PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF HINDS

We MYRA Ritchie and Karen F. Stephens on oath state that we are the subscribing witnesses to the attached written instrument dated the 30th day of July, 1997, which purports to be the Last Will and Testament of **SARAH FRANCES PHILLIPS FRIZSELL**, who indicated to us that she is a resident of and has a fixed place of residence in the County of Madison, 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 her 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 her mental faculties, and acting without undue influence, fraud or restraint.

DATED this the 30th day of July, 1997.

Myra Ritchie

Karen F. Stephens

Subscribed and sworn to before me on this the 30th day of July, 1997.

Stephanie L. Mills
NOTARY PUBLIC

My Commission Expires:
My Commission Expires September 18, 1998

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 25th day of May, 2001, at 1:00 o'clock P M., and was duly recorded on the MAY 25 2001, Book No. 33, Page 605.

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

2001-454

POUR OVER WILL

I, **Marjorie B. Guess**, resident of the City of Madison, State of Mississippi, do hereby declare this to be my Last Will and Testament, and I expressly revoke all Wills, including codicils, which I have made previously.

Family Declarations:

Spouse: **James M. Guess**
Children Living: **James R. Guess**
Charles D. Guess
Cynthia G. Simmons
Predeceased Children: None
Former Marriages: None

FILED
THIS DATE
MAY 30 2001
STEVE DUNCAN
CHANCERY CLERK
BY

ARTICLE I

I give the entire residue of my estate to the trustee then in office under that trust designated as "The Guess Family Trust," established 6-8-99, of which I am a settlor, and trustee. I direct that the residue of my estate shall be added to, administered, and distributed as part of that trust, according to the terms of the trust and any amendment made to it before my death. To the extent permitted by law, it is not my intent to create a separate trust by this will or subject the trust or the property added to it by this will to the jurisdiction of the probate court. If I decide to bequeath specific gifts, I will attach a handwritten, signed and dated list of any such gifts to this Will. If no such list is found on the date of my death, all my property is to be distributed in accordance with my trust and Will provisions.

ARTICLE II

If the disposition in Article I, above, is inoperative or is invalid for any reason, or if the trust referred to in Article I, above, fails or is revoked, I incorporate herein by reference the terms of that trust, as executed on this date, without giving effect to any amendments made subsequently, and I bequeath and devise the residue of my estate to the trustee named in the trust as trustee, to be held, administered, and distributed as provided in this instrument.

ARTICLE III
No Contest, Disinheritance, Definitions

If any beneficiary under this Will in any manner, directly or indirectly, contests or attacks this Will or any of its provisions, any share or interest in my estate given to that contesting beneficiary under this Will is revoked and shall be disposed of in the same manner

provided herein as if that contesting beneficiary had predeceased me.

Except as otherwise provided in this Will, I have intentionally omitted to provide herein for any of my heirs, or persons claiming to be my heirs, living at the date of my death, whether or not known to me.

ARTICLE IV

I hereby nominate **James M. Guess** to be the Executor of this Will. In the event **James M. Guess** may be unable to serve or declines to serve as the Executor of this Will, I hereby nominate as the alternate Executor of this Will, in the order and priority indicated, the following:

First Alternate Executor - **James R. Guess**
Second Alternate Executor - **Charles D. Guess**
Third Alternate Executor - **Cynthia G. Simmons**

The Executor shall have full power and authority to carry out the provisions of this will, including the power to manage and operate during the probate of my estate any property and any business belonging to my estate. The Executor shall serve without bond.

Signed on June 8th, 1999, at Madison, Mississippi.

Marjorie B. Guess
Marjorie B. Guess

DECLARATION OF WITNESSES

On the date written below, **Marjorie B. Guess** declared to us, the undersigned, that this instrument, consisting of four pages, including the page signed by us as witnesses, was the Will of **Marjorie B. Guess** (hereafter "Testatrix") who requested us to act as witnesses to it. Testatrix thereupon signed this Will in our presence, all of us being present at the same time. We now, at Testatrix's request, in Testatrix's presence and in the presence of each other, subscribe our names as witnesses.

We declare under penalty of perjury that the foregoing is true and correct and that this declaration was executed on June 8, 1999, at Madison, Mississippi.

Harry C. Quinn
Witness Signature

HARRY C. QUINN
Witness Name (Printed)

313 Golden Pond Drive - Madison, MS. 39110
Witness Address

Emily Esteen Quinn
Witness Signature

EMILY ESTEEN QUINN
Witness Name (Printed)

313 Golden Pond Drive, Madison, MS. 3[redacted]10
Witness Address

STATE OF MISSISSIPPI

COUNTY OF Madison

AFFIDAVIT OF PROOF OF WILL

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Harry C. Quinn and Emily Esteen Quinn, who being by me first placed on oath depose and say:

Affiants have this day examined an instrument of writing dated the 8th day of June, 1999, purporting to be the last Will and testament of **Marjorie B. Guess**, and attested by Affiants as subscribing witnesses, which instrument of writing has this day been exhibited to Affiants;

On the date of said instrument of writing, at the request of the said **Marjorie B. Guess**, who, in the presence of the Affiants signed published and declared said instrument of writing as her true last Will and testament, Affiants at the request of the said **Marjorie B. Guess** and in her presence and in the presence of each other, affixed their signatures to said instrument of writing as subscribing witnesses;

On the date of said instrument of writing the said **Marjorie B. Guess** was above the age of eighteen (18) years and possessed of sound and disposing mind, memory and understanding.

Harry C. Quinn

Emily Esteen Quinn

SWORN TO AND SUBSCRIBED before me by Harry C. Quinn and Emily Esteen Quinn, on this the 8th day of June, 1999.

Henry Rudolph Jones

NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE.
MY COMMISSION EXPIRES: Feb. 24, 2002.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

041299

4

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 30th day of May, 2001, at 2:15 o'clock P M., and was duly recorded on the MAY 30 2001, Book No. 33, Page 606.

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

2001-437

BOOK 0033 PAGE 610

FILED
THIS DATE
JUN 0 8 2001
STEVE DUNCAN
CHANCERY CLERK
BY Stacey Hill

LASTWILE AND TESTAMENT OF VIRLILLION ANDERSON

I, Verlillion Anderson, single, and a resident of Canton, Madison County, Mississippi and being over the age of twenty-one (21) years and of sound and disposing mind and memory, do hereby make, 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 hereby devise and bequeath all of my property, real, personal and mixed and wheresoever located to my son WILLIE L. WARE, SR.

ITEM #2. I hereby appoint my son, Willie L. Ware, Sr., 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 act 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.

PUBLISHED, SIGNED AND DECLARED as this, MY LAST WILL AND TESTAMENT, this 28 day of May, 1977.

Verlillion Anderson
VERLILLION ANDERSON

Josephine Hood (WITNESS)
Willie Lee Reed (WITNESS)

ATTESTATION CLAUSE

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

WITNESS OUR SIGNATURES, this 28 day of May, 1977.

Josephine Hood (WITNESS)
Willie Lee Reed (WITNESS)

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 8th day of June, 20 01, at 10:30 o'clock A M., and was duly recorded on the JUN 8 2001, Book No. 33, Page 610.

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

FILED
THIS DATE
JUN 15 2001
STEVE DUNCAN
CHANCERY CLERK
BY

#2001-481

Last Will and Testament

Of

DONALD FRANCIS NOWICKI

I, DONALD FRANCIS NOWICKI, of MADISON, Mississippi, being of sound mind and under no restraint, hereby publish and declare this instrument to be my Last Will and Testament, revoking all previous Wills and Codicils I have made.

I am not married to any person. I have no children.

ITEM I.

I give the entire residue of my estate, whether real, personal or mixed, to the following beneficiaries in the following shares:

BENEFICIARIES	PERCENTAGE
DELORES E. NOWICKI (MOTHER)	100

If any beneficiary named above fails to survive me, the share which would have been distributed to such beneficiary shall be distributed among those beneficiaries who did survive me in the proportion which the percentages above bear to the whole without regard to the share which would have been distributed to the deceased beneficiary. If no beneficiary named above survives me, then I leave the entire residue of my estate to DAVID L. HALL (BROTHER).

ITEM II.

I nominate and appoint DELORES E. NOWICKI (MOTHER) as

DFN
WKM
DLH
R.L.P.

Executor of this, my Last Will and Testament. If the above-named Executor is unable or unwilling to serve, or otherwise fails to complete the administration of my estate, I nominate and appoint DAVID L. HALL (BROTHER) instead. Said Executor shall serve without bond.

ITEM III.

I direct my Executor to pay all of my legally enforceable debts, the expenses of my funeral and burial or cremation, and of the administration of my estate.

ITEM IV.

I direct my Executor to do all acts which my Executor deems necessary or appropriate in order to achieve the purposes of this, my Last Will and Testament, including the power to sell property and distribute the proceeds of such sale as part of my estate.

ITEM V.

I authorize my Executor to utilize the services of an attorney, accountant and any other professional as may be necessary or desirable in the administration of this, my Last Will and Testament. The expenses incurred by the Executor using such professional services shall be an expense to my estate and shall be paid by my estate.

ITEM VI.

I direct my Executor to pay all inheritance, transfer,

D.J.N.
WKM
DWW
KLP

estate and similar taxes on any property or interest in property included in my estate for the purpose of computing taxes. My Executor shall not require any beneficiary under this Will to reimburse my estate for taxes paid on property passing under the terms of this Will.

ITEM VII.

My Executor shall be entitled to reasonable compensation for services actually performed and to reimbursement for expenses properly incurred.

ITEM VIII.

I direct my Executor to use best efforts to ensure that the following instructions regarding my funeral and burial are observed: I DIRECT THAT MY REMAINS BE CREMATED, AND MY ASHES PLACED IN AN URN AND GIVEN TO MY EXECUTOR.

ITEM IX.

It is not my intention to make provision in this, my Last Will and Testament, for any person not expressly provided for herein, except for children born to or legally adopted by me after the date of this instrument, and if any such person has not been expressly mentioned herein, he or she has been omitted by me intentionally and with full knowledge of his or her relationship and existence.

ITEM X.

Where appropriate to the context, pronouns or other

DJN
WKM
DWW
R.L.P.

terms expressed in one number or gender shall be deemed to include the other number or gender, as the case may be.

ITEM XI.

Any person named or referred to herein shall be deemed to have survived me only if such person shall in fact survive me for a period of at least 30 days. Any person named or referred to herein who shall not survive me for a period of at least 30 days shall be deemed to have died before I do.

IN WITNESS WHEREOF, I have hereunto signed my name, declaring and publishing this instrument, as my Last Will and Testament, in the presence of the undersigned witnesses, on May 18th, 1993.

Donald Francis Nowicki
DONALD FRANCIS NOWICKI

ATTESTATION

We hereby certify that this Last Will and Testament was signed, declared and published by DONALD FRANCIS NOWICKI as his Last Will and Testament on this day, in our presence and in the presence of each other and we sign our names below as Witnesses in his presence, at his request and in the presence of each other on May 18th, 1993.

DJR
WKM
B.H.W.
L.L.P.

William Kent Miller — Resides at 1208 Smith Lake Rd
Witness 1 Signature — Street Address

William Kent Miller — Brookhaven, MS 39601
Witness 1 Name (Printed) — City, State, Zip

David Wayne Walker — Resides at 448 Pin Oak Drive
Witness 2 Signature — Street Address

David Wayne Walker — Madison, MS 39110
Witness 2 Name (Printed) — City, State, Zip

Royce Lamar Pigg — Resides at Rt. 1 Box 107-2
Witness 3 Signature — Street Address

Royce LAMAR PIGG — LENA, MS. 39094
Witness 3 Name (Printed) — City, State, Zip

DJH
WKM
D.W.W.
R.L.P.

AFFIDAVIT

We, William Kent Miller, David Wayne Walker, and Royce Pegg, having been sworn, do solemnly swear that in our presence and in the presence of each other, DONALD FRANCIS NOWICKI signed, declared and published the above instrument on May 18, 1993, as his Last Will and Testament, and asked each of us to serve as Witnesses. We signed this Last Will and Testament as Witnesses, in the presence of DONALD FRANCIS NOWICKI and in the presence of each other. At the time of signing this Last Will and Testament, DONALD FRANCIS NOWICKI appeared to us to be of sound mind, free from duress, fraud or undue influence. Each of us is 21 years of age or older and fully competent to serve as Witnesses.

5-18-93 Date	William Kent Miller Witness 1
5-18-93 Date	David Wayne Walker Witness 2
5-18-93 Date	Royce Pegg Witness 3

DZN
WKM
DWW
R.L.P.

Subscribed and sworn to before me by Kent Miller, Royce Pigg, and David Walker, each of whom is known to me personally, this 18th day of May, 1993.

My Commission Expires:
~~My Commission Expires June 27, 1994~~

Nancy L. Gavan
NOTARY PUBLIC

(SEAL)

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of June, 2001, at 9:30 o'clock a M., and was duly recorded on the JUN 15 2001, Book No. 33, Page 611.

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

BOOK 0033 PAGE 618

Last Will and Testament

2001-504

FILED
THIS DATE
JUN 15 2001
STEVE DUNCAN
CHANCERY CLERK
BY Stacey Hill

STATE OF Mississippi

COUNTY OR PARISH Madison

I Vera N Greaves (NAME), of Flora (CITY OR TOWN), Madison (COUNTY OR PARISH), Miss (STATE)

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

Item-I,

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

Item-II,

I hereby give, bequeath and devise unto Charles S. Greaves, Jr. my home + furnishings - All Jewelry, silver + China to be divided equally between my son Charles Scott & Lizabeth Ann Greaves - my daughter

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

My 1/6th of Oil, Gas + Minerals share equally between Charles Scott Tompkins and Michael Kenneth Goins - Property located on Hwys 22 + 463, Madison County -

Any monies left over after burial - Divide equally -

Item-III,

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

Witness My (MY OR OUR) hand (S) this the 23 (DAY) of April (MONTH), 1998 (YEAR)

Vera N. Greaves
TESTATOR OR TESTATORS

TESTATOR OR TESTATORS

We, the undersigned, at the special instance and request of the above named testator Vera N Greaves (NAME), known to us, saw her (HIM OR HER) sign the above and foregoing instrument of writing which she declared to be her last will and testament and we subscribed the same in her presence and in the presence of each other, as attesting witnesses thereto, on the day and date above written.

Witness _____ Witness _____

Witness _____ Witness _____

Copyright by Steve, Publisher Bartlesville, Okla.

©BOES 115 UTHOM U.S.A.

