

**FILED**  
THIS DATE

LAST WILL AND TESTAMENT

OF

JAN 24 2003

JEAN B. MENEFEE

MIKE CROOK  
CHANCERY CLERK  
*Mr. Leticia Jones*

I, JEAN B. MENEFEE, an adult resident citizen of Madison, Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament and I do hereby revoke any and all Wills and Codicils heretofore made by me.

ARTICLE I  
APPOINTMENT OF CO-EXECUTORS

A Appointment of Executor. I do hereby appoint my husband, ROBERT D. MENEFEE, as Executor of this my Last Will and Testament and I hereby waive the necessity of said Executor entering into bond, inventory and accounting as such Executor and I waive the necessity of a formal appraisal being made of my estate. In the event my husband predeceased me or is unable or unwilling to serve, I appoint my children, ROBERT MALCOLM MENEFEE and PRISCILLA JEAN MENEFEE ARMSTRONG, as Successor Co-Executors. I hereby expressly give and grant unto all of said Executors, whether an original appointee or successor appointees, all the rights, powers and discretion hereinafter given to the Co-Trustees in Article VIII, Power of Co-Trustees.

B Appointment of Co-Trustees. I do hereby appoint my children, ROBERT MALCOLM MENEFEE and PRISCILLA JEAN MENEFEE ARMSTRONG, as Co-Trustees

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of the Article IV, Family Trust, created for the benefit of my husband, Robert D. Menefee. If either of the designated Co-Trustees resigns or fails to serve for any reason, the surviving Co-Trustee shall continue to serve as the sole Trustee.

Further, I do hereby appoint TRUSTMARK NATIONAL BANK, Jackson, Mississippi, as Trustee of the Article VI, Menefee Children's and Grandchildren's Trust. If it resigns or fails to serve for any reason, the then current adult beneficiaries may appoint a Successor Trustee. Such Successor Trustee shall be some other bank or trust company possessing trust powers and an active, fully-staffed trust department.

C. Terminology and Gender. Where used throughout this Will, the terms, "Executor," "Co-Executor," "Successor Co-Executors," "Co-Trustee," "Trustee" and "Administrator," may be used interchangeable and shall apply to whoever may be serving as personal representative of my Estate, whether one or more than one, and to any successor Executor, Administrator or Trustee.

Unless otherwise provided, in referring to the Executor, Co-Executors, Trustee or Co-Trustees, 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.

**ARTICLE II**  
**PAYMENT OF EXPENSES, DEBTS AND ESTATE TAXES**

I hereby direct my Executor to pay my funeral expenses and all of my just debts which may be timely probated, registered and allowed against my estate and expenses or administration of my estate out of my residuary estate; provided, however, that if my Executor in his sole

discretion shall elect to claim estate administration expenses as a deduction for income tax purposes rather than estate tax purposes, such administration expenses shall be charged against any remaining available credit equivalent bequest disposed of by Article IV, Family Trust, after first satisfying in full any estate taxes which are directed to be paid therefrom. I direct my Executor to pay all federal and state estate, succession, transfer or all other death taxes which are assessed against my estate, including estate and taxes assessed on account of life insurance proceeds or any other property which shall be included in my gross estate for the purposes of such taxes, whether or not included in my estate for probate purposes as provided by the Uniform Estate Tax Apportionment Act, of the Mississippi Code Ann. §27-10-1, et seq.

ARTICLE III  
SPECIAL BEQUESTS  
AND BEQUEST OF PERSONAL PROPERTY AND HOUSEHOLD EFFECTS

A. I give and bequeath to my husband, ROBERT D. MENEFFEE, if he be living at the time of my death, all my corporeal, tangible personal property and household effects, specifically including any automobiles, clothing, jewelry, furniture, furnishings, fixtures, books, objects of art, household goods, silverware, china, linens, ornaments, television sets, radios as well as any other tangible personal property owned by me at the time of my death. If he shall not survive me, I give and bequeath all of said property to the individuals designated by me in that certain Letter of Instructions, signed and dated by me and specifically made a part of this Last Will and Testament. All of the rest of such corporeal, tangible personal property and household effects not disposed of by this said Letter of Instructions, I hereby give and bequeath

to my children, ROBERT MALCOLM MENEFE, PRISCILLA JEAN MENEFE ARMSTRONG and ANDREA KERSH JOHNSON, share and share alike, or if any of my children should predecease me, to the surviving children or child.

B. I give and bequeath the following special bequests:

1. To my daughter, ANDREA KERSH JOHNSON, the sum of Twenty Thousand Dollars (\$20,000.00) should she survive me. Other than the bequest of certain items of corporeal, tangible personal property described in Paragraph A hereinabove, this is the only bequest to my said daughter under this Last Will and Testament.

2. To BERT FRIEDMAN, the sum of Five Thousand Dollars (\$5,000.00), should he survive me. This is the only bequest to Bert Friedman, son of my daughter, Andrea Kersh Johnson, under my Last Will and Testament.

3. To KIMBERLY JOHNSON, the sum of Five Thousand Dollars (\$5,000.00), should she survive me and the bequest of certain items of corporeal, tangible personal property described in Paragraph A herein. This is the only bequest to Kimberly Johnson, daughter of Andrea Kersh Johnson.

In the event that any of these hereinbefore named legatees do not survive me, these bequests shall lapse. These bequests to ANDREA KERSH JOHNSON, BERT FRIEDMAN and KIMBERLY JOHNSON shall be paid to them within one (1) year of my death.

C. I give and devise to my husband any interest I may own in the real property located at 418 St. Augustine Drive, Madison, Mississippi. If my husband does not survive me,

I direct that the Executor or Co-Trustees sell such property, taking into consideration the appraised price and the sales price of comparable and like property and the proceeds from such sale, after first deducting all expenses, such as taxes and commission, shall be added to the Menefee Children's and Grandchildren's Trust of Article IV.

ARTICLE IV  
FAMILY TRUST

I give, devise and bequest to ROBERT MALCOLM MENEFEE and PRISCILLA JEAN MENEFEE ARMSTRONG, as Co-Trustees, property equal to the largest amount that can pass free of federal estate tax under this Article by reason of the unified credit and the state death tax credit (provided use of this credit does not require an increase in the state death taxes paid) allowable to my estate but by reason of no other credit and after taking account of dispositions under previous Articles of this Will and property passing outside of this Will which do not qualify for the marital or charitable deductions and after taking account of charges to principal that are not allowed as deductions in computing my federal estate tax. My Executor shall select and distribute to the Co-Trustees the cash, securities and other property, including real estate and interests therein, which shall constitute this trust, employing for this purposes, values current at the time or times of distribution. I recognize that the sum so disposed of my this Article may be affected by the action of my Executor in exercising certain tax elections. The Co-Trustees shall hold said property for the following uses and purposes and upon the following terms and conditions:

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A. Income. Said Co-Trustees shall pay to my said husband, ROBERT D. MENEFEE, during his lifetime, all of the income of the trust in periodic installments. The frequency of such payments to be determined by the Co-Trustees, except that in no event shall such payments be made less frequently than quarterly.

B Principal. The Co-Trustees shall be authorized to pay out of the principal of this trust such amounts as my Co-Trustees may deem necessary or proper in their sole judgment to provide for the proper support and maintenance of my husband during his lifetime. Also the Co-Trustees are to pay from the principal in full for the medical care of my husband, ROBERT D. MENEFEE, during his lifetime. This includes hospital, nursing home or other institutional care of my husband. Additionally, during the lifetime of my husband, he shall have the right in any calendar year (including the year of my death) to withdraw cash or other assets from this trust, not exceeding in the aggregate the greater of the following: five thousand dollars (\$5,000.00) or five percent (5%) of the fair market value of the principal of the trust on the last day of the calendar year in which such withdrawal is requested. Such right of withdrawal shall be exercised in each case by my said husband, upon notifying the Co-Trustees in writing to that effect, specifying the cash or assets at current market value which he desires to withdraw and promptly thereafter, the Co-Trustees shall make such distribution to him. Such right of withdrawal shall be non-cumulative.

The standard for the payment of principal to my husband shall be construed to be and "ascertainable standard" within the meaning of Section 2041(b)(1)(A) and 2514(c)(1) of the Internal Revenue Code of 1986, as now or hereafter amended.

C. Separate Trust Shares and Continuation of Trust. Upon the death of my husband, the Trustee shall divide the property of the family trust into equal parts so that there shall be one (1) such trust share for each of the following specifically identified children of mine then living, namely, ROBERT MALCOLM MENEFEE and PRISCILLA JEAN MENEFEE ARMSTRONG, and one (1) such trust share for each grandchild of mine then living, being ANGELA LYNN MENEFEE and MARTHA JEAN MENEFEE, the children of Robert Malcolm Menefee and one (1) such trust share for each grandchild of mine then living, being JOSEPH ROBERT GIUFFRIA, CHRISTOPHER BRANDON GIUFFRIA and ROBIN JEAN GIUFFRIA, the children of Priscilla Jean Menefee Armstrong and each shall be administered as a separate trust share.

These separate trust shares shall be known in the aggregate as the Menefee Children's and Grandchildren's Trust. The separate trust shares so created for my children, herein specifically named and said grandchildren shall be administered pursuant to the terms and conditions of the Menefee Children's and Grandchildren's Trust set forth in Article VI. It is my intent that this allocation shall be on a per capita basis. Thus, for purposes of illustration, if my two (2) named children and five (5) grandchildren are living at the time of the death of my husband, the Trustee will establish seven (7) separate trust shares, each being a separate trust share for each child and each grandchild.

D. Statement of Intent. During the lifetime of my husband, ROBERT D. MENEFEE, the family trust shall be exclusively for his benefit. It is my intent that the separate trust shares for the benefit of my named children and grandchildren shall be established only after the death

of my husband. However, due to unforeseen circumstances and events that may occur, my husband, ROBERT D. MENEFEE, in his sole judgment may deem it necessary or proper to establish separate trust shares for the Menefee children and grandchildren's trust prior to his death by disclaiming his interest. I hereby grant my husband, ROBERT D. MENEFEE, the authority and power to disclaim all or any portion of his interest in the family trust.

ARTICLE V  
RESIDUARY ESTATE

A. Primary Disposition. I devise and bequeath all the rest and residue of the property comprising my estate and of whatsoever kind or character and wheresoever situated, to my husband, ROBERT D. MENEFEE, free and clear of any trust.

B. Secondary Disposition. In the event my husband predeceased me, then, in that event, I devise and bequeath all the rest and residue of the property comprising my estate and of whatsoever kind or character and wheresoever situated to TRUSTMARK NATIONAL BANK, in trust, as provided in Article VI, Menefee Children's and Grandchildren's Trust and administered and distributed pursuant to the terms thereof.

C. Separate Trust Shares. In funding the Menefee Children's and Grandchildren's Trust, the Trustee shall divide the trust property equally into separate trust shares so that there shall be one (1) such trust share for each child of mine then living and one (1) such trust share for each grandchild of mine then living, being the children of Robert Malcolm Menefee and children of Priscilla Jean Menefee Armstrong, and each trust share shall be administered as a separate trust. These separate trust shares shall be known in the aggregate as the Menefee

Children's and Grandchildren's Trust. The separate trust shares so created for my children and said grandchildren shall be administered pursuant to the terms and conditions of the Menefee Children's and Grandchildren's Trust set forth in Article VI. It is my intent that this allocation shall be on a per capita basis. Thus, for purposes of illustration, if my two (2) children and five (5) grandchildren are living at the time of the death of my husband, the Trustee will establish seven (7) separate trust shares, each being a separate trust for each child and each grandchild. These trusts shall be administered as one trust for purposes of calculation of the trustee's fees.

ARTICLE VI  
MENEFEE CHILDREN'S AND GRANDCHILDREN'S TRUST

The trusts for the benefit of my children, namely, ROBERT MALCOLM MENEFEE and PRISCILLA JEAN MENEFEE ARMSTRONG, and my grandchildren born of my son, Robert Malcolm Menefee, and my grandchildren born of my daughter, Priscilla Jean Menefee Armstrong, shall be administered and distributed pursuant to the following terms and conditions:

A. Income. The Trustee shall set aside or deduct from the income or principal of the trust administration cost of the trust each month. After the deduction of this cost, the Trustee shall pay to each respective beneficiary his share of the net income from his or her separate trust share at monthly or quarterly intervals whichever in the Trustee's judgment is best for the needs of the beneficiaries.

