any life insurance policies which are payable to my estate, including all lapsed legacies and devises (but excluding any property over or concerning which I have power of appointment) (hereinafter referred to as my "Residuary Estate") I give, devise and bequeath in fee to my grandchildren, E. B. Robinson, III, and John Green Robinson, in equal shares, to be divided between them by my Executor in my Executor's absolute discretion. If either of my said grandchildren shall predecease me leaving issue, then the share of such deceased grandchild I give, devise and bequeath to the issue of such deceased grandchild, per stirpes. If either of my said grandchildren shall predecease me without leaving any issue, then I give, devise and bequeath the share of such deceased grandchild to my remaining grandchild, or his issue, per stirpes. In the event that neither of my grandchildren survives me with issue, I give, devise and bequeath my entire Residuary Estate to my son, E. B. Robinson, Jr., if he shall survive me; or if E. B. Robinson, Jr., shall predecease me, I give, devise and bequeath such property to my son's wife, Judy T. Robinson; or if Judy T. Robinson shall predecease me, I give, devise and bequeath my Residuary Estate as follows:

A. All of my interest in the Robinson Home Place and the McKee Place, as hereinabove described in Item V of this my Last Will and Testament, I give and devise to R. J. Fields, Jr. In the event that R. J. Fields, Jr. does not survive me, I give and bequeath the Robinson Home Place and the McKee Place to his issue, per stirpes.

B. All of the remainder of my Residuary Estate I give, devise and bequeath to the children of my brothers and sisters, per capita; or if any of the children of my brothers and sisters shall predecease me leaving issue, then the share of such deceased beneficiary to the issue of such deceased beneficiary,

per stirpes; or if any of the children of my brothers and sisters shall predecease me without leaving issue, then the share of such deceased beneficiary to the remaining children of my brothers and sisters, share and share alike, or to their issue, per stirpes.

In the event that a distribution pursuant to this Item is to be made to a minor, my Executor shall distribute such amount pursuant to the terms of Item VIII of this my Last Will and Testament.

ITEM VIII.

If any share or property hereunder, other than property distributed pursuant to the provisions of Item VI of this Will, becomes distributable to a beneficiary who has not attained the age of twenty-one (21) years, or if any real property shall be devised to a person who has not attained the age of twenty-one (21) years at the date of my death, then such share or property shall immediately vest in such beneficiary, but notwithstanding the provisions herein, my Executor shall take and retain possession of such share or property in trust for such beneficiary until such beneficiary attains the age of twenty-one (21) years, using so much of the net income and principal of such share or property as my Executor deems necessary to provide for the health, support, maintenance and education of such beneficiary, taking into consideration, to the extent my Executor deems advisable, any other income or resources of such beneficiary or his or her parents known to my Executor. Any income not so paid or applied shall be accumulated and added to principal. Such beneficiary's share or property shall be paid over, distributed and conveyed to such beneficiary upon attaining the age of twenty-one (21) years, or if he or she shall sooner die, to his or her executors or administrators. Whenever my Executor determines it appropriate to pay any money for the benefit of a beneficiary for whom a Trust is created hereunder,

then such amounts shall be paid out by my Executor in such of the following ways as my Executor deems best: (1) directly to such beneficiary; (2) to the legally appointed guardian of such beneficiary; (3) to some relative or friend for the health, support, maintenance and education of such beneficiary; (4) by my Executor using such amounts directly for such beneficiary's health, support, maintenance and education. My Executor as Trustee shall have, with respect to each share or property so retained, all of the powers and discretion conferred upon it as Executor. My Executor as Trustee shall not be required to enter into any bond as Trustee, nor shall my Executor be required to return to any court any periodic formal accounting.

ITEM IX.

If any beneficiary shall die simultaneously with me, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that said beneficiary shall be deemed to have predeceased me, and this Will and all of its provisions shall be construed upon that assumption.

ITEM X.

This Last Will and Testament consists of eleven (11) typewritten pages, on each of which I have for greater security and identification signed my name or initials thereto.

IN WITNESS WHEREOF, I have hereunto subscribed my name
this the 3rd day of September, 1992.

Dolly McGehee Robinson
DOLLY MCGEHEE ROBINSON

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

WITNESSES:

Pamela Prather

NAME

ADDRESS

NAME

ADDRESS

NAME

ADDRESS

206 Oakwood Street
Jackson, MS 39202

1514 PINEHURST
JACKSON, MISSISSIPPI 39202

Joann Neal
1615 Hazel
Jackson, MS 39202



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day
of June, 1998, at 1:20 o'clock P.M., and was duly recorded
on the JUN 12 1998, Book No. 30, Page 280.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

The original of said Will is attached to this affidavit and this affidavit is executed by this affiant in proof of said Will, and for the purpose of probating the same in the Chancery Court of Madison County, Mississippi.

Pamela Prather
PAMELA PRATHER

SWORN TO AND SUBSCRIBED before me, this the 4th day of June, 1998.

Mark Thomas Jewi
NOTARY PUBLIC

My Commission Expires: _____



F:\WP418\PAFF OF WITNESS ROBINSON 1 wpd

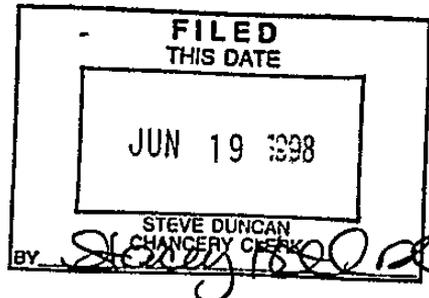
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 12th day of June, 1998, at 1:20 o'clock P.M., and was duly recorded on the JUN 12 1998, Book No. 30, Page 791.



