

2002-494

BOOK 0035 PAGE 001

FILED
THIS DATE

JUL 02 2002

MIKE CROOK
CHANCERY CLERK
By: Sally Toton D.C.

LAST WILL AND TESTAMENT

I, GEORGIE MARTIN MANESS, an adult resident citizen of Canton, 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 unto my son, John David Maness.

CLAUSE II

I name, constitute and appoint my son, John David Maness, as Executor of my estate hereunder and direct that said Executor be relieved of making bond or accounting to any court.

WITNESS my signature this the 19th day of June, 1986

Georgie Martin Maness
Georgie Martin Maness

The foregoing instrument was on the date shown above signed, published, and declared by GEORGIE MARTIN MANESS 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]
[Signature]
WITNESSES

FILED
THIS DATE

JUL 01 2002

MIKE CROOK
CHANCERY CLERK
By: Sally Toton D.C.

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within Instrument was filed for record in my office this 2nd day of July, 2002, at 9:00 o'clock A M, and was duly recorded on the JUL 12 2002, Book No 35, Page 1

MIKE CROOK, CHANCERY CLERK

BY: Sally Toton D.C.



BE. 0035 CASE 002

2002-520

FILED
THIS DATE

JUL 08 2002

MIKE CROOK
CHANCERY CLERK
By Mike Crook D.C.

Last Will and Testament

of

Thomas Alan Robinson

WELLS MARBLE & HURST, PLLC
Post Office Box 131
Jackson, Mississippi 39205-0131
Telephone: (601) 355-4321

Last Will and Testament of Thomas Alan Robinson

Introductory Clause. I, THOMAS ALAN ROBINSON, a United States citizen and a resident of and domiciled in the County of Madison and State of Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils at any time heretofore made by me.

I declare that I am single. I have no children or descendants

ITEM I

Naming an Individual Executor. I hereby nominate, constitute, and appoint as Executor of this my Last Will and Testament my father, JOHN T. ROBINSON. If my individual Executor should fail to qualify as Executor hereunder, or for any reason should cease to act in such capacity, the successor or substitute Executor shall be my brother, JOHN CLARK ROBINSON. To the extent permissible by law, I waive any requirement that my Executor and any successor Executor post bond, make a formal appraisal, provide an inventory, or file an accounting for my estate with any Court. No persons paying money or delivering property to my Executor shall be required to see to its application. Any successor or substitute Executor shall possess all the rights, powers and duties, authority and responsibility conferred upon my Executor originally named herein.

ITEM II

Direction to Pay Debts. I direct that all my legally enforceable debts, secured and unsecured, be paid as soon as practicable after my death; provided, however, that my Executor shall specifically be authorized to pay any debt of my estate which does not exceed \$300 without the necessity of probating said debt. I further direct that all of my funeral expenses (including the cost of a suitable monument at my grave), expenses of my last illness, any unpaid charitable pledges (regardless of whether said pledges may be enforceable obligations of my estate), and the costs of administration of my estate be paid as soon as practicable after my death; provided, however, my Executor shall not be required to pay any obligation in advance of its maturity. My Executor, in my Executor's sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions. If at the time of my death any of the real property herein devised is subject to any mortgage, I direct that the devisee taking such mortgaged property shall take it subject to such mortgage and that the devisee shall not be entitled to have the obligation secured thereby paid out of my general estate. It is my intention, however, that nothing in this Item of my Will should be construed as creating an express trust or fund for the payment of debts and expenses which would in any way extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

ITEM III

General Bequest of Personal and Household Effects I give and bequeath all my personal and household effects of every kind including but not limited to furniture, appliances, furnishings, pictures, silverware, china, glass, books, jewelry, wearing apparel, boats, automobiles and other vehicles, sporting equipment, club memberships and all policies of fire, burglary, property damage, and other insurance on or in connection with the use of this property to my father, JOHN T. ROBINSON.

ITEM IV.

Specific Bequest of Stock. I give and bequeath my shares in ProCo, Inc. to my brother, JOHN CLARK ROBINSON, and my sister, MARY FRANCES ROBINSON, in equal shares, or all to the survivor of them.

ITEM V

Disposition of Residuary Estate I give, devise and bequeath the rest, residue and remainder of my estate (including lapsed legacies and devises, but excluding property over which I may have a power of appointment, it being my intent not to exercise such power) wherever situate and whether acquired before or after the execution of this Will, to my parents, JOHN T. ROBINSON and NANCY WINDHAM, in equal shares.

ITEM VI

Powers for Executor. My Executor is specifically authorized and empowered with respect to any property, real or personal, at any time held under any provision of this my Will to exercise all the powers in the management of my Estate which any individual could exercise in the management of similar property owned in his or her own right, upon such terms and conditions as to my Executor may seem best, and to execute and deliver any and all instruments and to do all acts which my Executor may deem proper or necessary to carry out the purposes of this my Will. Without in any way limiting the generality of the foregoing, my Executor shall have the power to exercise all powers conferred by law upon trustees by the Uniform Trustees' Powers Law of Mississippi and all powers conferred by law upon executors and all powers granted herein without prior authority from any Court; however, my Executor may seek Court authority if doing so is in the best interest of my Executor, my estate or my beneficiaries.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 19th day of April, 2002.

Thomas Alan Robinson

THOMAS ALAN ROBINSON

Attestation Clause The foregoing Will, consisting of this and the preceding page bearing on the margin the initials of the Testator, was this 19th day of April, 2002, signed, sealed, published and declared by the Testator as and for his Last Will and Testament in our presence, and we, at her request and in her presence, and in the presence of each other, have hereunto subscribed our names as witnesses on the above date.

Carolyn H. Robinson residing at *48 Peach Tree Dr.*
Madison, MS 39110

Dorland L. Carter residing at *207 Burrow St.*
Pearl, MS 39208

SELF-PROVING AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF HINDS

We, Carolyn H. Robinson and Barbara L. Earles, the witnesses whose names are signed to the attached or foregoing instrument, being first duly sworn, do hereby declare to the undersigned authority that the Testator signed and executed the instrument as his Last Will and that he had signed willingly (or willingly directed another to sign for him), and that he executed it as his free and voluntary act for the purposes therein expressed, and that each of the witnesses, in the presence and hearing of the Testator, and in the presence of each other, signed the Will as witness and to the best of our knowledge the Testator was at that time eighteen years of age or older, of sound mind, and under no constraint or undue influence.

Carolyn H. Robinson
Witness

residing at 48 Peach Grove Ln
Medison, MS 39110

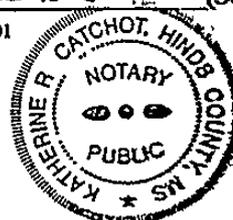
Barbara L. Earles
Witness

residing at 207 Barrow St
Pearl, MS 39208

Subscribed, sworn to, and acknowledged before me by Carolyn H Robinson and Barbara L. Earles, witnesses, this 19th day of April, 2002.

Katherine R. Catchot (Seal)
Notary Public for Mississippi

My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES APRIL 3, 2004
BONDED THRU STEGALL NOTARY SERVICE



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Last Will and Testament of THOMAS ALAN ROBINSON Page 3



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this

of July, 2002, at 10:00 o'clock

of the day of July, 2002.

MIKE CROOK, CHANCERY CLERK

BOOK 0035 PAGE 006

FILED
THIS DATE

JUL 08 2002

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE THE ESTATE OF
THOMAS ALAN ROBINSON, DECEASED

MIKE CROOK
CHANCERY CLERK
By: M. Kuckler D.C.
NO. 2002-520

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority of law in and for the jurisdiction aforesaid, the within named CAROLYN H. ROBINSON, subscribing witness to a certain instrument of writing purporting to be the Last Will and Testament of THOMAS ALAN ROBINSON, Deceased, late of Madison, Madison County, Mississippi, who having first been duly sworn, did give oath that THOMAS ALAN ROBINSON signed, published and declared said written instrument in her presence as his Last Will and testament on the 19th day of April, 2002, the day of the date of said instrument; and that the Testator was then of sound and disposing mind and memory and above the age of 21 years; and that affiant has no interest in his estate whatsoever. She further states that she subscribed her name unto the instrument in the presence of the Testator and in the presence of the other subscribing witness, Barbara L. Earles, on April 19, 2002 as a witness to the signature and publication of THOMAS ALAN ROBINSON'S Last Will and Testament.

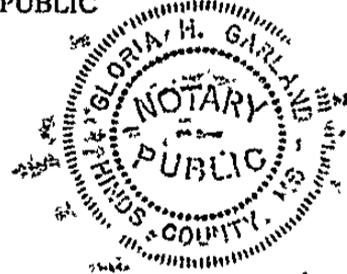
Carolyn H. Robinson
CAROLYN H. ROBINSON

SWORN to and subscribed before me, this the 24 day of June, 2002.

Gloria H. Garland
NOTARY PUBLIC

MY COMMISSION EXPIRES:

March 11, 2003



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 8th day of July, 20 02, at 10:00 o'clock a M., and was duly recorded on the JUL 18 2002, Book No. 35, Page 6.

MIKE CROOK, CHANCERY CLERK

BY: Jerry Tolen D.C.



FILED
THIS DATE

2002-529

LAST WILL AND TESTAMENT
OF

JUL 09 2002

RONALD E. PARSONS

MIKE CROOK
CHANCERY CLERK
By: Stacy J. Tolson D.C.

I, RONALD E. PARSONS, an adult resident citizen of Jackson, Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ARTICLE I

I hereby constitute and appoint my Wife, JOAN L. PARSONS, as Executrix of this my Last Will and Testament, or if she shall predecease me or for any reason fail to qualify or be unwilling to serve in such capacity, then the Sunburst Bank, Jackson, Mississippi, as substitute Executor, said alternate or substitute Executor to have all rights and powers of the original Executrix as herein provided or as may be additionally provided by law. I further direct that my Executrix or substitute or alternate Executor be permitted to serve without bond, and I waive the requirement that a formal appraisal be made of my estate.

ARTICLE II

I hereby direct that all of my funeral expenses, costs of my last illness, cost of administration and any properly probated claims against my estate be paid as soon as may be conveniently done.

ARTICLE III

I hereby give, devise and bequeath unto my Wife, if she shall survive me, any and all automobiles or other vehicles, club memberships, clothing, books, jewelry and other personal effects which are particularly personal to me which I may own at my death. If my Wife shall not survive me, I give and bequeath said personal effects and assets to my living

RP

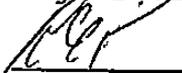
children in substantially equal shares, to be divided among them as they shall agree, or in the absence of such agreement, as my Executor may determine.

ARTICLE IV

All furniture, furnishings, decorations, silverware, china, pictures, linens, glassware and the like located in our home is the property of my Wife. I have no right to dispose of these items and hereby confirm title to said articles in her. If my Wife predeceases me and I have any right to these items at the time of my death, I give and bequeath such items to my living children in substantially equal shares, to be divided among them as they shall agree, or in the absence of such agreement, as my Executor may determine, provided, however, that I direct that the Limogeus China collection be given to my daughter, Mary Elizabeth Slinkard, as part of her share.

ARTICLE V

If my Wife, Joan L. Parsons, shall survive me, I give, devise and bequeath to her all of the rest and residue of my estate, real, personal and mixed, and wheresoever situated. My Wife shall have the right to disclaim all or any portion of her interest in any property which I have devised or bequeathed to her. Any such disclaimer shall be made within the time period and in a manner required for such disclaimer to qualify under IRC Section 2518. Any such disclaimer may be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated. I direct that my Wife be deemed not to have accepted any interest or any benefits from any interest in property devised and bequeathed to her herein, until she shall have made any such disclaimer or the time period for making said disclaimer under IRC Section 2518 has expired, whichever first occurs. If my Wife shall exercise this right



of disclaimer, the said property disclaimed by her shall be distributed to the Trustee of the "Ronald E. Parsons Family Trust" created by Article VI of this Will to be held, administered and distributed as provided for therein. Provided, however, that if my said Wife shall disclaim her interest in any portion or all of stock in R. E. Parsons, P.A., owned by me at my death and devised and bequeathed to her herein, said stock so disclaimed shall be immediately distributed, in equal shares, to those of my children who then hold insurance agent or broker licenses and then currently own one or more shares of stock of said R. E. Parsons, P.A. and who are then otherwise qualified by law to hold and own said stock in said professional association. The value of said stock so distributed to one or more of my said qualified stockholder children shall be considered as a credit upon that said child's share of the trust created and provided for in Article VI of my said Last Will and Testament. Any said stock so distributed to my children shall be valued, for purposes of said credit to their share of said trust, as of the date of distribution for all purposes by the regular accountant for R. E. Parsons, P.A., utilizing the accounting procedures and methods used by him or her over the prior three (3) years, said accountant's evaluation to be binding upon all my heirs or other interested parties herein.

ARTICLE VI

Any and all property that may be disclaimed by my beloved Wife, Joan L. Parsons, as provided for in Article V hereinabove, shall be conveyed, distributed and transferred, IN TRUST unto the Sunburst Bank, Jackson, Mississippi, as Trustee under the terms and provisions set forth herein. This trust shall be for the benefit of my Wife and my children, to-wit: Mary Elizabeth Slinkard, Robert A. Parsons, Gregory E. Parsons and Ronald E. (Ted) Parsons, Jr., and my said childrens' issue

REP

who may survive me, if any. My Trustee shall hold, administer and distribute the funds of the Trust under the following terms, conditions and provisions:

A. My Trustee shall pay to, for the benefit of and among my Wife, my said surviving children, or any of my said childrens' surviving issue, as much of the net income of this Trust as the Trustee, in its sole discretion, deems advisable for the support, maintenance, health and education of these beneficiaries. In making any such distribution of net income, my Trustee shall first look to my Wife and her needs as primary beneficiary, considering all other sources of income or assets available to her, in order that she may enjoy a standard of living commensurate to that to which she had become accustomed. Said distributions shall be made in such proportions and amounts and at such intervals as my Trustee shall, in its sole discretion, determine as said beneficiaries' needs appear. Any income not distributed shall be added to principal and distributed in accordance with subsequent provisions.