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of June, 20 01, at 9:30 o'clock a M, and was duly recorded on the JUN 15 2001, Book No 33, Page 618.

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

FILED
THIS DATE
JUN 15 2001
STEVE DUNCAN
CHANCERY CLERK
BY

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF VERA N. GREAVES, DECEASED

CIVIL ACTION NO. 2001-504

AFFIDAVIT OF WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

1. That she was well acquainted with Vera N. Greaves, as she has been a resident citizen of the Town of Flora for more than forty years. Further; Affiant herein has been an employee of Bank of Flora, (now BankPlus), at both its main office located within the Town of Flora, and at the branch office, located in Bentonia, Mississippi, since 1964. That Vera N Greaves was an employee of the Bank of Flora for many years. Having been a friend of Vera N. Greaves and a co-employee of Bank of Flora, Affiant herein recognizes and is familiar with the signature of Vera N. Greaves.

Therefore, Affiant herein does hereby attest, that the handwriting and signature of Vera N. Greaves as reflected on the Last Will and Testament of Vera N. Greaves, dated 23rd day of April, 1998, is the true handwriting and the true signature of Vera N. Greaves, as far as she does know and truly believe.

EXHIBIT "B"

3. Affiant is in no wise interested in the estate of VERA N. GREAVES, deceased.

And further, your Affiant says naught.

Sarah L. Simpson
SARAH L. SIMPSON

SWORN TO AND SUBSCRIBED BEFORE ME on this the 7th day of May, 2001.

Susan Coy Phillips
NOTARY PUBLIC

MY COMMISSION EXPIRES:
6/4/2002

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of June, 20 01, at 9:30 o'clock a M., and was duly recorded on the JUN 15 2001, Book No. 33, Page 619.

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
JUN 15 2001
STEVE DUNCAN
CHANCERY CLERK
BY

IN THE MATTER OF THE ESTATE
OF VERA N. GREAVES, DECEASED

CIVIL ACTION NO. 2001-504

AFFIDAVIT OF WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

1. That she was well acquainted with Vera N. Greaves, as she has been a resident citizen of the Town of Flora for more than forty years. Further; Affiant herein has been an employee of Bank of Flora, (now BankPlus), at both its main office located within the Town of Flora, and at the branch office, located in Bentonia, Mississippi, since 1964. That Vera N. Greaves was an employee of the Bank of Flora for many years. Having been a friend of Vera N. Greaves and a co-employee of Bank of Flora, Affiant herein recognizes and is familiar with the signature of Vera N. Greaves.

Therefore, Affiant herein does hereby attest, that the handwriting and signature of Vera N. Greaves as reflected on the Last Will and Testament of Vera N. Greaves, dated 23rd day of April, 1998, is the true handwriting and the true signature of Vera N. Greaves, as far as she does know and truly believe.

EXHIBIT "C"

3. Affiant is in no wise interested in the estate of VERA N. GREAVES, deceased.

And further, your Affiant says naught.

Suzanne Holley
SUZANNE HOLLEY

SWORN TO AND SUBSCRIBED BEFORE ME on this the 7th day of May, 2001.

Susan Coy Phillips
NOTARY PUBLIC

MY COMMISSION EXPIRES:
6/14/2002

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of June, 20 01, at 9:30 o'clock a M., and was duly recorded on the JUN 15 2001, Book No. 33, Page 621.

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

FILED
THIS DATE
11:00 A.M.
JUN 15 2001
STEVE DUNCAN
CHANCERY CLERK
BY [signature] CC

#2001-273

LAST WILL AND TESTAMENT
OF
ELLA TRAVIS

I, ELLA TRAVIS, of 327 Walnut Street, Canton, Mississippi, declare this to be my Last Will and Testament and revoke any other wills and codicils I may have made.

I.

I hereby appoint MARY ANN TRAVIS, as Executrix of my Last Will and Testament and my estate, and I direct that no bond, appraisal, inventory or accounting be required insofar as the same can be legally waived.

II.

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

III.

I give, devise and bequeath all of my property both personal and real, of whatsoever kind or character and wheresoever situated, including my house and lot located at 327 Walnut Street, Canton, Mississippi, to MARY ANN TRAVIS, specifically excluding my other children from sharing in my estate.

IV.

The term "children" as used in this will includes any child or children born to or adopted by me, as well as children I now have.

V.

Residuary Estate

All of my residuary estate, being all of my other property, real or personal, I give, devise and bequeath

[signature] WITNESS

[signature] WITNESS

to MARY ANN TRAVIS.

IN WITNESS WHEREOF, I have hereunto set my hand on this, the 16 day of September, 1986.

Ella Travis
ELLA TRAVIS

WITNESSES:
Yevonne C. Ousley
Lucille Bennett

ATTESTATION

We, the undersigned subscribing witnesses to the within and foregoing Last Will and Testament of ELLA TRAVIS, do hereby acknowledge and attest that the same was exhibited to us by the said Ella Travis as her Last Will and Testament, that she signed the same in our presence and in the presence of each of us, and that at her request and in her presence and in the presence of each other, we signed the same as subscribing witnesses thereto.

This, the 10th day of September, 1986.

Yevonne C. Ousley
WITNESS
P.O. Box 81
ADDRESS
Sharon, Ms 39163
Lucille Bennett
WIENESS
210 N. 2nd Ave.
ADDRESS
Canton, Miss.

Page 2 of my Will: Ella Travis

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of June, 2001, at 11:00 o'clock A. M., and was duly recorded on the 15th day of June, 2001, Book No. 33, Page 623.

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
APR 04 2001
STEVE DUNCAN
CHANCERY CLERK
BY Lillie Tipp, DC

IN THE MATTER OF THE ESTATE
OF **ELLA TRAVIS**, DECEASED

CIVIL ACTION FILE NO. 2001-273

FILED
THIS DATE
JUN 15 2001
STEVE DUNCAN
CHANCERY CLERK
BY Lillie Tipp, DC

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 **LUCILLE BENNETT**, 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 **ELLA TRAVIS**, whose signature is affixed to the Last Will and Testament dated September 10, 1986.

(2) That on the 10th day of September, 1986, the said **ELLA TRAVIS** signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of the affiant and in the presence of **LEVONNE C. OUSLEY**, the other subscribing witness to the instrument.

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

EXHIBIT "B"

(4) That this affiant, together with **LEVONNE C. OUSLEY**, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of **ELLA TRAVIS**, and in the presence of each other.

Lucille Bennett
LUCILLE BENNETT

SWORN TO AND SUBSCRIBED before me, this the 3rd day of April, 2001.

Bessie M. Travis
NOTARY PUBLIC

BESSIE M. TRAVIS NOTARY PUBLIC MADISON, MS

(SEAL)

MY COMMISSION EXPIRES:

Notary Public State of Mississippi At Large
My Commission Expires: November 7, 2001
Bonded Thru Holden Bank & Gaddy

A \ESTATE\Ella Travis Affidavit Witness wpd

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of June, 2001, at 11:00 o'clock A. M., and was duly recorded on the 15th day of June, 2001, Book No. 33, Page 625.

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

FILED
THIS DATE
9:00 A.M.
JUN 22 2001
STEVE DUNCAN
CHANCERY CLERK
BY D.C.

BK 0033 PG 627

2001-502

Last Will and Testament

OF

ELEANOR P. DeWOLFE

I, ELEANOR P. DeWOLFE, an adult resident of Jackson, Mississippi, being of sound and disposing mind and memory and not under the restraint or undue influence of any person, do make, publish, and declare this instrument to be my Last Will and Testament, hereby revoking all former Wills and Codicils heretofore made by me.

I. I direct that all my just debts and also the expenses of my last illness, funeral and burial, including a suitable grave site, marker and perpetual care, if deemed appropriate, be paid out of my estate, in such amount as my executor or executrix, hereinafter appointed, may deem proper.

II. I give, devise and bequeath all of my estate and property of which I may be seized or possessed or to which I may be entitled at the time of my death, wherever situated or of whatever nature, be it real, personal or mixed, including lapsed legacies and property over which I may have a power of appointment, to my husband, Raymond DeWolfe, as his sole and absolute property, if he shall survive me.

III. In the event the said Raymond DeWolfe shall not survive me, I give, devise and bequeath all of my estate and property, absolutely and forever, share and share alike, to my children, Brian A. DeWolfe and Judith D. Barnett; but if any of my children shall not survive me, then to the issue of such child or children who may be living at my death, such issue to take per stirpes and not per capita.

IV. I hereby appoint William R. Barnett of Jackson, Mississippi, as executor of this my Last Will and Testament and I request and direct that he be permitted to serve without bond and that he not be required to make an appraisement, inventory

E.P.D.

or accounting. In the event that William R. Barnett shall predecease me or shall for any reason refuse or be unable to serve or to continue serving as executor hereof, then I hereby appoint Judith D. Barnett of Jackson, Mississippi, as executrix in his stead, to serve without bond and with the same powers and authority.

V. Wherever in this my Last Will and Testament it is provided that any person shall benefit hereunder if such person shall survive me, that person shall be deemed not to have survived me if he or she shall die within thirty (30) days after my death.

IN WITNESS WHEREOF, I have at Jackson, Mississippi, this 29 day of August, 1980, set my hand and seal to this my Last Will and Testament.

Eleanor P. DeWolfe
ELEANOR P. DeWOLFE

The foregoing instrument consisting of two typewritten pages, this page included, was at Jackson, Mississippi, this 29th day of August, 1980, signed, sealed, published and declared by Eleanor P. DeWolfe to be her Last Will and Testament in the presence of all of us at one time and at the same time we, at her request and in her presence and in the presence of each other, have hereunto subscribed our names as attesting witnesses and do verily believe that the said Eleanor P. DeWolfe is of sound and disposing mind and memory.

Faye Murphree residing at 1516 St. Mary Street Jackson, MS 39202

Marly Luckett residing at Rt. 5, Bx 223 Jackson, MS 39212

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 22nd day of June, 2001, at 9:00 o'clock A.M., and was duly recorded on the 22nd day of June, 2001, Book No. 133, Page 627

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

FILED
THIS DATE
JUN 22 2001
STEVE DUNCAN
CHANCERY CLERK
BY Karen Tupp D.C.

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Faye James (being one and the same and previously known as Faye Murphree), 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 Eleanor P. DeWolfe, and that the said Eleanor P. DeWolfe signed, published and declared said instrument to be her Last Will and Testament on the 29th day of August, 1980, in the presence of this affiant and Marilee Luckett, the other subscribing witness to said instrument; and said testatrix was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Marilee Luckett 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 testatrix, and in the presence of each other.

Faye James

FAYE JAMES (being one and the same and previously known as Faye Murphree)

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 9th day of May, 2001.

Yuvonna Browning

NOTARY PUBLIC

My commission expires:

5-10-2004

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 22nd day of June, 2001, at 9:00 o'clock A. M., and was duly recorded on the 22nd day of June, 2001, Book No. 133, Page 629.

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

FILED
THIS DATE
JUN 22 2001
STEVE DUNCAN
CHANCERY CLERK
BY

2001-310

LAST WILL AND TESTAMENT

OF

SELENA BELLE OAKLEY

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

ITEM I

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

ITEM II

I hereby name, nominate and appoint my beloved son, ETHERIDGE ODELL OAKLEY, JR., as Executor of my Estate and of whom no bond, security, inventory, appraisal or accounting shall be required by the Court for his serving in such capacity.

ITEM III

I hereby give, devise and bequeath unto my beloved daughter-in-law, ROSE ANN OAKLEY, my Butterfly Ring, to have and to hold as her property absolutely.

ITEM IV

I hereby give, devise and bequeath unto my beloved son, ETHERIDGE ODELL OAKLEY, JR., to have and to hold as his property absolutely the following: All of my silverware; my five piece Bird's Eye Maple Bedroom Suite; my antique gold man's pocket watch; my ladies butterfly ring; my ladies diamond and emerald ring; my cameo pin; and, my magnolia painting.

ITEM V

I hereby give, devise, and bequeath unto my son, ETHERIDGE ODELL OAKLEY, JR., one-half of all of the rest and residue of my Estate, being all personal, real, or mixed property of

whatsoever kind and wheresoever situated, not herein otherwise given, devised or bequeathed, to have and to hold as his property absolutely.

ITEM VI

I hereby give, devise and bequeath unto ETHERIDGE ODELL OAKLEY, JR. the following personal property and one-half of my residual estate, being all of my personal, real, and mixed property, of whatsoever kind, and wheresoever situated not otherwise herein given, devised or bequeathed, in trust to be held by ETHERIDGE ODELL OAKLEY, JR. for the use and benefit of SELENA BELLE OAKLEY (TINA) for so long as she may be legally incapacitated, together with the following items of personal property, to-wit: All of my antique cut-glass and all of my old glass and china accessory pieces; all of my personal jewelry not otherwise given, devised or bequeathed; my mink jacket; my piano; my small antique marble top table; my small antique roll top trunk; my swamp oil painting by Picaccio; and, my Irish scene watercolor by Grayson.

It is my express intent that that portion of my Estate given, devised and bequeathed to ETHERIDGE ODELL OAKLEY, JR. in trust for SELENA BELLE OAKLEY (TINA) to pay those expenses necessary to the support, maintenance and upkeep of SELENA BELLE OAKLEY (TINA) for so long as she may remain either mentally, physically, or legally incapacitated, and no part or portion of the real, personal or mixed property held in trust for SELENA BELLE OAKLEY (TINA) by ETHERIDGE ODELL OAKLEY, JR. shall be used at any time for the purpose of paying any expense which would otherwise be paid by Medicare, Medicaid, or any other insurance or benefit to which SELENA BELLE OAKLEY (TINA) might be otherwise entitled and no part of my property or estate herein given, devised and bequeathed unto SELENA BELLE OAKLEY (TINA) shall be counted as her personal estate for any purposes whatsoever for so long as she shall remain mentally, physically, or legally incapacited.

ITEM VII

In the event that SELENA BELLE OAKLEY (TINA) should predecease Testatrix or ETHERIDGE ODELL OAKLEY, JR., then I hereby give, devise and bequeath that portion of my property and Estate, or the remainder thereof, herein given, devised and bequeathed to SELENA BELLE OAKLEY (TINA) to have and to hold as his property, absolutely.

IN WITNESS WHEREOF, I, SELENA BELLE OAKLEY, have in the presence of witnesses, signed, ordained, declared and published this instrument of writing consisting of three typewritten pages, to be my Last Will and Testament on this the 27 day of November, 1991.