B. Principal. The Trustee shall also be authorized to pay out of the principal of each separate trust share, such amount as the Trustee deems necessary or proper in its sole judgment

for any emergency affecting their physical well-being (such as accidents or illness), taking into account any other financial resources of the respective beneficiary.

C. Interim Distributions. As and when each child of mine attains the age of fifty-three (53) years, the Trustee shall pay over, deliver and convey to such child one-half (1/2) of the respective separate trust share estate for that child.

As and when the children of Robert Malcolm Menefee, being ANGELA LYNN MENEFEE and MARTHA JEAN MENEFEE, the children of Priscilla Jean Menefee Armstrong, being JOSEPH ROBERT GIUFFRIA, CHRISTOPHER BRANDON GIUFFRIA and ROBIN JEAN GIUFFRIA, attain the age of twenty-eight (28) years, the Trustee shall pay over, deliver and convey to such grandchild one-half (1/2) of the respective separate trust share for that grandchild.

D. Termination. The separate trust share for each child of mine (i) who shall survive my husband or (ii) in the event my husband dies prior to my death, who shall survive me, shall continue until that child attains the age of fifty-six (56) years or until said child's death, whichever is the sooner. Upon the termination of such child's separate trust share as herein indicated, any remaining corpus and undistributed income shall be paid over, delivered and conveyed to the respective child, or if such child of mine shall have died prior to attaining the age of fifty-eight (56), same shall be distributed equally to the issue of such deceased child, per stirpes. If there be no surviving issue of my said child, then any remaining corpus and undistributed income shall be paid over, delivered and conveyed to my other child and grandchildren, share and share alike.

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The separate trust share for each grandchild of mine (i) who shall survive my husband, or (ii) in the event my husband dies prior to my death, who shall survive me, shall continue until that grandchild attains the age of thirty-five (35) years or until said grandchild's death, whichever is sooner. Upon the termination of such grandchild's separate trust share as herein indicated, any remaining corpus and undistributed income shall be paid over, delivered and conveyed to the respective grandchild, or if such grandchild shall have died prior to attaining the age of thirty-five (35), same shall be distributed equally to the issue of such deceased grandchild, per stirpes. If there be no surviving issue of my said grandchild, then any remaining corpus and undistributed income shall be paid over, delivered and conveyed to my other children, namely, ROBERT MALCOLM MENELEE and PRISCILLA JEAN MENELEE ARMSTRONG and my grandchildren born of Robert Malcolm Menefee and Priscilla Jean Menefee Armstrong, share and share alike.

ARTICLE VII  
DISTRIBUTIONS TO MINORS

In making distributions to beneficiaries from any trust created under this Will, and especially where the beneficiaries are minors or incapable of transacting business due to illness, the Co-Trustees, in their discretion, may make payments either (a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary, or (d) by applying the payments for the benefit of the beneficiary by paying expenses directly. In any event, the Co-Trustees

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shall require such reports and take such steps as the Co-Trustees deem necessary to assure and enforce the application of such payments for the exclusive benefit of the beneficiary.

If at any time in following the directions of this Will the Co-Trustees are required to distribute all or any part of the principal of a trust created herein outright to a person who is a minor, the Co-Trustees are directed to continue to hold the share of the minor in trust for that minor's benefit until the minor attains age twenty-one (21). Until distribution is made, the Co-Trustees are directed to expend such part of the income and/or principal of the share belonging to that minor as the Co-Trustees, in their discretion, deem necessary to provide for the support, education, maintenance and health.

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 Co-Trustees shall be distributed to the current income beneficiary or beneficiaries of the trust property (or to his or her legal guardian or other personal representative) as though such income beneficiary had reached the age at which final distribution was required.

ARTICLE VIII  
POWERS OF CO-TRUSTEES

The Co-Trustees shall have full power and authority to invest and reinvest the principal of the trusts in such manner and upon such terms and conditions as the Co-Trustees may see fit, and with express authority to invest funds in a common trust fund established by the Co-Trustees pursuant to the Uniform Common Trust Fund Act of Mississippi or proprietary mutual fund; to sell, exchange, pledge, mortgage, hypothecate or otherwise dispose of any property, real or

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personal, originally or subsequently acquired; to retain and hold in unchanged form any property, real or personal, coming into their hands; to rent or lease any of the properties embraced within the trusts, upon such terms and conditions as the Co-Trustees deem advisable; to make all determinations respecting division, allotments and distributions of income and principal to the beneficiaries; to pay taxes of every kind existing against the trust property; to hold investments in the name of a nominee; and to do all other acts which, in the judgment of the Co-Trustees, may be necessary or appropriate for the proper and advantageous management, investment and distribution of the trust estate to the same extent as though they were the sole owner of the trust property. In addition, the Co-Trustees shall have all of the powers granted by the "Uniform Trustees' Powers Law", being Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972 as now enacted or hereafter amended, reference to which statute is hereby made for all purposes, including the right to borrow money to pay cash bequests, administration expenses and debts specifically pledge and/or mortgage land as collateral for such purposes.

ARTICLE IX  
GENERAL PROVISIONS

The trusts hereinbefore created are private trusts, and the Co-Trustees shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Co-Trustees are hereby authorized to receive and retain for their services in administering the trusts reasonable fees and compensation in accordance with that which is customarily and generally charged by similar institutions for performing trust services of the

nature involved in said trusts. The Co-Trustees shall not be required to enter into any bond as Co-Trustees, nor shall they be required to return to any court any periodic formal accounting of their administration of the trusts, but the Co-Trustees shall render annual accounts to my said beneficiary or beneficiaries. No person paying money or delivering property to the Co-Trustees shall be required to see to its application. Neither the principal nor the income of any trust funds created herein, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder, and no beneficiary hereunder shall have any power to sell, assign, transfer, or in any manner to anticipate or dispose of his or her interest in the trust funds, or any part of same, or the income produced from said fund or any part of same. The income and principal or both of any trusts created herein and the beneficiary or beneficiaries of the income and principal or both of any such trusts shall be afforded the protection of and protected by all of the applicable terms and provisions of the Family Trust Preservation Act of 1998. The Co-Trustees in all of the trusts hereinbefore created may resign at any time by giving written notice to the beneficiaries entitled to participate in the trusts at the time of said resignation, specifying in said notice the effective date of such resignation. If all Successor Co-Trustees fail to serve as provided is Article I, Appointment of Fiduciaries, then a Successor Trustee may be appointed on petition of the beneficiary or beneficiaries by the Chancery Court of Madison County, Mississippi, and the Successor Trustee shall have the same title, powers and discretions herein given the original Co-Trustees, except that my wife and our child and/or children shall not be appointed as a Successor Trustee.

Richard Russ, certified public account of Jackson, Mississippi, who has prepared the federal and state income tax returns for me and my husband shall be retained for the preparation of the tax returns to be filed by the Co-Trustees or Co-Executors of my estate.

Robert E. Williford, attorney of Ridgeland, Mississippi, who prepared my Last Will and Testament, shall be retained for all estate and probate matters.

In the event a majority of the beneficiaries decide they need advice and consultation and explanation in connection with my Last Will and Testament and the administration of my estate and any trust created therein, any of the following may be retained for advice.

Thomas A. Cook, attorney of Ridgeland, Mississippi, who has represented my husband and me in various legal matters and also aided us in estate planning.

Susan Pinkston, attorney of Ridgeland, Mississippi, who has represented and advised my husband and me in several real estate sales and transfers.

Richard Russ, certified public accountant of Jackson, Mississippi, who prepares our federal and state income tax returns.

Subject to the provisions of Article I, in the event a Co-Trustee or the Trustee resigns or fails or refuses to serve for any reason, then Richard Russ, Susan Pinkston, Thomas A. Cook and Robert E. Williford are authorized to meet with the beneficiaries of any and all trusts and decide upon the appointment of a successor Co-Trustee and/or Trustee who can best serve the interest of said beneficiaries.

ARTICLE X  
COMMON DISASTER CLAUSE

In the event that both my said husband and I should die in a common accident, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that he shall be deemed to have predeceased me, and this Will and all of its provisions shall be construed upon that assumption.

ARTICLE XI  
FAMILY MEMBERS

My husband's name is ROBERT D. MENEFEE and he is sometimes referred to herein as "my husband." I have three (3) adult children, presently living, and they are ROBERT MALCOLM MENEFEE, PRISCILLA JEAN MENEFEE ARMSTRONG and ANDREA KERSH JOHNSON.

It is expressly recognized that limited provisions are made for my daughter, ANDREA KERSH JOHNSON, and that she is designated a beneficiary only under Paragraphs A and B of Article III, Special Bequests and Bequest of Personal Property and Household Effects, under this my Last Will and Testament. Any use of the term "my children" under other Articles of this Will is for the purposes of identifying ROBERT MALCOLM MENEFEE and PRISCILLA JEAN MENEFEE ARMSTRONG. Any use of the term "my grandchildren" under this my Last Will and Testament is for the purpose of identifying the children of my son, Robert Malcolm Menefee and the children of my daughter, Priscilla Jean Menefee Armstrong.

The children of my son, Robert Malcolm Menefee, are ANGELA LYNN MENEFEЕ and MARTHA JEAN MENEFEЕ. The children of my daughter, Priscilla Jean Menefee Armstrong, are JOSEPH ROBERT GIUFFRIA, CHRISTOPHER BRANDON GIUFFRIA and ROBIN JEAN GIUFFRIA.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 12 day of November, 2002.

Jean B. Menefee  
JEAN B. MENEFEЕ

Robert Menefee  
Kathleen Bradwell

WITNESSES

This instrument was, on the day and year shown above, signed, published and declared by Jean B. Menefee 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:

ADDRESSES:

Robert Menefee  
Kathleen Bradwell

303 Highland Park Cove  
Ridgeland, MS 39157  
303 Highland Park Cove  
Ridgeland, MS 39157

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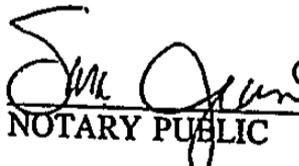
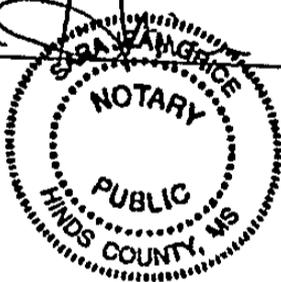
PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Robert E. Williford, who by me being first duly sworn, deposes and states on oath that he is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Jean B. Menefee and that the said Jean B. Menefee signed, published and declared said instrument to be her Last Will and Testament on the 12th day of November, 2002 in the presence of this affiant and Kathleen Braswell, the other subscribing witness to said instrument; and said testatrix was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Kathleen Braswell 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.

  
ROBERT E. WILLIFORD  
303 Highland Park Cove, Suite A  
Ridgeland, Mississippi 39157

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 6<sup>th</sup> day of  
January, 2003.

  
NOTARY PUBLIC  


My commission expires:

Notary Public State of Mississippi At Large  
My Commission Expires: June 18, 2006  
Bonded Thru Heitden, Brooks & Garland, Inc.

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Kathleen Braswell, who by me being first duly sworn, deposes and states on oath that she is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Jean B. Menefee and that the said Jean B. Menefee signed, published and declared said instrument to be her Last Will and Testament on the 12th day of November, 2002 in the presence of this affiant and Robert E. Williford, the other subscribing witness to said instrument; and said testatrix was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Robert E. Williford 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.

Kathleen Braswell  
KATHLEEN BRASWELL  
303 Highland Park Cove, Suite A  
Ridgeland, Mississippi 39157

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 6<sup>th</sup> day of  
January, 2003.

Emil Jean Grice  
NOTARY PUBLIC  
NOTARY  
PUBLIC  
HINDS COUNTY, MS

My commission expires:  
Notary Public State of Mississippi At Large  
My Commission Expires: June 18, 2008  
Bonded Thru Heiden, Brooke & Garland, Inc.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTHER ANN GLAZE COATS

**FILED**  
THIS DATE

PLAINTIFF

VS.

