

LAST WILL AND TESTAMENT  
OF  
WILLIAM GENE YEATMAN, JR.

#2000-436

**FILED**  
THIS DATE  
10:30 A.M.  
JUN 09 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY *[Signature]*

I, WILLIAM GENE YEATMAN, JR., an adult resident citizen of Brandon, Rankin County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me.

ITEM I.

I appoint DEPOSIT GUARANTY NATIONAL BANK, of Jackson, Mississippi, as Executor of my Estate under this Will. I direct my Executor to pay all of my just debts and obligations which may be probated, registered and allowed against my estate as soon as may be conveniently done.

ITEM II.

My wife's name is DANA MARIE W. YEATMAN, and she is sometimes referred to herein as "my wife". I have one (1) child now living and she is EMILY VICTORIA YEATMAN, born February 1, 1992. In the event I have a child or children born subsequent to the date of execution of this Will, I direct that each child and his or her descendants shall share my estate to the same extent as provided for my child herein named. Any references herein to "children" shall mean EMILY VICTORIA and any child or children born after the date of execution of this Will.

ITEM III.

I devise and bequeath to my wife, DANA MARIE W. YEATMAN, if she survives me, any interest I may own in our residence which is occupied by us as a family home, subject to any indebtedness that may be against our home at my death. If my wife shall not survive me, I devise and bequeath my interest

*William Gene Yeatman Jr.*  
WILLIAM GENE YEATMAN, JR.

in our home to the "WILLIAM GENE YEATMAN, JR. CHILDREN'S TRUST" created by the provisions of Item VI of this Will, to be held, administered and disposed of in accordance with the terms of that trust.

ITEM IV.

A. I give and bequeath to my wife, DANA MARIE W. YEATMAN, if she survives me, my automobiles, clothing, books, jewelry, sport equipment and other personal effects, as well as any interest I may own in the household furniture, furnishings, ornamental decorations, silverware, china, pictures, linens, glassware and the like located in our home. If my wife does not survive me, I direct my Executor to divide all such property into two (2) parts, the first of which shall contain so much of such property as my Executor shall determine that I would wish to have preserved for my children, and the second of which shall contain the balance of such property. I give the first of such parts to such of my children as survive me, to be divided among them as they may agree, or in the absence of such agreement, or if one or more of my children is a minor, as my Executor shall determine. I direct my Executor to dispose of the second portion of such property by sale or otherwise as my Executor shall determine. The proceeds of any such sale shall be distributed to the "WILLIAM GENE YEATMAN, JR. CHILDREN'S TRUST" created by the provisions of Item VI of this Will, to be held, administered and disposed of in accordance with the terms of that trust. Any determination or division of property made or other action taken by my Executor pursuant to the provisions of this Item shall be conclusive upon all persons interested in my estate. If one or more of my children is a minor at the time this property is to be distributed, my Executor shall distribute the property to the guardian of the minor to hold for the minor until he or she attains age twenty-five (25).

B. I may leave a separate memorandum containing directions for the specific disposition to be made of certain of

*William Gene Yeatman, Jr.*  
WILLIAM GENE YEATMAN, JR.

the assets bequeathed under this Item. In such event, the provisions of that memorandum shall be given the same legal effect as if included in this Will and the assets described therein shall be distributed to the named beneficiaries.

ITEM V.

A. I give, devise and bequeath to my wife, DANA MARIE W. YEATMAN, if she survives me, all the rest and residue of my estate. If my wife shall not survive me, then I devise and bequeath the residue of my estate to the "WILLIAM GENE YEATMAN, JR. CHILDREN'S TRUST" created by the provisions of Item VI of this Will to be held, administered and disposed of in accordance with the terms of that trust.

B. If I am not survived by my wife or any children, I give, devise and bequeath one-half (1/2) of my entire estate to my heirs at law and the remaining one-half (1/2) of my estate to the heirs at law of my wife, in accordance with the intestacy laws then in effect in the State of Mississippi.

ITEM VI.

The trust created under this Item of my Will shall be designated and known as the "WILLIAM GENE YEATMAN, JR. CHILDREN'S TRUST" and the assets shall be held by DEPOSIT GUARANTY NATIONAL BANK, Jackson, Mississippi, under the terms hereafter set forth for the benefit of my children. The Trustee shall hold, administer and distribute the funds of this Trust under the following provisions:

A. The Trustee shall distribute to or for the benefit of my children (but not necessarily in equal shares) as much of the net income as the Trustee deems advisable for the education, support, maintenance, and health of any of the beneficiaries; for the maintenance of the standard of living to which they are accustomed at the time of my death; or for any medical, hospital or other institutional care which any beneficiary may require. These distributions shall be made in such proportions, amounts, and intervals as the Trustee determines. Any income not

distributed shall be added to principal and shall be distributed in accordance with provisions of this Item.

B. In addition to the income distributions, the Trustee may pay to or for the benefit of my children (but not necessarily in equal shares) as much principal as the Trustee deems advisable for the education, support, maintenance, and health of any of the beneficiaries; for the maintenance of the standard of living to which they are accustomed at the time of my death; or for any medical, hospital or other institutional care which any beneficiary may require. In making principal distributions, the Trustee shall consider the needs of the beneficiaries and the funds available to them from other sources.

C. I direct the Trustee to provide a college education for each of my children, including as many years of graduate study in any private or public college or university as may be required for the completion of that child's training for the child's career. The Trustee shall pay the necessary costs of clothing, tuition, books, room and board and may pay the costs of any extracurricular activities in which my children may desire to participate during attendance at college, provided such extracurricular activities are first approved by the Trustee.

D. As and when my youngest living child attains the age of twenty-five (25) years, the Trustee shall distribute the remaining assets of this trust to my children, in equal shares. In the event one or more of my children is not living at the time this distribution is required, the share of that deceased child shall be retained in trust for the benefit of his or her then living children. The net income and principal of the trust shall be distributed among such surviving children in such proportions and at such intervals as the Trustee determines advisable for the education, support, maintenance and health of such surviving children. While equal distributions between such surviving children shall not be required, distributions shall be

equal except in unusual circumstances. The assets of the trust shall be distributed to such surviving children, in equal shares, when the youngest of such children attains the age of twenty-five (25) years. If a child of mine is deceased leaving no surviving children, his or her share of the trust estate shall be distributed to my other child.

E. If this trust shall become owner of my home, the Trustee is authorized and directed to use funds of this trust to maintain the home and to pay insurance premiums taxes and other expenses of upkeep of the home as long as the home is held in this trust. As long as any of my children desire to live in the home, the Trustee shall retain it in the trust. If all of my children permanently abandon the home, or if at the time of final distribution of the trust assets none of my children desire to own the home, the Trustee may then sell it and reinvest the proceeds of sale as any other asset of the trust. If one of my children desires to receive the home as part of his or her share of the trust, title shall be conveyed to that child at the time a distribution of trust principal is required to be made to that child and the home shall be valued at its fair market value on the date of distribution.

F. None of the principal or income of this trust shall be liable for the debts or obligations of any beneficiary or be subject to seizure by creditors of any beneficiary. The beneficiaries have no power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of any part of their interest in the trust funds or the income produced from the funds.

G. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the distribution of all trust assets, upon death of the survivor of them, one-half (1/2) of the remaining assets shall be distributed outright and free of any trust to my heirs at law and the remaining one-half (1/2) to the heirs at law of my wife,

in accordance with the intestacy laws then in effect in the State of Mississippi.

## ITEM VII.

A. Unless otherwise provided herein, the terms "trust" and "trusts" may be used interchangeably and shall mean all trusts created by this Will.

B. Any trust created by this Will is a private trust. The Trustee shall not be required to obtain the order or approval of any court for the exercise of the Trustee's powers and discretions. The income of any trust created by this Will shall accrue from the date of my death. During the administration of my estate and until the trust is established and activated, I authorize the Trustee to request of my Executor, in which case my Executor shall comply with that request, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of the trust. These payments shall be an amount which in the joint judgment of the Trustee and the Executor equals the trust income which the beneficiaries would have received had the trust been established and activated.

C. The Trustee shall not be required to make physical division of the properties of any trust created herein, except where necessary, but may keep the trusts in one (or more) consolidated fund. The Trustee shall maintain books of account containing accurate records of separate principal, income and expense of each trust.

## ITEM VIII.

A. In making distributions to beneficiaries from a trust created under this Will, and especially where the beneficiaries are minors or incapable of transacting business due to incapacity or illness, the Trustee, in the Trustee's discretion, may make payments either (a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the

beneficiary who has custody and care of the beneficiary, or (d) by applying the payments for the benefit of the beneficiary by paying expenses directly. In any event, the Trustee shall require such reports and take such steps as the Trustee deems necessary to assure and enforce the application of such payments for the exclusive benefit of the beneficiary.

B. If at any time in following the directions of this Will the Trustee is required to distribute all or any part of the principal of a trust created herein outright to a person who is a minor, the Trustee is directed to continue to hold the share of the minor in trust for that minor's benefit until the minor attains age twenty-five (25). Until distribution is made, the Trustee is directed to expend such part of the income and/or principal of the share belonging to that minor as the Trustee, in the Trustee's discretion, deems necessary to provide for the proper education, support, maintenance and health of the minor.

C. The interest of every beneficiary of any trust created herein shall vest within the period prescribed by the Rule against Perpetuities. Upon vesting, any trust property held by the Trustee shall be distributed to the current income beneficiary or beneficiaries of the trust property (or to his or her legal guardian or other personal representative) as though such income beneficiary had reached the age at which final distribution was required.

#### ITEM IX.

A. No Trustee shall be required to enter into any bond as Trustee or to file with any court any periodic or formal accounting of the administration of any trust. The Trustee shall render annual accounts to each of the beneficiaries of any trust (or his or her guardian if a beneficiary is a minor). No persons paying money or delivering property to the Trustee shall be required to see to its application.

B. The Trustee may resign at any time by giving each of the beneficiaries of the trust (or his or her guardian)

written notice specifying the effective date of such resignation. The notice may be sent by personal delivery or by registered mail.

C. If the Trustee resigns or becomes unable to serve, regardless of the cause, a successor Trustee shall be appointed by the Chancery Court of Rankin County, Mississippi, upon petition brought by or on behalf of the beneficiaries of the trust.

D. The resignation of the Trustee shall become effective upon the qualification of the successor Trustee and submission of a full accounting by the resigning Trustee; however, the successor Trustee and the beneficiaries may agree to waive a final accounting by the Trustee being replaced.

E. Any successor Trustee shall be vested with all the rights, powers, duties and discretion conferred upon the original Trustee.

F. Any bank serving as Trustee shall receive reasonable compensation for its services based on its regular compensation schedule for administering trusts of this size and type. Any individual serving as Trustee shall receive reasonable compensation based upon the then current hourly rates being charged in Jackson, Mississippi, for services comparable to those being rendered by the individual Trustee.

G. Unless otherwise provided, in referring to the Trustee, any masculine terminology also includes the feminine and neuter or vice versa and any reference in the singular shall also include the plural or vice versa.

ITEM X.

Unless otherwise provided, the administration of any trust herein created, the sale and conveyance of trust assets, the investment and reinvestment of trust assets, and the rights, powers, duties and liabilities of the Trustee shall be governed by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi, as amended. In addition to the powers contained

in that Law, and the power to make "legal investments" under Mississippi law, the Trustee shall have full power and authority:

A. To place such funds on time deposit in a savings account or certificates of deposit in any federally insured bank including any bank which may be serving as Trustee.

B. To receive additional property conveyed to the trust by any person, and to administer and dispose of the property in accordance with the terms of the trust.

C. To distribute income of the trust in cash or in kind. In making distributions of both principal and income, the Trustee may make a non pro rata distribution of property in kind. The judgment of the Trustee concerning values and purposes of such division or distribution of the property or securities held in the trust shall be binding and conclusive on all interested parties. In making a division or distribution, the Trustee is specifically excused from a duty of impartiality with respect to the income tax basis of the property distributed. The Trustee may select assets to be allocated or distributed without regard to the income tax basis of the property.

D. To sell, transfer, convey, mortgage, lease and dispose of the trust property upon such terms and in such manner and for such prices as the Trustee shall deem proper, and any lease or other instrument which is executed by the Trustee shall continue in full force and effect under its terms, notwithstanding the termination of the trust.

E. To determine the allocation of receipts and expenses between income and principal. However, such allocation shall not be inconsistent with the beneficial enjoyment of trust property accorded to a life tenant or remainderman under the general principles of the law of trusts. Further, all rights to subscribe to new or additional stocks or securities and all liquidating dividends shall be deemed to be principal.

F. To invest funds in a common fund established by the Trustee pursuant to the Uniform Common Trust Fund Act of Mississippi.

G. To merge and consolidate the assets of this trust with another trust if at the time of my death the Trustee herein named shall then be serving as Trustee of another trust created by me during my lifetime or by the terms of the Will of my wife, and if the beneficiaries are the same and the terms of that other trust are substantially similar to the trust created herein. The Trustee shall administer the two trusts as one if such consolidation shall result in more effective and efficient management of the two trusts.

H. To receive and retain all types of property and especially to receive and retain shares of stock in closely-held corporations and nonincome producing real estate regardless of where it may be situated, without liability and without regard to the proportion such property or property of a similar character so held may bear to the entire amount of the trust estate and whether or not such property is of the class in which trustees generally are authorized to invest by law.

I. To carry out agreements made by me during my lifetime, including the consummation of any agreements relating to the capital stock of corporations owned by me at the time of my death, and including the continuation of any partnership of which I may be a member at the time of my death whether the terms of the partnership agreement obligate my estate or my personal representative to continue my interest therein, and to enter into agreements for the rearrangement or alteration of my interests or obligations under any such agreements in effect at the time of my death.

J. To borrow money to pay taxes; to exercise subscriptions, rights and options; to pay assessments; to accomplish any other purpose of any nature incidental to the administration of the trust, and to pledge any securities or other property held by it as security for such loan.

## ITEM XI.

A. In order to provide for the security of my minor children in the event of the death of my wife and me during the minority of my children, I hereby designate and appoint my sister-in-law, DEBRA WAGUESPACK GAUTREAU of Donaldsonville, Louisiana, as guardian of my minor children. In the event she shall be or become unable or unwilling to serve as guardian, I appoint my sister, MELANIE YEATMAN, of Tuscaloosa, Alabama, to serve as guardian.

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

C. The Trustee herein named shall allow and permit the aforesaid testamentary guardian of my minor children to live and reside in my home in Brandon, Mississippi. So long as the guardian shall maintain a place of residence there for any of my minor children during the term of this trust, the Trustee shall allow the guardian to reside there free of rent. Further, the Trustee shall manage, care for, improve and protect the property as it would have the right to do if it were the individual owner thereof. By way of illustration but not of limitation, the Trustee shall make such repairs and improvements to the premises as may be necessary to keep and maintain the same in good condition, pay all taxes, assessments and public charges which may be levied or assessed against the premises, and keep the house and its contents adequately insured. All expenses incurred for the management, care, improvement and protection of the premises shall be borne by the trust estate, and the

Trustee, in its discretion, shall determine the allocation of the expenses between principal and income.

D. The Trustee shall also allow and permit the guardian to use all of the household furniture, furnishings, linen, silver, kitchen utensils, pictures, and all other goods and effects in and about the premises (as well as any automobiles I may own at my death) so long as the guardian may reside there and make a home for any of my children. The guardian shall not be required to account to the Trustee or any beneficiary for the use thereof, it being realized that many of such articles are not of a permanent nature and the Trustee shall be free of liability for the loss or depreciation of any such tangible personal property.

E. In the event my home shall be sold by the Trustee, then the Trustee may use the proceeds derived from such sale, together with such additional amounts of principal of the trust estate as it in its sole discretion, shall determine necessary to build or purchase a suitable home for my children. These same provisions shall apply in regard to the use of such new home by the guardian as have hereinabove been provided with respect to my present home. If in lieu of building or purchasing a new home for my minor children the Trustee shall deem it advisable, the proceeds may be used to cover the cost of an addition to or remodeling of the home of the guardian that may be undertaken so as to provide my minor children with a comfortable place to live.