Selena Belle Oakley
SELENA BELLE OAKLEY

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

Phillis M. Nelson
WITNESS

Janice D. Nelson
WITNESS

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 22 day of June, 2001, at 9:00 o'clock a M., and was duly recorded on the JUN 22 2001, Book No. 33, Page 630.

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

FILED
THIS DATE
JUN 22 2001
STEVE DUNCAN
CHANCERY CLERK
BY: D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
SELENA BELLE OAKLEY, DECEASED

PROBATE FILE NO. 2001-510

E. O. OAKLEY, JR. PETITIONER

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid, the within named **Janice D. Nelson**, one of the subscribing witnesses of that certain instrument of writing being dated November 27, 1991 and purporting to be the Last Will and Testament of **Selena Belle Oakley**, now deceased, who having been by me first duly sworn, did state on her oath that the said **Selena Belle Oakley**, did, on the 27th day of November, 1991, in the presence of Affiant, and in the presence of **Phillip M. Nelson**, the other subscribing witness to said instrument, did sign her name thereon, and publish and subscribe and declare said instrument to be her Last Will and Testament, this affidavit being attached to the original of said Last Will and Testament; and

That at the signing of said Last Will and Testament, the said **Selena Belle Oakley** was of sound disposing mind and memory and above the age of 21 years, and fully capable of executing and competent to execute the said Last Will and Testament.

Affiant herein, and the other subscribing witness, **Phillip M. Nelson**, did subscribe and

attest said Last Will and Testament, as witnesses to the subscription and publication thereof at the special instance and request of the said **Selena Belle Oakley**, in her presence and in the presence of each other.

WITNESS MY HAND this the 19th day of June, 2001.

JANICE D. NELSON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 19th day of June, 2001.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

NOTARY PUBLIC MADISON COUNTY, MS

MY COMMISSION EXPIRES:
July 14, 2003

Phillip M. Nelson
Attorney for Petitioner
1220 Highway 51 North
Madison, MS 39110
1-601-856-8869
M.S B.# 3810

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 22 day of June, 20 01, at 9:00 o'clock a M., and was duly recorded on the JUN 22 2001, Book No. 33, Page 633.

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

2001-511

BOOK 0033 PAGE 635

FILED
THIS DATE
JUN 22 2001
STEVE DUNCAN
CHANCERY CLERK
BY [signature] DC

LAST WILL AND TESTAMENT

I, KATIE JEFFERSON ANDERSON, a widow, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one years, do hereby make, declare, and publish the following as my Last Will and Testament, revoking all others that I have heretofore made:

CLAUSE I

I give, bequeath, and devise all property, real and personal and of whatsoever nature and kind and wheresoever located, that I may own at the time of my death equally unto the following of my children, namely: Charles Anderson, Mary Anderson Perry, Mildred Anderson Webster, Katie Anderson Pettius, Shirley Anderson Luster, and Bettie Adean Anderson Taylor.

I make no provision in this will for my son Levi Anderson, Jr., as I have heretofore adequately provided for him during my lifetime.

CLAUSE II

I name, constitute, and appoint my daughter Mildred Anderson Webster as Executrix of my estate under this will and I direct that she be relieved of making bond or accounting to any Court in said capacity.

WITNESS my signature this 9th day of January, 1976.

Katie Jefferson Anderson
Katie Jefferson Anderson

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

[signature]

Miriam Law

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 22 day of June, 2001, at 9:00 o'clock a M, and was duly recorded on the JUN 22 2001, Book No 33, Page 635.

STEVE DUNCAN, CHANCERY CLERK BY Stacey Hill DC

BOOK 0033 PAGE 636

FILED
THIS DATE
JUN 22 2001
STEVE DUNCAN
CHANCERY CLERK
BY Stacey Hill

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, MINTA DAVIS, who, upon her oath, states as follows:

1. My name is Minta Davis. I reside at 1604 Fairwood Drive, Jackson, Mississippi.

2. I am completely familiar with the handwriting of Katie Jefferson Anderson, having known her for ? years. Since 1950 or

3. I have examined a copy of the Last Will and Testament of Katie Jefferson Anderson which is attached hereto as Exhibit "A". The signature thereon is that of Katie Jefferson Anderson.

Minta Davis
MINTA DAVIS

Sworn to and subscribed before me this 30 day of January, 2001.

Davis Curtis
NOTARY PUBLIC

MY COMMISSION EXPIRES:
5/19/01

C:\WPDOCS\2000\289.affidavit

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 22 day of June, 20 01, at 9:00 o'clock a M., and was duly recorded on the JUN 22 2001, Book No. 33, Page 636.

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

2001-565

FILED
THIS DATE
JUL 0 2 2001
STEVE DUNCAN
CHANCERY CLERK
BY Stacey Fell pc

LAST WILL AND TESTAMENT
OF
ELSIE R. FANCHER

I, ELSIE R. FANCHER, an adult resident and citizen of Madison County, Mississippi, and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my last will and testament, and by so doing I do hereby revoke any and all other wills and codicils thereto which have been heretofore made by me;

W I T N E S S E T H:

ITEM NO. 1 I direct that all of my debts, expenses of my last illness, funeral costs, and burial expenses be paid as soon as practicable after my death. However, this Item of my will should not be construed as creating an express trust or fund for the payment of my debts and expenses or as in any way extending the normal statute of limitations for the payment of my debts or enlarging upon my statutory duty to pay my debts.

ITEM NO. 2 I do hereby name, constitute and appoint my daughter, Elizabeth Fancher Sligh, to serve as Executrix of my estate, without bond, and to the fullest extent allowed by law I do hereby waive and release my said Executrix from the requirement of having to make and file any inventory, accounting or appraisal in connection with the administration of my estate. I hereby vest my said Executrix with the full power and complete authority to sell, transfer and convey my residence and any other real property which I may own at the time of my death for such price, at such time, and upon such terms and conditions as my Executrix may determine to

Initials: ERF

be proper and to do every other act and thing necessary or appropriate for the complete administration of my estate. The proceeds derived from any such sale shall be and become a part of the residuary of my estate and be distributed in accordance with provisions of Item 3 of this will.

ITEM NO. 3 I do hereby give, devise and bequeath all of my real and personal property of every nature and description and wheresoever located, including the proceeds of any sales of my real estate, unto my daughters, Elizabeth Fancher Sligh, Melissa Fancher Masquelette, and Mary Joe Fancher Wicke, in equal shares, to share and share alike.

WITNESS MY SIGNATURE, this the 30th day of August, 2000.

Elsie R. Fancher
ELSIE R. FANCHER

THIS INSTRUMENT was, on the 30 day of August, 2000, signed, published and declared by **ELSIE R. FANCHER**, to be her Last Will And Testament in our presence, and, on said date, we, at her request and in her presence and in the presence of each other, subscribed our names hereto as witnesses to her execution thereof.

J M Ritchey
J. M. RITCHEY, WITNESS
133 South Union Street
Canton, Mississippi 39046

Te Helms
TE HELMS, WITNESS
625 East Academy Street
Canton, Mississippi 39046

fancher will
038/082500

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 2nd day of July, 2001, at 2:45 o'clock P M., and was duly recorded on the JUL 2 2001, Book No. 33, Page 637.

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

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

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

CIVIL ACTION, FILE NO: 2001-565

ELIZABETH FANCHER SLIGH PETITIONER

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned Notary Public in and for the jurisdiction aforesaid, **J. M. Ritchey**, one of the two subscribing witnesses to the foregoing and annexed instrument of writing purporting to be the last will and testament of Elsie R. Fancher, deceased, late of Madison County, Mississippi, who, having been by me first duly sworn, stated that the said Elsie R. Fancher, the testatrix, signed, published and declared said instrument of writing to be her last will and testament on the 30th day of August, 2000, in the presence of the deponent and Te Helms; that the said testatrix was then and there of sound and disposing mind and memory and was more than eighteen years of age; that the deponent and Te Helms subscribed and attested said instrument of writing, as witnesses to the testatrix's signature and publication thereof, at the special instance and request of and in the presence of the testatrix, on the day and year of the date thereof; and that the deponent is now and was at the time of said attestation a

competent witness under the laws of the State of Mississippi.

WITNESS MY SIGNATURE, this the 2 day of July, 2001.

J. M. RITCHEY

SWORN TO and subscribed before me, this the 2nd day of July, 2001.

NOTARY PUBLIC

My Commission Expires:

June 7, 2005

[illegible] will

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 2nd day of July, 20 01, at 2:45 o'clock P M., and was duly recorded on the JUL 12 2001, Book No. 33, Page 639.

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

2001-516

FILED
THIS DATE
JUL 09 2001
STEVE DUNCAN
CHANCERY CLERK
BY

LAST WILL AND TESTAMENT

OF

JUAWICE G. HAMBERLIN

I, JUAWICE G. HAMBERLIN, a resident of Montgomery County, Mississippi, of legal age and of sound mind and disposing body and memory, do hereby make, declare and publish this to be my Last Will and Testament hereby revoking any and all other wills, testaments, and codicils heretofore made intending hereby to dispose of all my worldly goods.

ARTICLE I

I direct that all of my just debts, probated according to law, including all doctor and hospital bills for my last illness, my funeral expenses, and all taxes and legal expenses chargeable to my estate, be paid as soon after my death as practical.

ARTICLE II

I hereby name, constitute, and appoint William Laster Gordon as Executor of this my Last Will and Testament and I direct that he shall serve in that capacity without the necessity of giving bond or accounting to any Court. I hereby waive inventory and appraisal of my estate. In the event that he should predecease me or be unable to serve, then I appoint JoAnn Gordon as Successor Executrix also to serve without bond or accounting. The Executor or Successor Executrix need not obtain Court authority to sell or otherwise dispose of assets of my estate.

PAGE ONE OF FIVE Juawice G. Hamberlin DATED 1/21/94

ARTICLE III

I hereby give, devise, and bequeath my entire estate, including all of my property, whether real, personal, or mixed, unto my son, William Laster Gordon. Should my child, William Laster Gordon, die before the time of his inheritance or of distribution, I hereby give, devise, and bequeath my entire estate, including all of my property, whether real, personal, or mixed, unto my grandchildren, John Gordon, Christy Gordon, Reva Stephanie Gordon, Aron Nicole Gordon, and William Joel Gordon, share and share alike. Should any grandchild entitled to take hereunder be under the age of twenty-seven (27) years at the time of their inheritance or of distribution, his or her benefits shall be placed in trust as setout hereinbelow in Article IV and V until he or she reaches the age of twenty-one (27) years.

ARTICLE IV

I hereby name, constitute, and appoint JoAnn Gordon as Trustee of this my Last Will and Testament, and I direct that she shall serve in that capacity without the necessity of giving bond or accounting to any Court or beneficiary of said Trust. In creating this Trust, it is my desire, intent, and purpose to provide for my surviving grandchildren, in trust until he or she reaches the age of twenty-seven (27) years.

ARTICLE V

My Trustee shall have the following powers:

1. Powers and Duties of the Trustee: The Trustee shall take possession of, control and manage the porperty contained in this trust (herein sometimes called "subject property") and invest and

reinvest and keep invested the same, and collect an receive the income, dividends, rents, issues and profits thereof (all sometimes collectively termed "income") and, after deduction therefrom of all reasonable compensation for the Trustee, the Trustee shall make proper charges and expenses of the trust hereby created including distribution as herein provided. The Trustee shall possess as to the subject property and the income the absolute and plenary power of any owner in fee simple absolute and no person dealing with the Trustee need look further than this instrument for full power to do that undertaken, each and all of said acts by said Trustee being

ratified, approved, and confirmed. In addition to the foregoing powers and duties, said Trustee shall have the power and duties prescribed by the Uniform Trustee's Powers Law, being Sections 91-9-101 through 91-9-119, Miss. Code Ann. of 1972, as now existing or hereinafter amended.

2. Retaining Initial Investment: No responsibility shall rest upon the Trustee for keeping invested as initially received, any portion of the subject property; but full power to convert and reconvert the subject property and income as often as may be desired is unconditionally vested in the discretion of said Trustee. My Trustee may hold real estate even though it may not be productive, and/or execute leases and deeds as determined appropriate by said Trustee.

3. The Office of Trustee: In such event as the office for any reason becomes vacant, the Chancellor of the Chancery Court of Madison County, Mississippi, may appoint a successor Trustee, in term or vacation, and any such Trustee shall be vested with all the powers and subject to all the obligations hereunder.

4. Liability: The Trustee shall not be liable save for actual fraud, wherefrom the Trustee has profited personally or through agents. The Trustee is authorized to permit available trust funds to remain temporarily uninvested.

5. Trustee's Powers to Invest and Determine: Plenary power is vested in the Trustee to make all such investments as said Trustee may deem proper and to change or discharge the same at the pleasure of said Trustee, having in mind income and safety for said beneficary or beneficaries. The Trustee shall have the unconditional right to determine what is principal; and the determination of said Trustee in that regard shall be conclusive.

6. Minors: The Trustee may apply the whole or such part as it shall deem proper of the income or principal which, or the benefit of which, any minor shall be qualified to receive, either directly for or toward maintenance, education or benefit or such minor during his or her minority or at the option of the Trustee, said Trustee may pay the same to such minor or to his or her natural

guardian or legal guardian or the person or persons as the Trustee shall deem proper, without the Trustee's being liable to see to the application thereof.

7. Invasión of Principal: Should any income beneficiary by reason of sickness or accident or otherwise require medical treatment or hospitalization during the existence of the Trust for his or her benefit, then in such event, the Trustee in his/her/its discretion may from time to time pay to or for said beneficiary out of the corpus of the trust for his or her benefit such amount or amounts as the Trustee may in his/her/its sole discretion deem proper to provide for the payment of reasonable expenses incurred in such sickness or accident.

8. My Trustee shall have the authority to pay to the beneficiary/beneficiaries of the trust out of the principal of the trust for his or her benefit such sums as shall be necessary for my beneficiary's support and maintenance in the standard of living to which he or she was accustomed during my lifetime; provided that there shall not be paid to any beneficiary under this clause in any one year out of the trust for his or her benefit more that a total of $10,000.00 or 5% of the lowest aggregate value of the assets of the trust, whichever is greater, and I direct my Trustee to consider other assets of my beneficiary before any invasion of corpus.

ARTICLE VI

If any person or persons shall claim to be an heir of mine, and as such should assert any claim to my estate, or to any part thereof, or should any person whether named beneficiary under this will or not, contest this will or object to any of the provisions that I have here made, then so such person or persons, I do hereby give, devise and bequeath the total sum of ONE DOLLAR ($1.00) and no more, in lieu of the provision which I have made or which I might have made herein for such person or persons; and said ONE DOLLAR ($1.00) shall then be the total sum of any right or rights in my estate going to such person or persons making any such contest.