JAN 24 2003

CIVIL ACTION NO. 2002-246

MARK HOLLEY COATS

MIKE CROOK  
CHANCERY CLERK

DEFENDANT

By By Arnold DC

AFFIDAVIT FOR SELECTION OF PARENT

STATE OF MISSISSIPPI  
COUNTY OF MADISON

I, MARK THOMAS COATS, age twelve (12), having been born July 28, 1990, and being the son of Mark Holley Coats and Esther Ann Coats, state that I am currently residing with my mother in Hinds County, Mississippi.

1. I am making this Affidavit of my own free will and without coercion, promise of gift or other value, and I am now asking the Court to allow me to continue to reside with my natural mother, Esther Ann Coats, as my primary custodial parent.

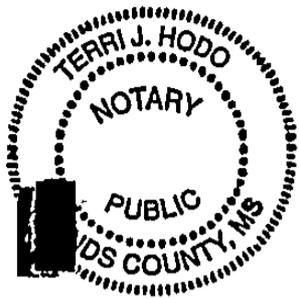
2. It is my belief and understanding that according to §93-11-65 of the Mississippi Code of 1972, Annotated, as amended, after a child has reached his twelfth (12<sup>th</sup>) birthday, he shall have the privilege of making known to the Court the parent with whom he wishes to live. I, Mark Thomas Coats, having attained the age of twelve (12) years, do hereby choose to make my permanent home and residence with my mother, Esther Ann Glaze Coats.

3. This Affidavit is being made by me voluntarily without undue influence or pressure by my mother or any other person or persons acting on her behalf.

WITNESS MY SIGNATURE, this the 24<sup>th</sup> day of January 2003.

Mark Thomas Coats  
MARK THOMAS COATS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 7<sup>th</sup> day of January 2003.



*T. Hodo*  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires. Notary Public State of Mississippi At Large  
My Commission Expires: November 5, 2005  
Bonded Thru Dixie Notary Service, Inc

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF MINNIE LEE TURNAGE

CIVIL ACTION FILE NO. 2003-0039

AFFIDAVIT

STATE OF MISSOURI  
COUNTY OF ST LOUIS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid the within name, **John Turnage**, who being by me first duly sworn on oath stated:

That affiant is the duly appointed, qualified and acting Administrator of the estate of **Minnie Lee Turnage, Deceased**; that affiant has made reasonably diligent efforts to identify all persons having claims against the above styled and numbered estate and has given notice by mail to persons so identified, at their last known address informing them that a failure to have their claim probated and registered by the clerk of the court granting letters within the ninety (90) days period provided by Miss. Code of 1972 Ann., § 91-7-145 will bar such claim. The persons so identified and their last known addresses are:

*none*

**FILED** WITNESS MY HAND this the 23<sup>rd</sup> day of January, 2003.  
THIS DATE

JAN 28 2003

MIKE CROOK  
CHANCERY CLERK

By: *Betty Cook* DC

*John Turnage*  
John Turnage, Administrator  
of the Estate of Minnie Lee Turnage

January, 2003.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 23<sup>RD</sup> day of

Deborah K Fernandez  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

\_\_\_\_\_  
(SEAL)

DEBORAH K FERNANDEZ  
Notary Public - Notary Seal  
STATE OF MISSOURI  
St. Louis County  
My Commission Expires: Jan. 19, 2004

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
EVA KATHLEEN PHILLIPS RATLIFF

**FILED**

**THIS DATE**  
CIVIL ACTION FILE NO. 95-385  
JAN 31 2003

AFFIDAVIT MIKE CROOK  
CHANCERY CLERK  
By: *Leticia Jones* D.C.

STATE OF MISSISSIPPI  
COUNTY OF *Madison*

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid the within name, **KATHLEEN RATLIFF WATSON**, who being by me first duly sworn on oath stated:

1. I was the duly acting Executrix of the Estate of Eva Kathleen Phillips Ratliff filed in Madison County, Mississippi, in Cause No. 95-385.
2. In my capacity as Executrix of the above referenced estate, property was sold from the estate to Phillip L. Norwood and Karen R. Norwood, said deed being recorded in Book 403 at page 191 in the land records of Madison County, Mississippi.
3. My mother, Eva Kathleen Phillips Ratliff, took title to the property as K. P. Ratliff K. P. Ratliff is one in the same as Eva Kathleen Phillips Ratliff.
4. My brother, William Ratliff, and I were the only heirs under the Last Will and Testament to take real property, and that we, individually, executed deeds unto Phillip L. Norwood and Karen R. Norwood, located in Book 403 at page 189 of the land records of Madison County, Mississippi.
5. My brother, William Ratliff, is one in the same as W. D. Ratliff, III, as his name appears in the Will of this estate.

FURTHER, Affiant sayeth not.

*Kathleen Ratliff Watson*  
Kathleen Ratliff Watson

IAA SWORN TO AND SUBSCRIBED BEFORE ME, this the 30 day of  
2003.

*[Handwritten Signature]*

NOTARY PUBLIC

MY COMMISSION EXPIRES:

11/14/09

(SEAL)

INDEX: Lot 58, North Place Subdivision, Part 1-C, Madison County, MS

I:\PMRP\AFFIDAVIT\WATSONKATHY WPD  
15,834-2\37,720

**FILED**  
THIS DATE

FEB 03 2003

MIKE CHOOK  
CHANCERY CLERK  
By: H. H.  
#2003-0069

**LAST WILL AND TESTAMENT**  
**OF**  
**DR. MELVILLE STANTON PRIEST**

I, DR. MELVILLE STANTON PRIEST, an adult resident of Madison, Madison County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

**ITEM I.**

I appoint my friend, MARGURETTE RAYMOND MCGUFFIE, Executor of my estate under this Will. In the event MARGURETTE RAYMOND MCGUFFIE is or becomes unable or unwilling to serve as an Executor, I appoint ROY DALE MCGUFFIE as successor Executor.

**ITEM II.**

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

**ITEM III.**

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

FOR IDENTIFICATION:

MSP

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

## ITEM IV.

I give and bequeath the sum of Ten Thousand and 00/100 dollars (\$10,000.00) to MARGURETTE RAYMOND MCGUFFIE, as Custodian under the Mississippi Uniform Transfers to Minors Act for the benefit of LAURA LEE REDNOUR, of Starkville, Mississippi.

## ITEM V.

I give and bequeath all of my fishing equipment to NORMAN CHENEY of Cassville, Missouri

## ITEM VI.

I give, devise and bequeath the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, to my friend, MARGURETTE RAYMOND MCGUFFIE, or if she is not living to her children, in equal shares.

My residuary estate devised and bequeathed under this ITEM of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, together with penalties and interest thereon. As provided in Sections 2206, 2207, 2207A, and 2207B, my Executor shall have the right to recover the appropriate amount of estate taxes from the recipient or recipients of property which is included in my gross estate for federal estate tax purposes, and no provision herein shall be construed to waive such right of recovery.

MSP  
FOR IDENTIFICATION:

## ITEM VII.

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

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law.

My Executor shall have the authority to disclaim or renounce any interest in property, in whole or in part, including any power with respect to property and including an undivided interest in property transferred to me or to my estate. Any disclaimer by my Executor shall be made in writing stating specifically the property or interest disclaimed and shall be delivered to the transferor of the property, the transferor's legal representative, or the holder of the legal title to the property to which the interest relates.

FOR IDENTIFICATION:

MSP

Any disclaimer shall be made within the time period and in the manner required for the disclaimer to qualify under Section 2518.

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 25 day of Feb., 2002.

Dr. Melville Stanton Priest  
Dr. Melville Stanton Priest

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

Edward C. Martin

Jackson, Miss  
Address

Mary J Smith

Jackson, MS  
Address

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI

COUNTY OF Hinds

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the individuals whose signatures appear below (the "Affiants"), who being by me first duly sworn according to law stated on oath:

(1) That each of the Affiants is one of the subscribing witnesses to the foregoing Last Will and Testament of DR. MELVILLE STANTON PRIEST, who is personally known to each Affiant, and whose signature is affixed to the foregoing Last Will and Testament.

(2) That on the date specified below, the testator signed, published and declared the foregoing instrument of writing as the testator's Last Will and Testament, in the presence of both Affiants who acted as subscribing witnesses.

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

(4) That the Affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the testator and in the presence of each other.

Leonard C. Martin  
Signature

Leonard C. Martin  
Printed Name

179 Woodland Dr.

Jackson, MS 39206  
Address

Dora Y. Smith  
Signature

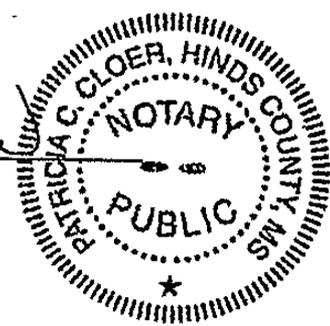
Dora Y. Smith  
Printed Name

P.O. Box 14167

Jackson, MS 39234  
Address

SWORN TO AND SUBSCRIBED BEFORE ME, this the 25<sup>th</sup> day of February, 2002.

Patricia C. Cloer  
Notary Public



My Commission Expires: MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES MARCH 26, 2005  
BONDED THRU STEGALL NOTARY SERVICE

# Last Will and Testament

9803175

OF

HUEY IVEY

I, HUEY IVEY, an adult resident citizen of Amite County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all other wills and codicils heretofore made by me.

I.

I do hereby appoint my wife, Gladys Ivey, Executrix of this my Last Will and Testament. In the event that Gladys Ivey is unwilling or unable to serve as Executrix of my Estate, I hereby appoint my daughter, Karla Ivey Grady, as Alternate Executrix of this my Last Will and Testament. I hereby direct that my Executrix or Alternate Executrix shall not be required to give any bond or accounting to any Court, and I hereby expressly waive the necessity of having a formal inventory or appraisal made of my Estate. I hereby grant unto my Executrix or Alternate Executrix full power and authority to sell, transfer and convey any property, real or personal, which I may own at the time of my death, at such time and price and upon such terms and conditions, including credit, as she may determine, and to do every other act and thing necessary or appropriate for the complete administration of my Estate. Without in any way limiting the generality of the foregoing provision, I hereby grant my Executrix or Alternate Executrix all of the powers set forth in Mississippi Code Annotated, Section 91-9-107(3) (1972), as now enacted or hereafter amended, and these powers are incorporated herein by reference.

II.

I hereby direct my Executrix or Alternate Executrix to pay my funeral expenses and all my just debts which may be probated, registered and allowed against my Estate as soon as may be conveniently done.

ROBISON  
&  
HARBOUR  
CORNEYS AND  
SOLICITORS AT LAW  
P. O. DRAWER 1128  
McCOMB, MISS. 39648

**FILED**  
THIS DATE

FEB 05 2003

MIKE CROOK  
CHANCERY CLERK  
*By: [Signature]*

Last Will and Testament of  
Huey Ivey  
Page Number Two

III.

In the event my wife, Gladys Ivey, survives me, I hereby give, devise and bequeath all of my property, both real and personal, of whatsoever kind and character and wheresoever situated, to my wife, Gladys Ivey.

IV.

In the event my wife, Gladys Ivey, predeceases me, or dies in a common occurrence with me, I hereby give, devise and bequeath all of my property, both real and personal, of whatsoever kind and character and wheresoever situated, in equal shares, to my daughter, Karla Ivey Grady.

IN WITNESS WHEREOF, I do hereby sign, publish and declare this instrument consisting of this and one (1) preceding typewritten page, to be my Last Will and Testament in the presence of the persons acting as witnesses to this Will at my request on this the 24th day of March, 1995.

Huey Ivey  
HUEY IVEY

Rebecca Sistrunk  
WITNESS

Penny B Sterling  
WITNESS

Last Will and Testament of  
Huey Ivey  
Page Number Three

STATE OF MISSISSIPPI

COUNTY OF PIKE

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

WITNESS OUR SIGNATURES, on this the 24th day of March, 1995.

Juliana Sistrunk  
WITNESS

Ronny B Sterling  
WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 24th day of March, 1995.