B. In addition to the income distributions provided for herein, my Trustee shall pay to or for the benefit of said beneficiaries, or any of them (but not necessarily in equal shares), as much principal or corpus of this Trust as my Trustee, in its sole discretion, deems advisable for the support, maintenance, health and education of said beneficiaries. In making any such principal distributions, my Trustee shall consider my Wife's needs as primary, considering all other sources of income available to her, and the necessity of her circumstances. Such distribution shall be made in proportions and amounts and at such intervals as my Trustee, in its sole discretion, shall determine. My Trustee may, if it desires, counsel with my Wife to determine needs of any children or their issue beneficiaries, but the decision and sole discretion of my Trustee shall be final as to the amounts and recipients of any such distributions.

C. Upon the death of my said Wife, the entire remaining corpus and all accrued but undistributed income of this Trust shall be divided by my Trustee into equal shares as follows: One (1) such equal share for each of my then surviving children or, if any of said children be then deceased, said deceased child's equal share for the issue of any such deceased child, per stirpes, provided, however, that should my beloved son, Ted Parsons, survive me, his said equal child's share shall be further divided in half, with one (1) such half child's share being held for his benefit, and the other one-half (1/2) child's share being held in this Trust for the benefit of his surviving issue, per stirpes. In the event my Wife had, prior to her death, disclaimed an interest in all or any portion of stock of R. E. Parsons, P.A., bequeathed by me to her, and which were immediately distributed at that time in equal shares to the one or more of my children, as provided for in Article V hereinabove, then I direct that my Trustee consider the value of the stock so distributed, as of the date

of distribution, as a credit against that child's equal share of this Trust. In that event, my Trustee shall first fund any remaining equal child's shares (or one-half (1/2) child's shares, as the case may be) of those of my children or their issue who did not receive a distribution of said R. E. Parsons, P.A. stock, with corpus or income of this Trust of an equivalent value to that of an equal child's share stock distribution, with the remainder of the corpus and any accumulated income to be then equally divided among all equal child's shares as provided for herein, it being my intent that the equal child's share of any of my children who did not receive such a stock distribution shall be equalized in value, considering the value of said stock at the date of distribution to one or more of my children.

D. Upon formation of said equal shares (or one-half (1/2) equal shares, as the case may be), my Trustee shall immediately distribute one-third (1/3) of the corpus and accumulated income of each such said equal share (or one-half (1/2) equal share) to the beneficiary thereof if said beneficiary shall be twenty-one (21) years old or older; provided, however, that, if at the time of my death, any child of mine shall have owed an indebtedness to me, or my Wife or children, or any family related business or corporation, directly or by way of guaranty or indemnity, then the amount of said indebtedness or liability shall be deducted from said child's equal share or one-half (1/2) share and paid over unto said creditor or, in the case of liability to me or my estate, in equal shares to the remaining equal children's shares or one-half (1/2) shares created herein. Thereafter, my Trustee shall distribute such amounts of income or principal, at such times and during such intervals as my Trustee, in its sole discretion, shall deem advisable or necessary for the support, maintenance, health and education of each said beneficiary, from that beneficiary's separate trust share as created herein.

E. My Trustee shall distribute all corpus and remaining income of an equal child's share or one-half (1/2) child's share to my child who is beneficiary thereof, upon said child attaining the age of thirty-five (35) years, and said child's share of this trust shall terminate. In the event any of my said children beneficiaries shall die before attaining the age of thirty-five (35) years, then the corpus and any remaining undistributed income of said deceased child's share shall be held and administered according to the terms of this Trust for the benefit of any surviving issue of said deceased child, per stirpes, or, if my said child died without issue, then said deceased child's share shall be distributed equally to his or her surviving brothers and sister (or, in the case of Ted Parsons, to his one-half (1/2) equal child's share and the one-half (1/2) equal child's share for his issue), and held and disposed of according to the provisions of this Trust.

F. If any of the beneficiaries of the equal child's share, or portions thereof, created herein shall be a minor under the age of twenty-one (21) years at the time they become a beneficiary thereof, said minor's per stirpes interest shall remain in trust until said

minor shall attain the age of twenty-one (21) years. During said minority, my Trustee shall pay so much of the net income and principal of said minor's portion of his or her equal per stirpes share as the Trustee, in its sole discretion, deems reasonably necessary and prudent for the support, maintenance, health and education of said minor. Upon said minor attaining the age of twenty-one (21) years, the entire remaining portion of said minor's trust portion as provided for herein shall be distributed directly to said minor and his or her trust shall terminate. In the event any said minor beneficiary shall die prior to reaching the age of twenty-one (21) years, said minor beneficiary's share shall be distributed to or held for the benefit of the following: Any surviving brothers or sisters of said minor beneficiary, per stirpes; or, if there be none surviving him or her, then equally to my children who are then surviving, share and share alike.

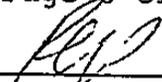
G. In making the division of the trust created herein into equal shares (or one-half (1/2) equal shares, as the case may be), it shall not be necessary for my Trustee to physically divide any such assets, but said division may be made by proper bookkeeping, accounts and records created for each separate share, and common assets of the shares may be comingled or held with proportionate ownership thereof attributable by bookkeeping entries to each said separate share.

H. In making distributions for any beneficiary from the trust created herein, and especially where such beneficiaries are minors, or are incapable of transacting business due to illness or mental infirmity, the Trustee, in the Trustee's sole discretion, may make distributions either (1) directly to the beneficiary, (2) to the legal or natural guardian of the beneficiary, (3) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary (4) by making payments directly to any doctor, hospital, medical facility, health care provider, educational institution, or the like, for the benefit of said beneficiary, (5) by applying the distribution for the benefit of the beneficiary by paying expenses or creditors directly.

I. None of the principal or income of the trust, or any child's share or portion thereof, created under this Will shall be liable for the debts of any beneficiary or be subject to seizure by creditors of any beneficiary. The beneficiaries shall have no power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of any part of their interest in the trust funds or the income produced from the funds prior to distribution.

J. Upon distribution of the entire trust estate to the beneficiary or beneficiaries herein, this Trust shall terminate.

K. This Trust shall be known and designated as the "Ronald E. Parsons Family Trust".



ARTICLE VII

If my wife shall survive me, but if she should subsequently die prior to exercising any power or right of disclaimer as she may have, and in that event, I hereby direct that my Executor or other personal representative of her estate have the same power to disclaim any or all portions of any devised or bequeathed property in my Wife's behalf that she might have exercised personally.

ARTICLE VIII

If my Wife shall predecease me, or be considered to have predeceased me, I give, devise and bequeath the rest and residue of my estate, real, personal and mixed, and wheresoever located, and including any bequests that may lapse or be renounced or disclaimed or that may be otherwise ineffective for any reason, IN TRUST, to the Trustee of the Ronald E. Parsons Family Trust created by Article VI of this Will to be held, administered and distributed as provided for therein.

ARTICLE IX

Notwithstanding any provision of this Will to the contrary, the interests of every beneficiary of any trust created by this Will shall vest within the period prescribed by the Rule Against Perpetuities, and this Will and the Trust created herein shall be construed and interpreted accordingly.

ARTICLE X

Any trust created herein is a private trust and the Trustee shall not be required to obtain the order or approval of any Court for the exercise of its 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.

ARTICLE XI

The Trustee of the trust created herein may resign at any time by giving written notice, specifying the effective date of resignation, to the persons who are income beneficiaries of the trust at that time. The notice may be made by personal delivery or sent by registered mail. During the term of this Trust, a majority of the adult income beneficiaries thereof, over the age of twenty-one (21) years, may demand the resignation of the Trustee of the trust herein created by written notice to the Trustee, specifying the date for such resignation. In the event of resignation or such demand, a successor Trustee shall be appointed by agreement of said majority of the adult income beneficiaries, provided, however, that in any event the successor trustee shall be a Federal banking, savings and Loan or Trust institution possessing trust powers. The resigning trustee shall deliver all trust assets to the successor trustee on the effective date of resignation, and shall, within sixty (60) days thereafter, 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 rights, powers, duties and discretions conferred upon the original trustee.

ARTICLE XII

In addition to all powers conferred by law or by other provisions of this Will upon my Executrix and my Trustee, I direct that they shall have the following discretionary powers in addition thereto, and not by way of limitation:

A. To retain any property which I may own at the time of my death which may at any time be in their hands, or to sell, exchange or otherwise dispose of such property, at public or private sale, without application to court, on such terms, including the extension of credit which they deem advisable.

B. To receive, invest in and retain in trust or otherwise all types of property and, especially, to receive, invest in and retain any shares of stock of any closely held corporations, partnerships or non-income producing real estate regardless of where it may be situated; and to vote any such corporate stock or otherwise exercise any powers inherent therein as they deem appropriate.

C. To have all rights and powers to operate any professional association of which I may be the sole or majority shareholder at the time of my death in such a manner as to provide for an orderly and reasonable liquidation and recovery of the assets and asset value thereof; to buy sell, trade or otherwise liquidate all policies, contract rights, commissions, property or assets of any type and character in such a manner as to obtain the highest value therefor and to convert said assets to cash in order to carry out said liquidation, unless disposition of stock of said professional association is otherwise provided for herein.

D. To distribute income or principal of any trust or the estate in cash or in kind.

E. My trustee or executrix may retain such experts, including specialized investment counsel, appraisers, accountants, and attorneys, as she or it deems appropriate for advice in the selection, maintenance and disposition of assets of said trust or estate, and to pay the fees of any such experts as well as all expenses incurred in the acquisition, storage, maintenance and delivery of such assets, from the estate or trust.

ARTICLE XIII

If my Wife and I die simultaneously, or under such circumstances which make it difficult to determine which of us died first, I direct that I shall have been deemed to have survived my Wife for purposes of this Will, and that the provisions of this Will will be construed upon that assumption.

ARTICLE XIV

My Executor and Trustee shall have authority to continue all business operations in which I have an interest at my death for the time permitted by law in order to avoid depreciation of value of the interests or losses to my estates or associations. My Executor or Trustee may continue to act as partner, engage in any partnership, and take all actions with regard to any partnership my Executor deems advisable.

ARTICLE XV

I specifically authorize my Executor to borrow such funds as may be necessary to pay my debts and administration expenses and taxes of my estate and to pledge such of my property, real or personal, as may be necessary to secure such

loan; provided, however, that my Executor shall not pledge any property specifically devised or bequeathed herein.

IN WITNESS WHEREOF, I have hereunto subscribed my name and declared this to be my Last Will and Testament on this 12 day of April, 1990.

Ronald E. Parsons
RONALD E. PARSONS

THIS INSTRUMENT WAS, on the date and year hereinabove indicated, signed, published and declared by RONALD E. PARSONS, the Testator, to be his Last Will and Testament, in our presence, and we, at his request and in his presence and in the presence of each other, have hereunto subscribed our names as witnesses in RANKIN County, Mississippi.

WITNESS:

ADDRESS

Allen L. Colby

460 LAKELAND EAST DR.
SUITE 300; JACKSON, MS 39208

Jimmy W. Berkney

3901 Lake Land Dr
JACKSON, MS 39212

2002-510

BOOK 0035 PAGE 017

Last Will and Testament

FILED

THIS DATE

OF

JUL 09 2002

ALTON L. LIGHTSEY

MIKE CROOK
CHANCERY CLERK

By: *Sandy Tolson D.C.*

I, ALTON L. LIGHTSEY, an adult resident citizen of Hinds County, Jackson, Mississippi, being of sound and disposing mind, memory and understanding and fully able and competent to make a will, and not under the restraint and influence of any person do hereby make, declare, and publish this to be my last will and testament, hereby revoking any and all other wills and codicils heretofore made by me.

I am married to ROSE G. LIGHTSEY who is also referred to herein as "my wife." We have two (2) adult children and they are as follows:

a daughter, DOROTHY LINDA LIGHTSEY FOSTER, who is married and has two (2) adult children, JOHNNY FOSTER and DAVID FOSTER; and

a son, ALTON L. LIGHTSEY, JR., who is married and has two (2) adult children, ALTON L. LIGHTSEY, III and LESLEY NICOLE LIGHTSEY.

INITIALED FOR IDENTIFICATION

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A.L.L.

They may also be referred to herein as "my daughter", "my son", "my children" or "my grandchildren". My said wife, children and grandchildren are now living at the time of the execution of this last will and testament and they now comprise the members of my immediate family. The word "descendants" as used in this will 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.

ARTICLE I.

I appoint my wife, ROSE G. LIGHTSEY, as Executrix of this my Last Will and Testament. If she should predecease me or be unable or unwilling to serve in such capacity, then I appoint my daughter, DOROTHY LINDA LIGHTSEY FOSTER, and my son, ALTON L. LIGHTSEY, JR., as Successor Co-Executors of this my Last Will and Testament, and if either should predecease me or be unable or unwilling to serve in such capacity, then the survivor shall serve alone. My Executrix shall not be required to enter into any bond to insure the faithful performance of her duties, nor be required to return to any Court any formal appraisal, inventory or accounting, including final accounting, of the administration of my Estate.

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The terms "Executor", "Executors", "Co-Executors", "Executrix" and "Administrator" may, where used in this Will, be used interchangeably and shall apply to whomever may be serving as personal representative of my estate and to any Successor Executor or Administrator.

Unless otherwise provided, in referring to the Executrix and 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.

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.

ARTICLE II.

I direct my Executrix to pay all expenses of my last illness, funeral, the debts properly probated against my estate, and the cost of administration of my estate, as well as, all federal and state estate, inheritance, succession and transfer or other death taxes which are assessed on account of life insurance proceeds or other property which shall be included in my gross estate, whether or not included in my estate for probate purposes, out of my residuary estate.

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ARTICLE III.

I give and bequeath to my wife, ROSE G. LIGHTSEY, if she shall survive me, all of my personal effects and any interest I may have in tangible property of a domestic nature and use, such as family automobiles, trucks, appliances, tools, equipment and supplies, furniture, furnishings, household goods, jewelry, silverware, china, ornaments, works of art and books, used or enjoyed in connection with our homestead, together with any club memberships I may have and all insurance policies on my personal property and on the dwelling house occupied by us at the time of my death, if any. I hereby confirm, however, that all household furniture, furnishings, ornamental decorations, silverware, china, pictures, and works of art are property of my wife and I have no right to dispose of such items.