 Jeanette G. Hamberlin DATED 1/21/94

IN TESTIMONY of the making, declaring and publishing of the foregoing to be my Last Will and Testament, I now sign my name hereto in the presence of the undersigned witnesses whom I have especially requested to witness the making, publishing and declaring of this Last Will and Testaments, and the witnessing of my signature hereto, all done this the 21st day of January 1994.

Juawice G. Hamberlin
TESTATOR

WITNESSES:

Amber L Heriard	920 Park Lne, Jackson MS 39211
Alberta White	5878 Fernscreek, Jackson, MS 39211

CERTIFICATE OF SUBSCRIBING WITNESSES

We, the undersigned witnesses do hereby certify that **JUAWICE G. HAMBERLIN** declared and published the foregoing instrument to be her Last Will and Testament in our presence, and that she signed and subscribed the same as her Last Will and Testament in our presence, especially and expressly requesting us to be the subscribing witnesses, each signing in the presence of the Testator and in the presence of each other.

WITNESS our signatures this the 21st day of January, 1994.

Amber L Heriard

Alberta White

PAGE FIVE OF FIVE Juawice G. Hamberlin DATED 1/21/94

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 9th day of July, 2001, at 9:15 o'clock a M., and was duly recorded on the JUL 9 2001, Book No. 33, Page 641.

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

FILED
THIS DATE
JUL 0 9 2001
STEVE DUNCAN
CHANCERY CLERK
BY

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
JUAWICE G. H AMBERLIN, DECEASED

CIVIL ACTION NO. 2001-576

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Juawice G. Hamberlin, deceased, and whose signature is affixed to the Last Will and Testament, dated the 21st day of January, 1994, a true and correct copy of which is attached hereto as an Exhibit.

(2) That on the 21st day of January, 1994, said Juawice G. Hamberlin, signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Amber L Heriard, the other subscribing witness to the instrument.

(3) That Juawice G. Hamberlin was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.

"B"

(4) That this affiant, together with the other said witness 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 Juawice G. Hamberlin, and in the presence of each other.

ALBERT BOZEMAN WHITE

SWORN TO AND SUBSCRIBED before me, as of the 6th day of July, 2001.

Notary Public

My Commission Expires:
Notary Public State of Mississippi At Large
My Commission Expires: July 15, 2002
Bonded Thru Helden, Brooks & Garland, Inc.

OF COUNSEL:

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

Gordon, William\Affidavit-White.001

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 9th day of July, 2001, at 9:15 o'clock a M., and was duly recorded on the JUL 9 2001, Book No. 33, Page 646.

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

LAST WILL AND TESTAMENT

FILED
THIS DATE
JUL 19 2001
STEVE DUNCAN
CHANCERY CLERK
BY

#2001-621

of

ROSE G. STOVER

I, ROSE G. STOVER, being a resident citizen of Madison, Madison County, Mississippi, of the age of more than twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this my Last Will and Testament, hereby revoking all prior wills and codicils heretofore made by me.

ARTICLE I.

I declare that I was married to OBIE W. STOVER, JR., until his death, and that I am now a widow; that I have two Step-sons, namely, WILLIAM W. STOVER, who resides at 135 Bridgepointe Blvd., Brandon, Mississippi, whose date of birth is October 27, 1944, and STEPHEN R. STOVER, who resides at 20 Stonington Place, Marietta, Georgia, whose date of birth is November 5, 1947; and that I have five step-grandchildren, namely, WILLIAM W. STOVER, JR., SCOTT P. STOVER, JILL M STOVER, LAURA E. STOVER and ALLISON L. STOVER.

ARTICLE II.

I hereby appoint, nominate and constitute my step-son, WILLIAM W. STOVER, as Executor of this my Last Will and Testament, and if he be unable or unwilling to serve, then my step-son, STEPHEN R. STOVER, as Successor Executor, and in any event, I waive all bond, inventory, appraisal and accounting, insofar as I am legally entitled to waive same; and I give to my Executor, during the administration of my estate, all of the rights, powers and privileges to sell at private sale any and all property in my estate, without bond or court approval, except that which is specifically bequeathed to a beneficiary, as he shall, in his sole discretion, determine, and give to him all powers as accorded to Trustees under the Laws of Mississippi.

ARTICLE III.

I direct that all taxes which might be imposed on my estate, and all of my debts, funeral and administration expenses be paid as soon as reasonably possible after my death, and I give to my

R.G.S.

Executor full power and right to settle and compromise, as he shall, in his sole discretion, determine any and all such claims, in the event of dispute thereasto.

ARTICLE IV.

I give and bequeath unto my niece, Karen Berra DeBreche, 7632 Mission Valley, Affton, Missouri 63123, the cash sum of Ten Thousand and No/100 Dollars ($10,000.00) or other assets of my estate equal in value thereto.

ARTICLE V.

I give and bequeath unto St Francis of Assisi Catholic Church, Madison, Mississippi, the cash sum of Five Thousand and No/100 Dollars ($5,000.00) or other assets equal in value thereto

ARTICLE VI.

I give, devise and bequeath all of the rest, residue and remainder of my estate to my step-sons, WILLIAM W. STOVER and STEPHEN R. STOVER, in equal shares, or if either shall predecease me, the share of such deceased step-son shall pass in equal shares to such deceased step-son's issue, per stirpes. In the event a share shall go to one of the children of a step-son who shall not then be of the age of twenty-one (21) years or more, then the share of such minor child shall be distributed to the surviving parent, or other person having custody of such minor child and having accepted the responsibilities of providing care, maintenance and support, and such share shall be held in trust for the use and benefit of such minor child until attaining the age of twenty-one (21) years.

ARTICLE VII.

I request that the disposition of my remains be as follows:

a. That I be buried beside my deceased husband, OBIE W. STOVER, JR., in Natchez Military Cemetery in Adams County, Mississippi

b. I desire and direct that my body be cremated and that my remains be buried in a decent and Christian-like manner in the Catholic tradition suitable to my circumstances and conditions in life.

R.G.S.

ARTICLE VIII.

I am cognizant that the provisions of the federal Internal Revenue Code (and other applicable laws) in force at the time of my death and applicable to my estate may permit my Executor to elect to claim certain expenses and losses as deductions on certain income, estate, or inheritance tax returns. Thus, I authorize my Executor to elect to claim such expenses and losses as deductions on the particular tax return or returns as my Executor in its sole discretion shall deem advisable, irrespective of whether such expenses and losses may be payable from (or attributable to) income or principal, and my Executor 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 Executor's election under this Article. Further, I direct that the property interests determined as the result of my Executor's election under this Article shall be the interest that such beneficiaries will receive. Also, I exonerate my Executor from all liability for any such election and direct that no beneficiary shall have any claim against my Executor or my estate by reason of the exercise of my Executor's judgment in this respect.

ARTICLE IX.

I hereby grant to my Executor established hereunder (including any substitute or successor, personal representative or executor) the continuing, absolute, discretionary power to deal with any property, real or personal, 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 Executor shall be required to inquire into the propriety of its actions. Without limiting the generality of the foregoing, I hereby grant to my Executor and to any successor hereunder the following specific powers and 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.. §91-9-101 through §91-9-109 (1972) as now enacted or hereafter amended.

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.

RGS
R.G.S.

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 Executor may presume any securities owned by me at the time of my death to be of investment merit and worthy of retention by my Executor. Such presumption shall not impair the power of sale or exchange or any other powers or discretion given the Executor, but if said securities or any of them are retained by my Executor for the duration of the administration of the estate proceedings or trust or any shorter period of time, my Executor 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 Executor 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 Executor, but if said securities or any of them are voted by my Executor in favor of the management of the respective companies issuing them or in favor of any proposals supported by such management, my Executor shall not be responsible or liable for 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 it may deem to be advisable and for the best interest of my estate, all without court order or bond.

E. To invest and reinvest (including accumulated income) in any property (real or personal) as it 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.

RGS.
R G.S.

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

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

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).

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 it 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 itself or from others) (including its own banking department) upon such terms and conditions as it 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 upon such terms as the Executor may in its discretion determine advisable.

M To lease any real estate for such term or terms and upon such conditions and rentals in such manner as it may deem advisable (with or without privilege of purchase), including but not limited to commercial, agricultural and 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. 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 it may deem proper; all without court order or bond.

R.G.S.
R.G.S.

N. Whenever required or permitted to divide and distribute my estate, to make such distribution (including the satisfaction of any pecuniary bequests) in cash 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 Executor 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 Executor, in its absolute discretion, to make in kind and non-prorata distributions under this will if practicable

O. To employ accountants, attorneys, advisors, including investment advisors and money managers, and such agents as it may deem advisable; and to grant them discretionary powers, to pay reasonable compensation for their services and to charge same to (or apportion same between) income and principal as it may deem proper.

P. Unless inconsistent with other provisions of this instrument, to hold two (2) or more funds in one (1) or more consolidated 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 Executor 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 full acquittance of my Executor with respect to the legacy so paid or delivered.

R. My Executor 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.

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R.G S

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 Executor may feel free to make such decisions on the basis of the facts as they exist at the time any such decision is made.

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

U. In its sole discretion, if it deems practicable, to disclaim, in whole or in part, on my behalf any interest bequeathed or devised to me or otherwise inherited by my estate; and to exercise and make any and all tax elections of all kinds and execute and file any and all necessary tax returns and forms, including a joint income tax return with my husband, if deemed practicable.

V. The power, exercisable in its 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 Executor 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 Executor, and the Executor shall incur no liability as a result of such investment, even though such insurance policy is not an investment in which Executors are authorized by law or by any rule of court to invest estate funds. The Executor shall have the power, exercisable in its sole discretion, to retain any such insurance policy as an investment of the 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 Executor.

W The power, exercisable in its 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 it 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.

R.G.S.
R.G.S.

X. No powers of the Executor enumerated herein or now or hereafter conferred upon executors or fiduciaries generally shall be construed to enable the Executor, 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, directly or indirectly, without adequate interest or security No person other than the Executor shall have or exercise the power to vote or direct the voting of any stock or other securities held in the estate, either by directing investments or reinvestments or by vetoing proposed investments or reinvestments.

ARTICLE X.

In the event that any legatee or devisee or beneficiary under this Will shall die simultaneously with me or under such circumstances as to render it impossible or difficult to determine who predeceased the other, I declare that I shall be deemed to have survived such legatee or devisee, and this Will and all of its provisions shall be construed upon that assumption

ARTICLE XI.

I hereby authorize and empower all of the beneficiaries of my estate, or if any of such beneficiaries be deceased or otherwise incapacitated, their respective executor or executrix, administrator or administratrix, or personal representative or agent, hereunder to 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 Executor 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 of my estate shall be distributed in accordance with the terms of this will, as if said person or persons disclaiming had predeceased me.

I, ROSE G. STOVER, have signed this Will, which consists of nine (9) pages, on this the 11th day of December, 1998, in the presence of

R.G.S.

J. STEPHEN STUBBLEFIELD and HELEN M. DEATON,

who attested it at my request

Rose G. Stover
ROSE G. STOVER, Testatrix

The above and foregoing Will of Rose G. Stover was declared by her in our presence to be her Will and was signed by Rose G Stover 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 Rose G. Stover on this the 11th day of December, 1998.

J. Stephen Stubblefield of 340 Sherborne Place
Jackson, Ms. 39208

Helen M. Deaton of 3119 Rice Street
Pearl, Ms 39208

R.G.S.
R.G.S.

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 19th day of July, 2001, at 9:30 o'clock A. M., and was duly recorded on the 19th day of July, 2001, Book No. 33, Page 648.

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

BOOK 0033 PAGE 657

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED
THIS DATE
JUL 19 2001
STEVE DUNCAN
CHANCERY CLERK
BY: Karen Tupp D.C.

IN THE MATTER OF THE ESTATE
OF ROSE G STOVER

CAUSE NO. 2001-621

~~PROOF OF WILL~~

Be it known and remembered that on this 11th day of December, A.D., 1998, 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 Rose G Stover, bearing date of the 11th day of December, 1998, and he/~~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 Rose G. Stover, signed, published and declared said instrument of writing as and for his Last Will and Testament in the presence of this deponent on the day of the date of said instrument; that said Rose G. Stover, 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 Rose G. Stover was then more than eighteen years of age, and that this deponent and the other witness subscribed said instrument as witness 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, Witness
J. STEPHEN STUBBLEFIELD

SWORN TO AND SUBSCRIBED before me by J. STEPHEN STUBBLEFIELD (Witness)
this 11th day of December, A.D, 1998

CANDICE SHONE POWELL NOTARY PUBLIC RANKIN COUNTY, MS

Candice Shone Powell
NOTARY PUBLIC

My Commission Expires.
June 5, 1999

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 19th day of July, 2001, at 9:30 o'clock A. M., and was duly recorded on the 19th day of July, 2001, Book No. 33, Page 657.

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

BOOK 0033 PAGE 658

FILED
THIS DATE
JUL 19 2001
STEVE DUNCAN
CHANCERY CLERK
BY Karen Tripp D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF ROSE G. STOVER

CAUSE NO. 2001-621

PROOF OF WILL

Be it known and remembered that on this 11th day of December, AD, 1998, before me, the undersigned authority, personally came and appeared Helen M. Deaton, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of Rose G. Stover, bearing date of the 11th day of December, 1998; and ~~he~~/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 Rose G Stover, signed, published and declared said instrument of writing as and for his Last Will and Testament in the presence of this deponent on the day of the date of said instrument; that said Rose G. Stover, 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 Rose G. Stover was then more than eighteen years of age, and that this deponent and the other witness subscribed said instrument as witness thereto, at the instance and request and in the presence of said testatrix and in the presence of each other on the date aforesaid

Helen M. Deaton
HELEN M. DEATON, Witness

SWORN TO AND SUBSCRIBED before me by Helen M. Deaton, (Witness)
this 11th day of December, A.D, 1998

Candice Shone Powell
NOTARY PUBLIC

CANDICE SHONE POWELL NOTARY PUBLIC RANKIN COUNTY, MS

My Commission Expires:
June 5, 1999

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 19th day of July, 2001, at 9:30 o'clock A. M., and was duly recorded on the 19th day of July, 2001, Book No. 33, Page 658.