Angela M. Hall  
NOTARY PUBLIC  


My Commission Expires:

8-8-97

STATE OF MISSISSIPPI-AMITE COUNTY  
I certify that this instrument was filed for record in my office at 9:12 o'clock A.M. on the 30 day of October 1998 and was duly recorded the 30 day of Oct 1998 in Book 13 on Page 258-260  
Witness my hand and seal of court this the 30 day of October 1998  
RONNY TAYLOR, CHANCERY CLERK  
BY Virginia Mott



STATE OF MISSISSIPPI  
COUNTY OF AMITE  
I HEREBY CERTIFY THE FOREGOING TO BE A TRUE AND CORRECT COPY  
THIS THE 4th DAY OF February 2002  
BY Ronny Taylor, CHANCERY CLERK  
Jana Cassey D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
EMMIT CARSON, SR., DECEASED

CAUSE NO. 2002-909

AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF Yinds

Personally appeared before me, the undersigned authority in and for the state and county aforesaid, Jessie M. Carr, who being by me first duly sworn on oath, stated:

That affiant is the duly appointed, qualified and acting Administratrix of the estate of Emmit Carson, Sr., deceased; that affiant has made reasonably diligent efforts to identify all persons having claims or potential claims against the above-styled and numbered estate and has given notice by first class mail to persons so identified at their last known addresses, informing them that a failure to have their claim probated and registered by the clerk of this Court granting letters within the ninety (90) day period provided by Section 91-7-145 of the Miss. Code of 1972, as amended, will bar such claim. The persons so identified and their last known addresses are:

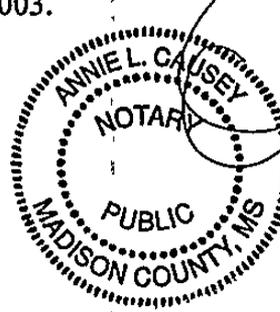
Person/Company Last Known Address:

No known creditors found

WITNESS my hand, this 28<sup>th</sup> day of Jan, 2003.

Jessie M. Carr  
Jessie M. Carr, Administratrix  
Under the Estate of  
Emmit Carson, Sr., Deceased

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 28<sup>th</sup> day of Jan, 2003.



Annie L. Causey  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
Notary Public State of Mississippi At Large  
My Commission Expires: May 3, 2005  
Bonded Thru Heiden, Brooks & Garland, Inc.

**FILED**  
THIS DATE

FEB 05 2003

MIKE CROOK  
CHANCERY CLERK

By: \_\_\_\_\_ D.C.

LAST WILL AND TESTAMENT

OF

PHILIP HABEEB

**FILED**  
THIS DATE

FEB 14 2003

MIKE CROOK  
CHANCERY CLERK

*W. L. ... D.C.*

I, PHILIP HABEEB, 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, and I do hereby revoke any and all wills and codicils heretofore made by me.

ARTICLE I  
APPOINTMENT OF FIDUCIARIES

A. Executor. I do hereby appoint my grandson, ROBERT LUTHER ABNEY, IV, as Executor of this my Last Will and Testament, and I hereby waive the necessity of my said grandson entering into bond, inventory and accounting as such Executor, and I waive the necessity of a formal appraisal being made of my estate. I hereby expressly give and grant unto said Executor all the rights, powers and discretions hereinafter given to the Trustee in Article VIII, Powers of Trustee.

B. Successor. In the event my grandson predeceases me or is unable or unwilling to act in such fiduciary capacity, I hereby appoint my daughter, SHIRLEY H. ABNEY, as Successor Executrix. The Successor Executrix shall serve under the same terms and conditions as set forth for the originally named Executor and is given the same rights, powers and discretions hereinabove listed.

Page 1 of 13 of My Will *RA*

C Trustee. I also hereby appoint my grandson, ROBERT LUTHER ABNEY, IV, as Trustee of any trusts created herein. If my grandson, ROBERT LUTHER ABNEY, IV, shall be unable or unwilling to serve as such Trustee of the Trust for Benefit of Great Grandchildren in Article VI, then in that event, I appoint my daughter, SHIRLEY H. ABNEY, as Successor Trustee for such trust. Further, if my grandson, ROBERT LUTHER ABNEY, IV, shall be unable or unwilling to serve as such Trustee of the Trust for Benefit of Daughter in Article V, then in that event, I appoint WYLIE E. RICHARDS, JR., Certified Public Accountant, as Successor Trustee for such trust. The Successor Trustee of each trust shall serve under the same terms and conditions as the originally named Trustee and is given the same rights, powers and discretions.

D. Terminology. Where used throughout this Will, the terms "Executor" and "Successor Executrix" may be used interchangeably and shall apply to whoever may be serving as personal representative of my estate, whether one or more than one, and to any Successor Executrix and/or Executor. Further, where used throughout this Will, the term "Trustee" shall apply to whoever may be serving as Trustee under the terms of this Will, whether one or more than one, and to any Successor Trustee.

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

ARTICLE II  
PAYMENT OF EXPENSES, DEBTS AND ESTATE TAXES

I hereby direct my Executor to pay my funeral expenses and all of my just debts which may be timely probated, registered and allowed against my estate, and expenses of administration of my estate out of my residuary estate; provided, however, that if my Executor in his sole discretion shall elect to claim estate administration expenses as a deduction for income tax purposes rather than estate tax purposes, such administration expenses shall be charged against any remaining available credit equivalent bequest disposed of by Article IV, Residuary Estate, after first satisfying in full any estate taxes which are directed to be paid therefrom. I direct my Executor to pay out of Article IV, Residuary Estate, all federal and state estate, inheritance, succession, transfer, or other death taxes which are assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds or any other property which shall be included in my gross estate for the purpose of such taxes, whether or not included in my estate for probate purposes.

ARTICLE III  
BEQUEST OF PERSONAL PROPERTY AND CASH

A. I give and bequeath to my daughter, SHIRLEY H. ABNEY, if she be living at the time of my death, all of my corporeal, tangible personal property and any automobile I may own at my death; and if she shall not survive me, I give and bequeath all of said

RA.

property to my grandson, ROBERT LUTHER ABNEY, IV, or if he shall not survive me, to the issue of my deceased grandson, per stirpes.

B. I give and bequeath to ST. GEORGE ORTHODOX CHURCH, Vicksburg, Mississippi, or its successor in interest, the sum of Ten Thousand and No/100 Dollars (\$10,000.00).

C. I give and bequeath to my friend, MINNIE BELL RICHARDSON, Vicksburg, Mississippi, if she shall survive me, the sum of One Thousand and No/100 Dollars (\$1,000.00).

D. I give and bequeath to my grandson, ROBERT LUTHER ABNEY, IV, as Trustee of the Trust for Benefit of Great Grandchildren, the sum of Two Hundred Thousand and No/100 Dollars (\$200,000.00).

ARTICLE IV  
RESIDUARY ESTATE

A. Primary Disposition. I will, devise and bequeath unto my grandson, ROBERT LUTHER ABNEY, IV, in trust, all of the rest, residue and remainder of my estate, whether real, personal or mixed, and of whatsoever kind or character and wheresoever situated, together with any lapsed bequests or devises, to be administered pursuant to the terms and conditions set forth in Article V, Trust for Benefit of Daughter.

B. Secondary Disposition. If my daughter predeceases me, then, in that event, I will, devise and bequeath unto my grandson, ROBERT LUTHER ABNEY, IV, or if he shall

not survive me, to the issue of my deceased grandson, per stirpes, all of the rest, residue and remainder of my estate, whether real, personal or mixed, and of whatsoever kind or character and wheresoever situated, together with any lapsed bequests or devises, SUBJECT, HOWEVER, to the terms and conditions of Article VI, Trust for Benefit of Great Grandchildren.

ARTICLE V  
TRUST FOR BENEFIT OF DAUGHTER

The Trustee shall hold the property for the benefit of my daughter, SHIRLEY H. ABNEY, for the following uses and purposes and upon the following terms and conditions:

A. Income. Said Trustee shall pay to my said daughter, SHIRLEY H. ABNEY, during her lifetime, all of the income of the trust in periodic installments, the frequency of such payments to be determined by the Trustee, except that in no event shall such payments be made less frequently than quarterly.

B. Principal. The Trustee shall also be authorized to pay out of the principal of this trust such amounts as my Trustee may deem necessary or proper in his sole judgment to provide for the reasonable support in comfort, education, medical care and maintenance of my said daughter, taking into account any other means of support she may have to the knowledge of the Trustee.

The standard for the payment of principal to my daughter shall be construed to be an "ascertainable standard" within the meaning of Sections 2041 (b) (1) (A) and 2514 (c) (1) of the Internal Revenue Code of 1986, as now or hereafter amended.

C. Termination. Upon the death of my said daughter, any remaining corpus and undistributed income shall be paid over, delivered and conveyed to my grandson, ROBERT LUTHER ABNEY, IV, or if deceased, to his issue, per stirpes. Any distributions made to my great grandchildren pursuant to the termination of this Trust for Benefit of Daughter shall be, SUBJECT, HOWEVER, to the terms and conditions of Article VI, Trust for Benefit of Great Grandchildren.

ARTICLE VI  
TRUST FOR BENEFIT OF GREAT GRANDCHILDREN

The trust for the benefit of my great grandchildren, whether born or unborn, shall be administered for the following uses and purposes:

A. Separate Shares. The Trustee shall divide the trust property into equal parts, one part for each of my great grandchildren living, and each part shall be a separate trust.

B. Income. The Trustee shall pay to each great grandchild, during his or her lifetime, such portion of the income of the trust in periodic installments as the Trustee in his discretion determines appropriate.

C. Principal. The Trustee shall also be authorized to pay out of the principal of this trust such amounts as my Trustee may deem necessary or proper in his sole judgment to

provide for the proper support, education, medical care and maintenance of my great grandchildren, taking into account any other means of support he or she may have to the knowledge of the Trustee.

D. Termination. (1) Upon SIMMS ALEXANDER ABNEY, my great grandchild, attaining the age of twenty-five (25) years, the Trustee shall pay over, deliver and convey to him, one-half (1/2) of the trust estate for that child. As and when he becomes thirty (30) years of age, the Trustee shall pay over, deliver and convey to him, the remainder of his trust estate, and any undistributed income and his trust shall thereby be terminated. If SIMMS ALEXANDER ABNEY is not living on or dies prior to the age of termination, then his share shall be paid over, delivered and conveyed to his issue, per stirpes; SUBJECT, HOWEVER, to the terms and provisions of Article VII, Distribution to Minors.

(2) Upon each of my other great grandchildren attaining the age of twenty-one (21) years, the Trustee shall pay over, deliver and convey to such great grandchild, the remainder of that great grandchild's trust estate, and any undistributed income and that great grandchild's trust shall thereby be terminated. If any great grandchild is not living on or dies prior to the age of termination, then the share of such deceased great grandchild, shall be paid over, delivered and conveyed to such deceased great grandchild's issue, per stirpes; SUBJECT, HOWEVER, to the terms and provisions of Article VII, Distribution to Minors.

(3) If any great grandchild of mine should not be living and there be no surviving issue of such deceased great grandchild, then the corpus and accrued income shall be paid over, delivered and conveyed (i) to my other surviving great grandchildren, provided they have reached the age of termination or, if they have not reached the age of termination, then to their respective trust (ii) or, if deceased, then to the issue of such deceased great grandchild, per stirpes; SUBJECT, HOWEVER, to the terms and provisions of Article VII, Distribution to Minors.

ARTICLE VII  
DISTRIBUTION TO MINORS

In making distributions to beneficiaries from any trust created under this Will, and especially where the beneficiaries are minors or incapable of transacting business due to illness, the Trustee, in his discretion, may make payments either (a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary, or (d) by applying the payments for the benefit of the beneficiary by paying expenses directly. In any event, the Trustee shall require such reports and take such steps as the Trustee deems necessary to assure and enforce the application of such payments for the exclusive benefit of the beneficiary.

If at any time in following the directions of this Will the Trustee is required to distribute all or any part of the principal of a trust created herein outright to a person who

is a minor, the Trustee is directed to continue to hold the share of the minor in trust for that minor's benefit until the minor attains age twenty-one (21). 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 his discretion, deems necessary to provide for the support, education, maintenance and medical care of the minor.