ITEM XII.

A. I appoint DEPOSIT GUARANTY NATIONAL BANK, Jackson, Mississippi, as Executor. All rights, powers, duties and discretion granted to or imposed upon my Executor shall be exercisable by and imposed upon any successor Executor or Administrator. 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. I direct that neither my Executor nor any successor Executor 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. My Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will without respect to the income tax basis of the property. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. 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. No person dealing with my Executor shall be obligated to see to the application of any monies, 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. 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. In order 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.

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

H. 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.

I. My Executor shall not be required to reduce any or all of my personal or real property to cash during the administration of my estate, but in my Executor's discretion may sell only so much of my property as is necessary to obtain cash to pay taxes, debts and costs of the administration of my estate. After the payment of debts, taxes and costs, in the sole discretion of my Executor, my Executor is authorized to make distributions to devisees and legatees either in cash or in kind or a combination of each.

J. My Executor shall take all actions necessary to comply with any agreements made by me during my lifetime, including the consummation of any agreements relating to the

stock of corporations in which I am a stockholder at the time of my death, and including the continuation of any partnership of which I may be a partner at the time of my death whenever the terms of any such agreement obligate my estate or my personal representatives to sell or continue my interest therein.

K. My Executor shall have all power and authority given to the Trustee in Item X hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Last Will and Testament, consisting of fifteen 15 pages on the 10<sup>th</sup> day of September, 1992.

William Gene Yeatman, Jr.  
WILLIAM GENE YEATMAN, JR.

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by WILLIAM GENE YEATMAN, JR. as his Last Will and Testament that she signed the same in our presence and in the presence of each of us, and that we, at his request, and in his presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 10<sup>th</sup> day of September, 1992.

Mary U. Lee  
NAME  
1935 Castle Hill Dr.  
ADDRESS  
Jackson, Ms. 39204

August W. Lottimer  
NAME  
329 Milleruck Dr.  
ADDRESS  
Brandon, Ms. 39042

William Gene Yeatman, Jr.  
WILLIAM GENE YEATMAN, JR.

PROOF OF WILL

**FILED**  
THIS DATE  
JUN 09 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY Karen Jupp D.C.

STATE OF MISSISSIPPI  
COUNTY OF HINDS

We, MARY LEE and WALTER W. LATTINER  
on oath state that we are the subscribing witnesses to the  
attached written instrument dated the 10 day of September  
1992, which has been represented to us to be the Last Will and  
Testament of WILLIAM GENE YEATMAN, JR., who indicated to us that  
she is a resident of and has a fixed place of residence in the  
City of Brandon, County of Rankin, State of Mississippi. On the  
execution date of the instrument, the Testatrix, in our presence  
and in the presence of each of us, signed the instrument at the  
end thereof and declared the instrument to be his Will, and  
requested that we attest to the execution thereof whereupon, in  
the presence of the Testatrix 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 Testatrix  
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 10 day of September, 1992.

Mary M. Lee  
Walter W. Lattiner

Subscribed and sworn to before me on this the 10  
day of September, 1992.

[Signature]  
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 9th day  
of June, 2000, at 10:30 o'clock A. M., and was duly recorded  
on the 9th day of June, 2000, Book No. 32, Page 496.

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

# Last Will and Testament

#2000-446

OF

ETHEL LEE SIMPSON

<b>FILED</b>
THIS DATE
JUN 16 2000
STEVE DUNCAN
CHANCERY CLERK
BY <i>[Signature]</i>

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

I.

I appoint as the Executrix of my estate **JIMMIE MAE WARE**, to serve without bond and to act as her good judgment and discretion will determine; and she shall not be required to file any accounting, annual or final, to any courts of her actions as executrix.

II.

I give, devise and bequeath to **JIMMIE MAE WARE**, at the time of my death, the following described property SW  $\frac{1}{4}$  NW  $\frac{1}{4}$  of Section 22, Township, 11N Range 3W Madison County, Mississippi.

III.

I give, devise and bequeath to **JIMMIE MAE WARE**, at the time of my death, any and all property owned by me, both real and personal.

IV.

I give, devise and bequeath to **JIMMIE MAE WARE**, at the time of my death, the residue of my estate.

*E. L. S*

v.

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

WITNESS MY SIGNATURE, this 30<sup>th</sup> day of January, 1996.

Ethel Lee Simpson  
ETHEL LEE SIMPSON

WITNESSES:

Bennie M. Travis

Joyce A. Chubb

\* \* \*

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

WITNESS OUR HANDS, this 30<sup>th</sup> day of January, 1996.

WITNESSES:

NAMES

ADDRESSES

Bennie M. Davis

P.O. Box 824

Canton, MS 39046

Joseph H. Hanks

Rt 4, Box 431-13

Carthage, MS 39051

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E.L.S

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 16th day of June, 2000, at 10:00 o'clock A M., and was duly recorded on the JUN 16 2000, Book No. 32, Page 512.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

# Last Will and Testament

OF

LUCIEN R HODGES

#2000-489

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<b>FILED</b>
THIS DATE
JUN 30 2000
STEVE DUNCAN
CHANCERY CLERK
BY <i>[Signature]</i>

I, LUCIEN R. HODGES, of Madison County, Mississippi, being of sound and disposing mind and memory and of lawful age, do hereby make, publish and declare this as and for my Last Will and Testament, and I hereby specifically revoke any and all former wills and codicils which I have heretofore made.

I hereby appoint

ITEM I.

TRUSTMARK NATIONAL BANK, as Executor of this

my Last Will and Testament and my estate.

A. I direct that no bond, appraisal, inventory, or accounting be required of my Executor insofar as the same may be legally waived.

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

otherwise be entitled. However, my Executor shall not exercise this discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate.

C. I hereby direct that my Executor shall not be required to reduce any and all of my personal or real property to cash during the administration of my estate, but in its discretion may sell only so much of my property as is necessary to obtain adequate cash (in addition to the cash which I leave at the time of my death) to pay taxes, debts, and the costs of the administration of my estate, and after the payment of the said items, my Executor is authorized in its sole discretion to make distribution to my devisees and legatees either in cash or in kind or in both.

My wife's name is

ITEM II.

VICKY INGRAM

HODGES, and she is herein

referred to as "my wife." I have four (4) children now living, as follows:

LUCIEN R. HODGES, JR., born June 17, 1956;

MARGARET FRANCES HODGES, born April 26, 1959;

JAMES HENDERSON HODGES, born May 26, 1962; and

JULIA ROBB HODGES, born June 5, 1964.

I have an individual

ITEM III.

retirement account held

by Legg Mason in Jackson,

Mississippi. I have designated my wife as the sole beneficiary of this account, if she survives

me. If my wife does not survive me, I have named my children and my wife's children as contingent beneficiaries of this account, sixteen and two-thirds percent (16 & 2/3rds%) to each of my children and sixteen and two-thirds percent (16 & 2/3rds%) to each of her children.

If my wife survives me, I  
give, devise and bequeath  
unto my wife the following:

ITEM IV.

A. All of my interest (if any) in the land and property constituting our residence, presently 192 Lake Shore Court, Madison, Mississippi, subject to any indebtedness thereon.

B. The furniture, furnishings, decorations, silverware, china, pictures, linens, glassware, appliances and the like located in our home are the property of my wife. If I own any interest in such items, I give and bequeath them to my wife.

C. My automobile.

If my wife does not survive me, I give, devise and bequeath all of the items hereinabove described in Paragraph A, B and C sixteen and two-thirds percent (16 & 2/3rds%) to Lucien R. Hodges, Jr., sixteen and two-thirds percent (16 & 2/3rds%) to Margaret Frances Hodges, sixteen and two-thirds percent (16 & 2/3rds%) to Julia Robb Hodges, sixteen and two-thirds percent (16 & 2/3rds%) to the Trustee of the trust for James Henderson Hodges in Item X, sixteen and two-thirds percent (16 & 2/3rds%) to my wife's son James Michael Babb, and sixteen and two-thirds percent (16 & 2/3rds%) to my wife's son Martin Babb – to be divided among them as they agree or in the absence of such agreement, as my Executor may determine.

ITEM V.

I am the owner of certain  
oil and gas interests,  
primarily located in the State

of Louisiana. This includes all of the oil and gas and other similar minerals interests of every kind I own, including working interests, royalty interests, leasehold interests, drilling interests and all other oil and gas interests of every kind, with the exception of those involving land on which I own the surface or a part thereof.

ITEM VI.

If my wife survives me  
I hereby establish a trust  
to be known as the "LUCIEN

R. HODGES MARITAL TRUST".

I hereby give, devise and bequeath unto Trustmark National Bank, Jackson, Mississippi as Trustee for the "Lucien R. Hodges Marital Trust" the following:

An undivided twenty-seven percent (27%) interest in and to all of the oil and gas interests I own as described in Item V. above.

The Trustee shall hold, administer and distribute the assets and funds of the trust under the following provisions:

A. Commencing with my death, the Trustee shall distribute to my wife, or apply for her benefit, all of the trust net income. The net income shall be so distributed in convenient installments, but at least annually.

B. The Trustee may, in the Trustee's discretion, pay to my wife, or apply for her benefit, as much of the principal of the trust as the Trustee deems desirable for her education,

support, maintenance, and health, including any hospital or other institutional care, and for the maintenance of her accustomed standard of living. In the exercise of this discretion the Trustee shall consider the needs of my wife and the funds available to her from other sources.

C. Upon the death of my wife, any and all undistributed income of this trust shall be distributed to her estate. Except to the extent that my wife's Will shall by specific reference to this provision direct to the contrary, the Trustee shall pay from the principal of this trust the increase in all estate, inheritance, transfer or other death taxes, including any interest and penalties thereon, imposed by any taxing authority on the death of my wife by reason of the inclusion in her gross estate for the purposes of any such taxes, interest, and penalties of all or any part of the principal of the trust (such increase being the difference between all such taxes, interest, and penalties actually paid by reason of my wife's death and the taxes, interest, and penalties which would have been payable if such part or all of the principal of this trust had not been included in her gross estate), provided, however, that such payments shall be made only from that portion of this trust which, without regard to the provisions of this paragraph, shall be includible in the gross estate of my wife for federal estate tax purposes. Such payments shall be made either to the Executor or the legal representative of the estate of my wife for payment by such Executor or legal representative of such taxes, interest and penalties or directly to such taxing authorities as the Trustee, in the Trustee's sole and absolute discretion, shall determine. The Trustee may rely solely upon the written certification of the Executor or the legal representative of the estate of my wife as to the amount of such increase payable to each taxing authority, may pay any such increase in one or more installments, and shall have no duty or responsibility to make any further inquiry or take part in the determination or apportionment of

such taxes, interest, and penalties. Upon making payment of such increase as the same shall be finally determined, the Trustee shall have no further liability in connection therewith. Payment of such increase in such taxes, interest and penalties shall fully discharge all liability of the trust for such taxes, interest and penalties, it being my intention and direction that my wife not have any power to apportion additional taxes, interest or penalties against this trust.

The remaining trust assets shall be distributed outright to my children, in equal shares.

D. It is my intention to qualify the bequest hereunder for the marital deduction under Section 2056, if my Executor so elects, and any provision herein to the contrary shall be void.

Accordingly, I direct (a) that there shall not be allocated to the trust any property which would not qualify for the marital deduction; (b) that the Trustee shall not invest in nor retain beyond a reasonable time, without the consent of my wife, any unproductive property as that property is defined in applicable tax laws and my wife shall have the power to require the Trustee to either make the property productive or to convert it to productive property within a reasonable time; and (c) that none of the powers or discretions of my Executor or Trustee shall be exercised in a manner which will deny my estate the marital deduction for property passing to this trust.

E. I authorize my Executor to make the election under Section 2056(b)(7) to have this trust or any portion hereof treated as "qualified terminable interest property" for the purpose of qualifying for the marital deduction allowable in determining the federal estate tax upon my estate.

My Executor shall, in the sole discretion of my Executor, determine whether to elect, under the provisions of the Internal Revenue Code applicable to my estate, to have a specific portion (herein referred to as the "marital deduction portion") or all of this trust, treated as

"qualified terminable interest property" for federal estate tax purposes. If an election is made as to less than all of this trust, the specific portion shall be expressed as a fraction, and the value of the marital deduction portion at any time may be determined by multiplying the value of this trust at that time by the fraction. Generally, I anticipate that my Executor will elect to minimize the estate tax payable by my estate. However, I would expect that some consideration be given to the timing of my wife's death and mine and the computation of the combined estate taxes in our two estates, especially if she should die prior to the time the election is made. The determination of my Executor with respect to the exercise of the election shall be conclusive upon all affected persons.

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

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

ITEM VII.

I give, devise and bequeath

unto my son, LUCIEN R.

HODGES, JR., an undivided

eighteen and one-fourth percent (18.25%) interest into all of the oil and gas interests I own as described in Item V above.

ITEM VIII.

I give, devise and bequeath  
unto my daughter,  
MARGARET FRANCES

HODGES, an undivided eighteen and one-fourth percent (18 25%) interest into all of the oil and gas interests I own as described in Item V above.

ITEM IX.

I give, devise and bequeath  
unto my daughter,  
JULIA ROBB HODGES, an

undivided eighteen and one-fourth percent (18.25%) interest into all of the oil and gas interests I own as described in Item V above.

ITEM X.

I give, devise and bequeath  
unto TRUSTMARK  
NATIONAL BANK,

Jackson, Mississippi, Trustee, of a Trust hereby created for the benefit of my son, JAMES HENDERSON HODGES, the following: (1) an undivided eighteen and one-fourth percent (18.25%) interest into all of the oil and gas interests I own as described in Item V above and (2) one-fourth (1/4) of my residuary estate referred to in Item XIV.

The Trustee shall hold, administer and distribute the funds of the Trust under the following provisions:

A. The Trustee shall distribute to Jams Henderson Hodges, Beneficiary, all of the net income in convenient installments, at least annually, or apply the same for his benefit.

B. The Trustee may in the Trustee's discretion, pay to my said son or apply for his benefit as much of the principal of the Trust as the Trustee deems desirable for his education, support, maintenance and health, including any hospital or other institutional care and for the maintenance of his accustomed standard of living. In the exercise of this discretion, the Trustee shall consider the needs of my said son and the funds available to him from other sources.

C. Upon the death of my said son, the Trustee shall distribute all remaining undistributed income and principal to the persons specified in my said son's Last Will and Testament.

D. This Trust shall be known as the 'LUCIEN R. HODGES TRUST FOR JAMES HENDERSON HODGES.'

ITEM XI.

(1/4) of my residuary estate.

I give, devise and bequeath  
unto my son, LUCIEN R.  
HODGES, JR., one-fourth

ITEM XII.

HODGES, one-fourth (1/4) of my residuary estate.

I give, devise and bequeath  
unto my daughter,  
MARGARET FRANCES

ITEM XIII.

one-fourth (1/4) of my residuary estate.

I give, devise and bequeath  
unto my daughter,  
JULIA ROBB HODGES,

ITEM XIV.

The term "my residuary estate" shall mean "all the rest and residue of my

property and estate of every kind and character and wheresoever situated."

The assets in my residuary estate shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, claims against my estate and administration, expenses of my estate

ITEM XV.

I hereby authorize and direct my Executor and Trustee to employ my wife to

perform the clerical work associated with the oil and gas interests described in Item V. above for as long as she is willing to perform that work. My wife has performed such clerical work over the past several years and my Executor and Trustee is authorized and directed to compensate her for such work in an appropriate manner.

ITEM XVI.

My wife is fully familiar with my oil and gas interests, the individuals who have

similar interests and the various advisors we have utilized in managing these properties over the years. Therefore, I hereby authorize and direct my Executor and Trustee to consult my wife and the advisors she recommends in making management decisions and transactions in connection with these oil and gas interests.