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

2001-568

BOOK 0033 PAGE 659

FILED
THIS DATE
JUL 20 2001
STEVE DUNCAN
CHANCERY CLERK
BY

LAST WILL AND TESTAMENT

I, CHARLES O. KNIGHT, having a fixed place of residence in the County of Madison, State of Mississippi, and being over the age of twenty-one (21) years and of sound and disposing mind, memory, and understanding, and hereby intending to dispose of all property belonging to me at my death of whatever kind and wheresoever situated, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all former wills and codicils by me at any time heretofore made.

I

I name and appoint my daughter, PATRICIA KNIGHT GRIFFIN, Executrix of my Estate In the event my first named Executrix is unable or unwilling to assume the office of Executrix then I appoint my daughter, EDWINA KNIGHT GAYLEAN as my substitute Executrix to serve under the same terms and conditions I hereby direct that no bond be required of said Executrix, and I further waive the necessity of having an accounting, formal appraisement or inventory made of my Estate

II

I hereby direct my Executrix to pay all of my just debts which may be probated, registered and allowed against my Estate

C.O.K
C.O.K

III

I hereby give, devise and bequeath, all of my property, real, personal and/or mixed, at whatever time acquired by me and wheresoever situated, to my children, PATRICIA KNIGHT GRIFFIN, EDWINA KNIGHT GAYLEAN, CATHERINE KNIGHT BABER, and CHARLES O KNIGHT, JR , in equal shares

IN TESTIMONY WHEREOF, witness my signature on this the 15th day of February, 1999.

Charles O. Knight
CHARLES O. KNIGHT
Testator

WE, the undersigned witnesses to the Last Will and Testament of CHARLES O. KNIGHT, the above named Testator, do hereby certify that at his special instance and request, we did witness him sign, execute, declare and publish the above and foregoing instrument of writing as and for his Last Will and Testament, he then being of sound and disposing mind and memory, over the age of twenty-one (21) years, and that likewise, at his special instance and request, we did in his presence and in the presence of each other, subscribe thereunto our names as subscribing witnesses

THIS the 15 day of February, 1999.

[illegible] Residing at 136 Beaver Bend
Canton, MS 39046

Robert A. Malone Residing at 112 Cirencester
Ridgeland, Ms. 39157

C.O.K.
C.O.K.

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 20th day of July, 2001, at 9:30 o'clock a M., and was duly recorded on the JUL 20 2001, Book No. 33, Page 659.

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

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE LAST WILL AND TESTAMENT OF CHARLES O. KNIGHT

FILED
THIS DATE
JUL 20 2001
STEVE DUNCAN
CHANCERY CLERK
BY

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 Dalton McBee, Jr., who being by me first duly sworn according to law says on oath

(1) That this affiant is one of the subscribing witnesses to an instrument of writing declared to be the Last Will and Testament of **Charles O. Knight. Charles O. Knight** who was personally known to the affiant affixed his signature to the Last Will and Testament, dated the 15th day of February, 1995.

(2) That on the aforesaid date **Charles O. Knight** signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Robert A. Malloy, the other subscribing witness to the instrument

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

(4) That this affiant, together with Robert A. Malloy, 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 **Charles O. Knight,** and in the presence of each other.

FURTHER AFFIANT SAITH NOT.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 15th day of February, 1999

NOTARY PUBLIC

My commission expires:
NOTARY PUBLIC STATE OF MISSISSIPPI
MY COMMISSION EXPIRES July 16, 1999
BONDED THRU NOTARY PUBLIC UNDERWRITERS

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE LAST WILL AND TESTAMENT OF CHARLES O. KNIGHT

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 20th day of July, 2001, at 9:30 o'clock a M., and was duly recorded on the JUL 20 2001, Book No. 33, Page 661.

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

FILED
THIS DATE
JUL 20 2001
STEVE DUNCAN
CHANCERY CLERK
BY [signature]

BOOK 0033 PAGE 663

FILED
PROBATE COURT
DEC 8 '99
GEORGE [illegible] MARIS
[illegible]

#2001-592

Case # 328803

LAST WILL AND TESTAMENT

OF

WILLIE DEAN JACKSON

I, WILLIE DEAN JACKSON, being of sound mind and disposing memory and over the age of eighteen years, do hereby make, publish and declare this instrument as and for my last will and testament and I do hereby revoke any and all wills, codicils, or other testamentary dispositions heretofore made by me.

ARTICLE I

I direct that all of my just debts, funeral and burial expenses, taxes and costs of administration of my estate be paid by my executor as soon as possible without charging to or prorating same against any devise or bequest made in this will except as a reduction of that passing to the residuary beneficiaries.

ARTICLE II

To my daughter, Jean Jacqueline Broome, I will, devise and bequeath my house and lot which is located at and known as 1348 South Parkway, Memphis, Shelby County, Tennessee.

Also to my daughter, Jean Jacqueline Broome, I will, devise and bequeath my duplex and lot which is located at the southwest corner of the intersection of Richmond and Cannon Streets in Memphis, Shelby County, Tennessee, being known as 1333 Cannon and 1349 Richmond, Memphis, Tennessee.

ARTICLE III

To my daughter, Geraldean Edwinor Elliby, I will and bequeath the amount of twenty thousand ($20,000.00) dollars in cash.

ARTICLE IV

All of the rest and remainder of my property, real, personal, and mixed, of watever kind and wherever located, including but not limited to all proceeds of life insurance payable to my estate or to my executors or administrators, and all property with which at the time of my death I shall possess a general power of appointment exercisable by last will, I will, devise and bequeath in

equal shares to my daughters, Jean Jacqueline Broome and Beverly T. Hawkins.

ARTICLE V.

I nominate and appoint Samuel R. Brown as executor, without bond, of my estate. I direct that Samuel R. Brown be permitted to serve as executor without furnishing bond and without filing inventory or making any accounting of my estate to the court wherein same may be administered.

In the event that Samuel R. Brown is unable or unwilling to serve as executor of my estate, I then nominate and appoint Arthur Thompson as executor, without bond, of my estate. I direct that Arthur Thompson be permitted to serve as executor of my estate without furnishing bond and without filing inventory or making any accounting of my estate to the court wherein same may be administered.

Published and signed by me on this 22nd day of July, 1992, at Memphis, Tennessee, and declared by me to be my last will and testament in the presence of the undersigned subscribing witnesses, who, at my request, in my presence, and in the presence of each other, signed the same as witnesses.

Willie Dean Jackson

Willie Dean Jackson

We, the undersigned subscribing witnesses, do hereby certify that Willie Dean Jackson declared the foregoing document to be her last will and testament in our presence and then signed same in our presence and in the presence of each other and that she then requested us to sign said document as attesting witnesses thereto, and that we did then sign said document in her presence and in the presence of each other on this 22nd day of July, 1992, at Memphis, Tennessee.

Thelma Overton Brown

Hazel T. Lewis

W. D. J.

STATE OF TENNESSEE

COUNTY OF SHELBY

We, Thelma Overton Brown and Hazelle O. Lewis, being first duly sworn, at the request of the above testatrix, Willie Dean Jackson, do hereby make oath that the said Willie Dean Jackson declared the above document to be her last will and testament in our presence and in the presence of each other and then signed said document in our presence and in the presence of each other and requested us to sign same as attesting witnesses thereto, and that we did then sign said document in her presence and in the presence of each other. We further state that at the time said document was executed Willie Dean Jackson was of sound mind and disposing memory and was over the age of eighteen years.

Signed this 22nd day of July, 1992.

Thelma Overton Brown

Hazelle O. Lewis

Subscribed and sworn to before me this 22nd day of July, 1992, at Memphis, Tennessee.

My commission expires:

1/26/93

Howard P. Pritchard
Notary Public

I, GEORGE J. GOUNARIS, Sole Judge and Ex-Officio Clerk of the Probate Court, a Court of Law and Record within and for the County of Montgomery, Ohio, Do Hereby Certify this to be a true and complete copy, as the same appears in the Records of Said Court.

In Witness Whereof, I have hereunto set my hand and affixed the seal of said Court at Dayton, Ohio this _____ day of SEP 12 2000 A.D. 19__

GEORGE J. GOUNARIS
Ex Officio Clerk and Judge of the Probate Court of Montgomery County, Ohio

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 20th day of July, 2001, at 1:30 o'clock P M, and was duly recorded on the JUL 20 2001, Book No 33, Page 663.

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

2001-624

FILED
THIS DATE
JUL 20 2001
STEVE DUNCAN
CHANCERY CLERK
BY

LAST WILL AND TESTAMENT

OF

BURLES HALL ALLEN

I, BURLES HALL ALLEN, a resident of Grayson County, Texas, citizen of United States of America, being of sound and disposing mind and memory and above the age of 18 years, declare that this is my Last Will and Testament, and I hereby revoke all my earlier wills and codicils.

SECTION I.

IDENTIFICATION

My husband's name is TOMMIE CLIFTON ALLEN. All references in this Will to my "husband" are to him. I have four children, MICHAEL WAYNE ALLEN, KAREN ALLEN PETRELLI, PATRICIA ALLEN RUSH, and JAMES THOMAS ALLEN. All references in this Will to my "children" or my "descendants" include such children and any children born to or adopted by me after the date of this Will.

SECTION II.

GIFTS

A. Personal and Household Effects.

1. Disposition. I give all of my interest in my personal and household effects as follows:

a. To my husband, if he survives me.

b. If my husband does not survive me, to my descendants who survive me in as nearly equal shares on a per stirpes basis as possible, with particular items to be allocated among my children and their descendants as they may agree or, if they cannot agree, as my Executor shall decide.

c. If my family cannot agree as to the allocation of certain items of my personal and household effects, or if none of them wishes to receive such items, then my Executor shall also be authorized to sell such items and distribute the net proceeds as provided above or contribute such items to a worthy charity to be selected by my Executor.

2. Letter of Instructions. I may provide instructions in a letter to my Executor as to the disposition of some of my personal and household effects. While I hope that my family will abide by my wishes as expressed in the letter, it is merely an expression of my wishes and is not intended to alter the absolute nature of any bequest contained in this Section unless the letter has been admitted to probate.

3. Payment of Expenses. All expenses of packing, shipping, insuring, and delivering any items of personal and household effects to a beneficiary shall be paid by my Executor as an administration expense.

4. Definition of Personal and Household Effects. "Personal and household effects" means all automobiles, household goods, furniture, furnishings, garden equipment, club memberships, china, jewelry, silver, works of art, clothing, personal effects and any other similar items of tangible personal property, and includes any insurance on any of these items. The determination of which items fall within these categories shall be in the sole judgment of my Executor, whose decision shall be binding on all parties.

B. Insurance, Employee Benefits. I give to my husband, if he survives me, all of my interest in any life insurance policies insuring his life, any insurance policies insuring the properties passing to him by this Will or otherwise, all IRAs in my husband's name and any employee benefit plans which arise as a result of my husband's employment.

C. Residuary Bequest.

1. Disposition. I give my residuary estate as follows:

a. To the trustee of the Allen Family Trust established pursuant to that trust agreement dated JANUARY 13, 1995, to be administered according to the provisions of that trust agreement, as amended or restated from time to time.

b. If the Allen Family Trust is not in existence at the time of my death for any reason other than because of its revocation, to the trustee named in the trust agreement referred to in the preceding subparagraph to be administered according to the provisions of that trust agreement as in effect at the later of the date of execution of this Will or the date of execution of the last of any codicils to this Will, which provisions are incorporated herein by reference in the same manner as if those provisions had been set forth in full in this Will.

c. If the Allen Family Trust is not in existence at the time of my death because of its revocation, to my husband, if he survives me, or, if he fails to survive me, to my descendants who survive me, per stirpes.

2. Definition of Residuary Estate. My "residuary estate" means the remainder of my property (real, personal, or mixed), including any of the above gifts that lapse, but not including any property over which I may have a power of appointment.

SECTION III.

EXECUTOR

A. Appointment. I appoint the following as Independent Executor of my estate to serve in the order shown below, and if the Executor then appointed to serve shall fail or cease for any reason to serve as Executor, then the next shall serve as substitute or successor Independent Executor:

1. PATRICIA ALLEN RUSH.

2. MICHAEL WAYNE ALLEN.

3. JAMES THOMAS ALLEN.

All references in this Will to my "Executor" are to the Executor(s) then serving as such. If more than one Executor is then serving, then all discretionary decisions made by my Executor shall be made unanimously (if two Executors) or by majority decision (if more than two Executors); however, any Executor may delegate ministerial duties to any other Executor.

B. Independent Administration. I direct that no action be held in a county court or other court of probate jurisdiction in relation to the settlement of my estate other than the probating and recording of this Will and the return of an inventory, appraisement, and list of claims of my estate.

C. Division of Community Property. If my husband survives me, I authorize but do not require my Executor, at the discretion of my Executor, to enter into an agreement with my husband dividing our community property either pro-rata or non pro-rata, in cash or in kind (including undivided interests in kind), at reasonable date or dates of division values determined by my Executor, with or without adjustment for income tax basis, and to make such sales of our community property as my Executor deems necessary to make such division.

D. Distributions During Administration. Prior to final distribution of my estate (which shall not be delayed beyond the period reasonably required for the administration of my estate), my Executor may make partial distributions of income or corpus to one or more beneficiaries entitled to receive the same, when in the judgment of my Executor the condition of my estate will so permit. A distribution may be made subject to any indebtedness or liability of my estate.

E. Tax Elections and Allocations. My Executor shall have the power and authority to make any and all estate, inheritance, generation-skipping transfer, income, and other tax elections and allocations available to my Executor, including specifically (i) the date and option, alternative, or method which should be selected for the valuation of property in my estate for federal and state tax purposes and the payment of all such taxes, (ii) whether a deduction shall be taken as an income tax deduction or an estate tax deduction, (iii) the election to extend the time for the payment of federal and state taxes and the election to pay the tax in installments, (iv) the allocation of any of my available GST exemption from the federal generation-skipping transfer tax to any property as to which I am the deemed transferor under the provisions of Section 2652(a) of the Code, including any property transferred by me during my lifetime as to which I did not make an allocation prior to death, and (v) the election under Section 2652(a)(3) of the Code to treat me as the transferor of any qualified terminable interest property with respect to which my estate was allowed a deduction by reason of Section 2056(b)(7) of the Code. Property may be subject to the above elections and allocations whether or not such property is included in my probate estate. If my Executor intends to exercise the election enumerated in (v) above as to any part of such qualified terminable interest property, my Executor shall first set apart property constituting such part in a separate trust before the Section 2652(a)(3) election is made, so that after the election and after the allocation of the GST exemption its inclusion ratio as defined in Section 2642(a) of the Code will be

zero. My Executor shall incur no liability to any beneficiary of my probate and/or nonprobate estate as a result of making or not making any election or allocation, regardless of the fact that any federal or state tax imposed on my estate is thereby increased or that there is a change in the proportion in which any beneficiary shares in my estate. My Executor's decisions with respect to any election or allocation shall be binding and conclusive on all concerned and no compensating adjustments between income or corpus, in the amount of any trust, or the interest of any beneficiary therein shall be made as a result of any decision.