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

ARTICLE VIII  
POWERS OF TRUSTEE

The Trustee shall have full power and authority to invest and reinvest the principal of the trust in such manner and upon such terms and conditions as the Trustee may see fit, and with express authority to invest funds in a common trust fund established by the Trustee pursuant to the Uniform Common Trust Fund Act of Mississippi or proprietary mutual fund; to sell, exchange, pledge, mortgage, hypothecate or otherwise dispose of any property, real or personal, originally or subsequently acquired; to retain and hold in unchanged form any property, real or personal, coming into his hands; to rent or lease any of the properties embraced within the trust, upon such terms and conditions as the Trustee deems advisable;

Page 9 of 13 of My Will P.H.

to make all determinations respecting division, allotments and distributions of income and principal to the beneficiaries; to pay taxes of every kind existing against the trust property; to hold investments in the name of a nominee; and to do all other acts which, in the judgment of the Trustee, may be necessary or appropriate for the proper and advantageous management, investment and distribution of the trust estate to the same extent as though he was the sole owner of the trust property. In addition, the Trustee shall have all of the powers granted by the "Uniform Trustees' Powers Law", being Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972 as now enacted or hereafter amended, reference to which statute is hereby made for all purposes.

ARTICLE IX  
GENERAL PROVISIONS

The trusts hereinbefore created are private trusts, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee is hereby authorized to receive and retain for his services in administering the trusts reasonable fees and compensation. The income of the trusts herein created shall accrue from the date of my death, and during the period of the administering of my estate, and until the trusts are established, I hereby authorize my Executor, in his sole discretion, to pay at least annually out of my general estate to the beneficiaries of said trusts, as advanced payment of income, such sums as in his judgment equal the income which my said beneficiaries would receive from said trusts had the same been established. The Trustee

P.A.

shall not be required to enter into any bond as Trustee, nor shall he be required to return to any court any periodic formal accounting of his administration of the trusts, but the Trustee shall render annual accounts to my said beneficiaries. No person paying money or delivering property to the Trustee shall be required to see to its application. Neither the principal nor the income of any trust funds created herein, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder, and no beneficiary hereunder shall have any power to sell, assign, transfer, or in any manner to anticipate or dispose of his or her interest in the trust funds, or any part of same, or the income produced from said fund or any part of same. The income and principal or both of any trust created herein and the beneficiary or beneficiaries of the income and principal or both of any such trust shall be afforded the protection of and protected by all of the applicable terms and provisions of the Family Trust Preservation Act of 1998. The Trustee in all of the trusts hereinbefore created may resign at any time by giving written notice to the beneficiaries entitled to participate in the trusts at the time of said resignation, specifying in said notice the effective date of such resignation. A Successor Trustee may be appointed on petition of the beneficiaries by the Chancery Court of Madison County, Mississippi, and the Successor Trustee shall have the same title, powers and discretion herein given the original Trustee, except that none of my beneficiaries shall be appointed as a Successor Trustee.



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

WITNESSES:

ADDRESSES:

Reed W. England

936 Trademark Bldg  
Jackson, ms 39201

Samuel J. Price

248 G. Capitol St., Suite 936  
Jackson Ms 39201

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Robert E. Williford, who by me being first duly sworn, deposes and states on oath that he is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Philip Habeeb and that the said Philip Habeeb signed, published and declared said instrument to be his Last Will and Testament on the 14th day of May, 2002 in the presence of this affiant and Sara Jean Grice, the other subscribing witness to said instrument; and said testator was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Sara Jean Grice 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.

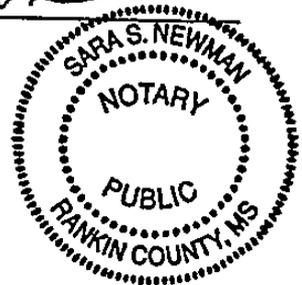
Robert E. Williford  
ROBERT E. WILLIFORD  
248 East Capitol Street, Suite 936  
Jackson, Mississippi 39201

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 14<sup>th</sup> day of May, 2002.

Sara S. Newman  
NOTARY PUBLIC

My commission expires:

Notary Public State of Mississippi At Large  
My Commission Expires January 10, 2006  
Bonded thru Halden, Brooke & Garland, Inc



PROOF OF WILL

D 35 P 449

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Sara Jean Grice, who by me being first duly sworn, deposes and states on oath that she is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Philip Habeeb and that the said Philip Habeeb signed, published and declared said instrument to be his Last Will and Testament on the 14th day of May, 2002 in the presence of this affiant and Robert E. Williford, the other subscribing witness to said instrument; and said testator was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Robert E. Williford 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

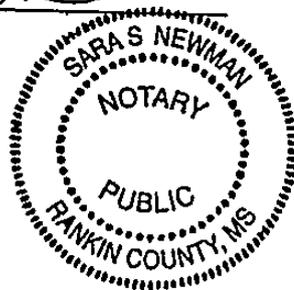
Sara Jean Grice  
SARA JEAN GRICE  
248 East Capitol Street, Suite 936  
Jackson, Mississippi 39201

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 14<sup>th</sup> day of May, 2002.

Sara S. Newman  
NOTARY PUBLIC

My commission expires:

Notary Public State of Mississippi At Large  
My Commission Expires: January 10, 2008  
~~Bonded Thru Heiden, Brooks & Garland, Inc.~~



**FILED**

IN THE CHANCERY COURT OF MADISON COUNTY MISSISSIPPI

**THIS DATE**

FEB 18 2003

IN THE MATTER OF THE  
LAST WILL AND TESTAMENT OF  
NANCY CASTLE GUEST

MIKE CROOK  
CHANCERY CLERK

By *James H. Lewis* D.C.

CIVIL ACTION NO 2003-0105

AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for the above state and county, the within named Thomas E. Guest, who being by me first duly sworn on oath stated:

That affiant is the duly appointed, qualified and acting Executor of the estate of NANCY CASTLE GUEST, deceased; that affiant has made reasonably diligent efforts to identify all persons having claims against the above styled and numbered estate and has given notice by mail to persons so identified, at their last known address informing them that a failure to have their claim probated and registered by the Clerk of the Court granting letters within the ninety (90) day period provided by

Miss. Code of 1972 Ann., Sec 91-7-145 will bar such claim. The persons so identified and their last known addresses are:

<u>Person</u>	<u>Last Known Address</u>
1. None	

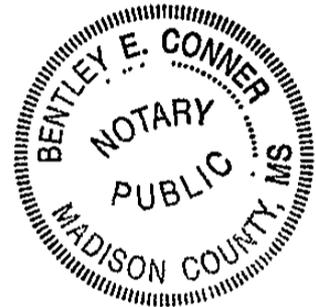
WITNESS MY HAND this 18 day of February, 2003.

Thomas E. Guest  
Thomas E. Guest, Executor

SWORN TO AND SUBSCRIBED before me this 18 day  
of February, 2003.

Bentley E. Conner  
Notary Public

My Commission Expires:  
3-24-2006



FEB 18 2003

STATE OF MISSISSIPPI  
COUNTY OF MADISONMIKE J. JUK  
CHANCE CLENK  
By *[Signature]*LAST WILL AND TESTAMENT OF NANCY CASTLE GUEST

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

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

To my son, John Thomas Morgan, the following stocks or investments: AmSouth Bancorporation, Charter Communications, Inc., MCI WorldCom, Inc., my Trustmark Prime Yield Savings Account, Centennial Money Market Account at A. G. Edwards and my Certificate of Deposit at Trustmark National Bank.

To my husband, Thomas Guest, a life estate in my place of residence at my death, with the remainder to my son, John Thomas Morgan.

All the rest, residue and remainder of my estate, I give, devise, and bequeath to The Nancy Castle Guest Testamentary Trust as hereinafter appears.

ITEM TWO: In the event that my husband, Thomas Guest and my son, John Thomas Morgan predecease me, I give, devise, and bequeath

unto my mother, Inez Livingston Castle, my brothers, Thomas Livingston Castle, John Dexter Castle, my sisters, Judy Castle Gordon, and Jennifer Castle Biggs, all of my properties, real, personal and mixed of every nature and kind, and wherever the same may be situated, of which I may die seized and possessed, to share and share alike.

ITEM THREE: I wish to create and do create a testamentary trust in favor of my son, John Thomas Morgan and my husband, Thomas E. Guest, as follows, "The Nancy Castle Guest Testamentary Trust" for the use and benefit of John Thomas Morgan and Thomas E. Guest, in trust.

ITEM FOUR: TRUSTEE: I hereby name, constitute, and designate BENTLEY E. CONNER, as Trustee of "The Nancy Castle Guest Testamentary Trust". Further, to the extent that such may be lawfully waived, I waive for the Trustee herein all requirements of accounting, appraisal, inventory, and bond, which may otherwise be required of a Trustee. My Trustee shall give an account to the beneficiaries no less than annually.

ITEM FIVE: POWERS: I direct that my Trustee receive all my property, whether real, personal, or mixed, of whatever description and wherever it may be located, and hold the same in trust for John Thomas Morgan and Thomas E. Guest or for the survivor of them and to care for said property as fully, completely and responsibly as is possible. I further direct that my Trustee have and be empowered to exercise all the powers enumerated to trustees by the Uniform Trustees Powers Act, codified in Mississippi as Section 91-1-101, and following

statutes, in the Mississippi Code Annotated of 1972. My Trustee or his successor is further empowered to expend from the corpus or income of this trust any sums deemed by him to be reasonable for the care and maintenance of the Beneficiaries herein, or to give to them sums of money which he deems necessary for their care, support, and maintenance without having to account to any court therefor or to account to the other therefor upon distribution and to distribute Trust assets to them. Finally, I direct that this be deemed and constituted a spendthrift trust and that neither beneficiary may do or make any act or omission acting to transfer any interest which any beneficiary may have in this trust and estate, whether said interest be legal or equitable, but that upon distribution of the Trust Estate, that each beneficiary should receive absolute fee title to any assets distributed to him by my Trustee herein, unaffected by any act or omission made by the beneficiary. This shall terminate at the death of Thomas E. Guest. At termination, my Trustee shall deliver all the unexpended balance of the trust corpus and income to John Thomas Morgan. Should John Thomas Morgan predecease Thomas E. Guest, the balance shall be delivered to my other residuary devisees.

ITEM SIX: I hereby name, constitute, and designate my husband, Thomas E. Guest, as Executor of this my Last Will and Testament. I hereby direct that the Executor of this my Last Will and Testament not be required to give bond, make inventory, appraisement, or accounting, and to the extent such requirements may be waived, I hereby waive for my Executor the requirements of

---

bond, inventory, appraisal, and accounting.

SIGNED, PUBLISHED, AND DECLARED by me as my Last Will and Testament on this the 21 day of FEBRUARY, 2001, in the presence of these witnesses who attest to the same, as witnesses hereto at my request, in my presence, and in the presence of each other.

Nancy Castle Guest  
NANCY CASTLE GUEST

WITNESSES:

Burton E. Conner

Stephanie E. Malley

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

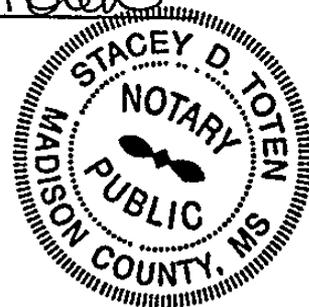
PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Bentley E. Conner, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of NANCY CASTLE GUEST, who, being duly sworn, deposed and said that NANCY CASTLE GUEST signed, published and declared said instrument as her Last Will and Testament on February 21, 2001, in the presence of this deponent, and in the presence of Stephanie E. Malley, who is one and the same as Stephanie E. Gray, the other subscribing witness, and that NANCY CASTLE GUEST was then of sound and disposing mind and memory, and more than twenty-one years of age, and this deponent and Stephanie E. Gray subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of NANCY CASTLE GUEST, and in the presence of NANCY CASTLE GUEST and in the presence of each other, on the day and year of the date of said instrument.

Bentley E. Conner  
Bentley E. Conner

SWORN TO AND SUBSCRIBED before me this 4th day of February, 2003.

Stacey D. Totem  
Notary Public

My Commission Expires:  
8-18-06



PROOF OF WILL

STATE OF MISSISSIPPI  
 COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Stephanie E. Malley, who is one and the same as Stephanie E. Gray, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of NANCY CASTLE GUEST, who, being duly sworn, deposed and said that NANCY CASTLE GUEST signed, published and declared said instrument as his Last Will and Testament on February 21, 2001, in the presence of this deponent, and in the presence of Bentley E. Conner, the other subscribing witness, and that NANCY CASTLE GUEST was then of sound and disposing mind and memory, and more than twenty-one years of age, and this deponent and Bentley E. Conner subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of NANCY CASTLE GUEST, and in the presence of NANCY CASTLE GUEST and in the presence of each other, on the day and year of the date of said instrument.