STEVE DUNCAN, CHANCERY CLERK

BY: *Steve Duncan* D.C.



STATE OF MISSISSIPPI
COUNTY OF MADISON

LAST WILL AND TESTAMENT OF MARGARET ELIZABETH DONOHOE MAYO

I, MARGARET ELIZABETH DONOHOE MAYO, being over the age of twenty-one (21) years and of sound and disposing mind and memory, and a resident citizen of Madison County, Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, expressly revoking all other wills and codicils thereto heretofore made by me.

ITEM ONE: I give, devise, and bequeath all of my properties, real, personal and mixed of every nature and kind, and wherever the same may be situated, of which I may die seized and possessed, to my husband, MACK HARDY MAYO.

ITEM TWO: In the event that my husband and I die simultaneously or under circumstances that it is impossible to ascertain which of us died first, then it shall be presumed that I died first and that he survived me and my will shall be construed on that premises.

ITEM THREE: In the event that my husband, Mack Hardy Mayo predeceases me, I give, devise and bequeath all the rest, residue and remainder of my properties, real, personal and mixed to Rebecca Jane Ritchey, Carolyn Jeanette Roberts, Barbara Jane Williford, and Kathryn Maxine Webb or the survivor of them share and share alike.

ITEM FOUR: I hereby name, constitute, and designate my daughter, Carolyn Jeannette Roberts, as Executrix of this my Last Will and Testament. I hereby direct that the Executrix of this my Last Will and Testament not be required to give bond, make inventory, appraisement, or accounting, and to the extent such requirements may be waived, I hereby waive for my Executrix the requirements of bond, inventory, appraisal, and accounting.

SIGNED, PUBLISHED, AND DECLARED by me as my Last Will and Testament on this the 19 day of February, 1993, in the

presence of these witnesses who attest to the same, as witnesses hereto at my request, in my presence, and in the presence of each other.

Margaret Elizabeth Donohoe Mayo
MARGARET ELIZABETH DONOHOE MAYO

WITNESSES:

Smiley E. Corne
Lucian J. Busard



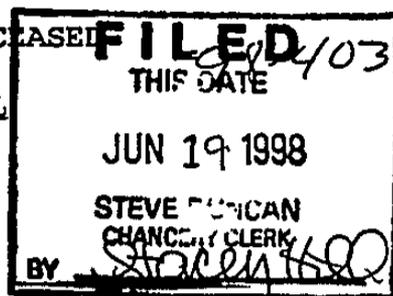
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19th day of June, 1998, at 1:30 o'clock P.M., and was duly recorded on the JUN 19 1998, Book No. 30, Page 793.

STEVE DUNCAN, CHANCERY CLERK

BY: *Stacy Hill* D.C

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF MARGARET ELIZABETH DONOHOE MAYO, DECEASEDPROOF OF WILLSTATE OF MISSISSIPPI
COUNTY OF MADISON

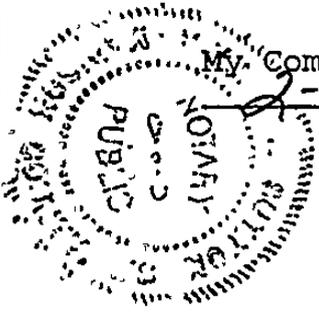
PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, BENTLEY E. CONNER, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of MARGARET ELIZABETH DONOHOE MAYO, who, being duly sworn, deposed and said that she signed, published and declared said instrument as her Last Will and Testament on the 19th day of FEBRUARY, 1993, the day of the date of said instrument, in the presence of this deponent, and in the presence of SUSIE T. BURNS, the other subscribing witness, and that said Testator was then of sound and disposing mind and memory, and more than twenty-one years of age, and having her usual place of abode in Madison County, Mississippi, and this deponent and SUSIE T. BURNS subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testator, and in the presence of the said Testator and in the presence of each other, on the day and year of the date of said instrument.

Bentley E. Conner
BENTLEY E. CONNER

SWORN TO AND SUBSCRIBED before me this 16 day of

June, 1998.

Velma Jettis
Notary Public



My Commission Expires: 2-11-2001

STATE OF MISSISSIPPI, COUNTY OF MADISON.

I certify that the within instrument was filed for record in my office this 19th day of June, 1998, at 1:30 o'clock P.M., and was duly recorded on the JUN 19 1998, Book No. 30, Page 795.



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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF MARGARET ELIZABETH DONOHOE MAYO, DECEASED

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

<p>FILED THIS DATE JUN 19 1998 STEVE DUNCAN CHANCERY CLERK BY <i>[Signature]</i></p>	<p>98-403</p>
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PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, SUSIE T. BURNS, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of MARGARET ELIZABETH DONOHOE MAYO, who, being duly sworn, deposed and said that the said she signed, published and declared said instrument as her Last Will and Testament on the 19th day of FEBRUARY, 1993, the day of the date of said instrument, in the presence of this deponent, and in the presence of BENTLEY E. CONNER, the other subscribing witness, and that said Testator was then of sound and disposing mind and memory, and more than twenty-one years of age, and having her usual place of abode in Madison County, Mississippi, and this deponent and BENTLEY E. CONNER subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testator, and in the presence of the said Testator and in the presence of each other, on the day and year of the date of said instrument.

[Handwritten Signature]
SUSIE T. BURNS

SWORN TO AND SUBSCRIBED before me this 16 day of June, 1998.

Velma L. Pitts
Notary Public



My Commission Expires: 2-11-2001

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 19th day of June, 1998, at _____ o'clock _____ M., and was duly recorded on the JUN 19 1998, Book No. 30, Page 197.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey K. O'Quinn D.C.