If my said wife shall not survive me, I bequeath to my children named on page 1 of this will who are living at the time of my death, the above described personal property owned by me or in which I shall have any interest at the time of my death. It is my wish that each of them will select the items that they shall prefer to the extent that they will agree about the selections; otherwise, the Chancery Court administering my estate shall determine the

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approximate equal distribution to be made, by lot or other method of division deemed to be fair and practical.

ARTICLE IV.

A. If my wife, ROSE G. LIGHTSEY, shall survive me, I give, devise and bequeath to her, outright, an amount equal in value to the maximum allowable marital deduction as finally determined for federal estate tax purposes, diminished by the value for such purposes of all other items in my gross estate which pass or have passed to or for the benefit of my said wife under other provisions of this will or otherwise in such manner as to qualify for and be allowed as a marital deduction, but no greater amount than is necessary to reduce to zero or the smallest possible amount the federal estate tax payable as a result of my death, taking into account all other deductions and the unified credit and the credit for state death taxes provided, however, use of the state death tax credit does not require an increase in the state death taxes paid. In making the computation to determine such amount for the marital deduction, the final determinations in the federal estate tax proceedings shall control.

B. My Executrix is authorized to satisfy said bequest in cash or in kind or partly in each; and if wholly or partly in kind,

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to select, transfer and convey the specific asset or assets so selected; provided, however that any assets transferred in kind to satisfy said bequest shall be valued for that purpose at their fair market values determined as of the dates of their respective transfers; and this bequest shall carry with it (as income and not as principal) its proportionate part of the net income of my estate from the date of my death.

C. Only assets which qualify for the marital deduction shall be used to satisfy the foregoing bequest.

D. Subject to the foregoing, the decision of my Executrix as to which assets shall be distributed in satisfaction of this bequest for the benefit of my wife, as to whether my estate shall be valued under the optional provisions of the federal estate tax law, as to what elections shall be exercised, and as to what proceedings are necessary to complete the ascertainment of the federal estate tax, shall be conclusive and binding on all persons.

E. None of the assets selected to satisfy the bequest under this Article shall be used for the payment of estate, inheritance or other death taxes that shall become payable upon or by reason of my death and none of the powers granted to my fiduciaries herein shall be exercised in such a manner as to disqualify any part of

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the marital deduction allowable in determining estate taxes on my estate.

ARTICLE V.

A. I give, devise and bequeath all of the rest, residue and remainder of my property of every kind and description, real and personal, tangible and intangible, wheresoever situated and howsoever held, including lapsed legacies and devises, and whether acquired before or after the execution of this will, to the TRUSTMARK NATIONAL BANK, Jackson, Mississippi, as Trustee, in trust for the use and benefit of my wife. The trust created in this Article shall be known as "THE ALTON L. LIGHTSEY FAMILY TRUST." The Trustee shall hold, manage, invest and reinvest the assets thereof and shall administer the trust in the following manner and upon the following terms and conditions:

1. Commencing with my death, the Trustee shall distribute to my wife, or apply for her benefit, during her lifetime, all of the trust net income. The net income shall be so distributed or applied in quarterly or other convenient installments and for this purpose the distributions may be made on the basis of reasonable estimates of income, but all of the net income of the trust shall be distributed at least annually.

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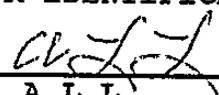

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2. The Trustee may, in its discretion, pay to my wife, or apply for her benefit, as much of the principal of the trust as the Trustee deems desirable for her maintenance, health, including any hospital or other institutional care, and for the maintenance of her accustomed standard of living at the time of my death. In the exercise of this discretion, I request that my Trustee shall generously provide for the needs of my wife within the means of the Trust Estate and considering the funds available to her from other sources.

B. Upon my death or upon the death of my wife, whichever is the last to occur, the remaining assets of the trust estate shall be administered and distributed as follows:

1. The assets shall be distributed in equal shares, outright, free of any trust, to my two (2) children, DOROTHY LINDA LIGHTSEY FOSTER and ALTON L. LIGHTSEY, JR.; provided, however, if a child of mine has died, his or her share shall be distributed to the person or persons whom he or she shall, by his or her Last Will and Testament, appoint, within a class comprised of his or her spouse, his or her descendants, or my descendants. In default of the exercise of such power of appointment, then his or her share shall be distributed to his or her living descendants, per stirpes, if any, and if none, then to my living descendants, per stirpes.

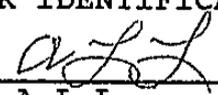
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2. In the event all of the persons and classes designated as beneficiaries die prior to the distribution of all assets, upon the death of the survivor of them, one-half (1/2) of the assets shall be distributed free of this trust to my heirs at law and one-half (1/2) to the heirs at law of my wife, ROSE G. LIGHTSEY, according to the laws of descent and distribution in effect in the State of Mississippi at the time of my death.

3. If any one shall become entitled to distribution of all or any portion of the trust estate hereunder and such person shall be under the age of twenty-one (21) years, his or her share shall be retained in trust until the age of twenty-one (21). During the time that such share is being retained in trust, the Trustee shall distribute to or for his or her benefit income or principal of the trust as the Trustee in its discretion shall determine to be necessary for his or her education, maintenance and health, including any hospital or other institutional care and for the maintenance of his or her accustomed standard of living at the time of my death keeping in mind the size of the trust principal, the financial condition of the trust, and the funds and resources available to him or her from other sources. Any income not distributed shall be accumulated and reinvested.

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ARTICLE VI.

The Trustee shall not be required to make physical division of the trust property, except when necessary for the purpose of distribution, but may, in its 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.

ARTICLE VII.

A. Neither the income nor the principal of the trusts created hereunder shall be alienable by any beneficiary either by assignment or by any other method and the same shall not be subject to be taken by his or her creditors by any process whatsoever.

B. Payments of income and principal for a beneficiary may be paid, in the discretion of the Trustee, directly to such beneficiary without the intervention of any legal guardian or conservator, to a relative of such beneficiary for use on such beneficiary's behalf, or to the legal guardian or conservator of such beneficiary; or may be expended directly by the Trustee for the maintenance,

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support and education of such beneficiary; and such payment or expenditure shall, in each instance, be a full acquittance to the Trustee.

ARTICLE VIII.

A. Any provision of this will to the contrary, notwithstanding, the Trustee shall have the discretionary power to terminate any separate trust created by this instrument whenever the continued management thereof is no longer economical because of the small size of such trust, taking into consideration financial or other special advantages to the beneficiary or beneficiaries of continuing the trust estate. Upon the termination of any trust estate, the then remaining corpus and undistributed income shall be distributed outright and free of trust to the beneficiaries thereof, to a custodian named for a beneficiary under a Uniform Gifts to Minors Act, or to the beneficiaries' legal representatives in proportion to their respective interests in the trust or share at the time of such termination. Upon such distribution and delivery, the said trust or share shall terminate and the Trustee shall not be liable or responsible to any person or persons whomsoever for so acting. The Trustee shall not be liable for

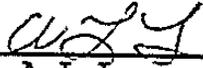
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failing or refusing at any time to terminate the trust or a share thereof as authorized by this paragraph.

B. Notwithstanding any provision herein to the contrary, the Trustee may, without any liability to anyone for so doing or for not so doing, 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, has judgments pending, or is currently under suit or collection proceedings by creditors, whether or not such beneficiary is in bankruptcy proceedings. As and when the Trustee believes the beneficiary whose distribution was delayed has recovered from, has resolved, or has been relieved of such condition, the Trustee may in its sole discretion, without any liability to anyone for so doing, then make distribution to such beneficiary of the distribution which was delayed by the Trustee in accordance with this provision.

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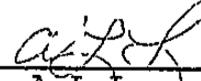
ARTICLE IX.

The 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 or discretions, but it may seek the aid of the court at its discretion. The Trustee shall not be required to enter into any bond or to file with any court a formal inventory, appraisement or accounting of the Trustee's administration. The Trustee shall render annual accounts to the beneficiaries or to the beneficiary's Guardian of each trust.

ARTICLE X.

The income of any beneficiary under this will shall accrue from the date of my death. During the administration of my estate and until the property is distributed to the beneficiaries, I authorize the beneficiaries to request of my Executrix, in which case my Executrix shall comply with that request, to pay at least annually out of my estate advanced payments of income to the beneficiaries of the estate. These payments shall be an amount which, in the joint judgment of the beneficiaries and the Executrix, equals the income which the beneficiaries would receive had the property been distributed.

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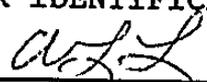
ARTICLE XI.

My wife, ROSE G. LIGHTSEY, as beneficiary of any trust provided for herein and as the devisee and legatee of property in this my last will and testament, shall have the right to disclaim all or any part of her interest in any property I have devised or bequeathed to her outright or in trust. Any such disclaimer shall be made within the period of time and in a manner required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and the disclaimer may be filed with the Chancery Court in which my will is probated. Any property or interest so disclaimed shall be disposed of as if my wife had predeceased me.

ARTICLE XII.

If my wife, ROSE G. LIGHTSEY, shall die simultaneously with me or under such circumstances as to render it impossible or difficult to determine who predeceased the other, I direct that I shall be deemed to have predeceased her. The provisions of my will shall be construed upon this assumption notwithstanding the provisions of any law establishing a different presumption of order of death or

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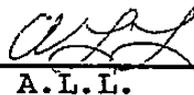
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providing for survivorship for a fixed period as a condition of inheritance of property.

ARTICLE XIII.

The Trustee of the Trusts provided for in this Will may resign at any time by giving written notice, specifying the effective date of resignation to the beneficiaries of such trusts. The notice may be made by personal delivery or sent by registered mail. In the event that the Trustee shall resign for any reason, or shall for cause be removed, a Corporate Trustee, a bank organized under the laws of the United States or any state thereof that is authorized to perform trust functions, actively operates and maintains a trust department and has a capital structure of not less than twenty million dollars (\$20,000,000.00), shall be appointed as Successor Trustee by the Chancery Court of Hinds County, Mississippi. The resigning or removed Trustee shall deliver all trust assets to the Successor Trustee on the effective date of such 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 beneficiaries of such trust. Any Successor Trustee shall be vested with all of the rights, power, duties and discretions conferred upon the original Trustee.

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ARTICLE XIV.

In the administration of my estate and trusts provided for herein, I give and grant to my Executrix and the Trustee and their successors all of the powers and discretions given Trustees under statutes of the Uniform Trustees Powers Law of Mississippi as set forth in the Miss. Code Ann. (1972), and any additional powers and discretions as may result from subsequent legislation. No legislation subsequent to the date of the execution of this will shall reduce or limit these powers and discretions.

In addition to the powers afforded to my said personal fiduciaries by the aforesaid statutes of the Miss. Code Ann. (1972), which statutes are hereby adopted by reference thereto, I specifically give and grant to my fiduciaries the continuing, absolute, discretionary power to deal with any property, real or personal, held in my estate, as freely as I might in the handling of my own affairs. This shall include the power to sell and transfer any interest I may own in a home or any real estate or personal property of any kind including my personal effects and household goods without prior or subsequent approval of any judicial authority. My fiduciaries shall also have the following powers:

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A. To retain, operate, or sell any business interest which I may own, at public or private sale, or continue to act as Partner, engage in any partnership, and take all actions with regard to any partnership deemed advisable, and to execute deeds or any instruments of conveyances or transfers.

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

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

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

E. To retain, or invest in assets in the form of securities of Trustmark National Bank or the securities of any affiliated company owning securities of the Trustmark National Bank and to

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participate in any buy-sell stock redemption or other corporate agreements to which I shall be a party and to invest trust assets in any investment account, common trust fund, mutual fund or other investment vehicle offered, sponsored, or advised for a fee by Trustmark National Bank, and any subsidiaries, parents or affiliates of such bank, or by any successor or assign of Trustmark National Bank, and any such successor's or assign's subsidiaries, parents or affiliates. This authority shall apply to banks or financial institutions that might become a successor trustee.

F. To borrow money from Trustmark National Bank, or other financial institutions or any individuals, to pay taxes; to exercise subscriptions, rights and options; to pay assessments; to accomplish any other purpose of any nature incidental to the administration of my estate and any trust established by this will; and to pledge any securities or other assets as security for such loan. This authority shall apply to banks or financial institutions that might become a successor trustee.

G. To execute and deliver oil, gas and other mineral leases containing such utilization of pooling agreements and other provisions as the Trustee deems advisable; to execute mineral and royalty conveyances; to purchase leases, royalties and any type of mineral interests; to own, hold, acquire and dispose of working

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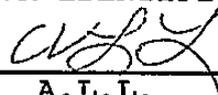

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interest and royalty interest in properties held in trust and to expend funds of a trust necessary with respect to the ownership of such interest; to execute and deliver drilling contracts and other contracts, options and other instruments necessary and desirable in engaging actively in the oil, gas or other mining business; all of the foregoing to be done with such terms, conditions, agreements, covenants, provisions, or undertakings as the Trustee deems advisable.

H. To retain any security or other property, including real property, owned by me at the time of my death, so long as such retention appears advisable, and to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executrix or Trustee may presume that I have confidence in the securities owned by me at the time of my death, and, therefore, there shall be no necessity of a sale thereof solely in order to diversify investments.

I. To sell, transfer, exchange, convert or otherwise dispose of, or grant options with respect to any security or property, real or personal, held in my estate or any Trust fund, at public or private sale, with or without security, in such manner, at such time or times, for such purposes, for such prices and upon such terms, credits and conditions as the Trustee may deem advisable.

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J. To retain, invest in and reinvest in common stocks, including closely held stocks, preferred stocks, bonds, options, securities and other property, real or personal, foreign or domestic, whether or not such investments be of the character permissible for investments by fiduciaries under any applicable law, and without regard to the effect any such investment or reinvestment may have upon the diversity of the investments.

K. To render liquid my estate or any Trust created hereunder, in whole or in part at any time, or from time to time, and hold cash or readily marketable securities of little or no yield for such period as the Trustee may deem advisable.

L. To lease any property, real or personal, beyond the period fixed by statute for leases made by a Trustee and beyond the duration of the Trust Estate or any Trust created hereunder.

M. To join in or become a party to, or to oppose, any reorganization, readjustment, recapitalization, foreclosure, merger, voting trust, dissolution, consolidation or exchange, and to deposit any securities with any committee, depository or trustee, and to pay any and all fees, expenses and assessments incurred in connection therewith, and to charge the same to principal; to exercise conversion, subscription or other rights,

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and to make any necessary payments in connection therewith, or to sell any such privileges.