F. Taxes, Debts and Expenses. The following items shall be charged against my residuary estate:

1. Taxes. All taxes (including any interest and penalties thereon) payable by reason of my death. However, my residuary estate shall not be charged with (i) taxes imposed on any generation-skipping transfer, or (ii) taxes imposed as a result of the inclusion in my gross estate of any property in which I held a qualifying income interest for federal estate tax marital deduction purposes or property over which I held at my death a general power of appointment. These taxes instead shall be charged and paid pursuant to the applicable provisions of the Code. My residuary estate shall not be charged with taxes imposed as a result of the inclusion in my gross estate of any property pursuant to Sections 2036 or 2038 of the Code, and I direct my Executor to recover the tax attributable to that property from the person or entity in possession of or receiving the property. No contribution for any taxes payable by reason of my death and attributable to the proceeds of any insurance policy on my life shall be made by any policy beneficiary other than my estate.

2. Debts. All of my debts (including expenses of last illness), other than (i) debts that I have incurred by borrowing against the cash surrender value of life insurance policies on my life, (ii) debts to the extent secured by the assignment of life insurance policies on my life, and (iii) debts secured by a mortgage on property not included in my residuary estate (unless I specifically provide for the payment of any such mortgage out of my estate). Nothing herein shall require the prepayment of any indebtedness secured by a mortgage or other lien on any property.

3. Expenses. All of my funeral expenses and expenses of administering my estate.

These charges may be paid in the order and out of the assets in my residuary estate (including its income) that my Executor deems appropriate.

SECTION IV.

FIDUCIARY RIGHTS AND POWERS

A. Rights and Liabilities.

1. Bond Not Required. No bond or other security shall be required of any Fiduciary.

2. Liabilities. This instrument shall always be construed in favor of the validity of any act by or omission of any Fiduciary, and my Fiduciaries shall not be liable for any act or omission except in the case of gross negligence, bad faith, or fraud.

3. Compensation. Any Fiduciary not related to me by blood or marriage shall be entitled to receive reasonable compensation for services actually rendered to my estate or to any trust created hereunder without regard to the provisions of any statute dealing with fiduciary compensation. The regularly published fee schedule of any corporate Fiduciary shall be taken into account in determining what is fair and reasonable compensation for its services. Any Fiduciary shall be reimbursed for any and all expenses which the Fiduciary incurs in connection with the administration of the fiduciary estate.

4. Accountings. Any Fiduciary shall furnish an annual accounting to any beneficiary or guardian of any beneficiary upon reasonable demand made therefor. If and to the extent required by a successor Fiduciary, an accounting for the administration of a fiduciary estate created under this Will shall also be given to the successor Fiduciary. A successor Fiduciary shall be fully protected in relying upon such accounting and also in not requiring such an accounting from his predecessor.

5. Powers and Duties of Successor Fiduciary. On the appointment and qualification of any successor Fiduciary, the same duties shall devolve on and the same rights, powers, authorities, privileges and discretions shall inure to such successor Fiduciary as to the initial Fiduciary. All such rights, powers, authorities, privileges, and discretions shall be exercised without the supervision of any court.

No successor Fiduciary shall have any duty, responsibility, obligation, or liability whatsoever for the acts, defaults, or omissions of any predecessor Fiduciary.

6. Fiduciary Obligation. The broad powers herein conferred upon the Fiduciary shall always be exercised only in a fiduciary capacity, and nothing herein shall be construed to limit the fiduciary obligation of the Fiduciary.

B. Powers of Fiduciaries. Each Fiduciary shall have all the rights, powers, and privileges granted to a trustee by the Texas Trust Code. Each Fiduciary shall also have the following rights, powers, and privileges, unless specifically limited by other provisions of this Will. As used herein, the term "fiduciary estate" means all assets, including accumulated income relating to such assets, held in a fiduciary capacity by a Fiduciary including my testamentary estate (in the case of my Executor) and any trust estate created by this Will (in the case of a Trustee).

1. Fiduciary Estate. Any property transferred to a trust created by this Will shall be deemed a proper trust investment and the Fiduciary shall be under no obligation to dispose of or convert any such property. The Fiduciary may retain as a part of the fiduciary estate any property acquired at any time and in any manner. The Fiduciary may hold property unproductive of income and may invest all or any part of the fiduciary estate in property of any description (including shares of open or closed end investment trusts or companies and wasting assets) regardless of location and without regard to any requirement of diversification as to kind or amount.

2. Partitions, Distributions. The Fiduciary shall have full power and authority to make all partitions, divisions, and distributions under this Will, by allocating assets and property proportionately in kind or by allocating undivided interests therein in kind. Any partition, division, or distribution made by the Fiduciary in good faith shall be binding and conclusive on all interested parties.

3. Methods of Payment. Any distribution directed to be made to any beneficiary may be made to or for the benefit of the beneficiary in any manner that the Fiduciary deems advisable, including payment to the beneficiary, payment of the beneficiary's expenses, or delivery of the distribution for the beneficiary's benefit to the beneficiary's legal or natural guardian, the person having custody of the beneficiary, or any other person deemed suitable by the Fiduciary. If any property is distributable under this Will to a minor person, the Fiduciary may make the distribution to a custodian, selected by the Fiduciary, for the minor under the Uniform Gifts to Minors Act or Uniform Transfers to Minors Act of Texas or any

other state. Such custodian need not be an adult member of the minor's family, a guardian of the minor, or a trust company, and may be the Fiduciary.

4. Life Insurance Policies If my husband survives me, all incidents of ownership with respect to any interest in any insurance policies on the life of my husband which forms a part of my estate or a trust estate shall be exercisable in a fiduciary capacity solely by the Fiduciary other than my husband. If there is no other Fiduciary then acting hereunder, such incidents of ownership shall be exercisable in the case of my estate by the person or persons who would be acting as Executor if my husband ceased to act, or in the case of a trust estate by the person or persons who would be acting as Trustee if my husband ceased to act without having appointed a successor Trustee.

5. Investment in Undivided Interests. The Fiduciary may, for any fiduciary estates created under this instrument, jointly hold, manage, and invest in one or more assets, properties, or consolidated funds, in whole or in part, as the Fiduciary may determine. As to each asset, property, or consolidated fund, division into the appropriate shares need be made only on the Fiduciary's books of account, in which each fiduciary estate shall be allotted its proportionate part of the corpus and income of the asset, property or fund and charged with its proportionate part of the expenses thereof. No such holding shall, however, defer the vesting in possession of any fiduciary estate created by this instrument.

6. Business Interests. The Fiduciary may continue operation of any business entity, in any business form, with all or any part of the fiduciary estate, and may reorganize or liquidate any such entity at any time. The Fiduciary may acquire an interest in any business entity, in any business form, and may convey to it all or any part of the fiduciary estate.

7. Transfers, Loans. The Fiduciary may lease, sell, transfer, or encumber in any manner (including with purchase money mortgages) all or any part of the fiduciary estate, and may lend or borrow money in any manner (including by joint and several obligations) with or without security; provided, however, that a Trustee shall not make any loan to any person or corporation then serving as Trustee hereunder.

8. Dealings With Third Parties. Except to the extent that the Texas Trust Code may expressly prohibit such power, any Fiduciary may deal with any person or entity, including himself or any other Fiduciary acting in an individual capacity and any person or entity related to the Fiduciary. Any Fiduciary, acting in an

individual capacity, who has an existing contractual or other right to purchase assets from the fiduciary estate may do so.

9. Dealing With Estates and Trusts. The Fiduciary may lend any part of the fiduciary estate to, and purchase any assets from, the personal representative of my estate or a beneficiary's estate upon such security and terms and for such purposes, including the payment of all or any part of the debts, funeral expenses, administration expenses, and estate, inheritance, and other taxes payable by reason of my death or a beneficiary's death, as the Fiduciary, in the Fiduciary's sole discretion, may deem appropriate.

The Fiduciary may also enter into any transaction authorized by this instrument with the trustees of any trust, even though the Fiduciary may also be a trustee of such other trusts, including selling or purchasing assets at their fair market value or borrowing or lending funds. The Fiduciary shall incur no liability as a result of such transactions even though such assets are not investments in which trustees otherwise are authorized by applicable law to invest. The Fiduciary acting under this paragraph shall act in a fiduciary capacity and deal with such estates or trusts in an arm's length manner.

10. Agents, Employees. The Fiduciary may employ and compensate agents and other employees, including attorneys, accountants and investment advisors, and may delegate to them any and all discretions and powers. The Fiduciary shall not be liable for any act or omission of an agent if the agent was selected and retained by the Fiduciary with due care and the Fiduciary neither knew nor should have known that the agent was breaching his duties.

11. Claims, Controversies. The Fiduciary may maintain and defend any claim or controversy by or against the fiduciary estate without the joinder or consent of any beneficiary.

12. Power to Determine Income and Corpus. Stock dividends and capital gains shall be treated as corpus. Except as herein otherwise specifically provided, the Fiduciary shall determine in accordance with general principles of federal tax law the manner in which expenses are to be borne and receipts credited between corpus and income and what shall constitute income, net income, and corpus. In determining such matters, the Fiduciary may give consideration to, but shall not be bound by, the provisions of the Texas Trust Code.

13. Documents. The Fiduciary may execute and deliver any deeds, conveyances, assignments, leases, contracts, stock or security transfer powers, or any other written instrument of any character appropriate to any of the powers or duties herein conferred upon the Fiduciary.

14. Generation-Skipping Taxes and Payment. If the Fiduciary should consider any distribution or termination of an interest hereunder as a distribution or termination subject to a generation-skipping tax, the Fiduciary may:

a. Augment any taxable distribution by an amount which the Fiduciary shall estimate to be sufficient to pay the tax and charge the same to the fiduciary estate or share of same to which the tax relates without adjustment of the relative interests of the beneficiaries;

b. Pay the tax, in the case of a taxable termination or direct skip, from the fiduciary estate or share of same to which the tax relates without adjustment of the relative interests of the beneficiaries. If the tax is imposed in part by reason of the property of the fiduciary estate hereunder, and in part by reason of other property, the Fiduciary shall pay only the portion of the tax attributable to the taxable termination or direct skip hereunder taking into consideration deductions, exemptions, credits and other factors which the Fiduciary may deem advisable; and

c. Subject to the limitations of the rule against perpetuities, postpone final termination of any fiduciary estate and withhold all or any portion of the property of the fiduciary estate until the Fiduciary is satisfied that the fiduciary estate no longer has any liability to pay any generation-skipping tax with reference to the fiduciary estate or its termination.

15. Powers Cumulative. Except as herein otherwise provided, the powers conferred upon the Fiduciary shall not be construed as in limitation of any authority conferred by law but as in addition thereto.

SECTION V.

WILL CONTESTS

If any beneficiary under this Will shall contest the probate or validity of this Will, or any provision of this Will, or shall institute or join in (except as a party defendant) any proceeding to contest the validity of this Will or to prevent any provision of this Will from being carried out in accordance with its terms (regardless of whether or not such proceedings are instituted in good faith and with probable cause), then all benefits provided under this Will for such beneficiary or the descendants of such beneficiary are revoked, and all of such benefits shall pass pro rata to the shares of the other beneficiaries under this Will (other than such beneficiary or the descendants of such beneficiary). If all of the residuary beneficiaries under this Will join in such a contest or proceeding, then such benefits shall pass to those persons (other than the persons joining in such contest or the descendants of such persons) who are living at my death and who would have been my heirs if the person or persons contesting my Will and their descendants had predeceased me. Each benefit conferred in this Will is made on the condition precedent that the beneficiary shall accept and agree to all of the provisions of this Will, and the provisions of this Section are an essential part of each and every such benefit.

SECTION VI.

DEFINITIONS AND GENERAL PROVISIONS

A. Survival. Except where specifically designated otherwise, for purposes of the dispositive provisions of this Will no person shall be deemed to have survived another if such person dies within 90 days after the prior decedent's death.

B. Descendants. "Descendants" means the legitimate children of the person designated and the legitimate lineal descendants of such children, and includes any person adopted before attaining age 18 and the adopted person's legitimate lineal descendants. A posthumous child shall be considered as living at the death of his parent. Whenever a distribution is directed to be made to the descendants, per stirpes, of any person, the property to be distributed shall be divided into as many equal shares as there are then living children of that person and deceased children of that person who have descendants then living. Each then living child of such person shall take one share, and the share for the descendants of each deceased child shall be divided among the deceased child's then living descendants on a per stirpes basis.

C. Fiduciary. "Fiduciary" means each Executor and Trustee, if any, appointed and serving pursuant to the terms of this Will. Any corporation that shall succeed (by purchase, merger, consolidation or otherwise) to all or the greater part of the assets of any corporate Fiduciary appointed under this Will shall succeed to all the rights, duties and powers of that corporate Fiduciary.

D. Heirs. "Heirs" means those persons who would have inherited a decedent's personal property if the decedent had then died single, intestate, and domiciled in Texas.

E. Available GST Exemption. The "available GST exemption from the federal generation-skipping transfer tax" means an amount equal to the generation-skipping transfer exemption provided in Section 2631(a) of the Code that has not been allocated by me (or by operation of law) to property transferred by me during my lifetime. For this purpose, if I have died without filing a gift tax return which is required to be filed and which has a due date (including extensions) that is after my death, I shall be deemed to have allocated my GST exemption (as defined in Section 2631 of the Code) to all the property with respect to which I am the transferor (as defined in Section 2652(a) of the Code) that (1) may at some time be subject to the federal generation-skipping transfer tax, (2) is required to be reported on such gift tax return, (3) is to or for the benefit of my lineal descendants, and (4) does not qualify for any other exemption or exclusion from the federal generation-skipping transfer tax.

F. Statutory References. "Code" means the Internal Revenue Code of 1986. All statutory references include subsequent amendments and corresponding provisions of any subsequently enacted laws.

G. Beneficiary Under Disability. The natural or legal guardian or other legal representative of any beneficiary who is a minor or, in the opinion of a Fiduciary, is otherwise legally or mentally disabled may act, receive notice, and sign any instrument on behalf of the beneficiary.