Stephanie E. Gray  
 Stephanie E. Gray

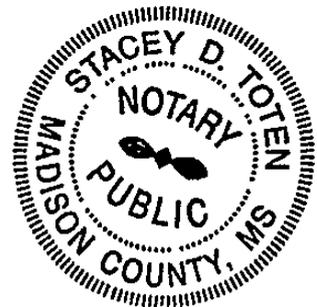
SWORN TO AND SUBSCRIBED before me this 4th day of

February, 2003.

Stacey D. Toten  
 Notary Public

My Commission Expires:

8-18-06



**LAST WILL AND TESTAMENT**

**OF**

**MAXINE C. JOHNSON**

**FILED**  
THIS DATE

**FEB 10 2003**

MIKE  
CHANDLER, Notary  
*Mike Chandler*

**STATE OF MISSISSIPPI**

**COUNTY OF MADISON**

I, **MAXINE C. JOHNSON**, 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 or codicils heretofore made by me.

**ITEM I**

I direct my Executor to pay all of my 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 as soon after my death as may be reasonably possible.

**ITEM II**

I hereby direct that my house and real property located at 219 Richard Circle, Canton, Mississippi, be sold and the net proceeds from said sale be divided equally between my grandchildren, namely, **Russell Cook, Sarah Kathryn Cook, Shelly Nicole Hartley, Jamie Lynn Nations and Kim Lee Cook**, share and share alike, per stirpes.

**ITEM III**

I appoint and nominate **CHARLES WAYNE COOK** to serve as Guardian of the

PAGE TWO (2) OF SIX (6) PAGES

that he will, with the utmost fidelity and prudence, administer the trust imposed upon him for the best interest of all concerned.

I hereby request that the Guardian does not deliver any financial assets of my estate unto my grandchildren until such time as they each reach the age of twenty-one (21) years. At such time as said minor child reaches the age of twenty-one (21) years, that child's one-half share be delivered to said child, per stirpes

**ITEM IV**

I hereby give, devise and bequeath unto **EDDIE JOHNSON** my 1976 Chevrolet Monte Carlo.

**ITEM V**

I hereby give, devise and bequeath unto my son, **CHARLES WAYNE COOK**, the balance of my checking and savings accounts at Merchants & Farmers Bank after all my burial and funeral expenses have been paid in full.

**ITEM VI**

I hereby give, devise and bequeath unto my son, **JAMES LLOYD COOK**, the sum of Five and No/100 Dollars (\$5 00).

**ITEM VII**

I hereby appoint, nominate and constitute my nephew, **VICTOR HUGHES**, as Executor of this my Last Will and Testament. In the event that he shall be deceased at the time of my death, or unable or unwilling to serve as Executor, then and in that event only, I appoint Eddie Johnson, as Executor of this my Last Will and Testament, and hereby grant to him the same powers as set forth for my Executor. My Executor shall have full and plenary power and authority to do and perform any act deemed by him 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

*Maxine C. Johnson*  
MAXINE C. JOHNSON

W.W.L.  
RPS

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 he may deem necessary and for the best interest of my estate and to pay unto himself a just and reasonable compensation as Executor.

**ITEM VIII**

I hereby give, devise and bequeath unto **CHARLES WAYNE COOK**, the following items of personal property:

- (a) Small Freezer
- (b) Lawnmower
- (c) Comforter and Electric Blanket
- (d) Radio in Den
- (e) Pictures of his children
- (f) Old Radio in Living Room
- (g) All Yard Implements
- (h) Magnolia Pictures
- (i) New Washing Machine
- (j) All What-knots
- (k) Living Room Furniture
- (l) Sheets and Bath Linens

**ITEM IX**

I hereby give, devise and bequeath unto **RUSSELL COOK**, the following items of personal property:

- (a) Living Room TV
- (b) Recliner in Living Room

**ITEM X**

I hereby give, devise and bequeath unto **JUDY COOK**, the following items of personal property:

- (a) China
- (b) Cross-stitch in Living Room

*A.W.L.,  
RPS*

*Maxine C. Johnson*  
MAXINE C. JOHNSON

ITEM XI

I hereby give, devise and bequeath unto **SHERRIE WILTCHER**, the metal shelf in the dining room.

ITEM XII

I hereby give, devise and bequeath unto **SUSAN COOK**, the Swan/Butterfly picture.

ITEM XIII

I hereby give, devise and bequeath unto **EDDIE JOHNSON**, the following items of personal property:

- (a) Dining Room Table and Chairs
- (b) Bedroom Suit (Kitchen Bedroom)
- (c) Mattress Sets (Kitchen Bedroom)

ITEM XIV

I hereby give, devise and bequeath unto **PAT CLEVELAND**, the following items of personal property:

- (a) Rocking Chair in Den
- (b) My bed, large dresser & chest of drawers

ITEM XV

I hereby give, devise and bequeath unto **ANN PUGH**, the Pinkie & Blue Boy pictures.

ITEM XVI

The following items of personal property shall be left in the house to be sold with the house:

- (a) Washer & Dryer in Storage Room
- (b) Refrigerator & Stove
- (c) Large Air Conditioner

M.W.L.  
RPS

*Maxine C. Johnson*  
MAXINE C. JOHNSON

- (d) Small Air Conditioner in Den
- (e) Large Freezer in Den

ITEM XVII

I hereby request that all my clothing be donated to the Salvation Army.

ITEM XVIII

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 son, CHARLES WAYNE COOK, and the same shall be his absolutely.

The foregoing Last Will and Testament consists of six (6) 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 3rd day of Dec., 2002.

Maxine C. Johnson  
MAXINE C. JOHNSON

*H.W.L.*  
*RPS*

*H.W.L.*  
*RPS*  
Maxine C. Johnson  
MAXINE C. JOHNSON

PAGE SIX (6) OF SIX (6) PAGES

STATE OF MISSISSIPPI

COUNTY OF MADISON

We, each of the subscribing witnesses to the Last Will and Testament of MAXINE C. JOHNSON, do hereby certify that said instrument was signed by the said MAXINE C. JOHNSON, in our presence and in the presence of each of us, and that the said MAXINE C. JOHNSON, 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 MAXINE C. JOHNSON, in her presence and in the presence of each other.

Robert W. Long

ADDRESS: P.O. Box 344

Canton, MS. 39046

Rebecca P. Smith

ADDRESS: P.O. Box 228

Canton, MS 39046

*W.L.*  
*RPS*  
Maxine C. Johnson  
MAXINE C. JOHNSON

PROOF OF WILL

COMES NOW Rebecca P. Smith, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of MAXINE C. JOHNSON, 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 MAXINE C. JOHNSON, the above named decedent, signed, published and declared said instrument to be her Last Will and Testament on the 3rd day of December, 2002, the day of the date of said instrument, in the presence of this deponent and Robert W. Long, 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 Robert W. Long 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.

Rebecca P. Smith  
REBECCA P. SMITH

STATE OF MISSISSIPPI  
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME on this the 3<sup>rd</sup> day of December, 2002.

Robert W. Long  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
1-15-06

(SEAL)

ADDRESS: PO Box 228  
Canton MS 39046



## IN THE CHANCERY COURT OF MADISON COUNTY

## STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF MAXINE C. JOHNSON, DECEASEDCIVIL ACTION FILE NO. 2003-0129AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for the state and county aforesaid, the within named **JAMES HUGHES**, who, being by me first duly sworn, on oath stated:

Affiant is the duly appointed, qualified and acting Executor of the Estate of Maxine C. Johnson, Deceased. Affiant has made reasonably diligent efforts to identify all persons having claims against the above styled and numbered estate and has given notice by mail to the persons so identified at their last known address, informing them that a failure to have their claim probated and registered with the Clerk of the Court granting letters, within the ninety (90) day period provided by Miss. Code Ann. (1972), Section 91-7-145, will bar such claim. The persons so identified and their last known addresses are:

ADT Security Services, Inc.  
P. O. Box 371490  
Pittsburgh, PA 15250-7490

AT&T  
P. O. Box 8212  
Aurora, IL 60572-8212

**FILED**  
THIS DATE

FEB 19 2003

MIKE JOHNSON  
CHANCERY CLERK  
*(Signature)*

Mississippi Discount Drugs  
P. O. Box 208  
Canton, MS 39046

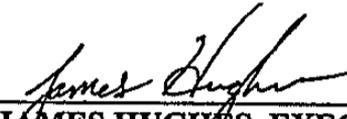
Su Perl Florist  
159 West Peace Street  
Canton, MS 39046-4535

Canton Discount Drugs  
726 East Peace Street  
Canton, MS 39046

Wells Fargo Financial  
P. O. Box 98798  
Las Vegas, NV 89193-8798

Premier Medical Group  
P. O. Box 23996  
Jackson, MS 39225

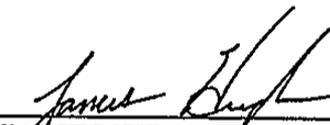
WITNESS MY HAND on this the 19<sup>th</sup> day of February, 2003.

  
\_\_\_\_\_  
JAMES HUGHES, EXECUTOR

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for said county and state, the within named JAMES HUGHES, who, being first duly sworn by me, states on his oath that the matters and facts contained and set forth in the above and foregoing Affidavit are true and correct as therein stated.

  
\_\_\_\_\_  
JAMES HUGHES

SWORN TO AND SUBSCRIBED before me on this the 19<sup>th</sup> day of February, 2003.

*Ex-Officio* White Crook, Chancery Club  
NOTARY PUBLIC  
By: Betty Arch, D.C.

MY COMMISSION EXPIRES:

My Commission Expires  
January 5, 2004



# LAST WILL AND TESTAMENT OF HALE E. BLAND

## ARTICLE I

I, HALE E. BLAND, a resident of Madison County, Mississippi, declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

If my grand-daughter Diane Vining Martin and my grandson David Bland Vining are both living at the time of the execution of this Will.

## ARTICLE II

I direct that all of my debts, all expenses of my last illness, all funeral and burial expenses (including the cost of administration of my estate) be paid as soon as practicable after my death out of the principal of my residuary estate.

In the event that 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 lien, or shall pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall owned by me jointly or individually), it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship, or beneficiary shall take such property or interest in property subject to all encumbrances existing at the time of my death.

It is my intention, however, that nothing in this article of my Will be construed as creating an express trust or fund for 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 any statutory duty to pay debts.

## ARTICLE III

I direct that all estate and inheritance taxes and other taxes in the general nature thereof (together with any interest or penalty thereon), but not including any taxes imposed on generation-skipping transfers under the federal tax laws, nor any Qualified Terminable Interest Property Tax, which shall become payable upon, or by reason of, my death with respect to any property passing by or under the terms of this Will or any codicil to it hereafter executed by me, or with respect to the proceeds of any policy or policies of insurance on my life, or with respect to any other property (including property over which I have taxable power of appointment) included in my gross estate for the purpose of such taxes, shall be paid by my Executor out of the principal of that portion my residuary estate which is not included in the share qualifying for the marital deduction, and I direct no part of any such taxes be charged against (or be collected from) the person receiving or in possession of the property taxed, or receiving the benefit thereof; it being my intention that all such persons, legatees, surviving tenants by the entirety, appointees, and beneficiaries receive full benefits without any diminution on account of such taxes.

ARTICLE IV

I hereby direct that the Executor of my estate liquidate my entire estate and pay all debts and sixty percent (60%) of all remaining funds of my entire estate shall go to my grand-daughter Diane Vining Martin and forty percent (40%) of all remaining funds of my entire estate shall go to my grandson David Bland Vining.

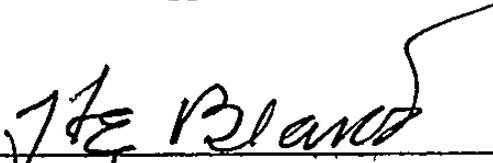
ARTICLE V

I hereby appoint Diane Vining Martin as Executrix of my Last Will, to serve without security on any bond and without any accounting or inventory to any court and to have powers and discretions provided in Article VI, and any others that may be granted by law, all to be exercised without court order.

ARTICLE VI

I hereby grant to my Executrix 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. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with her shall be required to inquire into the propriety of any of her actions. I vest my Executrix with full power to sell, transfer, and convey any property, real or personal, which I may own at the time of my death at such time and price and upon such terms and conditions (including credit) as she may determine and to do every other act and thing necessary or appropriate for the complete administration of my estate. My Executrix shall make provisions for my body to be buried at a place deemed above and a time suitable to her.