N. To vote in person at meetings of stock or security holders, or any adjournment of such meetings, or to vote by general or limited proxy with respect to any such shares of stock or other securities held by the Trustee.

O. To hold securities in the name of a nominee without indicating the Trust character of such holding, or unregistered, or in such form as will pass by delivery.

P. To pay, compromise, compound, settle, adjust, submit to arbitration, sell or release any claims or demands of the Trust Estate, or any Trust created hereunder, against others or of others against the same as the Trustee may deem advisable, including the acceptance of deeds of real property in satisfaction of bonds and mortgages, and to make any payments in connection therewith which the Trustee may deem advisable.

Q. To possess, manage, insure against loss by fire or other casualties, develop, subdivide, control, partition, mortgage, lease or otherwise deal with any and all real property; to satisfy and discharge or extend the term of any mortgage thereon; to execute the necessary instruments and covenants to effectuate the foregoing powers, including the giving or granting of options in connection

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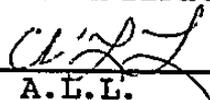

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therewith; to make improvements, structural or otherwise, or abandon the same if deemed to be worthless or not of sufficient value to warrant keeping or protecting; to abstain from the payment of taxes, water rents, assessments, repairs, maintenance and upkeep of the same; to permit to be lost by tax sale or other proceeding or to convey the same for a nominal consideration or without consideration; to set up appropriate reserves out of income for repairs, modernization and upkeep of buildings, including reserves for depreciation and obsolescence, and to add such reserves to principal, and, if the income from the property itself should not suffice for such purposes, to advance out of other income any sum needed therefor, and to advance any income of the Trust for the amortization of any mortgage on property held in the Trust.

R. To execute and deliver any and all instruments in writing which the Trustee may deem advisable to carry out any of the powers granted herein. No party to any such instrument in writing signed by the Trustee shall be obliged to inquire into its validity.

S. To allocate in the Trustee's sole discretion, in whole or in part, to principal and income, all receipts and disbursements for which no express provision is made hereunder, which allocation shall fully protect the Trustee with respect to any action taken or payment made in reliance thereon.

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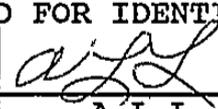
T. To consolidate and merge any Trust or Trust Share created hereunder with any other Trust or Trust Share created by me or any other person, whether inter vivos or by Last Will and Testament, if the beneficiary or beneficiaries are the same and the terms of the other Trust are substantially the same.

U. To make any distribution or division of the trust property in cash or in kind or both and allot to any separate trust or fund established hereunder an undivided interest in any part or all of the trust estate.

V. To invest trust funds in a savings or other types of accounts or certificates of deposit with any federally insured bank, including a successor trustee, or federally insured savings and loan association.

W. To hold for the benefit of any minor beneficiary of this trust or for an adult beneficiary who is incapable of handling his or her property, any personal effects, automobiles, jewelry and other objects, particularly household contents, antiques, silver, crystal and the like, that are bequeathed to any such beneficiary of this trust until the beneficiary attains the age of twenty-one (21) years or in the case of an adult beneficiary incapable of handling his or her property until such time as, in the sole discretion of the Trustee, that beneficiary is capable of handling

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his or her property. The Trustee shall have the authority to give the Executrix or other personal representative of the estate of a decedent a receipt for such objects on behalf of such beneficiary.

X. To pay reasonable compensation to the person or persons serving as guardian for any minor beneficiary hereunder.

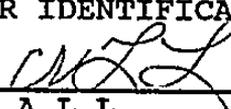
ARTICLE XV.

No persons dealing with the fiduciaries hereunder shall be obligated to see to the application of any moneys, securities, or other property paid or delivered to them, or to inquire into the expediency or propriety of any transaction or the authority of such fiduciaries to enter into and consummate the same upon such terms as they may deem advisable.

ARTICLE XVI.

The fiduciaries named herein, both my Executrix and Trustee, shall be entitled to reasonable and normal fees for their services and they are hereby also fully empowered to engage the services of attorneys, accountants, or others capable of rendering services in pursuance of the administration of my estate and the trusts herein.

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IN WITNESS WHEREOF, I, ALTON L. LIGHTSEY, have hereunto subscribed my name to this, my Last Will and Testament consisting of 26 pages, in the presence of two (2) witnesses, who have attested the same in my presence, and at my request and in the presence of each other, on this the 27th day of April, 1995.

Alton L. Lightsey
ALTON L. LIGHTSEY

WITNESSES:

Kristi C. Dorris
Jill R. Tullar

ATTESTATION

We, Kristi C. Dorris and Jill R. Tullar, the subscribing witnesses to the above and foregoing last will and testament of ALTON L. LIGHTSEY, certify that the said Testator declared to us that the above and foregoing instrument is his true last will and testament and that he specially requested us to act as subscribing and attesting witnesses thereto; that said Testator signed said instrument in our presence on the day and year therein mentioned; that we signed said instrument as attesting witnesses on said day and year in the

presence of said Testator, and in the presence of each other; and that to the personal knowledge of each of us the said Testator was at such time above the age of eighteen (18) years and of sound and disposing mind, memory and understanding.

This the 27th day of April, 1995.

Kristi C. Davis

Address 580 Pear Orchard Road
#1509 Ridgeland, MS 39157

Jill R. Jullar

Address 407 Fairwood Dr
Brandon, MS 39042

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 9th day of July, 2002, at 9:00 o'clock a M, and was duly recorded on the JUL 19 2002, Book No. 35, Page 17.

MIKE CROOK, CHANCERY CLERK

BY: Stacey Toton D.C.



FILED
THIS DATE

JUL 09 2002

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF HINDS

MIKE CROOK
CHANCERY CLERK
By Stacey Tolson D.C.

We Kristi C. Dorris and Jill R Tullar on oath state that we are the subscribing witnesses to the attached written instrument dated the 27th day of April, 1995, which purports to be the Last Will and Testament of ALTON L. LIGHTSEY, who indicated to us that he is a resident of and has a fixed place of residence in the County of Hinds, State of Mississippi. On the execution date of the instrument, the Testator in our presence and in the presence of each of us, signed the instrument at the end thereof and declared the instrument to be his Will and requested that we attest to the execution thereof whereupon, in the presence of the Testator and in the presence of each other, each of us signed our respective names as attesting witnesses. At the time of the execution of the instrument, the Testator was over eighteen (18) years of age, and in our opinion was of sound mind, in full possession of his mental faculties, and acting without undue influence, fraud or restraint.

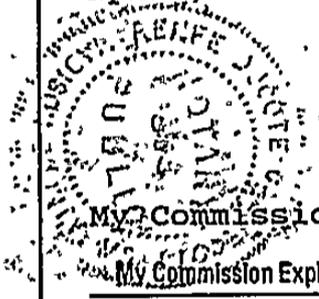
DATED this the 27th day of April, 1995.

Kristi C. Dorris

Jill R Tullar

Subscribed and sworn to before me on this the 27th day of
April, 1995.

Rene Duote Caldecott
NOTARY PUBLIC



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 9th day of July, 2002, at 9:00 o'clock a M, and was duly recorded on the JUL 9 2002, Book No. 35, Page 42

MIKE CROOK, CHANCERY CLERK

BY: Stacey Tolson D.C.



FILED
THIS DATE

JUL 16 2002

MIKE CROOK
CHANCERY CLERK
By: *[Signature]*

2002-429

LAST WILL AND TESTAMENT

OF

JUANITA SIMS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

ITEM I

I hereby direct my Executrix to pay all of my just and lawful debts duly probated, including expenses of my funeral and a suitable marker for my grave and that the administration of my estate be completed as soon after my death as may be reasonably done.

ITEM II

I hereby give, devise, and bequeath my house and five (5) acres, more or less, in the W1/2 NE 1/4 Section 21, Township 10 North, Range 3 East, Madison County, Mississippi, unto my daughters, Georgia Pearl Sims and Casaundra Yvette McCullough, share and share alike, per stirpes and not per capita. It is my express desire that this property remain within my family and that should either of my daughters wish to sell their interests therein, they will sell it to a member of the family.

ITEM III

All the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind and nature, and wheresoever situated, including lapsed legacies and bequests, of which I shall die seized and possessed or to which I shall be entitled at the time of my death or over which I shall have any power of appointment, I do hereby give, devise and bequeath unto my children, Theresa Slaughter, Mildred C. Donald, Rev. J. B. Sims, Jr., Wedell McIntosh, Oscar L. Sims, Aridell Slaughter, John A. Sims, Shirley Temple Christian, Lessie Mae Williams, James C Sims and Juanita Doty Sims, share and share alike, per stirpes and not per capita.

ITEM IV

I hereby appoint, nominate and constitute my daughter, Theresa Slaughter, as Executrix of this my Last Will and Testament. My Executrix shall have full and plenary power and authority to do and perform any act deemed by her to be for the best interest of my estate, without any limitations

RPS
DSH
[Signature]
JUANITA SIMS

whatsoever, and without surety bond, and said authority shall include, but shall not be limited to the right to take possession, hold, manage, invest and re-invest the same, and to collect the income, dividends, rents, interests and profits therefrom, and to employ and to pay any attorneys, agents or accountants that she may deem necessary and for the best interest of my estate and to pay unto herself a just and reasonable compensation as Executrix

The foregoing Last Will and Testament consists of two (2) pages, at the bottom of each of which I have signed my name.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament on this the 1 day of October, 1998.

Juanita Sims
JUANITA SIMS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

Rebecca P Smith
ADDRESS: P.O. Box 228
Canton MS 39046

Dendree L Harris
ADDRESS: 106 Glenn St
Canton, Ms 39046

Juanita Sims
JUANITA SIMS

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 16th day of July, 2002, at 12:30 o'clock P M, and was duly recorded on the JUL 16 2002, Book No 35, Page 43

MIKE CROOK, CHANCERY CLERK

BY: *Jacey Totten* DC

FILED
THIS DATE

2002-568

LAST WILL AND TESTAMENT

JUL 18 2002

OF

SELMA K. GLASS

MIKE CROOK
CHANCERY CLERK
By: Stanley J. Tolson, DC.

I, SELMA K. GLASS, residing in Miami-Dade County, Florida, being of sound and disposing mind and memory, and not acting under duress, menace, fraud or undue influence of any person whomsoever, do hereby make, ordain, publish and declare this to be my Last Will and Testament, hereby expressly revoking all other and former Wills and Codicils to Wills heretofore made by me.

FIRST: I direct that that my remains be cremated upon my death and that all of my funeral expenses and just debts be paid in full.

SECOND: It is my intention to dispose of all of my property, by leaving same to that certain Revocable Trust known as the SELMA K. GLASS REVOCABLE TRUST, dated the 5th day of July, 2000. In furtherance thereof, upon my death, I leave any and all property which is owned by me to the above Trust

THIRD: I nominate and appoint George Glass, to serve as the Personal Representative of my estate, and waive the filing of bond or other security.

FOURTH: I hereby authorize my Personal Representative named herein to pay my debts not barred by statute, the expenses of the administration, family allowance, all expenses of my last illness, funeral and burial, and direct payment of all estate, inheritance, succession or other death taxes imposed upon or in relation to any property required by any tax law to be included in my gross estate, out of the assets making up the residuary of my estate, without proration or any charge therefore against any gift hereunder, or against any assets not included in my probate estate.

In the event it becomes necessary in the discretion of my Personal Representative to obtain cash with which to pay the debts, expenses of administration, family allowance and taxes, I direct my Personal

Page 1 of 3 Initials (SKG)

JONAS AND SILBERMAN, P A.

Representative to first seek such cash by selling the assets of my probate estate to, or borrowing on the security of such assets from the Trustee of the Trust referenced herein, which Trust bears the same date as this Last Will and Testament, on such terms and conditions as may be satisfactory to the Personal Representative. In the event the residuary assets are insufficient to satisfy such obligations, my Personal Representative shall so certify to the Trustee of the above referenced Trust, who shall satisfy such from the Trust Corpus.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this, my Last Will and Testament, this 5th day of July, 2000.

Selma K Glass
SELMA K. GLASS

The foregoing instrument was signed, sealed and declared by the said SELMA K GLASS, as and for her Last Will and Testament, in the presence of us, the undersigned, who, at her request, did attest as witnesses after she had signed her name thereto, in their presence, and in the presence of each other, this 5th day of July, 2000.

Sharon M Harris residing at: 7945 East Drive, No. #101
Sharon M. Harris N. Bay Village, FL 33141

Gary Silberman residing at: 1442 Mercado Avenue
Gary Silberman Coral Gables, FL 33146

STATE OF FLORIDA:
SS.
COUNTY OF MIAMI-DADE:

We, SELMA K. GLASS, SHARON M. HARRIS and GARY SILBERMAN, the Testator and witnesses respectively, whose names are signed to the attached instrument, having been sworn, declared to the undersigned officer that the Testator, in the presence of the witnesses aforesaid, signed the instrument

Page 2 of 3 Initials (SKG)

2002-569

FILED
THIS DATE

LAST WILL AND TESTAMENT

JUL 18 2002

OF

MIKE CROOK
CHANCERY CLERK
By: SARON T. JONES D.C.

LUCILLE H. HART

I, LUCILLE H. HART, an adult resident citizen of the City of Madison, Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind and memory, do hereby make, publish and declare this as my Last Will and Testament, hereby revoking all other wills and testaments heretofore made by me.

I.

I hereby name and constitute my daughter, Debbie H. Steverson, as Executrix of this my Last Will and Testament. Said Executrix aforementioned shall not be required to post any bond as Executrix, or make any accounting, inventories or appraisals to the Court. Should Debbie H. Steverson be unable or unwilling to serve for any reason, I then direct the Court to appoint an alternate Executor to serve and hereby waive all requirements of bonds, inventories, accountings, and appraisals.

II.

I direct that my Executrix shall pay all of my just debts which may be probated and allowed, funeral expenses and cost of a suitable monument, as well as all expenses of administration of my estate and any estate and inheritance taxes owed on my estate.

PAGE 1 OF 3 OF THE LAST WILL AND TESTAMENT OF LUCILLE H. HART

Lucille H. Hart
LUCILLE H. HART

III.

I give devise and bequeath unto my daughters, Connie H. Eldridge and Polly H. Weaver, my house and property located at 141 Meadowdale Drive, Madison, Mississippi, share and share alike.