H. Incapacity of Fiduciary. If any Fiduciary becomes unable to discharge his duties under this Will because of accident, physical or mental illness or deterioration, or other cause and does not resign, then upon certification in a form sufficient for the recording of a deed in the State of Texas by two medical doctors (neither of whom is a beneficiary under this Will) affirming that each has examined the Fiduciary and that each has concluded, based on such examination, that the Fiduciary is unable to discharge his duties under this Will, the Fiduciary shall cease to serve as if he had resigned on the date of the certification.

I. Wills Not Contractual. My husband and I are executing wills at approximately the same time in which each of us is the primary beneficiary of the will of the other. These wills are not executed because of any agreement between my husband and myself. Either will may be revoked at any time in the sole discretion of the maker thereof.

THIS INSTRUMENT I make as my Last Will and Testament, hereunto subscribing my name in the presence of RONALD R. CRESSWELL and THOMAS NEUHOFF, JR., on this 13TH day of JANUARY, 1995.

Burles Hall Allen
BURLES HALL ALLEN

On the date written above, BURLES HALL ALLEN, Testator, declared to us, the undersigned persons, that the foregoing instrument is her Last Will and Testament and requested each of us to act as a witness. We hereby witness her signature to the foregoing Last Will and Testament, in her presence and in the presence of each other, and subscribe our names hereto as attesting witnesses. We declare that, in our respective opinions, the Testator is of sound mind.

Ronald R. Cresswell
Name

3917 Centenary Drive
Address
Dallas, Texas 75225

Thomas Neuhoff Jr.
Name

4204 Hanover
Address
Dallas, Texas 75225

STATE OF TEXAS §
§
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on this date personally appeared BURLES HALL ALLEN, RONALD R. CRESSWELL, and THOMAS NEUHOFF, JR., known to me to be the Testator and the witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and, all of said persons being by me duly sworn, the said BURLES HALL ALLEN, Testator, declared to me and to the said witnesses in my presence that said instrument is her Last Will and Testament, and that she had willingly made and executed it as her free act and deed; and the said witnesses, each on his oath stated to me, in the presence and hearing of the said Testator, that the said Testator had declared to them that said instrument is her Last Will and Testament, and that she executed same as such and wanted each of them to sign it as a witness; and upon their oaths each witness stated further that they did sign the same as witnesses in the presence of the said Testator and at her request; that she was at that time eighteen years of age or over and was of sound mind; and that each of said witnesses was then at least fourteen years of age.

Burles Hall Allen
BURLES HALL ALLEN, Testator

Ronald R. Cresswell
Witness

Thomas Neuhoff Jr.
Witness

SUBSCRIBED AND SWORN TO BEFORE ME by the said BURLES HALL ALLEN, Testator, and by the said RONALD R. CRESSWELL and THOMAS NEUHOFF, JR. witnesses, this 13TH day of JANUARY, 1995.

NOTARY PUBLIC STATE OF TEXAS
Jan Humphry
Notary Public, State of Texas
My Comm. Expires 09/24/96

Jan Humphry
Notary Public in and for
the State of Texas

My Commission Expires:

Printed Name of Notary

STATE OF MISSISSIPPI, COUNTY OF MADISON

STEVE DUNCAN, Chancery Clerk MADISON COUNTY, MISSISSIPPI

I certify that the within instrument was filed for record in my office this 20th day of July, 2001, at 1:30 o'clock P M., and was duly recorded on the JUL 20 2001, Book No. 33, Page 666

#2001-630

BOOK 0033 PAGE 680

FILED
THIS DATE
JUL 20 2001
STEVE DUNCAN
CHANCERY CLERK
BY

STATE OF MISSISSIPPI
COUNTY OF MADISON

LAST WILL AND TESTAMENT OF ROSE SETARO WEBB

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

ITEM ONE: I direct that any and all debts, including funeral expenses be paid out of my life insurance policy.

ITEM TWO: I will and bequeath to the following people the following items of personal property, if I have not otherwise disposed of same during my lifetime:

To my son, Rob Webb, One antique double armoire, antique chair and matching love seat, antique piano, Papa Setaro's desk and one bentwood rocker.

To my daughter, Robin Webb Tonos, my antique cane sofa and two chairs, marble top dresser, library table and computer.

To my daughter, Rose Webb Smith, one antique bookcase/china cabinet, gold leaf mirror, one antique buffet, one Queen Anne chair and one Bose radio.

To my daughter, Valerie Webb Henry, one antique single door armoire, antique liquor cabinet, antique cash register, antique pot, antique marble top lavatory, the table in the living room (seats six with pull out), one desk in the back den and my dog.

To my granddaughter, Kathryn Rose Smith, one antique gold watch on a chain.

To my granddaughter, Jordan Leigh Henry, one Ruby and Diamond ring.

To my granddaughter, Mollie Bardin Smith, one set of diamond earrings.

To my granddaughter, Lauren Robin Tonos, one diamond drop on a chain.

To my granddaughter, Mary Breiten Webb, one antique engagement ring, pearls, one gold chain and nugget.

ITEM THREE: I give, devise, and bequeath all of my silver, of which I may die seized and possessed, to be kept by my daughter, ROBIN WEBB TONOS, to be shared and used by my other children and grandchildren and given to my first great-grandchild.

ITEM FOUR: I give, devise, and bequeath my house located at 217 East Center Street, Canton, Madison County, Mississippi to one of my children who will live it in. First to Robin Webb Tonos, if she does not want to live in it then I leave it to Valerie Webb Henry. If Valerie Webb Henry does not want to live it and Rosie Webb Smith and Rob Webb in that order do not want to live in it, I then leave it to my estate to be sold and the proceeds to be divided equally between my four aforementioned children.

ITEM FIVE: I give, devise, and bequeath all the rest of my properties, real, personal and mixed of every nature and kind, and wherever the same may be situated, of which I may die seized

and possessed, to my children, ROBIN WEBB TONOS, VALERIE WEBB HENRY, ROSIE WEBB SMITH and ROB WEBB, share and share alike.

ITEM SIX: I hereby name, constitute, and designate my son, Rob Webb, as Executor of this my Last Will and Testament to serve without compensation. I hereby direct that the Executor of this my Last Will and Testament not be required to give bond, make inventory, appraisement, or accounting, and to the extent such requirements may be waived, I hereby waive for my Executor the requirements of bond, inventory, appraisal, and accounting.

SIGNED, PUBLISHED, AND DECLARED by me as my Last Will and Testament on this the 15th day of July, 1999 in the presence of these witnesses who attest to the same, as witnesses hereto at my request, in my presence, and in the presence of each other.

Rose Setaro Webb
ROSE SETARO WEBB

WITNESSES:

Velma Sutton

Rebecca Herring

BOOK 0033 PAGE 683

FILED
THIS DATE
JUL 20 2001
STEVE DUNCAN
CHANCERY CLERK
BY: Stacey H.D.C.

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Rebecca Herring, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of Rose Setaro Webb, who, being duly sworn, deposed and said that the said Rose Setaro Webb signed, published and declared said instrument as her Last Will and Testament on the 15th day of July, 1999, the day of the date of said instrument, in the presence of this deponent, and in the presence of Velma Sutton, the other subscribing witness, and that said Testator was then of sound and disposing mind and memory, and more than twenty-one years of age, and having her usual place of abode in Madison County, Mississippi, and this deponent and Velma Sutton subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said Testator, and in the presence of the said Testator and in the presence of each other, on the day and year of the date of said instrument.

Rebecca Herring
Rebecca Herring

SWORN TO AND SUBSCRIBED before me this 9th day of July, 2001.

Stephanie E. Malley
Notary Public

My Commission Expires:
12-03-04

STEPHANIE E. MALLEY NOTARY PUBLIC MADISON COUNTY, MS

STATE OF MISSISSIPPI, COUNTY OF MADISON

STEVE DUNCAN, Chancery Clerk, MADISON COUNTY, MISSISSIPPI

I certify that the within instrument was filed for record in my office this 20th day of July, 2001, at 1:30 o'clock P M., and was duly recorded on the JUL 20 2001, Book No. 33, Page 680.

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

LAST WILL AND TESTAMENT

OF

LEROY TAYLOR

#2000-971

FILED
THIS DATE
JUL 27 2001
STEVE DUNCAN
CHANCERY CLERK
BY [illegible] DC

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

I.

I appoint as the Executor of my Estate, my son, Lamar Taylor, to serve as his good judgment and discretion will determine. In the event my son is or becomes unable or unwilling to serve as Executor, I appoint my daughter, Shirley S. Greenlaw, to serve as the Executor in the alternative.

II.

All rights, powers, duties and discretion's granted to or imposed upon my Executor shall be exercisable by the alternative Executor. I direct that neither my Executor nor any alternative Executor shall be required to make any bond as Executor. To the extent permissible by law, I waive the requirement that my Executor, alternative Executor, be required to make a formal appraisal, provide any inventory, or file an accounting for my estate with any court.

III.

I give, devise and bequeath to my wife, at the time of my death, my house and the one (1) acre of land surrounding it to use for her benefit during her life time. Remainder to my three children.

IV.

I give, devise and bequeath to Shirley S. Greenlaw, Doris S. Lowe and Lamar Taylor, my two daughters and my son , at the time of my death , the remain 5.8 acres of land located in Section 18, Township 8, Range 2E, Parcel No. 082D-18-065.

V.

I give, devise and bequeath to my daughters, Shirely S. Greenlaw, Doris S. Lowe and to my son, Lamar Taylor, at the time of my death, the residuary of my estate to share and share alike.

Exhibit "A"

VI.

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 17th day of March, 1995.

Leroy Taylor
LEROY TAYLOR

WITNESSES:

Bessie Grant
Jacqueline Thompson

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 **LEROY TAYLOR**, who declared the said instrument to be his 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 17th day of March, 1995.

NAME	ADDRESS
Bessie Grant	113 Royal Oak Road Canton, MS. 39046
Jacqueline Thompson	320 N. Jackson St. Canton, MS 39046

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 27th day of July, 2001, at 10:30 o'clock A. M., and was duly recorded on the 27th day of July, 2001, Book No. 33, Page 684.

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

Last Will and Testament

OF

LEONA B. PHILLIPS

#2001-553

FILED
THIS DATE
JUL 31 2001
STEVE BUNCH
CHANCERY CLERK
BY

I, LEONA B. PHILLIPS, a resident citizen of Madison County, Mississippi, being over the age of eighteen years, and being of sound and disposing mind, memory, and understanding, being mindful of the uncertainties of life as well as the certainty of death, and not being unduly influenced by any person whomsoever, do hereby make, publish, and declare this to be my Last Will and Testament, hereby revoking any and all other wills or codicils thereto heretofore made by me.

WITNESSETH:

ARTICLE I.

It is my will that all my just debts, including the cost of my last illness, if any, and my funeral and burial expenses, which have been probated in the manner and within the time required by law, be first paid.

ARTICLE II.

I hereby will and bequeath to my son, Donald E. Phillips, and my daughters, Frances Phillips Frizsell and Ethelda Phillips Nail, if they shall survive me, all my personal effects, and all tangible personal property owned by me and held for personal use at the time of my death, but excluding cash on hand or on deposit, securities, choses in action, or other intangibles, share and share alike. If any of the hereinabove named legatees shall predecease me, I bequeath the above-described personal property to the survivor or survivors in equal shares.

Leona B. Phillips
LEONA B. PHILLIPS
(SIGNED FOR IDENTIFICATION)

ARTICLE III.

I will and devise to my daughter, Frances Phillips Frizsell, the parcel of real property now occupied by me as my residence with all appurtenances and improvements used in connection therewith, located in the Town of Ridgeland, County of Madison, State of Mississippi, and more specifically known as 222 West Porter Street, Ridgeland, Mississippi, during the term of her natural life. I direct that my said daughter shall pay all charges incidental to maintaining said property including, without limitation, all assessments, insurance premiums, taxes and ordinary repairs.

In her absolute discretion, I authorize my said daughter, Frances Phillips Frizsell: (1) To lease said property for such rental and such terms as she shall deem advisable. (2) To sell said property at such time, for such price, and upon such terms, including terms of credit, as she shall deem advisable. In the event my said daughter shall sell said property, her Deed alone shall be sufficient to convey the complete title without any obligation on the part of the purchaser to look to the application of the proceeds of sale; provided, however, that the balance of the net proceeds of such sale shall be divided into five equal parts and distributed as follows:

A. One-fifth (1/5) to my son, Donald E. Phillips
B. One-fifth (1/5) to my daughter, Frances Phillips Frizsell
C. One-fifth (1/5) to my daughter, Ethelda Phillips Nail
D. One-fifth (1/5) to my daughter-in-law, Lois Marter Phillips, widow of my deceased son, Maurice Phillips
E. One-fifth (1/5) to my daughter-in-law, Virginia Hamilton Phillips, widow of my deceased son, Harry V. Phillips, Jr.

If said property remains unsold upon the death of my said daughter, Frances Phillips Frizsell, I devise same per stirpes to all of my issue.

Leona B. Phillips
LEONA B. PHILLIPS
(SIGNED FOR IDENTIFICATION)

ARTICLE IV.

After the payment of all funeral expenses, the payment of the indebtednesses probated against my estate within the time prescribed by law, and the payment of all administrative expenses and costs, I hereby will and bequeath all cash on hand or on deposit, securities, choses in action, or other intangibles not heretofore bequeathed in Article II. unto the following, share and share alike:

A. One-fifth (1/5) to my son, Donald E. Phillips
B. One-fifth (1/5) to my daughter, Frances Phillips Frizsell
C. One-fifth (1/5) to my daughter, Ethelda Phillips Nail
D. One-fifth (1/5) to my daughter-in-law, Lois Marter Phillips, widow of my deceased son, Maurice Phillips
E. One-fifth (1/5) to my daughter-in-law, Virginia Hamilton Phillips, widow of my deceased son, Harry V. Phillips, Jr.

ARTICLE V.

I hereby nominate and appoint my daughter, Frances Phillips Frizsell, as the Executrix of my estate, and I direct that she be permitted to serve in said capacity without bond, and further, I expressly relieve her of the necessity of appraisement, accounting or inventory to any Court.

ARTICLE VI.

In the event my daughter, Frances Phillips Frizsell, predeceases me or for some reason she is unable to serve as Executrix, then I nominate and appoint my son, Donald E. Phillips, as the Executor of my estate, and I direct that he be permitted to serve in such capacity without bond, and further I expressly relieve him of the necessity of appraisement, accounting or inventory to any Court.