IN THE WITNESS WHEREOF, I sign, seal, publish, and declare this instrument to be my Last Will, this the 22 day of Dec., A.D., 1999 at Ridgeland, Mississippi.

  
HALE E. BLAND

We, the undersigned, certify that the foregoing instrument, consisting of this and two (2) preceding typewritten pages, was, on the date thereof, signed, sealed, published, and declared by HALE E. BLAND the TESTATRIX, to be his Last Will 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 to the execution thereof, this the 2nd day of December, A.D., 1999.

Tracy Dean

NAME

587-70-1322

SOCIAL SECURITY NUMBER

Mary W. Evans

NAME

428-46-2709

SOCIAL SECURITY NUMBER

337 Mac Kingbird Ln

Madison MS 39110

ADDRESS

123 Beechtree Lane

Deerwood, MS 39073

ADDRESS

Tricia Harbour

NAME

431-49-1963

SOCIAL SECURITY NUMBER

356 Hwy 51, Suite C

Ridgewood, MS 39157

ADDRESS

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 Tracy Dean, who being by me first duly sworn according to law says oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of HALE E. BLAND, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated 22nd day of December, 1999.

(2) That on the 22nd day of December, 1999, the said HALE E. BLAND, signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of this affiant and in the presence of Mary A. Evans and Tricia J. Harbour, the other subscribing witnesses to the instrument.

(3) That HALE E. BLAND, was then and thereof sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with Mary A. Evans and Tricia J. Harbour, subscribed and attested said instrument as said witnesses to the signature and publication thereof, as the special instance and request, and in the presence of said HALE E. BLAND, and in the presence of each other.

Tracy Dean  
WITNESS

SWORN TO AND SUBSCRIBED before me, this the 22nd day of December, 1999.

Tricia J. Harbour  
NOTARY PUBLIC

MY COMMISSION EXPIRES 2003  
IN 2 YEARS.



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 Tricia Harbour, who being by me first duly sworn according to law says oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of HALE E. BLAND, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated 22 day of December, 1999.

(2) That on the 22 day of December, 1999, the said HALE E. BLAND, signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of this affiant and in the presence of Mary A Evans and Tracy Dean, the other subscribing witnesses to the instrument.

(3) That HALE E. BLAND, was then and thereof sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with Mary A. Evans and Tracy Dean, subscribed and attested said instrument as said witnesses to the signature and publication thereof, as the special instance and request, and in the presence of said HALE E. BLAND,, and in the presence of each other.

Tricia Harbour  
WITNESS

SWORN TO AND SUBSCRIBED before me, this the 22<sup>ND</sup> day of DECEMBER, 1999.

Peter M. Ducklach  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
11-17-2001

**FILED**  
THIS DATE

FEB 20 2003

MIKE CROOK  
CHANCERY CLERK

By: Betty Paul D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

NO. 2002-971

IN THE MATTER OF THE ESTATE OF  
RYAN PATRICK MILLER, DECEASED

LEE DOUGLAS MILLER, ADMINISTRATOR

**FILED**  
THIS DATE

FEB 21 2003

MIKE CROOK  
CHANCERY CLERK

By: Kim Selena D.C.

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Lee Douglas Miller ("Affiant"), of Ridgeland, Mississippi, personally known to me, who, after being first duly sworn, states on oath as follows:

That Affiant is the duly-appointed Administrator of the Estate of Ryan Patrick Miller, Deceased, and Affiant is the father of the Decedent. That Affiant has made reasonably diligent efforts, as required by Section 91-7-145, Mississippi Code of 1972, Annotated, to identify persons having claims against the Estate and has mailed a notice to such persons, if any, so identified at their last known address, informing them that a failure to have their claim probated and registered by the Clerk of Court granting Letters within the ninety (90) day period provided in said statute will bar their claim.

That upon filing this Affidavit with the Court, the Notice to Creditors in the Estate proceeding will be published.

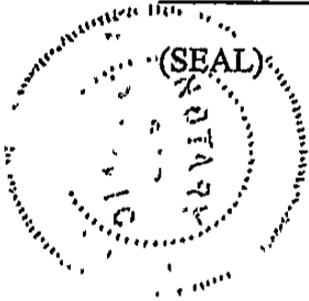
WITNESS the signature of Affiant, on this the 17<sup>th</sup> day of February, 2003

Lee Douglas Miller  
LEE DOUGLAS MILLER

SWORN TO AND SUBSCRIBED before me, this the 17<sup>th</sup> day of February, 2003.

Margarette C. Bailey  
NOTARY PUBLIC

My Commission Expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES SEPT 13, 2004



JACKSON 714124v1

## LAST WILL AND TESTAMENT

OF

## HELEN HART CLOW

I, HELEN HART CLOW, of Madison County, Mississippi, being of sound and disposing mind and memory and realizing the uncertainty of life, do hereby make and declare this to be my Last Will and Testament, hereby revoking all prior Wills or Codicils heretofore made by me.

ITEM 1

I direct that all expenses of my last illness, the disposition of my final remains, including any burial and funeral rites, and any monument or marker be borne by my estate and paid by my executrix. I direct that all of my just debts, other than those barred by the applicable statute of limitations, be paid by my Executrix.

ITEM 2

I name my grand-daughter, JANET MERLE CONNORS as Executrix of this Will. My Executrix is required to pay all my personal debts, and to deliver any assets to the beneficiaries under this Will. My Executrix is hereby relieved of the necessity of a bond, or a formal appraisal of my estate.

ITEM 3

In the administration of my estate, I give my Executrix named herein all the powers enumerated by the laws of the State of Mississippi, as fully as if each of those powers were set out verbatim herein. Each of those powers may be exercised without order of or report to any court.

ITEM 4

At the time of the execution of this Last Will and Testament, I have two children, ALMA VAN HOOK COX and LANE VAN HOOK ROBINSON, as well as three grandchildren, JANET MERLE CONNORS, JOHN JOSEPH CONNORS, III, and TOM L. BAILEY.

*Helen Hart Clow*  
HELEN HART CLOW

Page 1 of 5

**FILED**  
THIS DATE

FEB 21 2003

MIKE CHOOK  
CHANCERY CLERK

*Dr. Betty D. D...*

ITEM 5

I hereby direct that any and all bonds, bank accounts, savings accounts, securities, and similar property in which I have ownership and which are by their terms payable upon my death to another person, shall be the sole property of such other person, and my Executrix shall not make any claim against such other person

ITEM 6

Any cash, bonds, bank accounts, savings accounts, securities, or other such similar property which I own outright, and which are not by their terms payable to another person, shall be paid to my daughters, ALMA VAN HOOK COX and LANE VAN HOOK ROBINSON, per stirpes.

ITEM 7

I hereby give, bequeath and devise the following described personal property as follows:

- 1) All of my clothes to my niece, MILDRED CLARK;
- 2) My California Ivy china to my grand-daughter, JANET MERLE CONNORS;
- 3) My curio chest to my daughter, ALMA VAN HOOK COX;
- 4) My antique desk at my apartment, and my couch and matching chair at Saint Catherine's to my grand-daughter, JANET MERLE CONNORS;
- 5) My Lane chest of arms and venice picture to my daughter, LANE VAN HOOK ROBINSON;
- 6) My wedding set from Herman to my grand-daughter, JANET MERLE CONNORS;
- 7) All other jewelry not specifically given, bequeathed or devised herein to my daughter, ALMA VAN HOOK COX;
- 8) My bedroom suite to my grandson, JOHN JOSEPH CONNORS, III;
- 9) My pearls to my daughter, LANE VAN HOOK ROBINSON; and
- 10) My red vase from Italy to my grand-daughter, JANET MERLE CONNORS.

*Helene Hart Clow*  
HELEN HART CLOW

ITEM 8

I hereby give, bequeath and devise to each of my three grandchildren the sum of \$2,000.00. Additionally, I hereby give, bequeath and devise to ANNIE DUNSTON, my maid, assistant and friend, the sum of \$1,000.00.

ITEM 9

I hereby give, bequeath and devise all the rest, residue and remainder of my estate, in whatever amount and in whatever form, to my daughters, ALMA VAN HOOK COX and LANE VAN HOOK ROBINSON, per stirpes. Should any of the individual beneficiaries named herein fail to survive me, the legacy, bequest or devise to such individual shall lapse, and the same shall become a part of my residuary estate herein disposed of.

ITEM 10

I direct that all expenses of storing, crating, shipping and insuring the foregoing tangible personal property shall be paid out of my estate as an expense of administration without right of reimbursement from the recipients thereof.

ITEM 11

If I shall leave a signed memorandum with my Will pertaining to the disposition of all or any part of my tangible personal property, I direct that the beneficiaries under this Last Will and Testament consent to my Executor's disposition of such tangible personal property in accordance with such memorandum.

IN WITNESS WHEREOF, I have hereunto set my hand this the 10<sup>th</sup> day of October, 2002.

Helen Hart Clow  
HELEN HART CLOW

Helen Hart Clow  
HELEN HART CLOW

Signed, published and declared by HELEN HART CLOW as and for her Last Will and Testament, in our presence, and afterwards, we at her request and in her presence and in the presence of each other, have hereunto subscribed our names as witnesses on the day and date set out above.

Willie L. Smith  
Witness

Sharon D. Williams  
Witness

408 Berry Road  
Utica MS 39175  
Address

1704 Canon Drive  
Yazoo City, MS 39194  
Address

Helen Hart Clow  
HELEN HART CLOW

AFFIDAVIT OF WITNESSES TO  
LAST WILL AND TESTAMENT  
OF HELEN HART CLOW

STATE OF MISSISSIPPI

COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named, Willie Kirk Smith and Sharon H. Williams, the subscribing witnesses to the Last Will and Testament of HELEN HART CLOW, who, having been by me first duly sworn, on their oaths state:

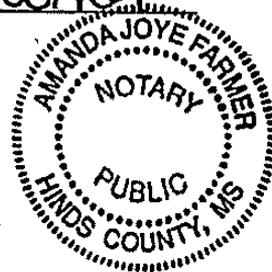
That they are the subscribing witnesses to the Last Will and Testament of HELEN HART CLOW, which was executed by her on the 10<sup>th</sup> day of October, 2002, and in their presence and in the presence of the subscribing witnesses; and that they are the witnesses who subscribed their names under said Last Will and Testament of HELEN HART CLOW, in her presence, and in the presence of each other.

Affiants state that at the time of the execution of said Will and Testament by HELEN HART CLOW, she was over the age of twenty-one years, was of sound and disposing mind and memory, competent to make a will; and that she requested said Affiants to witness the execution of her said Last Will and Testament.

And further, Affiants saith not.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 10<sup>th</sup> day of October, 2002

Amanda J. Farmer  
NOTARY PUBLIC



My Commission Expires:

Notary Public State of Mississippi At Large  
My Commission Expires: January 6, 2008  
Bonded Thru Helden, Brooks & Garland, Inc.

Helen Hart Clow  
HELEN HART CLOW



2003-132

B 35 P 482

# Last Will and Testament

OF

HOWARD COOPER BRYANT

**FILED**

THIS DATE

FEB 21 2003

MIKE CROOK  
CHANCERY CLERK

By *Lakita*

I, HOWARD COOPER BRYANT, of Jackson, Mississippi, being an adult of sound and disposing mind and memory, do hereby make, declare and publish this my last will and testament, hereby revoking and canceling any and all other wills, testaments and codicils that I may have heretofore made.

First - Unto my beloved wife, DOROTHY ALDRIDGE BRYANT, I give, devise and bequeath all property of every kind, character and description, wheresoever situated, that I may own at the time of my death.

Second - If my wife predecease me, or if we die in or as the result of a common disaster, then I give, devise and bequeath unto our beloved sons, DAVID HOWARD BRYANT and DANIEL BOYD BRYANT, share and share alike, all property of every kind, character and description wheresoever situated, that I may own at the time of my death.

Third - I hereby nominate and appoint my said wife, Dorothy Aldridge Bryant, of Jackson, Mississippi, as Executor of my will and estate. If my wife predecease me, or if we die in or as the result of a common disaster, then I hereby nominate and appoint my said son, Daniel Boyd Bryant, of Natchez, Mississippi, as Executor of my will and estate. I direct that no bond be required of either of them, and that neither of them be required to file inventory or make any accounting to any Court, nor shall an appraisement of my estate be required for filing in any court.