IV.

I give, devise and bequeath unto my daughter and son-in-law, Debbie H. Steverson and S.E. Billy Steverson, my house and property located at 694 Old Rice Road, Madison, Mississippi, share and share alike.

V.

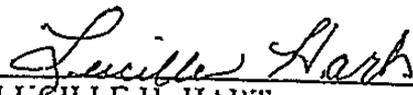
The rest, residue and remainder of my estate, real and personal property. I give, devise and bequeath unto my daughters, Connie H. Eldridge, Debbie H. Steverson, and Polly H. Weaver, to be divided equally, share and share alike.

VI.

Should any of the named heirs predecease me and shall leave children, her share at my death shall go to said children. However, in the event she has no children, her share shall go to the remaining heirs. Should any one of my heirs contest this Will and lose - that heir or heirs will forfeit their share of my estate, and then share will be divided equally among my remaining heirs.

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

PAGE 2 OF 3 OF THE LAST WILL AND TESTAMENT OF LUCILLE H. HART . . .



LUCILLE H. HART

undersigned witnesses, whom I have especially requested to witness the making, publishing and declaring of this my Last Will and Testament, and the witnessing of my signature, all done this the 24 day of February, 2001.

Lucille Hart
TESTATRIX

ATTESTATION CLAUSE

WITNESSES:

ADDRESSES:

Tom Druce

724 Hoy Rd MADISON, MS 39110

John D Williams

117 Waterford Lane Madison, Ms 39110

WE, the undersigned, do hereby certify that LUCILLE H. HART 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 Testatrix, and in the presence of each other.

Tom Druce
WITNESS
John D Williams
WITNESS

PAGE 3 OF 3 OF THE LAST WILL AND TESTAMENT OF LUCILLE H. HART

Lucille H. Hart
LUCILLE H. HART

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 18th day of July, 2002, at 2:15 o'clock P M., and was duly recorded on the JUL 18 2002, Book No. 35, Page 48

MIKE CROOK, CHANCERY CLERK

BY: Darcy Tolan D.C.



0035-051

FILED
THIS DATE

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI JUL 1 & 2002

IN THE MATTER OF THE ESTATE
OF LUCILLE H. HART, DECEASED

MIKE CROOK
CHANCERY CLERK
By: Stanley J. [Signature] D.C.

CIVIL ACTION, FILE NO. 2002-569

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, Tom Druey, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Lucille H. Hart, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Lucille H. Hart, signed, published and declared said instrument as her Last Will and Testament on the 24th day of February, 2001, the day and date of said instrument, in the presence of this affiant and John D. Williams, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, Tom Druey, the Affiant and John D. Williams, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request

0035-052

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

Tom Druey
Tom Druey

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 15 day of July, 2002.

Karl B. McAdams
NOTARY PUBLIC

MY COMMISSION EXPIRES:

(SEAL) Notary Public State of Mississippi At Large
My Commission Expires May 18, 2003
Bonded firm Kaldon, Brooks & Garland, Inc.



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 18th day of July, 2002, at 2:15 o'clock P M, and was duly recorded on the JUL 18 2002, Book No 35, Page 51

MIKE CROOK, CHANCERY CLERK BY: Stacey Toton DC

FILED
THIS DATE

LAST WILL AND TESTAMENT

JUL 23 2002

OF

MILDRED PARKES MANSELL

MIKE CROOK
CHANCERY CLERK
By: Stacy T. Tolson D.C.

2002-576

STATE OF MISSISSIPPI

COUNTY OF MADISON

I, MILDRED PARKES MANSELL, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind, memory and understanding, and being over the age of twenty-one (21) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me.

ITEM I

I direct my Co-Executrixes to pay all of the just debts and obligations which may be probated, registered and allowed against my estate, including expenses of my funeral and a suitable marker for my grave; that the administration of my estate be completed and closed as soon after my death as may be reasonably possible.

ITEM II

It is my desire that my daughter, MARIANNE MANSELL BEASLEY, live in my residence located in Camden, Mississippi, and have the use of the surrounding eight acres of land, rent free, for so long as she desires to make it her home. At such time as MARIANNE MANSELL BEASLEY no longer wishes to live in the residence in Camden, Mississippi, then, and in that event only, the residence may be sold and the proceeds therefrom divided equally between my two daughters, MARIANNE MANSELL BEASLEY and WILLENE MANSELL SHERER.

MRS
Mildred Parkes Mansell
MILDRED PARKES MANSELL

ITEM III

All the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind and nature, and wheresoever situated, including lapsed legacies and bequests, of which I shall die seized and possessed or to which I shall have any power of appointment, I do hereby give, devise and bequeath unto my two daughters, MARIANNE MANSELL BEASLEY and WILLENE MANSELL SHERER, share and share alike, 'per stirpes.

ITEM IV

I hereby nominate, appoint and constitute my two daughters, MARIANNE MANSELL BEASLEY and WILLENE MANSELL SHERER, as Co-Executrixes of this my Last Will and Testament. In the event that either one of the Co-Executrixes appointed herein shall be deceased at the time of my death, or unable or unwilling to serve as a Co-Executrix, then, and in that event only, I appoint the remaining Co-Executrix as Executrix of this my Last Will and Testament, and hereby grant to her the same powers as set forth for my Co-Executrixes. My Co-Executrixes shall have full and plenary power and authority to do and perform any act deemed by them to be for the best interest of my estate, without any limitations whatsoever, and without surety bond, and said authority shall include, but shall not be limited to, the right to take possession, hold, manage, invest and reinvest the same, and to collect the income, dividends, rents interests and profits therefrom, and to employ and to pay any attorneys, agents or accountants that they may deem necessary and for the best interest of my estate and to pay unto


MILDRED PARKES MANSELL

PAGE THREE OF THREE PAGES

themselves a just and reasonable compensation as Co-Executrixes.

The foregoing Will consists of Three pages, at the bottom of each of which I have signed my name.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament, on this the 5th day of

April 1951

Mildred Parkes Mansell
MILDRED PARKES MANSSELL

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

Kenneth R. Hall

ADDRESS: 313 Mockingbird Lane
Madison, MS 39110

Marie H. Bane

ADDRESS: 1369 Hwy 43 South
Canton, MS 39046

Mildred Parkes Mansell
MILDRED PARKES MANSSELL



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 23rd day of July, 2002, at 11:30 o'clock A M, and was duly recorded on the JUL 23 2002, Book No 35, Page 53

MIKE CROOK, CHANCERY CLERK BY Stacy Toton D C

FILED
THIS DATE

JUL 23 2002

MIKE CROOK
CHANCERY CLERK
By: Stacey Toton D.C.

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF MADISON

COMES NOW MARIE H. BANES, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of Mildred Parkes Mansell, and enters her appearance herein as provided by Section 91-7-7, *Miss Code Ann* (1972), as amended, and makes oath before the undersigned authority that Mildred Parkes Mansell, the above named decedent, signed, published and declared said instrument to be her Last Will and Testament on the 5th day of April, 1991, the day of the date of said instrument, in the presence of this deponent and KENNETH R. HALL, the other subscribing witness, and that said testatrix was then of sound and disposing mind and memory, more than twenty-one years of age, and having her usual place of abode in Madison County, Mississippi, and that she and KENNETH R. HALL subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said testatrix and in the presence of said testatrix and in the presence of each other, on the day of the date of said instrument

Marie H. Banes
MARIE H. BANES

STATE OF MISSISSIPPI
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME on this the 18th day of July, 2002

Molly Engleman Waldrup
NOTARY PUBLIC

MY COMMISSION EXPIRES:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES JULY 29, 2005
BONDED THROUGH STEGALL NOTARY SERVICE



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 23rd day of July, 2002, at 11:30 o'clock a M, and was duly recorded on the JUL 23 2002, Book No 35, Page 56.

MIKE CROOK, CHANCERY CLERK BY: Stacey Toton D.C.



FILED
THIS DATE

JUL 15 2002

MIKE CROOK
CHANCERY CLERK
By: SCOTT J. TOLSON D.C.

LAST WILL AND TESTAMENT
OF
LOUISE WINDHAM CHUNN

I, the undersigned Louise Windham Chunn, being of sound and disposing mind, and being an adult resident citizen of the First Judicial District of Hinds County, Mississippi, do hereby make, publish, and declare this Last Will and Testament, hereby revoking all other Wills and Codicils heretofore made by me.

ARTICLE I.

I nominate and appoint Don Ervin Chunn of Lafayette, Louisiana, and Anson Bob Chunn of Jackson, Mississippi, to be Joint Executors of my Last Will and Testament. If either of the said Executors should predecease me or otherwise fail to qualify as Executor, the survivor shall serve alone as Executor. My Executor(s) shall have full and plenary power and authority to do and perform any act deemed by him to be in the best interest of my estate, including but not limited to those powers conferred upon trustees over trusts by the Mississippi Uniform Trustees Powers Act, and including the power to buy, sell, lease, or mortgage real estate and to buy and sell all stocks and bonds. My Executor(s) is to serve without being required to give bond, inventory, appraisal, or accounting, which requirements I expressly waive.

ARTICLE II.

I hereby direct my Executor(s), to pay all of my just debts which may be probated, registered, and allowed against my estate, including the expenses of my last illness and funeral, as soon as may be conveniently done. I direct my Executor(s) to pay all federal and state estate or death taxes which may be assessed against my estate as soon as possible.

Louise Windham Chunn
LOUISE WINDHAM CHUNN

ARTICLE III.

I give and grant unto my daughter, Patricia Louise Chunn McCormick, and her husband, James Ray McCormick, a life estate in my real property located at 2419 Nottingham Road, Jackson, Mississippi, more specifically described as "Lot 27 of Block F, Sherwood Forest Subdivision, according to a map thereof duly and legally recorded in the Office of the Chancery Clerk in Jackson, Hinds County, Mississippi, reference to which is hereby made in aid of and as a part of this description." It is my intention that my said daughter and her said husband shall be entitled to the use and possession of the said real property and improvements thereon for so long as either of them shall live; provided that they shall be responsible for upkeep, maintenance, insurance, taxes and assessments, and other costs and expenses related to said real property during their estate of their joint lives, including the obligation to repair or replace the improvements situated on said real property in the event of damage or destruction. Upon the death of the survivor of my said daughter and her said husband, or upon abandonment by them or the survivor of the property for its intended use as their principal residence after retirement, title to the said real property shall vest in, and I do hereby give, devise and bequeath (subject to the foregoing joint life estate) the said real property to my eight (8) grandchildren: Jan, Jennifer and Judi (children of my daughter Marianne); Mark and Lynne (children of my daughter Patricia); Caroline and Keith (children of my son Don), and Cynthia (child of my son Bob), share and share alike, per stirpes. The life estate hereinabove granted is conditioned upon the marriage of my said daughter, Patricia, and her said husband not being dissolved except by the death of one of them; otherwise, the life estate is vested solely in my daughter, Patricia, and upon her death or abandonment of the property as above provided, title to said real property shall vest in my eight (8) grandchildren as above set forth.

Louise Windham Chunn
LOUISE WINDHAM CHUNN

ARTICLE IV.

All the rest, residue and remainder of the property, after taking into account the specific bequest above, that I may own at the time of my death, real or personal, tangible and intangible, of whatsoever nature and wheresoever situated, I give, devise, and bequeath unto my four (4) children, Marianne Chunn Jenkins, Patricia Louise Chunn McCormick, Don Ervin Chunn, and Anson Bob Chunn, in equal shares, per stirpes.

I, Louise Windham Chunn, in the presence of Dianne M. L.A.C.
Yeager L.A.C., Betty J. Burton L.A.C. and Leland S. Smith, III L.A.C.
 who at my request have served as attesting witnesses, do hereby sign, publish, and declare this instrument as my Last Will and Testament on this, the 16th day of February L.A.C., 1987. L.A.C.

Louise Windham Chunn
 LOUISE WINDHAM CHUNN

On the day and year shown above, this instrument was signed, published, and declared by Louise Windham Chunn in our presence to be her Last Will and Testament, and we, at her request, have on the said date subscribed our names as witnesses, in her presence and in the presence of each other.

William M. Young
WITNESS

5152 Parkway Dr
ADDRESS

Jackson, Ms 39211

Betty J. Burton
WITNESS

600 Northpointe Pkwy #E2
ADDRESS

Jackson, MS 39211

Coland S. Smith III
WITNESS

6243 Ferncreek Dr
ADDRESS

Jackson, MS 39211

FILED
THIS DATE

JUL 15 2002

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

MIKE CROOK
CHANCERY CLERK
By: Stacey Tolon D.C.

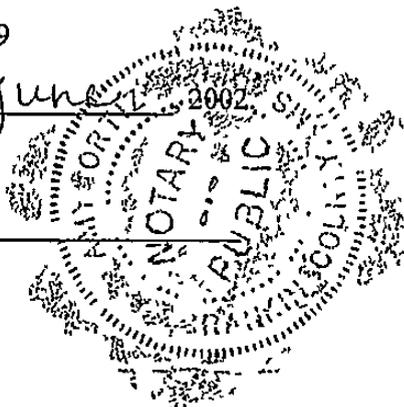
This day personally appeared before me, the undersigned authority in and for said county and state, BETTY J. BURTON, now known as BETTY BURTON ARINDER one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of LOUISE WINDHAM CHUNN, of the County of Hinds, State of Mississippi, who having been by me first duly sworn, makes oath that the said LOUISE WINDHAM CHUNN, signed, published and declared said instrument as her Last Will and Testament on February 6, 1987, in the presence of DIANNE M. YEAGER, BETTY BURTON ARINDER and LELAND S. SMITH, III, the subscribing witnesses, that said Testatrix was then of sound and disposing mind and memory and above the age of eighteen years, and the affiant makes oath that DIANNE M. YEAGER, BETTY BURTON ARINDER and LELAND S. SMITH, III witnesses, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testatrix, and in the presence of each other.

Betty Burton Arinder
Print Name & Address of Witness

BETTY BURTON ARINDER
P. O. Box 13429
Jackson, MS 39236-3429

Sworn to and subscribed before me this, the 25th day of June, 2002.