ITEM XVII.

None of the principal or  
income of the Trusts created  
under this Will or any part of

the same, shall be liable for debts of any beneficiary or be subject to seizure by creditors of any beneficiary. No beneficiary shall have the power to sell, assign, transfer, encumber, or in any manner to anticipate or dispose of any part of his or her interest in the Trust assets or the income produced from the Trusts.

ITEM XVIII.

During the administration of  
my estate and until the trust  
created herein is funded, I

authorize the Trustee, in the Trustee's discretion, to request that my Executor, in which case my Executor may comply with that request, make payments out of my estate to my wife. These payments shall be an amount which in the judgment of the Trustee and the Executor, jointly, equals the distributions which my wife would receive from the trust had it been established and funded at my death.

ITEM XIX.

The Trusts created by this  
Will are private trusts. The  
Trustee shall not be required

to obtain the order or approval of any court for the exercise of the Trustee's powers and discretions.

Unless otherwise provided,  
the administration and  
management of the Trusts

ITEM XX.

created herein, the sale and conveyance of the trust assets, the investment and reinvestment of trust assets and the rights, powers, duties and liabilities of the Trustee shall be governed by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi as it now exists or may hereafter be amended. In addition to the powers contained in that Law, the Trustee shall have full power and authority:

A. To determine the allocation of receipts and expenses between income and principal. However, such allocation shall not be inconsistent with the beneficial enjoyment of trust property accorded to a life tenant or remainderman under the general principles of the laws of trusts. Further, all rights to subscribe to new or additional stocks or securities and all liquidating dividends shall be deemed to be principal.

B. To place, in the discretion of the Trustee, trust funds in a checking, savings or other types of accounts or certificates of deposit in Trustmark National Bank, Jackson, Mississippi, or any successor Trustee bank.

C. To receive, invest in, and retain in the trust all types of property and, especially, to receive, invest in, and retain in the trust shares of stock in closely held corporations, partnership interests in general and limited partnerships, oil, gas, and other mineral interests, standing timber, and unimproved real estate regardless of where it may be situated, without liability and without regard to the proportion such property or property of a similar character so held may bear to the

entire amount of the trust estate and whether or not such property is of the class in which Trustees generally are authorized to invest by trust law.

D. To retain or invest trust assets in a common fund established by a corporate Trustee pursuant to the Uniform Common Trust Fund Law of Mississippi or in any investment account, mutual fund, or other investment vehicle offered, sponsored, or advised for a fee by Trustmark National Bank or any other corporate Trustee, or any subsidiary, parent, or affiliate of such corporate Trustee or any successor or assign, or subsidiary, parent or affiliate of any successor or assign, to such corporate Trustee.

E. To take out, apply for, and maintain, paying premiums from principal, health, hospitalization, medical or similar insurance covering my wife as the beneficiary of the trust.

F. To retain any interest in oil, gas or other mineral resources received from any source and to acquire and retain other interests in oil, gas or mineral resources; to execute as to those interests any agreements, assignments, contracts, deeds, grants, leases for any term (even though the term may extend beyond the termination of the trust) and any other instruments or documents; to manage, control, operate, explore, mine, develop or take any action for the production, recovery, sale, treatment, storage or transportation of any interest in oil, gas or other mineral resources; to drill, rework or recomplete wells of any type; to conduct or participate in secondary recovery operation; to enter into agreements for pooling or unitization; and to install, operate or participate in the operation of any plant, mine or other facilities. Interests in oil, gas and other mineral resources may be retained and acquired without liability for any loss and without application to any court.

ITEM XXI.

If my wife and I die simultaneously, or under circumstances which make it

difficult to determine which died first, I direct that my wife shall be deemed to have predeceased me for purposes of this Will. I direct that the provisions of this Will be construed upon that assumption, irrespective of any provisions of law establishing a contrary presumption or requiring survivorship as a condition of taking property by inheritance.

ITEM XXII.

If my wife disclaims any portion of a bequest, I give, devise and bequeath the

property disclaimed outright to my children, in equal shares.

Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor.

ITEM XXIII.

In addition to the powers and authorities specifically granted to my Executor under this Will, I

expressly confer upon my Executor all rights, powers, duties, and authorities conferred upon a Trustee under the Uniform Trustees' Powers Law of Mississippi as it now exists or may hereafter be amended and also the powers I have herein conferred on my Trustee. I authorize my Executor to exercise any such powers and authorities granted in this Will or by the Uniform Trustees'

Powers Law of Mississippi without the necessity of obtaining court approval. All rights, powers, duties and discretion granted to or imposed upon my Executor shall be exercisable by and imposed upon any successor Executor or Administrator. I direct that neither my Executor nor any successor Executor or Administrator shall be required to make any bond as Executor or Administrator. To the extent permissible by law, I waive the requirement that my Executor, or any successor Executor or Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. However, my Executor shall not exercise this discretion or any other discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law.

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

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

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 30<sup>th</sup> day of March, 2000.

Lucien R. Hodges  
LUCIEN R. HODGES

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

Pam Clark

278 Patton Drive

Pearl MS 39208

Address

Gunn O Hodges

2008 Fox Hill Lane

Jackson, MS 39212

Address

STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 30<sup>th</sup> day of June, 2000, at 1:30 o'clock P. M., and was duly recorded on the 30<sup>th</sup> day of June, 2000, Book No. 32, Page 515.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: WILL AND ESTATE OF  
LUCIEN R. HODGES

**FILED**  
THIS DATE  
JUN 30 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY *Karen Tapp*

NO. 2000-489

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

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

That she is an adult resident citizen of Jackson, Mississippi, and that she knew Lucien R. Hodges, Deceased, who departed this life on June 19, 2000; and

That the attached document entitled "Last Will and Testament of Lucien R. Hodges" dated March 30, 2000, was exhibited by the said Lucien R. Hodges to affiant and Pam Clark as his Last Will and Testament and was signed by him on the 30th day of March, 2000, in the presence of affiant and Pam Clark, 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 Pam Clark signed the same as witnesses; and

That the signature of the said Lucien R. Hodges is his genuine signature and the signatures of the affiant and Pam Clark are their genuine signatures; and

That the said Lucien R. Hodges was on the 30th day of March, 2000, of sound and disposing mind and memory and was over the age of eighteen (18) years.

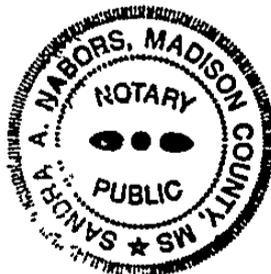
*Lynn O. Holder*  
LYNN O. HOLDER

SWORN TO AND SUBSCRIBED before me, this the 21 day of June 2000.

*Andrea R. K... ..*  
Notary Public

My commission expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES JUNE 4, 2001

hodes aff



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 30th day of June, 2000, at 1:30 o'clock P. M., and was duly recorded on the 30th day of June 2000, Book No. 132, Page 531.

STEVE DUNCAN, CHANCERY CLERK

BY: *Karen Tapp* D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: WILL AND ESTATE OF  
LUCIEN R. HODGES

**FILED**  
THIS DATE  
JUN 30 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY: *Karen Supp D.C.*

NO. 2000-489

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, PAM CLARK, who being by me first duly sworn, on oath stated:

That she is an adult resident citizen of Pearl, Mississippi, and that she knew Lucien R. Hodges, Deceased, who departed this life on June 19, 2000;

That the attached document entitled "Last Will and Testament of Lucien R. Hodges" dated March 30, 2000, was exhibited by the said Lucien R. Hodges to affiant and Lynn O. Holder as his Last Will and Testament and was signed by him on the 30th day of March, 2000, in the presence of affiant and Lynn O. Holder, 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 Lynn O. Holder signed the same as witnesses; and

That the signature of the said Lucien R. Hodges is his genuine signature and the signatures of the affiant and Lynn O. Holder are their genuine signatures; and

That the said Lucien R. Hodges was on the 30th day of March, 2000, of sound and disposing mind and memory and was over the age of eighteen (18) years.

*Pam Clark*  
PAM CLARK

SWORN TO AND SUBSCRIBED before me, this the 21 day of June, 2000.

*Audra R. ...*  
Notary Public

My commission expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES JUNE 4, 2001

hodes aff



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 30th day of June 2000, at 1:30 o'clock P. M., and was duly recorded on the 20th day of June, 2000, Book No. 32 Page 532

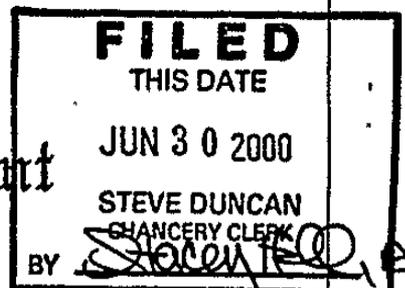
STEVE DUNCAN, CHANCERY CLERK BY: *Karen Supp D.C.*

#2000-482

# Last Will and Testament

OF

BETTY M. TEAT



I, BETTY M. TEAT, an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of eighteen (18) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all wills and codicils heretofore made by me.

## ARTICLE I.

I declare that I am single and mother of RICHARD GRAM HOPKINS, SANDRA HOPKINS MOORE and ELLEN HOPKINS STEEN to whom all references herein to "my children" relate. For all purposes of this Will and the disposition of my estate hereunder, the terms "issue" and "descendants", shall be deemed to include all children born to or legally adopted by any child of mine herein prior to and after the execution of this Will, irrespective of any provisions of law establishing a contrary presumption.

## ARTICLE II.

I direct that all of my debts properly probated, allowed and registered against my estate; taxes; all expenses of my last illness; all funeral and burial expenses; and the cost of administration of my estate, be paid as soon as practicable after my death out of my residuary estate passing under this will.

## ARTICLE III.

A. I give and bequeath unto my daughter, Sandra Hopkins Moore, all of my crystal owned by me at the date of my death.

B. I give, and bequeath unto my daughter, Ellen Hopkins Steen, all of my china owned by me at the date of my death.

*Betty M. Teat*  
\_\_\_\_\_  
BETTY M. TEAT

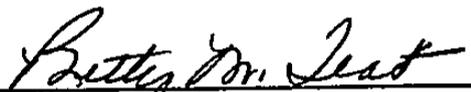
C. I give and bequeath unto my son, Richard Gram Hopkins, all of the automobiles and vehicles owned by me at the date of my death and his grandfather's pocket watch.

D. I give, devise and bequeath unto my daughters, Sandra Hopkins Moore and Ellen Hopkins Steen, share and share alike, all of my silver and jewelry owned by me at the date of my death, to be divided among them as they see fit.

E. I direct that my Executrix shall offer for sale to my living children all of my antique reproduction bedroom furniture owned by me at the date of my death. My Executrix shall take bids from such children, with no bid accepted for less than the original invoice price of said property. The Executrix is authorized to sell same to the highest bidder among my children and may sell same piece by piece. However, if only one bid is received it may be accepted provided it does not fall below the invoice price mentioned above. Should any of the above property not be sold, same shall pass under Paragraph G below.

F. At the time of my death, certain other items of personal property not mentioned above may have been specified by me in a letter to my Executrix indicating my wishes as to disposition to certain members of my family, although not specified in my will. I hereby express my intention and wish that the direction of any such letter signed by me in the possession of my Executrix be voluntarily honored by my said children and their issue.

G. I give and bequeath unto my children, share and share alike, all of the rest, residue and remainder of my personal belongings (except cash, bonds or stock on hand or on deposit and the tangible personal property customarily used in connection with any business in which I shall be engaged or in which I may own any interest at the time of my death), not otherwise specifically bequeathed above.

  
BETTY M. TEAT

If any child does not survive me, I give and bequeath all such property bequeathed to such child described in this Article and owned by me at the time of my death unto the living issue of said deceased child or if none, to my other surviving children or if deceased to their issue, per stirpes.

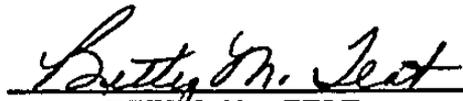
If no child of mine or issue of such child or children survive me, I give, and bequeath such property to my heirs at law as determined under the laws of descent and distribution of the State of Mississippi in effect at that time.

#### ARTICLE IV.

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

#### ARTICLE V.

I give, devise and bequeath all of the residue and remainder of my property and estate of every nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this will, all lapsed legacies and devises or other gifts made by this will which fail for any reason, including any disclaimed property of

  
 BETTY M. TEAT

my estate, hereinafter referred to as my residuary estate, unto my children, in equal shares.

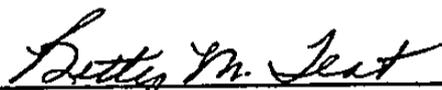
If any such child predeceases me leaving no living issue of such deceased child, then that child's equal portion of my estate shall pass to my living children or if any be deceased, to their issue, per stirpes, subject in case of issue of a deceased child taking hereunder, the provisions of the Betty Teat Family Trust.

If any child, predeceases me leaving living issue, then I give, devise and bequeath such child's portion of my estate unto my hereinafter named Trustee, in trust for the benefit of such deceased child's living issue at the time of his or her death.

I direct the Trustee to divide the trust property into equal parts -- for each deceased child's portion of my estate, one (1) part for the issue, as a group, of each deceased child; and each part shall be a separate trust.

This trust shall be known as the "Betty Teat Family Trust" created under my will, and I direct that such portion of my estate (hereinafter referred to as my trust estate) so passing to my Trustee shall be administered and disposed of upon the following terms and provisions--that is to say:

A. The Trustee shall pay all the net income of each separate trust to my said grandchildren in convenient installments periodically, at least as often as annually. However, the Trustee may in its discretion withhold from my grandchildren so much of the income as the Trustee determines not to be required for their support, maintenance, health education and the maintenance of their accustomed standard of living. The Trustee may in its discretion pay to one (1) or more of the issue of such grandchildren, so much of any withheld income and/or principal of said trust as the Trustee determines

  
BETTY M. TEAT

to be required or desirable for their support, maintenance, health and education. Any excess income not distributed shall be accumulated and added to the principal.

B. If the total income of my said grandchildren is, in the sole discretion of the Trustee, insufficient to enable them to maintain their present and accustomed standard of living, then the Trustee may pay to them out of the principal of the trust such additional sum or sums as the Trustee shall deem proper. In making this determination, the Trustee may take into consideration my said grandchildren's assets and income from sources other than this trust. The Trustee is also authorized to pay any and all medical, nursing, hospital or other related bills which may be incurred by my said grandchildren, out of income or corpus or both, provided same are not paid by insurance or governmental benefit programs.

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

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

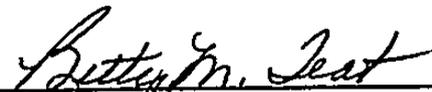
If any beneficiary of this trust shall attempt to anticipate, pledge, assign, sell, transfer, alienate or encumber his or her interest, or if any creditor or claimant shall attempt to subject such interest to the payment of any debt,

  
BETTY M. TEAT

liability or obligation of such beneficiary, then thereupon the right of such beneficiary to income shall terminate and thereafter the Trustee shall pay such income to or apply same for the maintenance, support and health of one (1) or more of the following persons, namely: (a) such beneficiary, (b) his or her issue, and (c) those who would be entitled to receive the principal of the trust had the beneficiary died immediately prior to receipt of such income by the Trustee, in such manner and proportions as the Trustee in its sole discretion may determine, regardless of equality of distribution; but in no event shall the Trustee be required or compelled to pay any part of the income to or for such beneficiary.

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

F. The Trustee is specifically authorized and empowered to invest any part or all of the principal of the trust estate in any common trust fund which may be established and operated by and under the control of the Trustee. Further, the Trustee in its sole discretion may merge the assets of this trust with any other testamentary or inter vivos trust under their control.

  
 BETTY M. TEAT

executed by me under the same or similar terms as this trust for the sole benefit of my grandchildren and their issue.