IN TESTIMONY WHEREOF, I have signed, published, and declared the foregoing instrument, consisting of four (4) typewritten pages, as and for my Last Will and Testament, on this 22nd day of July, 1982.

Leona B. Phillips
LEONA B. PHILLIPS

Leona B. Phillips
LEONA B. PHILLIPS
(SIGNED FOR IDENTIFICATION)

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

WITNESSES:

Grace M. Ross
(name)
112 S. Maple St.
Ridgeland, MS. 39157
(address)

Bonnie J. Ross
(name)
112 S. Maple
Ridgeland, MS. 39157
(address)

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 31st day of July, 2001, at 9:00 o'clock A. M, and was duly recorded on the 31st day of July, 2001, Book No. 33, Page 686

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

BOOK 0033 PAGE 690

FILED
THIS DATE
JUL 31 2001
STEVE DUNCAN
CHANCERY CLERK
BY: Karen Tupp D.C.

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF Madison

We HORACE M ROSS and BONNIE J ROSS on oath state that we are the subscribing witnesses to the attached written instrument dated the 22nd day of July, 1982, which purports to be the Last Will and Testament of LEONA B PHILLIPS, who indicated to us that she is a resident of and has a fixed place of residence in the County of Madison, 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 her 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 her mental faculties, and acting without undue influence, fraud or restraint

DATED this the 12 day of June, 2001

Horace M. Ross

Bonnie J. Ross

Subscribed and sworn to before me on this the 12 day of June, 2001

Nancy W. Wood
NOTARY PUBLIC

My Commission Expires

My Commission Expires August 25, 2002

926/Affidavit PH6

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 31st day of July, 2001 at 9:00 o'clock A M, and was duly recorded on the 31st day of July, 2001 Book No. 33 Page 690.

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

LAST WILL AND TESTAMENT

OF

KATHERINE S. EVANS

#2001-635

FILED
THIS DATE
9:30 A.M.
AUG 0 2 2001
STEVE DUNCAN
CHANCERY CLERK
BY DC

I, KATHERINE S. EVANS, an adult resident of Jackson, Hinds County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My husband's name is WILLIAM JACKSON EVANS, and he is herein referred to as "my husband." I have three (3) adult children now living, WILLIAM RICHARD EVANS, CHRIS M. EVANS, and NANCY EVANS MURFF.

The words "child," "children," "grandchild," or "grandchildren" as used herein shall include any children hereafter born to any of my children and "descendants" shall include any person hereafter born to any of my descendants. Each of the words "child," "children," and "descendants" shall be deemed to include an adopted child or adopted children, irrespective of any provisions of law establishing a contrary presumption.

ITEM II.

I appoint my son, WILLIAM RICHARD EVANS, as Executor of my estate under this Will. In the event my son is or becomes unable or unwilling to serve as Executor, I appoint my son, CHRIS M. EVANS, to serve as successor Executor.

ITEM III.

My Executor shall pay all funeral expenses, costs of administration and other proper claims against my estate. My Executor may, in my Executor's discretion, pay all or any portion of the administration expenses out of the income and/or principal of the estate

during the period of administration and may elect in accordance with applicable federal tax laws, to deduct such expenses either for federal estate tax purposes or federal income tax purposes, or partly for one and partly for the other, irrespective of the source of payment, and without reimbursement or adjustment of the estate accounts or the amounts to which the beneficiaries of my estate may otherwise be entitled. 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.

ITEM IV.

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

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

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

ITEM V.

To my husband, WILLIAM JACKSON EVANS, if he survives me, I devise and bequeath the following:

A. My interest in our family residence, subject to any indebtedness thereon.

B. My automobiles and other vehicles, club memberships, clothing, jewelry, sport equipment and other personal effects.

C. My interest in the furniture, furnishings, decorations, silverware, china, pictures, linens, glassware and the like located in our home.

If my husband does not survive me, I devise and bequeath my interest in the family residence to the Trustee of the "Katherine S. Evans Family Trust," provided in this Will, to be held, administered and distributed under the provisions of that trust; and the assets described in Paragraphs B and C, to my children in substantially equal shares, to be divided among them as they agree, or in the absence of such agreement, as the Chancery Court administering my estate may determine.

ITEM VI.

If my husband survives me, I give, devise and bequeath to my husband, outright, an amount of property determined as follows:

First, ascertain the maximum marital deduction allowable in determining the federal estate tax payable by reason of my death.

Second, deduct therefrom the value of any insurance and other property which passes or has passed to my husband either outside of this Will or under another ITEM of this Will in such manner as to qualify as a part of the marital deduction under the federal estate tax law.

Third, compute the amount of my taxable estate, which will result in no federal estate tax liability on my estate, after allowing the unified credit and the state death tax credit allowable to my estate, which does not cause an increase in state death taxes. The amount of this bequest to my husband shall be reduced by the

amount necessary to leave my taxable estate at the amount that results in zero federal estate tax liability in order to fully utilize these credits in determining the federal estate tax on my estate.

Fourth, the amount then remaining shall be the amount bequeathed to my husband in this ITEM.

In computing the dollar amount of property constituting this pecuniary bequest, the values used in finally determining the federal estate tax on my estate shall be used.

My Executor shall have full power and discretion to satisfy this bequest wholly or partly in cash or in kind and to select the assets which shall constitute this bequest. All property so selected shall be valued at the value thereof as of the date or dates of distribution to my husband.

The assets devised and bequeathed under this ITEM of my Will shall be charged with the payment of any funeral expenses, any expenses of my estate, and any other proper claims against my estate, which are deducted for federal estate tax purposes and which are allowed as deductions in finally determining the federal estate taxes payable by reason of my death.

ITEM VII.

I give, devise and bequeath to my son, WILLIAM RICHARD EVANS, as Trustee under the terms set forth in this Will, the rest and residue of my estate, real and personal, of whatsoever kind or character and wheresoever situated, including any bequest that may lapse or be renounced or disclaimed or that may otherwise be ineffective for any reason. This trust shall be for the benefit of my husband.

The assets devised and bequeathed under this ITEM of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, any expenses of my estate not deducted for federal estate tax purposes and any other expenses deducted but not allowed as deductions in finally determining the Federal estate taxes payable by reason of my death. I recognize the possibility that the amount so disposed of may be affected by the action of my Executor in exercising certain tax elections.

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

A. The Trustee shall pay to my husband as much of the net income as the Trustee, in the Trustee's discretion, deems advisable for the education, support, maintenance, and health, including any hospital or other institutional care, of my husband, and for the maintenance of his accustomed standard of living. Any income not distributed shall be added to principal and distributed in accordance with subsequent provisions.

B. In addition to the income distributions the Trustee shall pay to or for the benefit of my husband as much principal as the Trustee, in the Trustee's discretion, deems advisable for the education, support, maintenance and health, including any hospital or other institutional care, of my husband or for the maintenance of his accustomed standard of living at the time of my death.

In making distributions of income and principal, I direct the Trustee to consider my husband as the primary beneficiary and consider his needs above those of the remaindermen. The Trustee shall see that my husband has sufficient funds to enable him to continue, if possible, his accustomed standard of living at the time of my death.

C. Upon my husband's death, the Trustee shall divide this trust into separate shares. There shall be a separate share for each of my then living children and one share for the then living children, collectively, of each deceased child of mine (being my grandchildren by that deceased child). These shares shall be equal in amounts. The shares for my then living children shall be distributed to such children at that time. The Trustee shall hold, administer and distribute the shares for the then living children, collectively, of each deceased child of mine (being my grandchildren by that deceased child) in trust under the following provisions.

1. The Trustee shall distribute, at least annually, to each beneficiary of each trust (but not necessarily in equal shares) as much of the net income of that trust as the Trustee, in the Trustee's discretion, deems advisable for the beneficiary's education, support, maintenance and health, including any hospital or other institutional care, and for the maintenance of the beneficiary's accustomed standard of living. Any income not distributed shall be added to principal and distributed in accordance with subsequent provisions.

2. In addition to the income distributions, the Trustee may distribute to or for the benefit of a beneficiary, as much principal as the Trustee, in the Trustee's discretion, deems advisable for the beneficiary's education, support, maintenance and health, including any hospital or other institutional care, and for the maintenance of the beneficiary's accustomed standard of living. In making principal distributions, the Trustee shall consider the needs of the beneficiaries and the funds available to them from other sources.

3. The trust estate for the children of a deceased child of mine (being my grandchildren by that deceased child) shall be

distributed, in equal shares, to the children of such deceased child when the oldest living child of such deceased child attains the age of twenty-five (25) years, except that the then living descendants of a deceased grandchild of mine shall take, per stirpes, the share the grandchild would have taken if living. If at the death of a child of mine, he or she leaves no surviving descendants, that deceased child's trust estate shall be paid over and added, in equal shares, to the trusts created for my other child or children and their descendants to be held, administered and distributed in accordance with the provisions of such trusts or shall be distributed outright to a beneficiary who had previously reached the age to have received a distribution of his or her trust estate.

D. Notwithstanding any provision herein to the contrary, the Trustee shall retain in trust for the benefit of any beneficiary, any distribution otherwise required to be made to such beneficiary, if in the Trustee's sole discretion such beneficiary is, at the time the distribution would otherwise be required, involved in a lawsuit, addicted to alcohol, drugs, or other chemical substances, is a party to a pending divorce or marital separation proceeding, is in bankruptcy, or is currently under suit or collection proceedings by creditors, whether or not such beneficiary is in bankruptcy proceedings. The Trustee shall make reasonable inquiries before making distributions of principal to the beneficiaries to ascertain whether any beneficiary is then under any of the above described conditions. In making a determination that a beneficiary is addicted to alcohol, drugs, or other chemical substances, the Trustee may rely upon the opinion of a physician who has examined the beneficiary. The Trustee may request that the beneficiary be examined by a physician designated by the Trustee and if the beneficiary refuses to be examined by such physician, the Trustee shall not make any distributions to the beneficiary until such time as the beneficiary agrees to be examined by such physician. As and when the beneficiary whose

distribution was delayed has recovered from, has resolved, or has been relieved of such condition, the Trustee may then make distribution to such beneficiary of the distribution which was delayed by the Trustee in accordance with this provision.

E. If at any time, in following the provisions this Will, the Trustee is required to distribute all or any part of the principal of any trust herein created outright to a person who has not attained twenty-five (25) years of age, the trust principal shall vest in such person but the Trustee shall be authorized to continue to hold the share of such person in trust for that person's benefit until he or she attains age twenty-five (25). Until such time the Trustee is authorized and directed to expend such part of the income and/or principal of the trust belonging to such person as the Trustee in the Trustee's discretion deems necessary to provide for the proper education, support, maintenance and health of said person.

F. Upon distribution of the entire trust estate to the beneficiary or beneficiaries of any trust created under this ITEM of my Will, such Trust shall terminate.

G. My husband shall continue as a beneficiary of this trust, notwithstanding his remarriage subsequent to my death.

H. This trust shall be designated and known as the "Katherine S. Evans Family Trust."

ITEM VIII.

In making distributions for beneficiaries from any trust created under this Will and especially where such beneficiaries are minors, or incapable of transacting business due to illness, the Trustee, in the Trustee's discretion, may make distributions 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, (d)

to a Custodian for a minor beneficiary under the Mississippi Uniform Transfers to Minors Act, or (e) by applying the distributions 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 requisite to assure and enforce the application of such distributions for the exclusive benefit of the beneficiary.

None of the principal or income of any trust created under this Will or any part of 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 assets.

ITEM IX.

The Trustee of any trust created herein shall have the authority to distribute income or principal 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, and may select assets to be allocated or distributed without regard to the income tax basis of the property.

The Trustee shall not be required to make physical division of the trust property comprising the"Katherine S. Evans Family Trust," except when necessary for the purposes of distribution, but may, in the Trustee's discretion, keep the trusts in one or more consolidated funds. As to each consolidated fund, the division into the various shares comprising such fund need be made only on the Trustee's books of account, in which case

each trust shall be allotted its proportionate part of the principal and income of the fund and charged with its proportionate part of expenses thereof.

ITEM X.

Notwithstanding any provision of this Will to the contrary, the interest of every beneficiary of any trust created by this Will shall vest within the period prescribed by the Rule against Perpetuities. Upon such vesting, any trust property held by the Trustee shall be distributed to the income beneficiary or beneficiaries of the trust as though such beneficiary had reached the date at which final distribution is required by this Will.

ITEM XI.

During the administration of my estate and until a 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 the beneficiaries of such trust. These payments shall be an amount which in the judgment of the Trustee and the Executor, jointly, equals the distributions which the beneficiaries would receive from the trust had it been established and funded at my death.

ITEM XII.

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.

No Trustee hereunder shall be required to enter into any bond or to file with any court a formal accounting of the Trustee's administration. The Trustee shall render annual accounts to the income beneficiaries of each trust. No persons paying money or delivering property to the Trustee shall be required to see to its application.

ITEM XIII.

A Trustee may resign and cease to act at any time by giving written notice specifying the effective date of such resignation, by personal delivery or by registered mail, to those persons who are income beneficiaries of each trust at that particular time. If WILLIAM RICHARD EVANS is or becomes unwilling or unable to serve, I appoint CHRIS M. EVANS to serve as trustee. If CHRIS M. EVANS is or becomes unwilling or unable to serve, I appoint NANCY EVANS MURFF to serve as Trustee.

The resigning or removed Trustee shall deliver all trust assets to the successor Trustee on the effective date of the resignation or removal, and shall, within sixty (60) days of such date, submit a full and final accounting to the successor Trustee and to the income beneficiaries of the trust. Any successor Trustee shall be vested with all the rights, powers, duties and discretions conferred on the original Trustee.

ITEM XIV.

Unless otherwise provided, the administration and management of any trust 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 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 consolidate and merge any trust created hereunder with any other trust created by me or any other person, whether inter vivos or by Will, if the beneficiaries are the same and the terms of that other trust are substantially the same as this trust.

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

ITEM XV.

If my husband and I die simultaneously, or under circumstances which make it difficult to determine which died first, I direct that I shall be deemed to have survived my husband 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 XVI.

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 7th day of August, 1997.

Katherine S. Evans
Katherine S. Evans

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

James K. Possett, Jr. — Jackson, Mississippi
Address

Tammy E. Crawford — Clinton, Mississippi
Address

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 2nd day of August, 2001, at 9:30 o'clock A.M., and was duly recorded on the 2nd day of August, 2001, Book No 33, Page 691.

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