Amy Ortiz
NOTARY PUBLIC



My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: May 22, 2005
BONDED THRU NOTARY PUBLIC UNDERWRITERS

(Affix Official Seal)

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of July, 2002, at 9:30 o'clock a M., and was duly recorded on the JUL 15 2002, Book No. 35, Page 61.

MIKE CROOK, CHANCERY CLERK BY: Stacey Tolon D.C.



FILED
THIS DATE

JUL 15 2002

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

MIKE CROOK
CHANCERY CLERK
By: Stacey Toton D.C.

This day personally appeared before me, the undersigned authority in and for said county and state, LELAND S SMITH, III, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of LOUISE WINDHAM CHUNN, of the County of Hinds, State of Mississippi, who having been by me first duly sworn, makes oath that the said LOUISE WINDHAM CHUNN, signed, published and declared said instrument as her Last Will and Testament on February 6, 1987, in the presence of DIANNE M. YEAGER, BETTY J. BURTON and LELAND S. SMITH, III, the subscribing witnesses, that said Testatrix was then of sound and disposing mind and memory and above the age of eighteen years, and the affiant makes oath that DIANNE M. YEAGER, BETTY J. BURTON and LELAND S. SMITH, III witnesses, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testatrix, and in the presence of each other.

Leland S. Smith, III
Print Name & Address of Witness:

LELAND S. SMITH, III
P. O. Box 13429
Jackson, MS 39236-3429

Sworn to and subscribed before me this, the 21st day of June, 2002

Amy Orton
NOTARY PUBLIC



My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES May 22, 2005
BONDED THRU NOTARY PUBLIC UNDERWRITERS

(Affix Official Seal)

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of July, 2002, at 9:30 o'clock a M., and was duly recorded on the JUL 15 2002, Book No. 35, Page 62.

MIKE CROOK, CHANCERY CLERK

BY: Stacey Toton D.C.



JUL 15 2002

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

MIKE CROOK
CHANCERY CLERK
By: Stacey Totten D.C.

This day personally appeared before me, the undersigned authority in and for said county and state, DIANNE M. YEAGER, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of LOUISE WINDHAM CHUNN, of the County of Hinds, State of Mississippi, who having been by me first duly sworn, makes oath that the said LOUISE WINDHAM CHUNN, signed, published and declared said instrument as her Last Will and Testament on February 6, 1987, in the presence of DIANNE M. YEAGER, BETTY J BURTON and LELAND S. SMITH, III, the subscribing witnesses, that said Testatrix was then of sound and disposing mind and memory and above the age of eighteen years, and the affiant makes oath that DIANNE M. YEAGER, BETTY J. BURTON and LELAND S. SMITH, III witnesses, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testatrix, and in the presence of each other

Dianne M. Yeager
Print Name & Address of Witness:

DIANNE M YEAGER
248 E. Capitol Street, Ste 1400
Jackson, MS 39205

Sworn to and subscribed before me this, the 19 day of June, 2002.

Linda R. Bour
NOTARY PUBLIC



My Commission Expires:

NOTARY PUBLIC, STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES. Sept 13, 2003
BONDED THRU NOTARY PUBLIC UNDERWRITERS

(Affix Official Seal)

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 15th day of July, 20 02, at 9:30 o'clock a.M., and was duly recorded on the JUL 15 2002, Book No 35, Page 63.

MIKE CROOK, CHANCERY CLERK BY: Stacey Totten D.C.



2002-545

FILED
THIS DATE

JUL 19 2002

MIKE CROOK
CHANCERY CLERK

By: *[Signature]* d.c.

LAST WILL AND TESTAMENT

OF

BESSIE M. GROTHE

I, BESSIE M. GROTHE, an adult resident citizen of Jackson, First Judicial District of Hinds County, Mississippi, being of sound and disposing mind and memory, hereby make, publish and declare this to be my Last Will and Testament, revoking any and all other wills and codicils heretofore made by me.

ITEM I
EXECUTOR AND SUCCESSORS

I appoint my son, Kenneth William Grothe, Jr., as Executor of my Estate under this Will. If Kenneth William Grothe, Jr., is or becomes unable or unwilling to serve as Executor, I appoint my daughter, Betty Ruth Justice, as Successor Executor. If my daughter, Betty Ruth Justice is or becomes unable or unwilling to serve as Successor Executor, then I appoint my son, James D. Grothe, as Successor Executor.

ITEM II
CHILDREN

At the time of the execution of this Will, I have three (3) children living. They are Kenneth William Grothe, Jr., James D. Grothe, and Betty Ruth Justice. All my children are adults. They are referred to herein as "my children." I was married to Kenneth William Grothe, Sr., who is deceased.

ITEM III
PAYMENT OF DEBTS AND EXPENSES

I direct my Executor to pay all of my just debts and obligations which are probated, registered and allowed against my estate as soon as may be conveniently done, provided, however, that my Executor shall specifically be authorized to pay any debt of my estate which does not exceed \$1,000 without the necessity of probating said debt. I further direct my Executor to pay all of my funeral expenses, including the cost of a suitable marker at my grave and expenses of my last illness, and the costs of administration of my estate, as soon as practicable after my death; provided, however, my Executor shall not be required to pay any obligation in advance of its maturity. My Executor, in my Executor's sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions.

ITEM IV
PERSONAL EFFECTS

A. Personal Effects to Children. I give, devise, and bequeath to my children in equal shares per stirpes all of my household furniture and furnishings, chinaware, silverware and linens, clothing, jewelry, sports equipment, pictures, works of art, automobiles, and other tangible personal property located in my home, and policies of insurance thereon, but not including cash, bank accounts, securities or intangible property. If my children or their descendants, as the case may be, fail to agree within six months of the date of my death upon the division of this property, such division shall be made by my Executor in his sole discretion on an equal basis according to value. If any of my children are deceased at the time of my death or

distribution of these personal effects and minor grandchildren are to receive such property, my Executor shall act for the minor grandchildren in the division of these items. The parent of such minor children may hold such property in trust until, in the parent's discretion, the minor child is of an age to hold and manage such property.

B. Separate Memorandum I may leave a separate memorandum containing directions for the specific disposition to be made of certain of the tangible personal property bequeathed under this Item. In such event, the provisions of that memorandum shall be given the same legal effect as if included in this Will, and the assets described therein shall be distributed to the named beneficiaries.

ITEM V
RESIDUE

A. Residue Outright to Children I give, devise, and bequeath all the rest, residue, and remainder of my property, both real, personal and mixed, in equal shares to my children per stirpes, one share one for each of my then-living children and one share for the children as a group of each child of mine who is deceased but who is survived by children. My Executor shall distribute the shares for my then-living children to said children outright and free of trust.

B. Share for Children of Deceased Child. The share for the children of a deceased child of mine shall be divided into separate shares for each child of a deceased child of mine and held in trust by my Trustee. The trusts shall be held, administered, and distributed according to the following provisions:

1. The Trustee shall distribute to or for the benefit of the beneficiary of each trust the net income of the trust for the education, support, maintenance, and health of the

C. Beneficiary's Right to Disclaim. Any beneficiary shall have the right to disclaim all or any part of his or her interest in any property that I have devised or bequeathed to him or her, whether outright or in trust. Any such disclaimer shall be made in writing, clearly stating the portion or assets disclaimed, and shall be delivered to my Executor within the time period required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any future law. If a beneficiary disclaims in whole or in part, the property in which he or she disclaims his or her interest shall be distributed according to this Will as if the person disclaiming predeceased me.

D. Alternate Distribution. If one or more of my children predeceases me leaving no surviving descendants or if all beneficiaries of a trust for the descendants of a deceased child die before distribution of the trust assets, then his or her share shall be divided equally among my surviving children per stirpes and either distributed outright or held in trust pursuant to the terms and conditions sets out above.

E. Distribution if Children and Grandchildren Are Deceased. If all the persons and classes designated as beneficiaries of my estate die prior to distribution of all the assets of my estate, upon the death of the survivor of them, the assets shall be distributed outright and free of trust to my heirs at law, in accordance with the intestacy laws then in effect in the State of Mississippi.

ITEM VI
MISCELLANEOUS TRUST PROVISIONS

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

B. Income During Administration of Estate. The income of any trust created by this Will shall accrue from the date of my death. During the administration of my estate and until the trust is established and activated, I authorize the Trustee to request of my Executor, in which case my Executor shall comply with that request, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of any trust. These payments shall be an amount that in the joint judgment of the Trustee and the Executor equals the trust income that the beneficiaries would have received had the trust been established and activated. If an overpayment or underpayment results, the Trustee shall pay to or receive from the beneficiaries the appropriate amount.

C. Distributions to Minor or Incapacitated Beneficiary. In making distributions to the beneficiaries from a trust created under this Will, and especially where a beneficiary is a minor or incapable of transacting business due to incapacity or illness, the Trustee 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, or (d) by applying the payments for the benefit of the beneficiary by paying expenses directly. In any event, the Trustee shall require such reports and take such steps as the Trustee deems necessary to assure and enforce the application of such payments for the exclusive benefit of the beneficiary.

D. Trustee to Hold Minor's Share Until Age 21. If at any time in following the directions of this Will the Trustee is required to distribute outright to a person who is a minor all or any part of the principal of a trust created herein, the Trustee is directed to continue to hold and manage the share of the minor in trust for that minor's benefit until the minor attains age twenty-one (21), at which time the Trustee shall distribute such share to the beneficiary. Until

distribution is made, the Trustee is directed to expend such part of the income and/or principal of the share belonging to that minor as the Trustee, in the Trustee's discretion, deems necessary to provide for the proper education, support, maintenance and health of the minor and for any medical, hospital or other institutional care which the minor may require.

E. Beneficiary's Interest Must Vest Within Rule Against Perpetuities Period. The interest of every beneficiary of any trust created herein shall vest within the period prescribed by the Rule against Perpetuities. Upon vesting, any trust property held by the Trustee shall be distributed to the beneficiary or beneficiaries of the trust property or to his or her legal guardian or other personal representative as though such beneficiary had reached the age at which final distribution was required.

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

G. Trustee's Discretion in Making Distributions. 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. The Trustee shall not be liable to any beneficiary for any decisions made pursuant to this paragraph. In making a division or distribution, the Trustee is specifically excused from a duty of impartiality with respect to the income tax basis of the property distributed. The Trustee may

select assets to be allocated or distributed without regard to the income tax basis of the property and without regard to the types of assets distributed to individual beneficiaries.

H. Trustee May Keep Trust in Existence. Notwithstanding the distribution of all of the assets of a trust created herein, the Trustee may keep in existence any trust created herein if the Trustee deems such action necessary or advisable for the trust to receive additional property at a later date.

ITEM VII
TRUSTEE AND SUCCESSOR TRUSTEE PROVISIONS

A. I name and appoint my son, Kenneth William Grothe, Jr., as Trustee of any trust established by this will.

B. Bond and Accountings No Trustee shall be required to enter into any bond as Trustee, to obtain the approval of any Court for the exercise of the powers or discretion provided herein, or to file with any Court any periodic or formal accountings of the administration of any trust. The Trustee shall render annual accountings to each of the beneficiaries of any trust (or his or her guardian if a beneficiary is a minor). No persons paying money or delivering property to the Trustee shall be required to see to its application.

C. Method of Trustee's Resignation. The Trustee may resign at any time by giving each of the beneficiaries of the trust or his or her natural parent or legal guardian written notice specifying the effective date of such resignation. The notice may be sent by personal delivery or by registered mail.

D. Successor Trustees. If Kenneth William Grothe, Jr., dies, resigns or becomes unable to serve as Trustee of any trust created hereunder, regardless of the cause, then my daughter, Betty Ruth Justice, shall serve as Successor Trustee. If my daughter dies, resigns,

or becomes unable to serve as Trustee of any trust created hereunder, then my son, James D. Grothe, shall serve as Successor Trustee.

E. Effective Date of Trustee's Resignation. The resignation of the Trustee, regardless of cause, shall become effective upon the qualification of the successor Trustee and submission of a full accounting by the resigning Trustee; however, the successor Trustee and the adult beneficiaries may agree to waive a final accounting by the Trustee being replaced.

F. Successor Trustee to Have Powers and Duties of Original Trustee. Any successor Trustee shall be vested with all the rights, powers, duties and discretion conferred upon the original Trustee.

G. Compensation of Trustee. Any bank or corporation serving as Trustee shall receive reasonable compensation based on the services it is required to perform. Such compensation shall be approved by the adult beneficiaries of the trust, or if none, by the guardians of the minor beneficiaries. Any individual serving as Trustee shall receive reasonable compensation based upon the then current hourly rates being charged in Jackson, Mississippi, for services comparable to those being rendered by the individual Trustee. Compensation shall be paid regularly and shall be shown on the Trustee's annual account.

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

ITEM VIII TRUSTEE POWERS

Unless otherwise provided, the administration of any trust herein created, the sale and conveyance of trust assets, the investment and reinvestment of trust assets, and the rights,

powers, duties and liabilities of the Trustee shall be governed by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi, as amended. In addition to the powers contained in that Law, and the power to make "legal investments" under Mississippi law, the Trustee shall have full power and authority:

A. May Invest in Interest Bearing Accounts or CD's. To place trust funds on time deposit in interest bearing accounts or certificates of deposit in any federally insured financial institution, including any bank which may be serving as Trustee.

B. May Receive Additional Property. To receive additional property any person conveys to the trust either in lifetime or by Will, and to administer and distribute the property according to the terms of the trust

C. Right to Distribute in Cash or in Kind. To distribute income and principal of the trust in cash or in kind.

D. Right to Transfer and Encumber Trust Property. To sell, transfer, convey, mortgage, lease, rent, and dispose of the trust property upon such terms and in such manner and for such prices as the Trustee deems proper; and to execute and deliver any instruments necessary to accomplish such action. Any lease or other instrument which is executed by the Trustee shall continue in full force and effect under its terms, notwithstanding the termination of the trust.

E. Right to Allocate Between Income and Principal. To determine the allocation of receipts and expenses between income and principal.

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

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

H. May Receive, Retain and Invest in Certain Property. To receive and retain all types of property and especially to receive, invest in and retain shares of stock in closely-held corporations partnership interests in general and limited partnerships, and non-income producing real estate or other property regardless of where it may be situated, without liability and without regard to the proportion such property or property of a similar character so held may bear to the entire amount of the trust estate and whether or not such property is of the class in which trustees generally are authorized to invest by law.