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

H. Notwithstanding any other provisions herein to the contrary, if in the sole and complete judgment of the Trustee, a beneficiary (at any time such beneficiary would otherwise be entitled to receive a distribution of principal from the trust estate) shall not have manifested the ability which would qualify such beneficiary prudently to use and conserve the principal of the trust estate provided to be distributed to such beneficiary, then and in such event, the Trustee is fully authorized to withhold and defer the delivery and conveyance of any part or all of such principal distribution until the Trustee shall deem such beneficiary to be qualified to prudently use and conserve the same; provided, however, such principal so retained shall continue to be administered as an integral part of such beneficiary's trust estate and may thereafter, as the Trustee deems wise, be paid over and delivered to such beneficiary in whole or in part and from time to time as and when the Trustee has determined such beneficiary is qualified to prudently use and conserve the same.

I. This is a private trust, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee shall not be required to return to any court any periodic formal

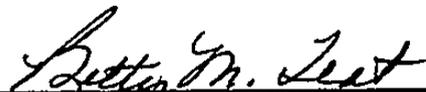
  
BETTY M. TEAT

accounting of its administration of the trust, but said Trustee shall render annual accounts to the income beneficiaries of the trust (or if minors, to the guardian of their persons). No person paying money or delivering property to the Trustee shall be required to see to its application. Bond shall not be required of the Trustee.

J. Each Trustee hereunder (whether originally designated herein or appointed as successor) shall have the right to resign at any time by giving thirty (30) days written notice to that effect, specifying the effective date of such resignation, to the current income beneficiary or beneficiaries at the time of giving notice. A Successor Trustee may then be appointed by an instrument delivered to such successor, with a copy to the existing Trustee, and signed by a majority of the beneficiaries of the trust at that time (or if any be minors, by the legal guardian of their persons); provided that Successor Co-Trustees may be appointed, but in all instances one (1) such Successor Trustee must always be a federally insured bank with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities; and further provided that no beneficiary of the trust be named or appointed as Successor Trustee or Co-Trustee.

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

Any Successor Trustee hereunder shall possess and exercise all powers and authority herein conferred on the

  
BETTY M. TEAT

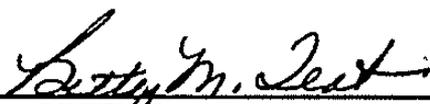
original Trustee in the trust instrument or by law, without any act of conveyance or transfer.

K. 1. Following the funding of this trust, when each grandchild of mine reaches the age of twenty-five (25) years, the entire principal and accumulated income of that grandchild's trust shall be distributed free of trust to said grandchild, all subject to the provisions of Paragraph H of this Article.

2. Should any grandchild die prior to the termination of the trust, said trust estate of said deceased grandchild shall vest in his or her living issue in equal shares; or in default of living issue of said deceased grandchild, in my surviving grandchildren; or if deceased, to their living issue, per stirpes, subject to the provisions of Paragraphs H and L of this Article.

In the event all of my grandchildren die prior to the termination of this trust and leave no surviving issue, then the entire remainder of the trust estate shall be distributed free of trust to my heirs at law at that time computed under the laws of descent and distribution of the State of Mississippi in effect at that time.

L. If any beneficiary other than a said grandchild of mine having become entitled to a distribution of all or a portion of my estate or this trust shall be under the age of twenty-one (21) years, or be under any legal disability, his or her share shall be vested in him or her, but distributions shall be postponed until he or she attains such age or until such disability has been removed. The Trustee shall pay to or for the benefit of said beneficiary such part of the income or principal of the retained share as the Trustee considers necessary for said beneficiary's support, education, maintenance

  
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and health and may add to the principal any income not so expended.

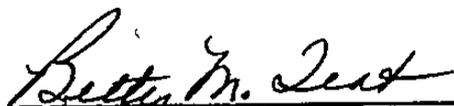
M. Unless sooner terminated by the provisions of this will, each and every trust created hereby shall come to an end at the expiration of twenty-one (21) years after the death of the last survivor among myself, and all of my children and issue who are living at the time of my death, and at the expiration of said time notwithstanding any provision to the contrary herein contained, the Trustee shall pay over to those who would be entitled to take such property as income beneficiaries herein or if none then under the laws of intestacy of the State of Mississippi in effect at that time.

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

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

#### ARTICLE VI.

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

  
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my death and applicable to my estate may permit my Executrix to elect to claim certain expenses and losses as deductions on certain income, estate, or inheritance tax returns. Thus, I authorize my Executrix to elect to claim such expenses and losses as deductions on the particular tax return or returns as my Executrix in her sole discretion shall deem advisable, irrespective of whether such expenses and losses may be payable from (or attributable to) income or principal, and my Executrix is directed not to make adjustments between income or principal or between the property interests passing to the beneficiaries under my will which may be substantially affected as a result of my Executrix's election under this Article. Further, I direct that the property interests determined as the result of my Executrix's election under this Article shall be the interest that such beneficiaries will receive. Also, I exonerate my Executrix from all liability for any such election and direct that no beneficiary shall have any claim against my Executrix or my estate by reason of the exercise of my Executrix's judgment in this respect.

#### ARTICLE VII.

I hereby grant to my Executrix and my Trustee established hereunder (including any substitute or successor trustee, personal representative or executor) the continuing, absolute, discretionary power to deal with any property, real or personal, held in trust or in the administration of my estate as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with the Executrix or Trustee shall be required to inquire into the propriety of her or its actions. Without limiting the generality of the foregoing, I hereby grant to my Executrix and my Trustee and to any successor hereunder the following specific powers and

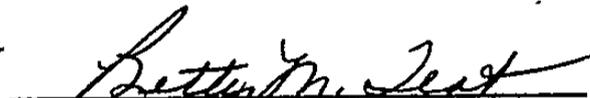
*Betty M. Teat*  
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authority in addition to and not in substitution of powers conferred by law:

A. . To have all of the specific powers set forth in MISS. CODE ANN. S91-9-101 through S91-9-109 (1972) as now enacted or hereafter amended, save as herein modified.

B. To compromise, settle, or adjust any claim or demand by or against my estate and to agree to any rescission or modification of any contract or agreement.

C. To retain any security or other property owned by me at the time of my death, so long as such retention appears advisable, to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executrix and Trustee may presume any securities owned by me at the time of my death to be of investment merit and worthy of retention by my Executrix and Trustee. Such presumption shall not impair the power of sale or exchange or any other powers or discretion given the Executrix or Trustee, but if said securities or any of them are retained by my Executrix or Trustee for the duration of the administration of the estate proceedings or trust or any shorter period of time, my Executrix or Trustee shall not be responsible or liable for any loss or decrease in the value of said securities or any of them by reason of such retention. My Executrix and Trustee may also presume that the management of the companies whose securities are held in the estate and trust from time to time should be supported. Such presumption shall not impair the power of voting such securities or any other powers or discretion given my Executrix and Trustee, but if said securities or any of them are voted by my Executrix or Trustee in favor of the management of the respective companies issuing them or in favor of any proposals supported by such management, my Executrix or Trustee shall not be responsible or liable for

  
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any act of such management or for the loss or decrease in value of said securities or any of them, or of the estate, by reason of such voting.

D. To sell, exchange, assign, transfer, mortgage and convey any security or property, real or personal, held in my estate or trust at public or private sale, at such time and price and upon such terms and conditions (including credit) as she or it may deem to be advisable and for the best interest of my estate or trust, all without court order.

E. To invest and reinvest (including accumulated income) in any property (real or personal) as they may deem advisable, including stock (whether listed or unlisted) and unsecured obligations, undivided interests, interests in investment trusts, legal and discretionary common trust funds, leases, and property which is outside of my domicile, all without diversification as to kind or amount without being restricted in any way by any statute or court decision (now or hereafter existing) regulating or limiting investments by fiduciaries.

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

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

H. Unless inconsistent with other provisions of this instrument, to consider and treat as principal all dividends payable in stock of the issuing corporation, all dividends in liquidation of all "rights" to subscribe to securities of the issuing corporation, and to consider and treat as income all other dividends and rights received (except those declared and payable as of a "record date" preceding my death, which shall be considered and treated as principal).

  
BETTY M. TEAT

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

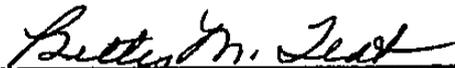
J. To vote in person or by proxy any stock or securities held, and to grant such proxies and powers of attorney to such person or persons as they may deem proper.

K. To consent to and participate in any plan for the liquidation, reorganization, consolidation or merger of any corporation, any security of which is held.

L. To borrow money (from themselves individually or from others) upon such terms and conditions as they may determine and to mortgage and pledge estate assets as security for the repayment thereof; and to loan money to any beneficiary of the estate or trust upon such terms as the Executrix or Trustee may in their discretion determine advisable.

M. To lease any real estate for such term or terms and upon such conditions and rentals in such manner as they may deem advisable (with or without privilege of purchase), including but not limited to oil, gas and mineral leases, and any lease so made shall be valid and binding for the full term thereof even though same shall extend beyond the duration of the estate administration or the trust. With regard to mineral rights, to execute contracts, letter agreements, farm-out agreements, operating agreements, division orders, transfer orders, and any and all other related documents as needed in relation thereto. To insure against fire or other risk. To make repairs, replacements and improvements, structural or otherwise, to any such real estate. To subdivide real estate, to dedicate same to public use and to grant easements as they may deem proper; all without court order.

N. Whenever required or permitted to divide and distribute my estate or trust, to make such distribution (including the satisfaction of any pecuniary bequests) in cash.

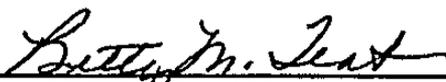
  
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or in specific property, real or personal, or any such property, and to do so without regard to the income tax basis of specific property allocated to any beneficiary. In making distributions, I request (but do not direct) that my Executrix or Trustee do so in a manner which will result in the property to be sold to satisfy obligations of my estate having an aggregate income tax basis as close as possible to its aggregate fair market value and, to the extent consistent with this primary objective, do so in a manner which will result in maximizing the increase in basis for federal and state estate and succession taxes attributable to appreciation. I also authorize my Executrix or Trustee, in their absolute discretion, to make in kind and non-prorata distributions under this will or trust if practicable.

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

P. Unless inconsistent with other provisions of this instrument, to hold two (2) or more trusts or funds in one (1) or more consolidated trusts or funds in which the separate funds shall have undivided interests.

Q. If any individual among the legatees named or provided for under the foregoing provisions of this will (or under the provisions of any codicil to it hereafter executed by me) shall be a minor at the time of my death, then, and in that event, and notwithstanding any statute or rule of law to the contrary, I authorize my Executrix to pay or deliver the legacy to which each such minor shall be entitled to the parent or to the legal guardian of such minor or to the person with whom such minor shall then reside, and the receipt of such parent or guardian or person with whom such minor shall then reside shall constitute a

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

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

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

With regard to the Betty Teat Family Trust, if my Trustee is not required to distribute all income, I hereby authorize my Trustee, in its sole and absolute discretion, to decide how much income to distribute or accumulate and I exonerate my Trustee from any liability for additional tax on any trust if it accumulates any income of said trust.

I also authorize my Trustee, whether or not required to distribute all income, to elect or not to elect to treat all or any portion of any estimated tax paid by any trust created hereunder as a payment by one or more beneficiaries of said trust. Said election may be made either pro rata among the beneficiaries or otherwise in the discretion of my Trustee, whose decision shall be binding and conclusive upon all concerned. However, the election in the preceding sentence does not authorize principal distributions, unless they are so authorized elsewhere in this Will.

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

  
BETTY M. TEAT

U. To borrow to fund margin accounts and to buy or sell any stock or security options, including but not limited to calls, puts, straddles, spreads, strips or straps, whether over any recognized exchange or over-the-counter market and whether covered or uncovered.

V. In her or its or their sole discretion, if they deem practicable, to disclaim, in whole or in part, on my behalf any interest bequeathed or devised to me or otherwise inherited by my estate.

W. The power, exercisable in their sole discretion, to invest in any insurance policy, whether the insured or covered person is a beneficiary or any other person. Such investment may be in part ownership of any insurance policy and may be made in any manner that the Executrix or Trustee shall deem appropriate. The propriety of such investment and the nature and amount of the insurance policy in which is invested shall be solely within the discretion of the Executrix or Trustee, and the Executrix or Trustee shall incur no liability as a result of such investment, even though such insurance policy is not an investment in which trustees are authorized by law or by any rule of court to invest trust funds. The Trustee shall have the power, exercisable in its sole discretion, to retain any such insurance policy as an investment of the trust estate without regard to the portion that such insurance policies of a similar character, so held, may bear to the entire amount of the trust estate. The term "insurance policy" shall be deemed to include life insurance policies, annuity contracts, accident policies, and any retirement plan or contract under which death benefits can or are made payable to the Executrix or Trustee.

X. The Trustee is authorized and empowered in its discretion to receive property by gift or by will or otherwise from any person or persons as additions to the trust created

  
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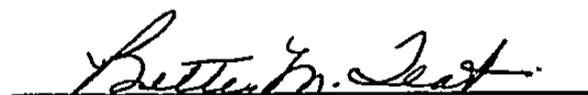
herein and to hold the same and to administer it under the provisions hereof.

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

Z. No powers of the Executrix or Trustee enumerated herein or now or hereafter conferred upon executors or trustees or fiduciaries generally shall be construed to enable the Executrix or Trustee, or any other person, to purchase, exchange, or otherwise deal with or dispose of all or any part of the principal or income of the estate or trusts created herein for less than an adequate consideration in money or money's worth or to enable anyone to borrow all or any part of the principal or income of the estate or trusts, directly or indirectly, without adequate interest or security. No person other than the Executrix or Trustee shall have or exercise the power to vote or direct the voting of any stock or other securities held in the estate or trusts, either by directing investments or reinvestments or by vetoing proposed investments or reinvestments.

#### ARTICLE VIII.

I presently own and operate certain business ventures and enterprises, and I anticipate that at the time of my death I will own such interest in such business and possibly other businesses, or that I will own a substantial interest in another

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

A. To retain and continue to operate the business for such period as the Executrix may deem advisable. To vote all stock or issue proxies therefor.

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

C. To hire and discharge officers and employees, fix their compensation and define their duties; and similarly to employ, compensate and discharge agents, attorneys, consultants, accountants and such other representatives as the Executrix may deem appropriate; including the right to employ any beneficiary of my estate in any of the foregoing capacities.

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

  
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 BETTY M. TEAT

such business; and to loan funds from the estate to such business or from the business to the estate.

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

F. To take any action required to convert any corporation into a partnership or sole proprietorship or S-Corporation.

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

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

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

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

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

  
BETTY M. TEAT

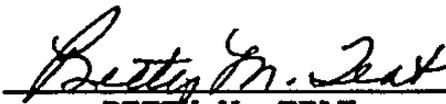
L. To diminish, enlarge or change the scope or nature of any business.

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

If any business operated by my Executrix pursuant to the authorization contained in this Will shall be unincorporated, then I direct that all liabilities arising therefrom shall be satisfied first from the business itself and second out of the estate. It is my intention that in no event shall any such liability be enforced against the Executrix personally. If the Executrix shall be held personally liable, she shall be entitled to indemnity first from the business and second from the estate. The same above-mentioned rights shall apply to my Trustee and its successors in operating any business enterprise(s) that may become a part of any trust created herein.

#### ARTICLE IX.

I appoint my daughter, Ellen Hopkins Steen, as Executrix of my estate; or if she predeceases me, fails to qualify or otherwise ceases to act, I appoint my son, Richard Gram Hopkins, as Successor Executor; or if he predeceases me, fails to qualify or otherwise ceases to act, I appoint my daughter, Sandra Hopkins Moore, as Alternate Successor Executrix. I direct that all of the above-named persons or any Successor thereto serve in said capacities without the necessity of making bond, inventory,

  
BETTY M. TEAT

accounting or appraisalment to any court, to the extent that same may be properly waived under the law.