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

J. Rights as to Securities. To retain or acquire stocks, bonds or securities for investments; to exercise stock subscriptions, rights and options; to vote or grant proxies; to vote

all securities belonging to the trust; to pay assessments; to support, oppose or participate in any merger, reorganization, redemption or liquidation of any entity in which the trust owns an interest; to pledge any securities or other property as security for any loan made by the Trustee; and to accomplish any other purpose of any nature incidental to the administration of the trust.

K. Right to Borrow and Lend. To borrow money from any person or entity or lend money to any person or entity at such rate of interest as the Trustee determines necessary for the administration of the trust or to facilitate any purchase, sale or other acquisition or disposition of trust property; to execute such notes and loan agreements required for such loans; to secure the repayment of such loans by executing such contracts, mortgages, deeds of trust, security instruments, or other instruments required for such loans; and, to assume any liabilities as consideration for the acquisition of assets or to acquire assets subject to such liabilities.

L. May Employ Agents. To employ and compensate from trust assets any agents, accountants, attorneys, custodians, brokers, investment counselors and other advisors the Trustee deems necessary for the administration of the trust

M. Right to Seek Court Approval. To seek approval of or authority from any court of competent jurisdiction with respect to any action of the Trustee if the Trustee determines it is in the best interest of the Trustee, the trust or the beneficiaries to do so .

N. Mineral Interests. To execute and deliver oil, gas and other mineral leases containing such unitization or pooling agreements and other provisions as the Trustee deems advisable; to execute mineral and royalty conveyances; to purchase leases, royalties and any type of mineral interests; to own, hold, acquire and dispose of working interests and royalty interests in properties held in the trust and to expend funds of the trust necessary with respect to the ownership of such interests; to execute and deliver drilling contracts and other contracts, options

and other instruments necessary or desirable in engaging actively in the oil, gas or other mining businesses; all of the foregoing to be done with such terms, conditions, agreements, covenants, provisions or undertakings as the Trustee deems advisable.

O Farm Property. To manage any farm property, including the authority to plant and harvest crops; to breed, raise, and sell farm animals, aquatic produce and farm produce of all kinds; to purchase and sell equipment; to make improvements; to construct, repair or demolish any buildings; to engage agents, managers and employees and delegate powers to them; to establish reasonable reserves for depreciation out of income; to replace improvements and equipment; to fertilize and improve the soil; to engage in the growing, improvement and sale of trees and other forest crops; and to perform any other acts deemed necessary or desirable to operate the farm property.

P. May Terminate Small Trust. To terminate any trust if the Trustee, in the Trustee's sole discretion, determines the assets of the trust are of such small value that the continued existence and operation of the trust is not in the best interest of the beneficiaries. This power shall be exercisable only if the income beneficiaries and the remainder beneficiaries are the same and have the same interest in the trust, or if the beneficiaries or interests are different, only if the beneficiaries agree to a manner of termination and distribution of trust assets. No beneficiary shall have any right to require the Trustee to exercise this power. Upon termination, the Trustee shall distribute the assets of the trust to the beneficiaries in the beneficiaries' proportionate shares.

ITEM IX
EXECUTOR POWERS

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

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

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

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

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

F. Executor to Have All Powers Conferred by Law. My Executor shall have the power to exercise all powers conferred by law upon trustees by the Uniform Trustees' Powers Law of Mississippi and all powers conferred by law upon executors and all powers granted herein without prior authority from any Court; however, my Executor may seek Court authority if doing so is in the best interest of my Executor, my estate or my beneficiaries.

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

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

I. Right to Borrow. I specifically authorize my Executor to borrow in the name of my estate such funds as may be necessary to pay my debts, administration expenses, and taxes of my estate, to pledge such of my property, real or personal, as may be necessary to secure such loan, and to execute notes, security instruments or documents necessary or required to secure

such loans. However, my Executor shall not pledge any property specifically devised or bequeathed herein. My Executor shall not be required to pay or otherwise satisfy any such loan prior to the closing of my estate and the discharge of my Executor, but in satisfaction of any bequest herein, my Executor may distribute such property at its date of distribution value net of such loan.

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

K. Right to Sell or Lease Without Court Approval My Executor shall not be required to reduce all or any of my personal or real property to cash during the administration of my estate, but in my Executor's discretion may sell or lease any of my property, including realty, in such manner and on such terms and conditions as my Executor may deem advisable, without notice and without the necessity of Court approval or authorization. In connection with a sale or lease, my Executor may execute and deliver such deeds, leases or other instruments relating thereto.

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

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

N. Section 2032 A Election My Executor shall have the discretion and authority to make the special use valuation election allowable under Section 2032A of the Internal Revenue Code, or any corresponding provision of future law relating thereto. My Executor shall not incur any liability to any party for determining whether or not to exercise the discretion to elect or not to elect special use valuation.

O. Section 6166 Election. My Executor shall have the power to elect to defer the payment of federal estate taxes as provided in Section 6166 of the Internal Revenue Code, or any corresponding provision of future law relating thereto. My Executor shall not incur any liability to any party for determining whether or not to exercise the discretion to elect or not to elect to payment of taxes.

P. Ancillary Administration. I further nominate and appoint my Executor herein named to petition the proper Court and to take all necessary action to effect an ancillary administration covering any property I may own in another jurisdiction. I direct that no bond or other security shall be required of my Executor named herein, nor shall my Executor be required to file an inventory or accounting with any court in any foreign jurisdiction. If the laws of any other jurisdiction in which I may own property require that a resident of that jurisdiction serve as Executor or Administrator in any ancillary proceeding by my estate, my Executor shall have the power and right to select and designate a proper party resident of the foreign jurisdiction involved to serve with the Executor of my estate as Co-Administrators. In such event, the Co-

Administrators shall not be required to post any bond or other security or file any accounting or inventory with any court in the foreign jurisdiction.

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 13 day of December, 1999.

Bessie M. Grothe
BESSIE M GROTHE

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

Homer S. Adams
Witness

Deborah L. Sullivan
Witness

PROOF OF WILL

Homer S. Adams and Deborah L. Sullivan, being duly sworn according to law on oath state:

Each of us is a subscribing witness to the attached written instrument dated December 13, 1999, which purports to be the Last Will and Testament of BESSIE M. GROTHE (the "Testatrix") who is personally known to each of us. On the execution date of the instrument, the Testatrix, in our presence, signed, published and declared the instrument to be her Last Will and Testament, and requested that we attest her execution thereof. In the presence of the Testatrix and each other, each of us signed our respective names as attesting witnesses. At the time of execution of the instrument the Testatrix appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud, or restraint.

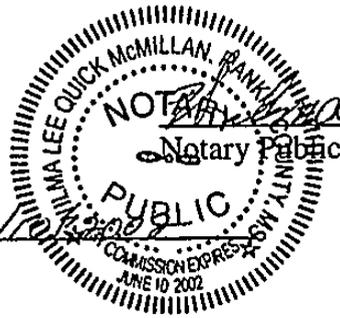
DATED this 13th day of December, 1999.

Homer S. Adams
 (Witness)
 (Address) 111 Capital Street
Jackson, Miss.

Deborah L. Sullivan
 (Witness)
 (Address) 111 Capital Street
Jackson, Miss.

STATE OF MISSISSIPPI
COUNTY OF HINDS

Subscribed and sworn to before me, the undersigned Notary Public, on this the 13th day
of December 1999.



William Lee Quick McMILLAN
Notary Public

My Commission Expires: 6/10/2002

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 19th day
of July, 20 02, at 10:00 o'clock a M., and was duly recorded
on the JUL 19 2002, Book No 35, Page 64

MIKE CROOK, CHANCERY CLERK

BY: Stacey Tolson D.C.



2002-578

LAST WILL AND TESTAMENT

FILED
THIS DATE

JUL 23 2002

OF

MIKE CROOK
CHANCERY CLERK
By: Shirley Joan D.C.

WILLIAM W. LINDQUIST

I, WILLIAM W. LINDQUIST, of the City of Youngstown, Mahoning County, Ohio being of lawful age and sound mind, do hereby make, publish and declare this my Last Will and Testament, hereby revoking and annulling any and all Wills heretofore made by me.

ITEM I. I direct that all succession, inheritance and estate taxes and taxes of a similar nature, both State and Federal, arising by reason of my death, and all interest and penalties thereon, if any, be paid by my Executors from the principal of my estate in the same manner as any debt thereof and my Executors shall not seek reimbursement therefor from any person whomsoever.

ITEM II. I hereby give and bequeath all of my wearing apparel, jewelry, watches, pictures, books, silverware, household goods, other household effects and other tangible personal property owned by me at the time of my death to my wife, SHIRLEY JOAN LINDQUIST, if she shall survive me, or if she shall not survive me, then to my surviving children, in equal shares, to be divided among them as they shall agree, but if they are unable to agree, then as my Executors shall determine.

ITEM III. I give and devise to my wife, SHIRLEY JOAN LINDQUIST, if she shall survive me, all my right, title and interest in and to any home or homes of any kind whatsoever that I may own individually or jointly with

(Page One of the Will of

William W. Lindquist)

my wife at the time of my death. If she shall not survive me, I give and devise said home or homes to THE MAHONING NATIONAL BANK OF YOUNGSTOWN, Youngstown, Ohio, Trustee, in augmentation of the property held by it under the terms of a certain Trust Agreement heretofore entered into between me and the Trustee dated May 8, 1980 and any amendments or supplements thereto, for disposition in accordance with the provisions thereof, which Agreement is in present force and effect.

ITEM IV. All the residue of my property, I give to THE MAHONING NATIONAL BANK OF YOUNGSTOWN, Youngstown, Ohio, Trustee, in augmentation of the property held by it under the terms of a certain Trust Agreement heretofore entered into between me and the Trustee dated May 8, 1980 and any amendments or supplements thereto, for disposition in accordance with the provisions thereof, which Agreement is in present force and effect.

In the event for any reason that the above gift and devise to the Trustee is invalid or for any reason ineffective, then I hereby give the residue of my property to THE MAHONING NATIONAL BANK OF YOUNGSTOWN, Youngstown, Ohio as Trustee, upon the terms and conditions set forth in the Trust Agreement dated May 8, 1980 and any amendments or supplements thereto, all the terms and provisions of which Trust Agreement are hereby incorporated by reference as fully as though restated herein and with the further provision that no bond shall be required of such Trustee.

ITEM V. I hereby make, nominate and appoint my wife, SHIRLEY JOAN LINDQUIST, and THE MAHONING NATIONAL BANK OF YOUNGSTOWN, Youngstown, Ohio, as Executors of this my Last Will and Testament, to serve without bond, hereby authorizing and empowering my Executors, without order of Court, to

(Page Two of the Will of William W. Lindquist)

make distribution in kind; to settle, compromise, adjust, release and discharge any and all debts and claims which may be presented against my estate or which may be due to me; to sell at public or private sale, or in such manner, at such price, upon such terms of credit or otherwise as they may deem best, all or any part of my estate; to execute, acknowledge and deliver deeds and other proper instruments of conveyance or assignment therefor to the purchaser or purchasers and to do any and all other things necessary or convenient to the proper and legal management of my estate.

In the event either of the above named nominees shall not qualify as Executor or shall become disqualified because of death or incapacity to act, the remaining nominee shall be authorized to act in that capacity without bond and with all powers and authority given to my Executors.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament at Youngstown, Ohio, this 9 day of May, 1980.

William W. Lindquist
WILLIAM W. LINDQUIST

Signed by WILLIAM W. LINDQUIST and by him acknowledged to be his Last Will and Testament, before us and in our presence, and by us subscribed as attesting witnesses in his presence and at his request and in the presence of each other.

C. B. Cunningham J. of Youngstown, Ohio
Maury Grace Wood of Youngstown, Ohio

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF FLORIDA
COUNTY OF Collier

This day personally appeared before me, the undersigned authority in and for said county and state, MARY GRACE WOOD, now known as MARY GRACE WOOD COVINGTON, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of WILLIAM W LINDQUIST, of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said WILLIAM W. LINDQUIST, signed, published and declared said instrument as his Last Will and Testament on May 9, 1980, in the presence of C. A. COVINGTON, JR., and MARY GRACE WOOD COVINGTON, the subscribing witnesses, that said Testator was then of sound and disposing mind and memory and above the age of eighteen years, and the affiant makes oath that C. A. COVINGTON, JR., and MARY GRACE WOOD COVINGTON, witnesses, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testator, and in the presence of each other.

FILED
THIS DATE

JUL 25 2002

MIKE CROOK
CHANCERY CLERK

By [Signature] D.C.

Mary Grace Wood Covington
Print Name & Address of Witness

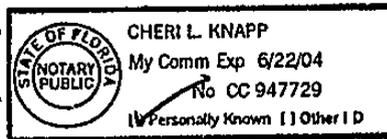
MARY GRACE WOOD COVINGTON
411 Edgemere Way North
Wyndemere
Naples, FL 34105

Sworn to and subscribed before me this, the 28th day of June, 2002.

Cheri L. Knapp
NOTARY PUBLIC

My Commission Expires:

(Affix Official Seal)



STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 23rd day of July, 2002, at 10:00 o'clock a M., and was duly recorded on the JUL 23 2002, Book No 35, Page 84.

MIKE CROOK, CHANCERY CLERK,

BY: Stacey Taten D.C.



2002-549

Last Will and Testament **FILED**

THIS DATE

OF

JUL 31 2002

KITTIE OLIVER PARKER

MIKE CROOK
CHANCERY CLERKBy: SARAH TOWNE DC.

KNOW ALL MEN BY THESE PRESENTS that I, KITTIE OLIVER PARKER, resident citizen of the County of Hinds, State of 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, revoking all previous wills or codicils.

I.

I do hereby direct that all of my just debts and funeral expenses be paid.

II.

I appoint as Executor of my Estate, my brother, James L. Oliver, and direct that no bond shall be required of him and that he be relieved of filing any inventory and appraisalment of my estate. If he be unable or unwilling to serve, then I appoint my niece, Betty Power Hamm, to serve as Executrix, and direct that no bond shall be required of her and that she be relieved of filing any inventory and appraisalment of my estate.

III.