I appoint as Trustee of the Betty Teat Family Trust, if funded under the provisions of this Will, Trustmark National Bank of Jackson, Mississippi; and also direct that said Trustee or any successor to it serve without the necessity of making bond, inventory, appraisalment or accounting to any court to the extent that same may be properly waived under law.

During the existence and duration of the Betty Teat Family Trust, a majority of the beneficiaries of legal age (or if any be minors, the guardian of their persons) may demand resignation of any Trustee of the Betty Teat Family Trust created herein at anytime with or without cause; provided, however, that upon such demand of resignation of said Trustee or Trustees, a majority of said trust beneficiaries of legal age (or if any be minors, the guardian of their persons), shall appoint a Successor Trustee as they in their discretion shall determine for the best interests of the beneficiaries of said trust; provided that Successor Co-Trustees may be appointed, but in all instances one (1) such Successor Trustee must always be a federally insured bank with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities. Under no circumstances shall any beneficiary of the trust serve as Trustee. Any such Successor Trustee shall be vested with all rights, powers, duties and discretions conferred upon the original Trustee.

#### ARTICLE X.

I hereby authorize and empower my herein named children or their issue, or any other beneficiaries of my estate, or if any of said beneficiaries of my estate are deceased, I authorize and empower their respective executor(s) or executrix(es), to

  
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 BETTY M. TEAT

disclaim all or any portion of my estate herein provided for them. To be effective, such disclaimer shall be in writing and shall be delivered to my Executrix within the period designated by the Internal Revenue Code effective at the date of my death. Any portion of my estate so disclaimed by any beneficiary shall pass hereunder, as if said beneficiary disclaiming had predeceased me.

I, BETTY M. TEAT, have signed this Will which consists of Twenty-Three (23) pages, this the 21<sup>st</sup> day of October, 1988, in the presence of J. Stephen Shuttlefield, Jimmy W Blakeney and Louis W Hall who attested it at my request.

Betty M. Teat  
BETTY M. TEAT, Testatrix

The above and foregoing Will of Betty M. Teat was declared by her in our presence to be her Will and was signed by Betty M. Teat in our presence and at her request and in her presence and in the presence of each other, we the undersigned witnessed and attested the due execution of the Will of Betty M. Teat on this the 21<sup>st</sup> day of October, 1988.

J. Stephen Shuttlefield of 1921 Bellwood Road  
Jackson, Mississippi 39211  
Jimmy W Blakeney of 3901 Lake Cathman Rd  
Jackson MS 39212  
Louis W Hall of 5920 Dabry Drive  
Jackson, Mississippi 39206

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 30th day of June, 2000, at 1:30 o'clock P M, and was duly recorded on the JUN 30 2000, Book No. 32, Page 533

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

**FILED**  
THIS DATE  
JUN 30 2000  
BY *Stacey Hill*

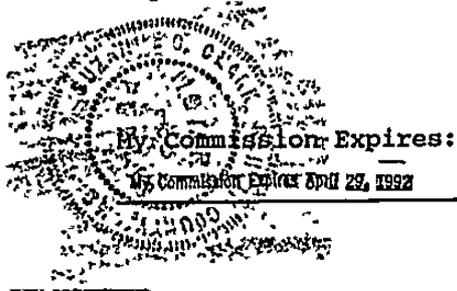
IN THE MATTER OF THE ESTATE OF STEVE DUNCAN  
OF BETTY M. TEAT, DECEASED CHANCERY CLERK CAUSE NO. 2000-482  
BY *Stacey Hill*

PROOF OF WILL

Be it known and remembered that on this 21<sup>st</sup> day of October, A.D., 1988, before me, the undersigned authority, personally came and appeared LISA W. HALL, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of Betty M. Teat, bearing date of the 21<sup>st</sup> day of October, 1988; and she, having first carefully examined and inspected said instrument and the signature thereto, and having been by me first duly sworn, deposed and said that the said Betty M. Teat published and declared said instrument of writing as and for her Last Will and Testament in the presence of this deponent on the day of the date of said instrument; that said Betty M. Teat, was then of sound and disposing mind, memory and understanding, and able and competent in law and in fact to make a Will, and at that time was a bona fide resident of Madison County, Mississippi, where she had maintained her fixed place of residence prior to said date; and that said Betty M. Teat was then more than eighteen years of age, and that this deponent and the other witnesses subscribed said instrument as witnesses thereto, at the instance and request and in the presence of said testatrix and in the presence of each other on the date aforesaid.

*Lisa W. Hall*  
LISA W. HALL

SWORN TO AND SUBSCRIBED before me by Lisa W. Hall this 21<sup>st</sup> day of October, A.D., 1988.



*Susan H. Clark*  
NOTARY PUBLIC

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 30th day of June, 2000, at 1:30 o'clock P.M., and was duly recorded on the JUN 30 2000, Book No 32, Page 556

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED  
THIS DATE  
JUN 30 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY Stacy H. O'Connell

IN THE MATTER OF THE ESTATE OF BETTY M. TEAT, DECEASED CAUSE NO. 2000-482

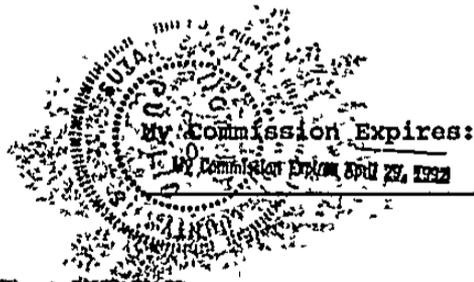
PROOF OF WILL

Be it known and remembered that on this 21<sup>st</sup> day of October, A.D., 1988, before me, the undersigned authority, personally came and appeared JERRY W. BLAKENEY, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of Betty M. Teat, bearing date of the 21<sup>st</sup> day of October, 1988; and he, having first carefully examined and inspected said instrument and the signature thereto, and having been by me first duly sworn, deposed and said that the said Betty M. Teat published and declared said instrument of writing as and for her Last Will and Testament in the presence of this deponent on the day of the date of said instrument; that said Betty M. Teat, was then of sound and disposing mind, memory and understanding, and able and competent in law and in fact to make a Will, and at that time was a bona fide resident of Madison County, Mississippi, where she had maintained her fixed place of residence prior to said date; and that said Betty M. Teat was then more than eighteen years of age, and that this deponent and the other witnesses subscribed said instrument as witnesses thereto, at the instance and request and in the presence of said testatrix and in the presence of each other on the date aforesaid.

Jerry W. Blakeney  
JERRY W. BLAKENEY

SWORN TO AND SUBSCRIBED before me by Jerry W. Blakeney this 21<sup>st</sup> day of October, A.D., 1988.

Suparna A. Clark  
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 30<sup>th</sup> day of June, 2000, at 1:30 o'clock PM, and was duly recorded on the JUN 30 2000, Book No. 32, Page 551



STEVE DUNCAN, CHANCERY CLERK BY: Stacy H. O'Connell D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

**FILED**  
THIS DATE  
JUN 30 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY: *[Signature]*  
PROOF OF FILING

IN THE MATTER OF THE ESTATE OF BETTY M. TEAT, DECEASED CAUSE NO. 2000-482

Be it known and remembered that on this 21<sup>st</sup> day of October, A.D., 1988, before me, the undersigned authority, personally came and appeared J. STEPHEN STUBBLEFIELD, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of Betty M. Teat, bearing date of the 21<sup>st</sup> day of October, 1988; and he, having first carefully examined and inspected said instrument and the signature thereto, and having been by me first duly sworn, deposed and said that the said Betty M. Teat published and declared said instrument of writing as and for her Last Will and Testament in the presence of this deponent on the day of the date of said instrument; that said Betty M. Teat, was then of sound and disposing mind, memory and understanding, and able and competent in law and in fact to make a Will, and at that time was a bona fide resident of Madison County, Mississippi, where she had maintained her fixed place of residence prior to said date; and that said Betty M. Teat was then more than eighteen years of age, and that this deponent and the other witnesses subscribed said instrument as witnesses thereto, at the instance and request and in the presence of said testatrix and in the presence of each other on the date aforesaid.

*J. Stephen Stubblefield*  
J. STEPHEN STUBBLEFIELD

SWORN TO AND SUBSCRIBED before me by J. Stephen Stubblefield this 21<sup>st</sup> day of October, A.D., 1988.

*Suzanne G. Clark*  
NOTARY PUBLIC

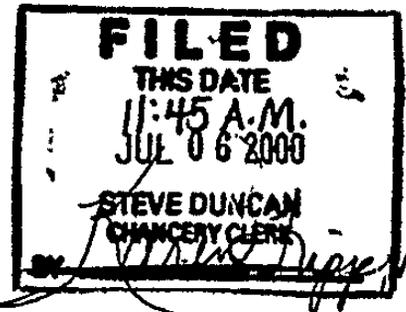
My Commission Expires:  
JUN 27, 1992

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 30<sup>th</sup> day of June, 2000, at 1:30 o'clock P M., and was duly recorded on the JUN 30 2000, Book No. 32, Page 558

STEVE DUNCAN, CHANCERY CLERK BY: *Steve Hill* D.C



LAST WILL AND TESTAMENT OF CLEMENT C. BEAMON

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

ITEM 1. I give devise and bequeath twelve (12) acres of land I own at the time of my death to my sister, Marinda C. Greenwood during her natural life, and after her death I give devise and bequeath this 12 acre tract to Reginald Maurice Buckley 6 acres; Nathaniel Vicent George 2 acres; Harold Rashord Barnwell 2 acres and Walter Anthony Beamon 2 acres.

It is distinctly understood that this twelve (12) acre tract is not to be any part of the twenty (20) acre tract on the south side of Lot 3, Section 6, Township 10 North, Range 5 East, this twenty acre tract being the property upon which my home residence is located and being the same property described in that deed of trust recorded in Book 399, page 552, dated December 12, 1973, Chancery Clerk's Office, Madison County, Mississippi. It is further understood that if any of my land is sold, any of the devisees named in this will are to have the refusal offer.

ITEM 2. The remainder of my property whatever, real, personal and mixed, and wheresoever situated to the following: Ernestine S. Beamon, my wife, and my following children, to-wit: Walter Elbert Beamon, Myra B. Buckley, Agnes Ruth Geroge, Vivian Jean Barnwell and Velma Elaine Young, each to share alike.

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

SIGNED, PUBLISHED AND DECLARED as this MY LAST WILL AND TESTAMENT, this 4<sup>TH</sup> day of January, 1983.

Clement C. Beamon  
 CLEMENT C. BEAMON

James H. Head (WITNESS)  
Alma L. Luskett (WITNESS)

ATTESTATION CLAUSE

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

WITNESS OUR SIGNATURES, this the 4<sup>TH</sup> day of January, 1983.

Jessamine Good (WITNESS)  
Alma Lockett (WITNESS)

Clement C. Beamon  
SIGNED FOR IDENTIFICATION PURPOSES

PAGE #2

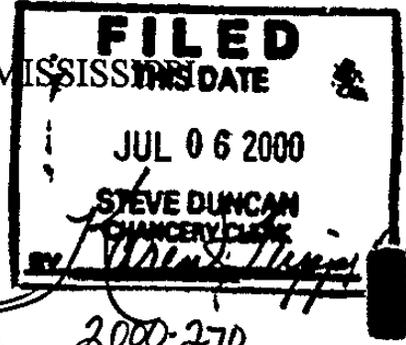
STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 6th day of July, 2000, at 11:45 o'clock A. M., and was duly recorded on the 6th day of July, 2000, Book No. 32, Page 559

STEVE DUNCAN, CHANCERY CLERK BY Karen Trupp DC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI



IN THE MATTER OF THE ESTATE  
OF CLEMENT C. BEAMON, DECEASED

CIVIL ACTION FILE NO. 2000-270

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 **ALMA LUCKETT**, who being by me first duly sworn according to law states on oath as follows, to-wit:

(1) That this affiant is one of two subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of **CLEMENT C. BEAMON**, whose signature is affixed to the Last Will and Testament dated August 6, 1985.

(2) That on the 4<sup>th</sup> day of January, 1983, the said **CLEMENT C. BEAMON** signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of the affiant and in the presence of **JOSEPHINE HOOD**, the other subscribing witness to the instrument.

3) That **CLEMENT C. BEAMON** 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 JOSEPHINE HOOD, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of CLEMENT C. BEAMON, and in the presence of each other.

Alma Lockett  
ALMA LUCKETT

SWORN TO AND SUBSCRIBED before me, this the 24th day of

July, 2000.



Bessie M. Travis  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

Notary Public State of Mississippi At Large  
My Commission Expires November 23, 2004  
Bonded Thru Heidon, Brooks & Garland, Inc.

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 6th day of July, 2000, at 11:45 o'clock A. M., and was duly recorded on the 6th day of July, 2000, Book No. 32, Page 561.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Tripp D.C.

#2000-501

LAST WILL AND TESTAMENT  
OF  
JAMES J. MCKAY, JR.

**FILED**  
THIS DATE  
JUL 06 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY *[Signature]*

I, James J. McKay, Jr., a resident of Madison County, Mississippi, being over the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

ITEM I. It is my will that all my just debts and funeral expenses be fully paid by my Co-Executors as soon after my death as practicable.

ITEM II. I hereby give and bequeath unto James J. McKay, III, all my tractors, trailers, hand tools, electric tools, farm equipment, shop equipment, and supplies on hand, as well as my interest in any bull which we may own jointly at the time of my death.

ITEM IV. All of the rest, remainder and residue of my property, real, personal and mixed, of whatsoever kind, character and description, in possession or in expectancy, wherever the same may be located at the time of my death, I hereby give, devise and bequeath unto Shirley Burns, James J. McKay, III, Helen Carol Whiddon, and Betty Jean Kirby, share and share alike per stirpes and not per capita.

ITEM V. I hereby nominate, constitute and appoint James J. McKay, III and Betty Jean Kirby as Co-Executors of this my Last Will and Testament and, having implicit confidence in them, I direct that they shall serve without bond or accounting.

IN WITNESS WHEREOF, I do hereby sign, make, publish and declare this instrument as my Last Will and Testament, on this the 15<sup>th</sup> day of June, 1998.

James J. McKay, Jr.  
JAMES J. MCKAY, JR.

The above and foregoing instrument was, on this the 15<sup>th</sup> day of June, 1998, subscribed at the end thereof by James J. McKay, Jr., the above-named Testator, and by him signed, made, published and declared to be his Last Will and Testament in the presence of us and each of us who, thereupon, at his request, in his presence, and in the presence of each other, have hereunto subscribed our names as witnesses thereto.

Lloyd Simpson Jr.  
Charlene D. Perry

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 6<sup>th</sup> day of July, 2000, at 1:45 o'clock P.M., and was duly recorded on the JUL 6 2000, Book No. 32, Page 563.

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

IN THE CHANCERY COURT OF MADISON COUNTY  
STATE OF MISSISSIPPI

**FILED**  
THIS DATE  
JUL 06 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY Stacey Hill

IN THE MATTER OF THE ESTATE OF  
JAMES J. MCKAY, JR., DECEASED

NO. 2000-501

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF MADISON

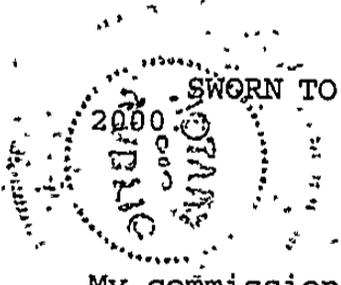
Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, CHARLENE D. PERRY who, being by me first duly sworn, deposes and states on oath that she is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of James J. McKay, Jr.; that the said James J. McKay, Jr., signed, published and declared said instrument to be his Last Will and Testament on the 15th day of June, 1998, in the presence of this affiant and Lloyd W. Simpson, Jr., the other subscribing witness to said instrument; and that said testator was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Lloyd W. Simpson, Jr., subscribed and attested said instrument as witnesses to the signature and publication thereof by James J. McKay, Jr., at the special instance and request and in the presence of said testator and each other.

Charlene D. Perry  
CHARLENE D. PERRY

SWORN TO AND SUBSCRIBED BEFORE ME, this the 6th day of July,

Christy B. Sanders  
NOTARY PUBLIC

My commission expires: 10-20-02



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 6th day of July, 2000, at 1:45 o'clock P.M., and was duly recorded on the JUL 6 2000, Book No. 32, Page 565.



STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

IN THE CHANCERY COURT OF MADISON COUNTY  
STATE OF MISSISSIPPI

**FILED**  
**THIS DATE**  
**JUL 06 2000**  
**STEVE DUNCAN**  
**CHANCERY CLERK**  
BY [Signature]

IN THE MATTER OF THE ESTATE OF  
JAMES J. MCKAY, JR., DECEASED

NO. 2000-501

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, LLOYD W. SIMPSON, JR. who, being by me first duly sworn, deposes and states on oath that he is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of James J. McKay, Jr.; that the said James J. McKay, Jr., signed, published and declared said instrument to be his Last Will and Testament on the 15th day of June, 1998, in the presence of this affiant and Charlene D. Perry, the other subscribing witness to said instrument; and that said testator was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Charlene D. Perry subscribed and attested said instrument as witnesses to the signature and publication thereof by James J. McKay, Jr., at the special instance and request and in the presence of said testator and each other.

[Signature]  
LLOYD W. SIMPSON, JR.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 6th day of July, 2000

[Signature]  
NOTARY PUBLIC

My Commission expires: 10-20-02

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 6th day of July, 2000, at 1:45 o'clock P M., and was duly recorded on the JUL 6 2000, Book No. 32, Page 566.

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

#2000-464

# Last Will and Testament

**FILED**

JUL 07 2000

AT 9:15 O'CLOCK A.M.  
OFFICE DUNCAN, CHANCERY CLERK  
*Thicket*

OF  
Frances Faye Painter

I, Frances Faye Painter, an adult resident citizen of Madison County, Mississippi, being above the age of 21 years and of sound and disposing mind, declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

My four children, Jimmy Wayne Painter, Jr., presently of 265 Pine Street Lane, Madison, Mississippi 39110, Kimberly Joan Painter, presently of 267 B Pinetree Lane, Madison, Mississippi 39110, Thomas Christopher Painter, presently of 4515 Meadowridge Drive, Jackson, Mississippi 39206, and Kimberly Hope Painter, presently of 267 A Pinetree Lane, Madison, Mississippi 39110, are living at the time of the execution of this Will.

### ARTICLE I: DEBTS

I direct that all of my legally enforceable debts, expenses of my last illness, funeral and burial expenses and other costs of administration of my estate be paid by my Executor as soon as practicable after my death out of the principal of my estate.

### ARTICLE II: TAXES

I direct that all legally enforceable estate and inheritance taxes and any taxes in the general nature thereof, which are owed by me or caused as a result of my death, shall be paid by my Executor out of the principal of my estate.

### ARTICLE III: APPOINTMENT OF EXECUTOR

I nominate and appoint my attorney, James C. Martin, presently of 100 South Congress Street, Jackson, Mississippi 39201, telephone 601/948-3000, to be the Executor of this, my

*Frances Faye Painter*  
FRANCES FAYE PAINTER

*[Signature]*  
WITNESS

*[Signature]*  
WITNESS

Last Will and Testament, and I direct that he so serve without the requirement of entering into any bond and further, I direct that my Executor not be required to render any inventory, appraisal or accounting to any court of competent jurisdiction in the administration of my estate.

ARTICLE IV: GENERAL DEVISES AND BEQUESTS

All of the property which I own at the time of my death, real or personal, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire after the execution of this Will, I give, devise, and bequeath to my four children, Jimmy Wayne Painter, Jr., Kimberly Joan Painter, Thomas Christopher Painter, and Kimberly Hope Painter.

In the event one or more of my children shall predecease me, and such predeceased child(ren) shall have a child or children that are heirs of the body, then such predeceased child's share shall go to his/her child(ren) that are heirs of his/her body per stirpes.

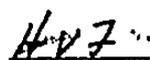
In the event that one or more of my children shall predecease me, and such predeceased child(ren) have no children that are heirs of the body, all of the remainder of the property which I own at the time of my death, real and personal, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire after the execution of this Will, I give, devise, and bequeath in equal shares those of my children who survive me.

It is my hope and desire that my children shall agree on an equal division of my property. In the event that there are disputes over distribution of the property, my Executor shall have the authority to divide the property in such manner as he deems fair. Distribution of the property may be in kind or through sale and division of the sale proceeds, at the discretion

  
FRANCES FAYE PAINTER

Page 2 of 4 Pages.

  
WITNESS

  
WITNESS

of the Executor. However, the property should not be sold if all beneficiaries agree to a distribution in kind.

ARTICLE V: CUSTODY OF MINOR CHILD

In the event that Kimberly Hope Painter, presently fourteen years of age, has not reached the age of majority at the time of my death, it is my request that her custody be awarded to my son and daughter-in-law, Jimmy and Alicia Painter.

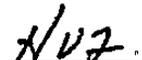
Assets going to Kimberly Hope Painter pursuant to this Will, shall be placed in a trust to be created by the Executor which will provide income for the care of Kimberly Hope Painter until she reaches the age of twenty-one. At such time as Kimberly Hope Painter reaches the age of twenty-one, the trust shall terminate and all remaining trust assets shall be conveyed to her.

IN WITNESS THEREOF, I sign, seal, publish and declare this instrument to be my Last Will and Testament on this, the 29<sup>th</sup> day of October, 1997.

  
FRANCES FAYE PAINTER

  
FRANCES FAYE PAINTER

  
WITNESS

  
WITNESS

The foregoing instrument, consisting of this and 3 preceding typed pages, was signed, sealed, published and declared by Frances Faye Painter, the testatrix, to be her Last Will and Testament in our presence, and we, at her request and in her presence and in the presence of each other, have hereunto subscribed our names as witnesses on this, the 29<sup>th</sup> day of October, 1997, at Jackson, Mississippi.

Brenda McCall  
WITNESS  
520 Brexmar st.  
ADDRESS  
Brandon, MS 39042

Helen G. Van Fleet  
WITNESS  
4911 Old Canton Rd. #211  
ADDRESS  
Jackson, MS 39211

Frances Faye Painter  
FRANCES FAYE PAINTER  
br WITNESS      #17 WITNESS

Page 4 of 4 Pages.



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 7th day of July, 2000, at 9:15 o'clock A.M., and was duly recorded on the JUL 7 2000, Book No 32, Page 567.

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

IN THE MATTER OF THE ESTATE AND  
LAST WILL AND TESTAMENT OF  
FRANCES FAYE PAINTER, DECEASED

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Before me, the undersigned authority duly commissioned and acting within the jurisdiction aforesaid, this day personally came and appeared the testatrix, Frances Faye Painter, and the following named witnesses: Brenda McCall and Helen G. Van Fleet, whose names are signed to the attached or foregoing instrument, being first duly sworn, do hereby declare to the undersigned authority that the testatrix signed and executed the instrument as her Last Will and Testament and that she signed willingly and that she executed it as her free and voluntary act for the purpose therein expressed; and that each of the witnesses saw the testatrix sign and, in the presence of the testatrix and in the presence of each other, signed the Last Will and Testament as witnesses and that to the best of their information, knowledge and belief, the testatrix was above the age of eighteen years and of sound and disposing mind and memory and was under no constraint or undue influence at the time she executed the Last Will and Testament.

Frances Faye Painter  
TESTATRIX  
Brenda McCall  
WITNESS  
Helen G. Van Fleet  
WITNESS

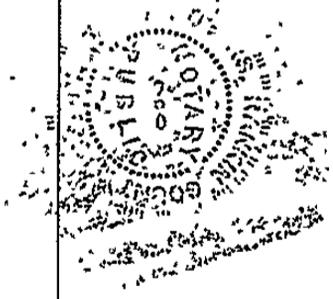
SWORN TO AND SUBSCRIBED before me by the above named testator and witnesses, respectively, on this, the 29<sup>th</sup> day of October, 1997.

My Commission Expires:

6/13/99

Brenda J. Rogers  
NOTARY PUBLIC

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES: June 13, 1999.  
BONDED THRU NOTARY PUBLIC UNDERWRITERS.



STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 7<sup>th</sup> of July, 2000, at 9:15 o'clock A.M., and was duly recorded on the JUL 7 2000, Book No. 32, Page 571.

STEVE DUNCAN, CHANCERY CLERK

BY: Steve Hill D.C.



IN WITNESS WHEREOF, I, Grover D. Barrow, have hereunto set my signature on, and published and declare this to be my Last Will and Testament on this the 17 day of September, 1999, in the presence of two witnesses who have each signed as witnesses at my request, in my presence and in the presence of each other.

Grover D Barrow  
GROVER D. BARROW

WITNESSES.

Tonya Cooney  
NAME

Carol Ann Beckum  
NAME

ATTESTATION CLAUSE

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

WITNESS OUR SIGNATURES on this the 17 day of September, 1999.

Tonya Cooney  
WITNESS

Carol Ann Beckum  
WITNESS

Initials: GDB

AFFIDAVIT OF WITNESSES

STATE OF MISSISSIPPI

COUNTY OF MADISON

This day personally appeared before me, the undersigned duly commissioned and qualified Notary Public, acting within and for the State and County, Tonya Louey and Carl Ann Baker respectively, whose names appear as subscribing witnesses to the foregoing and attached instrument of writing, who after having been duly sworn, say on oath that on the \_\_\_ day of September, 1999, Grover D. Barrow, in their presence, signed his name thereto, and in their presence declared the same to be his Last Will and Testament, that at his request, in their presence, and in the presence of each other, the said affiants subscribed their names thereto as witnesses to its execution and publication, that the said Grover D Barrow, on the \_\_\_ day of September, 1999, was of lawful age, was of sound and disposing mind and memory, and there was no evidence of undue influence

Tonya Louey residing at 409 S Pear Orchard Ridgeland MS  
Carl Ann Baker residing at 506 Morris Dr, Jackson Mississippi

SWORN TO AND SUBSCRIBED before me this the 17 day of September, 1999

Samuel Suttell Gay  
NOTARY PUBLIC



Initials: MS

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 10th day of July, 2000, at 2:15 o'clock P.M., and was duly recorded on the JUL 10 2000, Book No. 32, Page 572.

STEVE DUNCAN, CHANCERY CLERK

BY: Stacey Hill D.C.

#2000-518

<b>FILED</b>
THIS DATE
JUL 18 2000
STEVE DUNCAN CHANCERY CLERK
BY <i>Sharon [Signature]</i>

**LAST WILL AND TESTAMENT OF**  
**Larry O'Dom Fowler**

I, Larry O'Dom Fowler, of Madison, Mississippi being of sound and disposing mind, do hereby make, publish and declare the following to be my Last Will and Testament, revoking all previous will and codicils made by me.

I declare that I am not married

I

I appoint George Foster Fowler, my son, as personal representative of my will. If unable or unwilling to act, or to continue to act, as executor of my will, I then appoint Melissa Miller Fowler, my daughter-in-law, as personal representative of my will.

No bond or other security of any kind shall be required of any personal representative appointed in this will.

My personal representative, whether original, substitute or successor, shall hereafter also be referred to as my "executor".

II

I direct that my executor pay all of my funeral expenses, all state and federal estate, inheritance and succession taxes, administration costs and all of my debts subject to statute of limitations.

III

I give, devise and bequeath all of the rest, residue and remainder of my estate, of whatever kind and character, and wherever located, to my son, George Foster Fowler, and daughter-in-law, Melissa M. Fowler.

IV

If any person, whether or not related to me by blood or in any way, shall attempt, either directly or indirectly, to set aside the probate of my will or oppose any of the provisions hereof, and such person shall establish a right to any portion of my estate, then I give and bequeath the sum of one dollar (\$1.00), only that, and no further interest whatever in my estate to such person.

V

In the event that any of my property, or all of it, at the time of my death is community property under the laws of any jurisdiction, then my will shall be construed as referring only to my community-property interest therein.

If any portion of my will shall be held illegal, invalid or otherwise inoperative, it is my intention that all of the other provisions hereof shall continue to be fully effective and operative insofar as is possible and reasonable.

IN WITNESS WHEREOF, I have hereto set my hand and seal this 30 day of August

1999 Larry O. Fowler  
Signed, sealed, published and declared to be the Last Will and Testament by Larry O'Dom Fowler in the presence of all of us, who, in the presence and at the request, and in the presence of each other, have hereunto subscribed our names as witnesses:

WITNESS NAMES AND SIGNATURES WITNESS ADDRESS

Juan Brizuela, 39 Woodgate Dr., Brandon, MS 39042  
Name:

Minnie Lou Beard 700 North St. Jackson, MS  
Name:

STATE OF Miss

COUNTY OF Hinds

BEFORE ME, the undersigned authority, on this 30<sup>th</sup> day of August, 1999, personally appeared Larry Fowler to me well known to be the person described in and who signed the Foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

[Signature]  
NOTARY PUBLIC

My Commission Expires: MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES AUG 13, 2001  
BONDED THRU STEGALL NOTARY SERVICE

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 18<sup>th</sup> day of July, 2000, at 1:15 o'clock P M., and was duly recorded on the JUL 18 2000, Book No. 32, Page 575.

STEVE DUNCAN, CHANCERY CLERK

BY: Jacey Hill D.C.



SUBSCRIBING WITNESS AFFIDAVIT

**FILED**  
THIS DATE  
JUL 18 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY *[Signature]*

STATE OF MISSISSIPPI  
COUNTY OF *Hinds*

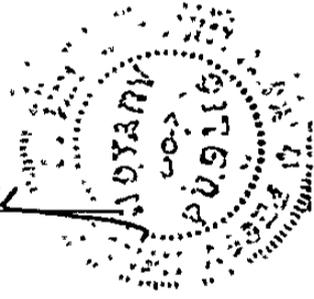
PERSONALLY APPEARED before me, the undersigned authority in and for the aforesaid jurisdiction, JEAN BREAZEALE, a credible and competent subscribing witness to the Last Will and Testament of LARRY O'DOM FOWLER, of Madison County, State of Mississippi and the said witness having been by first duly sworn state:

The said LARRY O'DOM FOWLER on August 30, 1999 the day and date of his Last Will and Testament, at Hinds County, Mississippi freely and without any restraint or undue influence, signed, published and declared said instrument to be his Last Will and Testament in the presence of said subscribing witness and MINNIE LOU BLAND; LARRY O'DOM FOWLER was then of sound and disposing mind and more than 21 years of age; that they, JEAN BREAZEALE and MINNIE LOU BLAND, then and there at the special instance and request and in the presence of the said LARRY O'DOM FOWLER attested said instrument as witnesses to the signature and publication thereof; that said LARRY O'DOM FOWLER at the time of said attestation by said Affiant, was mentally capable of recognizing, and actually conscious of said act of attestation; and that the subscribing witnesses, JEAN BREAZEALE and MINNIE LOU BLAND, were at the time of said attestation, competent witnesses under the laws of the State of Mississippi.

*[Signature]*  
JEAN BREAZEALE

Sworn to and subscribed before me this the 20<sup>th</sup> day of June, 2000.

*[Signature]*  
NOTARY PUBLIC



My commission expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COM. EXPIRES AUG. 13, 2001  
BONDED THRU STEGALL NOTARY SERVICE

C:\WPDOCS\2000\386 SubWitAff

EX. "B"

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 18<sup>th</sup> day of July, 2000, at 1:15 o'clock P M., and was duly recorded on the JUL 18 2000, Book No. 32, Page 577.