I hereby give, devise, and bequeath the following:

- (1) To Christy Louise Hamm, my diamond
solitare ring, my white gold diamond
Harvel watch, and my 2-carat yellow
gold diamond bee pin; and
- (2) To Betty Power Hamm, my yellow diamond
Rolex watch and all my shares of Deposit
Guaranty National Bank stock.

IV.

I hereby give, devise, and bequeath unto my brother, James L. Oliver, all the rest and residue of my property, including, but not limited

Kittie Oliver Parker
KITTIE OLIVER PARKER

to, my undivided interest in the real property known as Lot 4, Block "C",
KIMBERLY HEIGHTS SUBDIVISION, Part 2, Hinds County, Mississippi, my home,
and all furnishings therein, for life, and upon his death, to Betty Power
Hamm and Christy Louise Hamm.

IN WITNESS WHEREOF, I hereby declare this to be my Last Will
and Testament, revoking any and all wills and codicils heretofore made by
me, and I do hereby request the subscribing witnesses whose names are affixed
hereto to sign their names as subscribing witnesses and do hereby affix
my signature on this the 2nd day of October, 1987.

Kittie Oliver Parker
KITTIE OLIVER PARKER

Drew S McWhorter
WITNESS

Vernon H. Chadwick
WITNESS

CERTIFICATE

We, Drew S McWhorter and VERNON H.
CHADWICK, witnesses to the foregoing Will of KITTIE
OLIVER PARKER, do hereby certify that Kittie Oliver Parker declared the
same to be her Last Will and Testament in our presence and in the presence
of each of us and requested us and each of us, to sign our names thereto
as subscribing witnesses in the presence of the Testatrix and in the presence
of each other, and that at the time of the execution of said Will, the said
Kittie Oliver Parker was more than twenty-one (21) years of age and of sound
and disposing mind and memory, and had a fixed place of residence in the
County of Hinds, State of Mississippi.

WITNESS OUR SIGNATURES, this the 2nd day of October,
1987.

Drew S McWhorter
Vernon H. Chadwick

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 31st day
of July, 20 02, at 10:00 o'clock a.M., and was duly recorded
on the JUL 31 2002, Book No. 35, Page 88.

MIKE CROOK, CHANCERY CLERK

BY. Stacy Totter DC.



2002-513

LAST WILL AND TESTAMENT OF

AUG 0 1 2002

MIKE CROOK CHANCERY CLERK By: Sandy Toon D.C.

BE IT KNOWN that I, Mildred Ann Simms, a resident of Canton, Miss., County of Madison, in the State of Miss., being of sound mind, do make and declare this to be my Last Will and Testament expressly revoking all my prior Wills and Codicils at any time made.

I. PERSONAL REPRESENTATIVE:

I appoint Terrel B Lamkin Jr of Canton, Ms. as Personal Representative of this my Last Will and Testament and provide if this Personal Representative is unable or unwilling to serve then I appoint Pam Lamkin of Canton, Ms. as alternate Personal Representative. My Personal Representative shall be authorized to carry out all provisions of this Will and pay my just debts, obligations and funeral expenses. I further provide my Personal Representative shall not be required to post surety bond in this or any other jurisdiction, and direct that no expert appraisal be made of my estate unless required by law.

II. GUARDIAN:

In the event I shall die as the sole parent of minor children, then I appoint as Guardian of said minor children. If this named Guardian is unable or unwilling to serve, then I appoint as alternate Guardian.

III. BEQUESTS:

I direct that after payment of all my just debts, my property be bequeathed in the manner following: I Leave All my property of every Nature and description to my daughter, Lacy Simms to be distributed in this manner only. (1) \$100000 CASH at the time of my death. (2) All furniture + other personal items (3) my car (4) Recieve interest that is due on AV monies in my Estate "Monthly" (5) My real estate property will be Lacy's to live in AS long AS She wishes to -but she has to Keep the Insurance + taxes paid on it - When she has no desire to occupy this house - I authorize my Executor to sell this property + put the money into a trust fund for Lacy to be received in monthly payments of \$70000 until all principal + interest is used up. (6) Payments to State Farm Insurance for life Insurance for Lacy are to be paid monthly so Insurance will not lapse. If something should happen to me + Lacy at the same time then I leave my Estate to my brother Terrel B. Lamkin Jr

Mildred Ann Simms Testator Signature

Page ___ of ___.

Execute and attest before a notary.

Caution: Louisiana residents should consult an attorney before preparing a will.

IN WITNESS WHEREOF, I have hereunto set my hand this 22nd day of February 2000 ~~19~~, to this my Last Will and Testament.

Mildred Ann Simms
Testator Signature

IV. WITNESSED:

The testator has signed this will at the end and on each other separate page, and has declared or signified in our presence that it is his/her last will and testament, and in the presence of the testator and each other we have hereunto subscribed our names this 22 day of February 19 2000

<u>Katherine P. Leddy</u> Witness Signature	<u>536 East Peace Canton Ms 39046</u> Address
<u>Becky P. Bynum</u> Witness Signature	<u>2770 Hwy 43 W Canton Ms. 39046</u> Address
<u>JoAnn Acy</u> Witness Signature	<u>139 St. Catherine Rd Canton MS 39046</u> Address

ACKNOWLEDGMENT

State of Mississippi }
County of Madison }
We, Katherine P. Leddy, Becky P. Bynum,
JoAnn Acy, and _____,

the testator and the witnesses, respectively, whose names are signed to the attached and foregoing instrument, were sworn and declared to the undersigned that the testator signed the instrument as his/her Last Will and Testament and that each of the witnesses, in the presence of the testator and each other, signed the will as witnesses.

Testator: Mildred Ann Simms

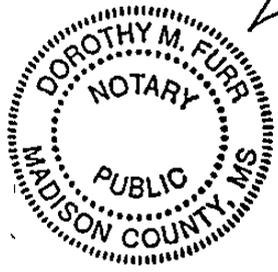
Witness: Katherine P. Leddy
Witness: Becky P. Bynum
Witness: JoAnn Acy

On Feb. 22, 2000 before me, Dorothy M. Furr, Notary appeared Mildred Ann Simms personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument
WITNESS my hand and official seal.

Signature Dorothy M. Furr

Notary Public State of Mississippi / t Large
My Commission Expires August 31, 2002
Bonded Thru Heiden, Brooks & Garland, Inc.

Affiant Known Produced ID
Type of ID _____ (Seal)



Page ___ of ___

K107-1C

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 1st day of Aug, 2002, at 11:15 o'clock a M., and was duly recorded on the AUG 1 2002, Book No. 35, Page 90.

MIKE CROOK, CHANCERY CLERK BY: Stacey Totten D.C.



prior or subsequent approval of any judicial authority, and no person dealing with my Executor hereunder shall be required to inquire into the propriety of any of their actions.

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

ITEM III.

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

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

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

ITEM IV.

I direct that to the extent possible my Executor pay out of my Residuary Estate, without apportionment, all estate, inheritance, succession and other taxes, together with any interest or penalty thereon, (but not including any taxes imposed on generation-skipping transfers under the Federal tax laws) assessed by reason of my death and imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof, in respect of all property required to be included in my gross estate for estate or like tax purposes by

Virginia Ann Stone

 VIRGINIA ANN STONE

any of such governments, whether the property passes under this Will or otherwise, including property over which I have a power of appointment, without contribution by any recipient of any such property.

ITEM V.

All the rest, residue and remainder of the property which I may own at the time of my death, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including proceeds of any life insurance policies which are payable to my estate, including all lapsed legacies and devises (but excluding any property over or concerning which I have any power of appointment), I give, devise and bequeath in fee to my brother, CLIFTON NELSON STONE. In the event CLIFTON NELSON STONE shall not survive me, then and in such event, I give, devise and bequeath the aforesaid property to CLIFTON NELSON STONE's issue, per stirpes.

In the event that a distribution pursuant to this Item is to be made to a minor, my Executor shall distribute such amount to the legal guardian of such minor, and my Executor shall have no further responsibilities with respect to any amount so distributed.

ITEM VI.

For all purposes of this my Last Will and Testament and the disposition of my estate hereunder, the terms "children," "issue," or "descendants" shall be deemed to include persons adopted prior to attaining twenty-one (21) years of age.

ITEM VII.

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

Virginia Ann Stone
VIRGINIA ANN STONE

ITEM VIII.

This Last Will and Testament consists of four (4) typewritten pages, on each of which I have signed my name for greater security and identification

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 24th day of January, 2002.

Virginia Ann Stone
VIRGINIA ANN STONE

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

WITNESSES:

Diane B. Boyt
DIANE BOYT

708 Bellevue Street
ADDRESS

Clinton, MS 39056

Linda E Chase
LINDA CHASE

728 HAWTHORN GREEN DRIVE
ADDRESS

RIDGELAND MS 39157

FILED
THIS DATE

AFFIDAVIT OF SUBSCRIBING WITNESSES

AUG 02 2002

STATE OF MISSISSIPPI

COUNTY OF HINDS

MIKE CROOK
CHANCERY CLERK
By: Jacoby Toton D.C.

This day personally appeared before me, the undersigned authority in and for said county and state, DIANE BOYT and LINDA CHASE, the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of VIRGINIA ANN STONE of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said VIRGINIA ANN STONE signed, published and declared said instrument as her Last Will and Testament on January 24, 2002, in the presence of DIANE BOYT and LINDA CHASE, the subscribing witnesses, that said Testatrix was then of sound and disposing mind and memory and above the age of eighteen years, and the affiants make oath that DIANE BOYT and LINDA CHASE, the said witnesses, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testatrix, and in the presence of each other.

Diane B Boyt
DIANE BOYT

Linda E Chase
LINDA CHASE

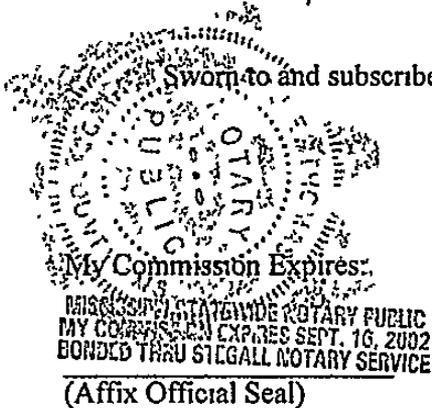
Print Address of Witness:

708 Bellevue St.
Clinton, MS 39056

Print Address of Witness:

728 HAWTHORN GREEN DRIVE
RIDGELAND MS 39157

Sworn to and subscribed before me this, the 24th day of January, 2002.



Mike E. Thomas
NOTARY PUBLIC

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 2nd day of Aug, 2002, at 9:00 o'clock a M., and was duly recorded on the AUG 12 2002, Book No. 35, Page 92.

MIKE CROOK, CHANCERY CLERK

BY: Jacoby Toton D.C.



#2002-619

Last Will and Testament FILED
THIS DATE

AUG 02 2002

OF

RALPH D. CHITI

MIKE CROOK
CHANCERY CLERK
By: Stacy Johnson D.C.

I, RALPH D. CHITI, an adult resident citizen of the City of Madison, Madison County, State of Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all previous Wills and Codicils heretofore made by me.

ITEM I

I hereby nominate and appoint my wife, MYNELL R. CHITI, as Executrix of this my Last Will and Testament, and direct that she be permitted to serve in said capacity without giving bond, and in the event my wife is unable to serve as Executrix, then in that event I hereby nominate and appoint SIMMIE ROBERTS to serve as Alternate Executrix without giving bond.

ITEM II

I will, devise and bequeath unto my wife, MYNELL R. CHITI, all my property, both real and personal.

ITEM III

In the event my wife, MYNELL R. CHITI, predeceases me or we die together in a common disaster, I hereby will, devise and bequeath unto my sisters-in-law, SIMMIE ROBERTS, HELEN STUBBS, KATHRYN GREER, SALLY KEMP, and JOYCE BRADSHAW, and my brother-in-law, REGGIE ROBERTS, all my property, both real and personal, to share and share alike, per stirpes.

IV

It is my desire that my attorney, CHARLES O. MOORE of 1225 North West Street, Jackson, Mississippi, 39202, being familiar with my personal affairs and with my wishes relative to the disposition of my estate, be the Attorney for my Estate.

Ralph D. Chiti
RALPH D. CHITI

Com

js

IN WITNESS WHEREOF, I have signed, published and declared the foregoing instrument as and for my Last Will and Testament on this the 29th day of January, 1989.

Ralph D. Chiti
RALPH D. CHITI

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

Charles O. Moore
Charles O. Moore
1225 North West Street
Jackson, MS 39202

Glenda Latham
Glenda Latham
937 Lakeshore Drive
Jackson, MS 39212

STATE OF MISSISSIPPI, COUNTY OF MADISON



I certify that the within instrument was filed for record in my office this 2nd day of Aug, 2002, at 10:00 o'clock a M., and was duly recorded on the AUG 2 2002, Book No. 35, Page 97.

MIKE CROOK, CHANCERY CLERK BY: Jarvis Toton D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

FILED

THIS DATE

AUG 02 2002

IN THE MATTER OF THE ESTATE OF
RALPH DUANE CHITI, DECEASED

MIKE CROOK
CHANCERY CLERK NO. 2002-67
By: [Signature] D.C.

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named CHARLES O. MOORE, who being by me first duly sworn according to the law, says on oath:

(1) That the affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of RALPH D CHITI, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament of RALPH D CHITI, dated the 27th day of January, 1989.

(2) That on the 27th day of January, 1989, the said RALPH D CHITI signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of the affiant and of Glenda Latham, the other subscribing witness to the instrument.

(3) That RALPH D. CHITI was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years.

(4) That the affiant, together with Glenda Latham, 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 RALPH D. CHITI and in the presence of each other.

Charles O. Moore
CHARLES O. MOORE

SWORN TO AND SUBSCRIBED BEFORE ME this 17th day of July, 2002.



Virginia A. Kelley

MY COMMISSION EXPIRES

Prepared by
Marc K. McKay--MSB #8732
McKay Simpson Lawler Franklin & Foreman, PLLC
P. O. Box 2488
Ridgeland, MS 39158-2488
(601) 856-5794

STATE OF MISSISSIPPI, COUNTY OF MADISON

I certify that the within instrument was filed for record in my office this 2nd day of Aug, 2002, at 10:00 o'clock A.M., and was duly recorded on the AUG 12 2002, Book No. 35, Page 99.

MIKE CROOK, CHANCERY CLERK

BY: Stanley Toten c.c.