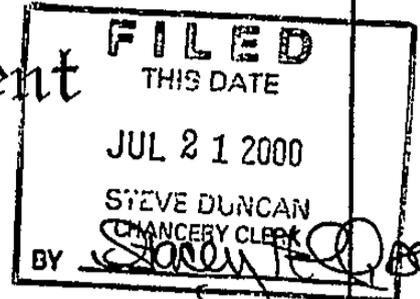
STEVE DUNCAN, CHANCERY CLERK BY: *[Signature]* D.C.

#2000-533

## Last Will and Testament

OF

RUBY CONRAD TUCKER



I, RUBY CONRAD TUCKER, an adult resident citizen of Greenwood, Leflore County, Mississippi, being more than twenty-one (21) years of age and of sound mind and memory, do hereby revoke any and all Wills or Codicils heretofore made by me, and do hereby make, publish and declare this as my Last Will and Testament, by which I intend to dispose of all property owned by me at my death, whether real, personal or mixed, wheresoever situate, and of whatsoever nature, including without limitation of the generality of the foregoing, all property as to which I have power of appointment and all interest I may have in the estate of any decedent or trust estate.

I

I direct that my funeral expenses, the costs of administering my estate and all legal debts allowable as claims against my estate be paid out of the general funds of my estate before any distribution thereof to any of the beneficiaries mentioned herein.

II

After payment of funeral expenses and debts as outlined hereinabove, I hereby give, devise, and bequeath unto my husband, ODELL C. TUCKER, all the rest and remainder of my property, both real and personal, mixed, of every kind, character, and description in possession or in expectancy, including lapsed legacies and bequests, and wheresoever located, of which I shall die seized or possessed, or to which I shall have any power of appointment.

PAGE ONE OF THREE - LAST WILL AND TESTAMENT

*Ruby Conrad Tucker*  
 \_\_\_\_\_  
 RUBY CONRAD TUCKER

## III

In the event my husband, ODELL C. TUCKER, shall predecease me, or shall be deemed not to have survived me in accordance with this my Last Will and Testament, all of the property of every kind, character and description in possession or in expectancy, including lapsed legacies and bequests, and wheresoever located, of which I shall die seized or possessed or to which I shall be entitled at the time of my death or over which I shall have any power of appointment, and only in that event, I hereby give, devise and bequeath equally to my children, SANDRA CONRAD TUCKER MOORE, JANE TUCKER BOND and ODELL C. TUCKER, JR., share and share alike, or if any of my children should predecease me, to the issue of such child or children, per stirpes.

## IV

I hereby nominate and appoint ODELL C. TUCKER as Executor of this my Last Will and Testament, and direct that no bond or accounting shall be required of him, and further direct that my said Executor settle and manage my estate upon the terms he shall deem best and reasonable, and that he be relieved of any appraisal or inventory.

In the event my said husband be unwilling or unable to serve as Executor of my Last Will and Testament then in such event and only in such event, I hereby nominate and constitute ODELL C. TUCKER, JR. as Executor of this my Last Will and Testament, and direct that no bond or accounting shall be required of him, and further direct that my said Executor settle and manage my estate upon the terms he shall deem best and reasonable, and that he be relieved of any appraisal or inventory.

IN TESTIMONY WHEREOF, I, RUBY CONRAD TUCKER, have set my hand and seal to this my Last Will and Testament, consisting of

Ruby Conrad Tucker  
RUBY CONRAD TUCKER

three (3) sheets of paper, including this page, on this the 23<sup>rd</sup> day of September, 1992.

Ruby Conrad Tucker  
RUBY CONRAD TUCKER

Caroline K. Moore  
Miss Moore  
WITNESSES

Greenwood, Ms  
Greenwood, Ms  
ADDRESSES

The foregoing instrument, consisting of three (3) pages, including this page, was on the date hereof, by RUBY CONRAD TUCKER, signed 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 subscribed our names as witnesses thereto. Each of us observed the signing of the Last Will and Testament by the said RUBY CONRAD TUCKER and by each other, and each of us knows that each signature is the true signature of the person whose name was signed. Each of us is now more than twenty-one (21) years of age and a competent witness, and we are acquainted with the Testatrix herein and aver that she had the legal capacity to make this Will, is of the age of majority, and to the best of our knowledge, is of sound mind and is not acting under duress, menace, fraud, misrepresentation or undue influence.

EXECUTED on this 23<sup>rd</sup> day of September, 1992.

Caroline K. Moore  
Miss Moore  
WITNESSES

PAGE THREE OF THREE - LAST WILL AND TESTAMENT

Ruby Conrad Tucker  
RUBY CONRAD TUCKER

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of July, 2000, at 10:00 o'clock A M, and was duly recorded on the JUL 21 2000, Book No 32, Page 578

STEVE DUNCAN, CHANCERY CLERK

BY: Steve Hill D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF RUBY CONRAD TUCKER, DECEASED

BY: \_\_\_\_\_

**FILED**  
THIS DATE  
JUL 21 2000 NO. 2000-533  
STEVE DUNCAN  
CHANCERY CLERK  
BY: [Signature]

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, LUKE J. SCHISSEL, who by me being first duly sworn, deposes and states on oath that she is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of RUBY CONRAD TUCKER; that the said RUBY CONRAD TUCKER signed, published and declared said instrument to be her Last Will and Testament on the 23rd<sup>th</sup> day of September, 1992, in the presence of this affiant and CAROLINE R. MOORE, the other subscribing witness to said instrument; and that said testator was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and CAROLINE R. MOORE subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

[Signature]  
LUKE J. SCHISSEL

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 18<sup>th</sup> of July 2000.

[Signature]  
NOTARY PUBLIC

My Commission Expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES JUNE 30, 2003  
WORLDWIDE FRANCHISE ALL NOTARY SERVICE

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 21<sup>st</sup> day of July, 2000, at 10:00 o'clock A.M., and was duly recorded on the JUL 21 2000, Book No. 32, Page 581.

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

#2000-541

BOOK 0032 PAGE 582

FILED  
THIS DATE  
10:50 A.M.  
JUL 24 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY *[Signature]*

LAST WILL AND TESTAMENT  
OF  
HELEN H. RICHARDSON

I, HELEN H. RICHARDSON, being over the age of eighteen (18) years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby expressly revoking all former wills and codicils made by me at any time heretofore, including but not limited to that certain will dated and executed by me on November 15, 1990.

I hereby appoint DAVID H. RICHARDSON, as Executor of this my Last Will and Testament, and it is my desire that my Executor shall have full and complete power and authority to do and to perform any act deemed by him to be in the best interest of my estate. Should DAVID H. RICHARDSON be unwilling or unable to serve, I hereby appoint TRUSTMARK NATIONAL BANK, as Executor. I hereby direct that no bond be required of the Executor and I further waive the necessity of having a formal appraisal made of my estate and I further waive the necessity of an accounting.

II.

I hereby give, devise and bequeath unto my son, DAVID H. RICHARDSON, twenty (20) acres of land, more or less, situated in the S1/2 of Section 14, Township 7 North, Range 1 East, Madison County, Mississippi, as described in that deed executed by JOE E. RICHARDSON, to HELEN H. RICHARDSON, dated September 7, 1978, and recorded in the Book 158 at page 355 thereof in the records in the office of the Chancery Clerk of Madison County, Mississippi, together with any and all buildings, improvements and appurtenances thereon situated. It is my intent to describe the Richardson Home Place whether properly described or not. In the event my said son, DAVID H. RICHARDSON, should predecease me, I give and devise the real property described herein unto my grandson, WESSE ELLIS RICHARDSON and his mother, PAULETTE S. RICHARDSON, in equal shares to share and share alike or to such them as shall survive me.

*Helen H. Richardson*  
HELEN H. RICHARDSON

III.

I give, devise and bequeath all the rest, residue and remainder of my property wheresoever situated or howsoever described, including any property over which I may have a power of appointment under the provisions of Sub-paragraph C of Item IV of the Last Will and Testament of J. E. Richardson, deceased, dated May 31, 1978, which Will was duly admitted to probate in Cause No. 25,517 in the Chancery Court of Madison County, Mississippi, as follows, to wit:

A. I direct that all loans secured by the aforescribed Trust assets be paid in full.

B. The remainder shall go to my son, DAVID H. RICHARDSON; however should he predecease me, then in such event same shall pass and go to my grandson, WESSE ELLIS RICHARDSON and his mother, PAULETTE S. RICHARDSON, or the survivor of them, share and share alike.

IV.

I acknowledge hereby that the distribution of my estate may appear to be inequitable to JOE ELLIS RICHARDSON, but the distribution is based upon the fact that DAVID H. RICHARDSON has cared for me and his brother, JOE ELLIS RICHARDSON, for many years, and he has looked after and maintained all family property with little or no compensation being paid for services. David has always been willing to sacrifice for me and Joe Ellis and has never complained about having to do so. It is my feeling that after my death, David will be required to continue to look after and care for Joe Ellis even though he has no obligation to do so. It is my strong belief and opinion that David is entitled to consideration for services rendered and this distribution is my way of expressing appreciation for what he has done.

IN WITNESS WHEREOF, I, HELEN H. RICHARDSON, have hereunto set

*Helen H. Richardson*  
HELEN H. RICHARDSON

my signature on, and published and declare this to be my Last Will and Testament, on this the 24 day of July, 1992, in the presence of two witnesses who have each signed as witnesses at my request, in my presence and in the presence of each other.

Helen H. Richardson  
HELEN H. RICHARDSON

WITNESSES:

Anita Spivey  
Cleo Bames

Address: 427 Millett St.  
Ridgeland, Ms 39157  
Address: 116 Hickory Rd  
Madison, Ms 39110

CERTIFICATE

The foregoing instrument, consisting of three (3) pages, each page being marked by the signature of the Testatrix, Helen H. Richardson, was subscribed, published and declared by the above named Testatrix, Helen H. Richardson, to be her Last Will and Testament, in the presence of both of us, who, in her presence and in the presence of each other, have hereunto subscribed our names as witnesses, and we declare at the time of the execution of this Last Will and Testament the said Testatrix, Helen H. Richardson, according to our best knowledge and belief, was of sound mind and memory and under no constraint.

WITNESS OUR SIGNATURES, this the 24 day of July, 1992.

Anita Spivey  
Anita Spivey  
Address: 427 Millett St  
Ridgeland, Ms 39157  
Telephone: 856-6493

Cleo Bames  
Cleo Bames  
Address: 116 Hickory Rd.  
Madison, MS 39110  
Telephone: 601-856-8959



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 24th day of July, 2000, at 10:50 o'clock A. M., and was duly recorded on the 24th day of July, 2000, Book No. 32 Page 582

STEVE DUNCAN, CHANCERY CLERK

BY Robert Tapp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
HELEN H. RICHARDSON, DECEASED

CIVIL ACTION FILE NO. 240 541

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF Madison

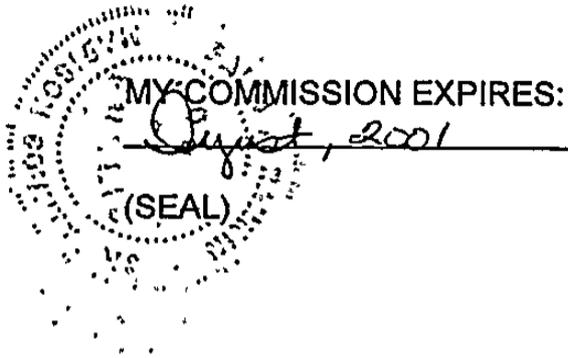
**FILED**  
THIS DATE  
JUL 24 2000  
STEVE DUNCAN  
CHANCERY CLERK  
BY [Signature]

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, **CLEO BARNES**, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Helen H. Richardson, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Helen H. Richardson signed, published and declared said instrument as her Last Will and Testament on the 24th day of July, 1992, the day and date of said instrument, in the presence of this affiant and Anita Spivey, 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, **CLEO BARNES**, the affiant, and Anita Spivey, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

[Signature]  
Cleo Barnes

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 24th day of July, 2000.

James Benkin  
NOTARY PUBLIC



\\FIRM\PMRP\AFFIDAVI\BARNESCLEO WPD

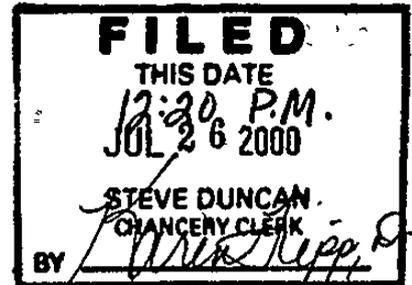
STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 24th day of July, 2000, at 10:50 o'clock A. M., and was duly recorded on the 24th day of July, 2000, Book No. 32, Page 585.



STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.



## WILL OF IDA BELLE DAVIS

#2000-548

I, Ida Belle Davis, of Jackson, Mississippi, declare this to be my last will and revoke all other wills and codicils that I may have made.

## ARTICLE I

I direct that the expenses of my funeral and all of my just debts that may be probated, registered, and allowed against my estate be paid by my executor, and I further direct my executor, in case of any claim made against my estate, to settle the same in his absolute discretion. I direct my executor to pay all federal and state taxes that may be payable by reason of my death.

## ARTICLE II

In the event he survives me, I give, bequeath, and devise to my husband, Marion Fuller Davis, all my property, real and personal, of whatsoever kind and nature and wheresoever situated. Should my husband predecease me, I give, bequeath, and devise to my sons, James Ronnie Davis and Samuel Marion Davis, if they survive me, all my property, real and personal, of whatsoever kind and nature and wheresoever situated, in shares of substantially equal value. If either of my sons predecease me, I direct that such son's share be divided among his issue, per stirpes. In case of disagreement as to any item, my executor shall determine the method of allocation of that item, and the results of allocation by that method shall be conclusive.

## ARTICLE III

I appoint as executor of my will, my son, James Ronnie Davis, to serve without security on any bond required by law, without rendering an accounting, and with full and complete power and authority to perform any act deemed by him to be in the best interests of my estate, which shall include but not be limited to the power to sell property of all kinds and description. It is my intention that my executor shall have the fullest possible powers and shall exercise them without necessity of court authorization.

I have signed this will on this 17th day of AUGUST, 1976, and have also written my name on the one other page hereof.

Ida Belle Davis  
IDA BELLE DAVIS

We saw Ida Belle Davis in our presence sign the foregoing instrument at its end, after writing her name on the one other page thereof; she then declared it to be her last will and requested us to act as witnesses to it; we believe her to be of sound and dispositive mind and not under duress or constraint of any kind; and then we, in her presence and in the presence of each other, signed our names as attesting witnesses; all of which occurred on the date last above written.

C. B. Manning, Jr.

James M. Perkins



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of July, 2000, at 12:20 o'clock P. M., and was duly recorded on the 26th day of July, 2000, Book No. 32 Page 587.

STEVE DUNCAN, CHANCERY CLERK

BY: Karen Supp D.C.

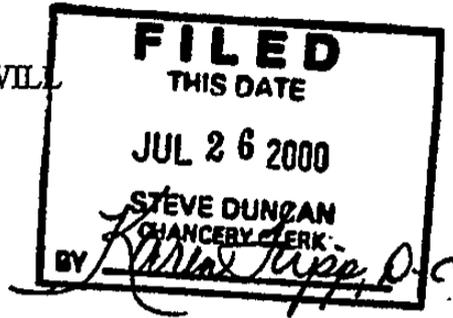
IN THE CHANCERY COURT OF THE ELEVENTH JUDICIAL DISTRICT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE WILL AND ESTATE OF IDA BELLE DAVIS, DECEASED

NO. 2000-548

AFFIDAVIT OF SUBSCRIBING WITNESS TO WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON



This day before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared C.A. MANNING, JR., one of the Subscribing Witnesses to a certain instrument of writing purporting to be the Last Will and Testament of IDA BELLE DAVIS then of Hinds County, State of Mississippi, who after having been first duly sworn, makes oath that the said IDA BELLE DAVIS signed, published, and declared said instrument as her Last Will and Testament on the 5<sup>th</sup> day of August, 1976, the date of said Will, in the presence of affiant and MR. JAMES M. PERKINS, the other subscribing witness to said instrument, that the said Testatrix was then of sound and disposing mind and memory, was over twenty-one years of age, and that he, the affiant, and MR. JAMES M. PERKINS subscribed and attested said instruments as witnesses to the signature and publication thereof at the specific instance and request of the said Testatrix and in the sight and presence of the said Testatrix and in the sight and presence of each other.

C.A. Manning, Jr.  
C.A. MANNING, JR.

SWORN TO AND SUBSCRIBED BEFORE ME, this, the 26 day of July, 2000.

Dana Ruff Davis  
NOTARY PUBLIC

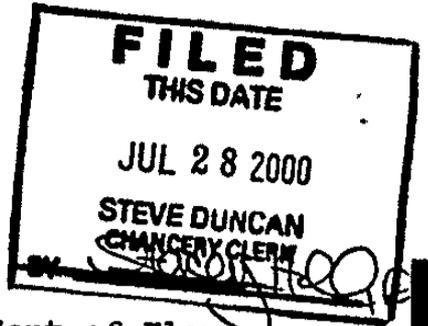
My Commission Expires:  
MY COMMISSION EXPIRES JULY 18, 2003



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 26th day of July, 2000, at 12:20 o'clock P. M., and was duly recorded on the 26th day of July, 2000, Book No. 32 Page 589.

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



# 2000-554

LAST WILL AND TESTAMENT  
OF  
CATHERINE McDOWELL FERRIS

I, CATHERINE McDOWELL FERRIS, an adult resident of Florida, Madison County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

I appoint BETTY MANN BOSWELL and LYNDA McDOWELL HAYS to serve jointly as Executor of my estate under this Will. In the event either of BETTY MANN BOSWELL or LYNDA McDOWELL HAYS is or becomes unable or unwilling to serve as an Executor, the other shall serve alone as Executor.

ITEM II.

My Executor shall pay all funeral expenses, costs of administration and other proper claims against my estate. My Executor may, in my Executor's discretion, pay all or any portion of the administration expenses out of the income and/or principal of the estate during the period of administration and may elect in accordance with applicable federal tax laws, to deduct such expenses either for federal estate tax purposes or federal income tax purposes, or partly for one and partly for the other, irrespective of the source of payment, and without reimbursement or adjustment of the estate accounts or the amounts to which the beneficiaries of my estate may otherwise be entitled. However, my Executor shall not exercise this discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate.

FOR IDENTIFICATION:

Cmf

## ITEM III.

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

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

## ITEM IV.

I have written a letter to my family expressing my wishes for the disposition of my jewelry and personal property and household contents and other items in my residence. I direct that this Letter be given the same dispositive effect by my Executor as if I had specifically enumerated these items in my Will. All jewelry and other personal property and household contents and other items in my residence not specifically enumerated by this Will or in the Letter shall be distributed in substantially equal shares to BETTY MANN BOSWELL and LYNDIA McDOWELL HAYS. Any determination, division or distribution of said jewelry or other personal property, by my Executor, shall be conclusive.

## ITEM V.

To BETTY MANN BOSWELL, I give, devise and bequeath the diamond solitaire ring that formerly belonged to her grandmother, MAMIE GENEVIEVE MANN McDOWELL. If BETTY MANN BOSWELL does not survive me, this bequest will lapse.

## ITEM VI.

I give, devise and bequeath to BETTY MANN BOSWELL and LYNDIA McDOWELL HAYS my residence and lot situated in the Town of Flora, Mississippi, as tenants in common. In the event either of BETTY MANN BOSWELL or LYNDIA McDOWELL HAYS is not surviving at the time

FOR IDENTIFICATION:

Cm7

of my death, their share shall pass to their surviving children. If either of BETTY MANN BOSWELL or LYNDA McDOWELL HAYS are deceased and do not have surviving children, then their share shall pass to the other or the other's surviving children.

## ITEM VII.

To BETTY MANN BOSWELL and LYNDA McDOWELL HAYS, I give, devise and bequeath the residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, in equal shares. In the event either of BETTY MANN BOSWELL or LYNDA McDOWELL HAYS are deceased, their share shall pass to their surviving children. If either of BETTY MANN BOSWELL or LYNDA McDOWELL HAYS are deceased and do not have surviving children, then their share shall pass to the other or the other's surviving children.

## ITEM VIII.

Any recipient of property hereunder, or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor.

## ITEM IX.

In addition to the powers and authorities specifically granted to my Executor under this Will, I expressly confer upon my Executor all rights, powers, duties, and authorities conferred upon a Trustee under the Uniform Trustees' Powers Law of Mississippi as it now exists or may hereafter be amended. I authorize my Executor to exercise any such powers and authorities granted in this Will or by the Uniform Trustees' Powers Law of

FOR IDENTIFICATION:

SmJ

Mississippi without the necessity of obtaining court approval. All rights, powers, duties and discretion granted to or imposed upon my Executor shall be exercisable by and imposed upon any successor Executor or Administrator. I direct that neither my Executor nor any successor Executor or Administrator shall be required to make any bond as Executor or Administrator. To the extent permissible by law, I waive the requirement that my Executor, or any successor Executor or Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 11<sup>th</sup> day of May, 1995.

Catherine McDowell Ferris  
Catherine McDowell Ferris

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

Fred [Signature] \_\_\_\_\_  
Address  
Don H. [Signature] \_\_\_\_\_  
Address  
Jackson, MS \_\_\_\_\_  
Address

\\work\chg\wills\ferris.002\d4\May 11, 1995\cmg

STATE OF MISSISSIPPI, COUNTY OF MADISON



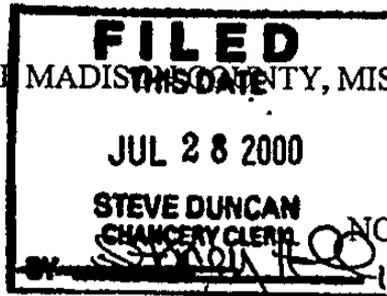
I certify that the within instrument was filed for record in my office this 28<sup>th</sup> day of July, 2000, at 9:00 o'clock A.M., and was duly recorded on the JUL 28 2000, Book No. 32, Page 590

STEVE DUNCAN, CHANCERY CLERK

BY: [Signature] D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF CATHERINE M. FERRIS,  
DECEASED



NO. 2000-554

**AFFIDAVIT OF SUBSCRIBING WITNESS**

STATE OF MISSISSIPPI

COUNTY OF Hinds

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

(1) Affiant is one of the subscribing witnesses to the Last Will and Testament of Catherine M. Ferris, Deceased, who was personally known to affiant, and whose signature is affixed to the Last Will and Testament, which Last Will and Testament is dated May 11, 1995.

(2) On May 11, 1995, Catherine M. Ferris signed, published and declared her Last Will and Testament, in the presence of affiant and in the presence of Fred Salvo, the other subscribing witness to the Will.

(3) Catherine M. Ferris was then and there of sound and disposing mind and memory, and above the age of eighteen (18) years.

(4) Affiant, together with Fred Salvo, subscribed and attested the Will as witnesses to the signature and publication thereof, at the special request, and in the presence of

Catherine M. Ferris, and in the presence of each other.

*Don H. Goode*

Don H. Goode

Sworn to and subscribed before me, this the 19<sup>th</sup> day of

July, 2000.

*Christine Marie Leach*  
NOTARY PUBLIC

My Commission Expires MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES DEC 20 2000

*Don H. Goode*

Don H. Goode, MSB No. 4891  
Young, Williams, Henderson & Fuselier, P.A.  
2000 Deposit Guaranty Plaza  
Post Office Box 23059  
Jackson, Mississippi 39225-3059  
Telephone: (601) 948-6100

ATTORNEY

STATE OF MISSISSIPPI, COUNTY OF MADISON

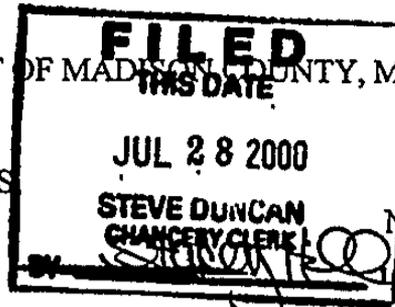


I certify that the within instrument was filed for record in my office this 28<sup>th</sup> day of July, 2000, at 9:00 o'clock A M., and was duly recorded on the JUL 28 2000, Book No. 32, Page 594.

STEVE DUNCAN, CHANCERY CLERK

BY: *Stacey Hill* D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF CATHERINE M. FERRIS  
DECEASED

## AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

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

(1) Affiant is one of the subscribing witnesses to the Last Will and Testament of Catherine M. Ferris, Deceased, who was personally known to affiant, and whose signature is affixed to the Last Will and Testament, which Last Will and Testament is dated May 11, 1995.

(2) On May 11, 1995, Catherine M. Ferris signed, published and declared her Last Will and Testament, in the presence of affiant and in the presence of Don H. Goode, the other subscribing witness to the Will.

(3) Catherine M. Ferris was then and there of sound and disposing mind and memory, and above the age of eighteen (18) years.

(4) Affiant, together with Don H. Goode, subscribed and attested the Will as witnesses to the signature and publication thereof, at the special request, and in the presence of

Catherine M. Ferris, and in the presence of each other.

*[Signature]*  
Fred Salvo

Sworn to and subscribed before me, this the 24 day of

July, 2000.

*[Signature]*  
NOTARY PUBLIC

My Commission Expires: September 5, 2000

*[Signature]*  
Don H. Goode, MSB No. 4891  
Young, Williams, Henderson & Fuselier, P.A.  
2000 Deposit Guaranty Plaza  
Post Office Box 23059  
Jackson, Mississippi 39225-3059  
Telephone: (601) 948-6100

ATTORNEY

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within Instrument was filed for record in my office this 28th day of July, 2000, at 9:00 o'clock A M., and was duly recorded on the JUL 28 2000, Book No. 32, Page 596

STEVE DUNCAN, CHANCERY CLERK

BY: *[Signature]* D.C.

# Last Will and Testament

#2000-575

OF

**FILED**  
 THIS DATE  
 9:00 A.M.  
 AUG 03 2000  
 STEVE DUNGAN  
 CHANCERY CLERK  
 BY *[Signature]*

MRS. ELIZABETH ENOCHS LENOIR

I, MRS. ELIZABETH ENOCHS LENOIR, an adult resident of Hinds County, Mississippi, being of sound and disposing mind, memory and understanding and fully able and competent to make a will and not under the restraint and influence of any person, do hereby make, declare, and publish this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me.

ITEM I.

My husband, J. O. Lenoir died in 1984 and I am now a widow. I have three children, all adult sons, as follows:

- JAMES STEWART LENOIR
- JOHN CHILDRESS LENOIR
- and
- ROBERT SCOTT LENOIR

ITEM II.

My Executor shall pay all expenses of my last illness, funeral expenses, the administration costs of my estate and other proper claims against my estate as well as any taxes my estate may owe as soon as may be conveniently done.

*[Signature]*  
 ELIZABETH ENOCHS LENOIR

ITEM III.

I hereby give, devise and bequeath unto those of my three (3) sons, James Stewart Lenoir, John Childress Lenoir and Robert Scott Lenoir, who are living at my death, share and share alike, any automobiles owned by me at my death and my residence located at 78 Robinwood, Jackson, Mississippi 39211.

ITEM IV.

I may leave a memorandum, written in my own handwriting and dated, directing disposition of certain household property, jewelry, china, silverware, furniture, pictures, works of art and personal effects. My Executor shall carry out the directions of such memorandum. If I leave such memorandum covering some of these types of items, but not all, or if I leave no such memorandum, any of these types of items not disposed of by such memorandum I give and bequeath to those of my three (3) sons, James Stewart Lenoir, John Childress Lenoir and Robert Scott Lenoir who are living at my death, to be divided among them as they shall agree, or if no such agreement is reached within sixty (60) days after my death, as my Executor may determine to be appropriate and in shares of substantially equal value. Any such determination made by my Executor shall be final, binding and conclusive upon my said sons.

ITEM V.

I give, devise and bequeath to the Deposit Guaranty National Bank, as Trustee of the Elizabeth Enochs Lenoir Irrevocable Family Trust under Agreement dated December 30, 1992, all of the rest, residue and remainder of my property of every kind and description, real and personal, tangible and intangible, of whatsoever kind and character and wheresoever situated, including any bequest that may lapse, or be renounced, or disclaimed, or that may otherwise be

  
 ELIZABETH ENOCHS LENOIR

ineffective for any reason, to be held administered and distributed according to the terms and conditions set forth in said agreement.

ITEM VI.

I nominate and appoint the Deposit Guaranty National Bank, of Jackson, Mississippi, to serve as Executor of my estate. My Executor shall not be required to enter into any bond to insure the faithful performance of its duties nor shall it be required to return to any court any formal appraisal or accounting, including final accounting, of its administration of my estate. I direct that my Executor in the administration of my estate shall have all of the powers granted to trustees by the Uniform Trustee's Powers Laws of Mississippi as it now exists or may hereafter be amended.

In addition to the powers afforded to my Executor by the aforesaid Uniform Trustee's Powers Law of Mississippi, I also specifically give and grant to my Executor the following powers by way of illustration and not of limitation.

A. To sell real or personal property at public or private sale, and this power may be exercised without application to or confirmation by any court.

B. 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 such representative may deem fit and for such purposes to give or receive full receipts and discharges.

C. To make any tax elections, 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.

D. To claim expenses as either income or estate tax deductions when an election is permitted by law and to make such

  
 ELIZABETH ENOCHS LENOIR

adjustment of tax between income and principal as such representative shall deem proper. The decision of my said Executor shall be binding and conclusive upon all persons.

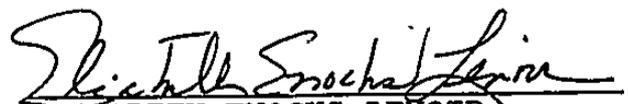
E. To pay itself just and reasonable fees for Executors services, and to employ attorneys, investment counsel, appraisers, accountants, and other agents as it deems appropriate and to pay the fees for such services as expenses of the estate.

F. To deal, without any court authority, with the Elizabeth Enochs Lenoir Irrevocable Family Trust created by me under date of December 30, 1992, with the Deposit Guaranty National Bank, in buying, selling, pledging and exchanging property of any kind, real, personal or mixed, tangible or intangible, and wheresoever situated, and in borrowing or lending funds when, in the discretion of the Executor, such shall be to the benefit of my estate or my said Family Trust.

G. To make partial distribution, at its discretion, to the Deposit Guaranty National Bank as Trustee of the Elizabeth Enochs Lenoir Irrevocable Family Trust under agreement dated December 30, 1992 prior to the completion of the administration of my estate.

H. To continue all business operations in which I am interested at my death for the time permitted by law in order to avoid depreciation in value of the interests or losses to my estate or associates. My Executor may continue to act as partner, engage in any partnership, and take all actions with regard to any partnership my Executor deems advisable.

I. To have the continuing, absolute discretionary power to deal with any property, real or personal, held in my estate as freely as I might in the handling of my own affairs including the right to sell any interest I may own in a home or personal property of any kind, including personal effects and household goods or assets of any kind. Such power may be exercised independently

  
 ELIZABETH ENOCHS LENOIR

without prior or subsequent approval of any judicial authority and no person dealing with my Executor shall be required to inquire into the propriety of my Executor's actions.

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on the 30<sup>th</sup> day of December, 1992.

Elizabeth Enochs Lenoir  
ELIZABETH ENOCHS LENOIR

WITNESSES:

Wanda B. Allen  
[Signature]

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by ELIZABETH ENOCHS LENOIR, 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 30<sup>th</sup> day of December, 1992.

Wanda B. Allen  
[Signature]

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 3rd day of Aug, 2000, at 9:30 o'clock A M., and was duly recorded on the AUG 3 2000, Book No. 32, Page 598

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