IN WITNESS WHEREOF, I have hereunto set my signature on this May 24, 1988, in the presence of J. B. Manton and Louise A. Manton, subscribing witnesses, who at my request and in my sight and presence and in the sight and presence of each other, have hereunto affixed their signatures as such subscribing witnesses on said date.

*Howard Cooper Bryant*  
Howard Cooper Bryant

Witness *J. B. Manton*

Witness *Louise A. Manton*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF  
HOWARD COOPER BRYANT, DECEASED

NO. 2003-0132

ADMINISTRATOR'S AFFIDAVIT OF NOTICE TO  
KNOWN CREDITORS

The undersigned, Daniel Boyd Bryant, Executor of the Estate of Howard Cooper Bryant, Deceased, affirms and states that he has made reasonably diligent effort to identify those persons having claims against the estate, and that to the best of his knowledge, no such claims exist.

*Daniel B. Bryant*  
\_\_\_\_\_  
DANIEL BOYD BRYANT, Executor

SWORN TO AND SUBSCRIBED before me, this, the 21<sup>st</sup> day of February, 2003.

*Mike Crook*  
\_\_\_\_\_  
NOTARY PUBLIC  
*Lakisha Jones D.C.*

My Commission Expires  
My Commission Expires  
January 5, 2014



**FILED**  
**THIS DATE**  
**FEB 21 2003**  
**MIKE CROOK**  
**CHANCERY CLERK**  
By *Lakisha Jones D.C.*

LAST WILL AND TESTAMENT

OF

WILLIAM C. REYNOLDS

I, WILLIAM C. REYNOLDS, an adult resident of Madison, Madison County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My wife's name is FRANCES C. REYNOLDS, and she is herein referred to as "my wife." I have one (1) child now living, CAROL R. DRUEY.

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

FOR IDENTIFICATION:

WCR

Page 1 of 27

**FILED**  
THIS DATE

JAN 31 2003

MIKE CROOK  
CHANCERY CLERK

By: Butler (initials) D.C.

## ITEM II.

I appoint my wife, FRANCES C. REYNOLDS, to serve as Executor of my estate under this Will. In the event my wife is or becomes unable or unwilling to serve, I appoint my daughter, CAROL R. DRUEY, to serve as Executor.

## ITEM III.

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

FOR IDENTIFICATION:

MR

Page 2 of 27

ITEM IV.

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

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

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

ITEM V.

To my wife, FRANCES C. REYNOLDS, if she survives me, I devise and bequeath the following:

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

FOR IDENTIFICATION:

ACK

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

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

If my wife does not survive me, I devise and bequeath my interest in the family residence to the Trustee of the "William C. Reynolds Family Trust," provided in this Will, to be held, administered and distributed under the provisions of that trust; and the assets described in Paragraphs B and C to my daughter, CAROL R. DRUEY, if she survives me. If neither my wife nor my daughter survive me, I bequeath the assets described in Paragraphs B and C to my grandchildren in substantially equal shares, to be divided among them as they agree, or in the absence of such agreement, as my Executor may determine. If a grandchild is under age twenty-one (21) years at the time of closing my estate, then his or her share shall be delivered to the Trustee of the "William C. Reynolds Family Trust" to be held for such child until he or she attains twenty-one (21) years of age.

FOR IDENTIFICATION:

WCR

## ITEM VI.

I give, devise and bequeath to FRANCES C. REYNOLDS, Madison, Mississippi, as Trustee under the terms set forth in this Will, an amount of property equal to the largest amount, but no more, that can pass free of federal estate tax by reason of the unified credit available at the date of my death provided under Section 2010 and that portion of the state death tax credit allowable to my estate under Section 2011 which does not cause an increase in state death taxes. However, the amount of this bequest shall be reduced by the value of insurance proceeds and any other property which passes at any time during my life or at my death, either under any other ITEM of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under federal estate tax law or an adjusted taxable gift and for which no marital deduction is allowed under Section 2056 and no deduction for public, charitable or religious purposes is allowed under Section 2055. In computing the dollar amount of property constituting this pecuniary bequest, the values used in finally determining the federal estate tax on my estate shall control. My Executor shall select and distribute to the Trustee the cash or other property to be placed in this trust, and the property so selected shall be valued at the value thereof as of the date or dates of distribution to the trust. This trust shall be for the benefit of my wife, my children, and my grandchildren. If property passes to this trust which any beneficiary (other than my wife) has disclaimed under Section 2518, that beneficiary shall be treated

FOR IDENTIFICATION:

FR

as if deceased on the day before the date of my death and shall not be a beneficiary of this trust, but the children of that beneficiary shall continue as beneficiaries.

The assets devised and bequeathed under this ITEM of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, any expenses of my estate not deducted for federal estate tax purposes and any other expenses deducted but not allowed as deductions in finally determining the Federal estate taxes payable by reason of my death. I recognize the possibility that the amount so disposed of may be affected by the action of my Executor in exercising certain tax elections. As provided in Sections 2206, 2207, 2207A, and 2207B, my Executor shall have the right to recover the appropriate amount of estate taxes from the recipient or recipients of property which is included in my gross estate for federal estate tax purposes, and no provision herein shall be construed to waive such right of recovery.

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

- A. The Trustee shall pay to and among my wife, my child, and my grandchildren (but not necessarily in equal shares) as much of the net income as the Trustee, in the Trustee's discretion, deems advisable for the education,

FOR IDENTIFICATION:

          *MR*          

Page 6 of 27



principal to my child or my grandchildren, the Trustee shall counsel with my wife to determine the needs of these beneficiaries, but the decision of the Trustee shall be final as to the amounts and recipients of such distributions.

C. Upon my wife's death, if my daughter, CAROL R. DRUEY, is then living, the Trustee shall distribute the assets of this trust, outright and free of trust, to CAROL R. DRUEY at that time. In the event my daughter does not survive my wife and me, the Trustee shall retain the assets of this trust in trust for the benefit of my grandchildren. The Trustee shall hold, administer and distribute the funds of such trust for my grandchildren under the following provisions.

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

FOR IDENTIFICATION:

ACR

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

3. Except for principal and income distributions as provided in subparagraphs 1 and 2 of this Paragraph C, the assets of the trust shall remain in trust for at least five (5) years following the deaths of my wife and me. Thereafter, as and when each of my grandchildren attains the age of thirty-five (35) years, the Trustee shall distribute to that grandchild his or her share of the trust with such share being determined by dividing the total value of the trust assets as of the date of distribution by the number of grandchildren who are, or whose children are, beneficiaries of the trust at that time.

FOR IDENTIFICATION:

SICR

4. In the event of the death of any of my grandchildren prior to receipt by that grandchild of his or her share of the trust, the deceased grandchild's share of the trust shall be retained in trust for the benefit of my deceased grandchild's then living children (being my great-grandchildren by that deceased child). Income and principal shall be distributed among such surviving great-grandchildren as the Trustee determines in accordance with the directions and standards previously set forth in subparagraphs 1 and 2 of this Paragraph C. The trust estate for the children of a deceased grandchild of mine (being my great-grandchildren by that deceased grandchild) shall be distributed, in equal shares, to the children of such deceased grandchild when the youngest living child of such deceased grandchild attains the age of twenty-one (21) years, except that the then living descendants of a deceased great-grandchild of mine shall take, per stirpes, the share the great-grandchild would have taken if living. If at the death of a grandchild of mine, he or she leaves no surviving descendants, that deceased grandchild's share of the trust shall be allocated, in equal shares, to the other beneficiaries of the trust with any share allocated to a beneficiary who had

FOR IDENTIFICATION:

*NCR*

Page 10 of 27

previously reached the age to have received a distribution of his or her share of the trust distributed outright to such beneficiary.

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

FOR IDENTIFICATION:

MCR

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

- E. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the distribution of all trust assets, the trust assets shall be distributed to the FIRST BAPTIST CHURCH OF ELLISVILLE, MISSISSIPPI.
- F. The Trustee shall permit each beneficiary to elect by written direction to the Trustee, at the time all or any portion of the trust is to be distributed to him or her, to have such property remain in trust under the terms and provisions hereof for the balance of his or her life or until such time as such beneficiary shall request that the trust assets, or any part thereof, be distributed to him or her outright. In the event of the death of a beneficiary during the period in which the trust is so continued, the Trustee shall make immediate distribution of that beneficiary's share of the trust assets to his or her estate.
- G. If at any time, in following the provisions of this Will, the Trustee is required to distribute all or any part of the principal of any trust herein created outright to a person who has not attained twenty-one (21) years of age, the trust principal

FOR IDENTIFICATION:

HER

shall vest in such person but the Trustee shall be authorized to continue to hold the share of such person in trust for that person's benefit until he or she attains age twenty-one (21). Until such time the Trustee is authorized and directed to expend such part of the income and/or principal of the trust belonging to such person as the Trustee in the Trustee's discretion deems necessary to provide for the proper education, support, maintenance and health of said person.

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

I. My wife shall continue as a beneficiary of this trust, notwithstanding her remarriage subsequent to my death.

J. This trust shall be designated and known as the "William C. Reynolds Family Trust."

FOR IDENTIFICATION:

WCR

## ITEM VII.

If my wife, FRANCES C. REYNOLDS, survives me, I give, devise and bequeath to her outright the rest and residue of my estate, real and personal, of whatsoever kind or character and wheresoever situated.

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

## ITEM VIII.

If I am not survived by my wife, I give, devise and bequeath the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, to my daughter, CAROL R. DRUEY, if living. In the event my daughter, CAROL R. DRUEY, is not then living, I give, devise and bequeath the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, to the Trustee of the "William C. Reynolds Family Trust" created by ITEM VI of this Will to be held, administered and distributed as provided in said trust.

FOR IDENTIFICATION:

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## ITEM IX.

In making distributions for beneficiaries from any trust created under this Will and especially where such beneficiaries are minors, or incapable of transacting business due to illness, the Trustee, in the Trustee's discretion, may make distributions either (a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary, (d) to a Custodian for a minor beneficiary under the Mississippi Uniform Transfers to Minors Act, or (e) by applying the distributions for the benefit of the beneficiary by paying expenses directly. In any event the Trustee shall require such reports and take such steps as the Trustee deems requisite to assure and enforce the application of such distributions for the exclusive benefit of the beneficiary.

None of the principal or income of any trust created under this Will or any part of same, shall be liable for debts of any beneficiary or be subject to seizure by creditors of any beneficiary. A beneficiary shall have no power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of any part of his or her interest in the trust assets or the income produced from the assets.

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ITEM X.

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

The Trustee shall not be required to make physical division of the trust property comprising the "William C. Reynolds Family Trust," except when necessary for the purposes of distribution, but may, in the Trustee's discretion, keep the trusts in one or more consolidated funds. As to each consolidated fund, the division into the various shares comprising such fund need be made only on the Trustee's books of account, in which case each trust shall be allotted its proportionate part of the principal and income of the fund and charged with its proportionate part of expenses thereof.

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ITEM XI.

Notwithstanding any provision of this Will to the contrary, the interest of every beneficiary of any trust created by this Will shall vest within the period prescribed by the Rule against Perpetuities or any statute pertaining thereto. Upon such vesting, any trust property then held by the Trustee shall be distributed immediately, free and clear of any trust, to the beneficiary or beneficiaries of this trust (or to his or her legal guardian or other personal representative) as though each such beneficiary had reached the date at which final distribution to him or to her were required pursuant to the provisions hereof.

ITEM XII.

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

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ITEM XIII.

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Any trust created by this Will is a private trust. The Trustee shall not be required to obtain the order or approval of any court for the exercise of the Trustee's powers and discretions.

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

ITEM XIV.

A Trustee may resign and cease to act at any time by giving written notice specifying the effective date of such resignation, by personal delivery or by registered mail, to those persons who are income beneficiaries of each trust at that particular time.

In the event my wife, FRANCES C. REYNOLDS, is or becomes unable or unwilling to serve as Trustee, my daughter, CAROL R. DRUEY, shall serve as successor Trustee. In the event my daughter, CAROL R. DRUEY, is or becomes unable or unwilling to serve as successor Trustee, my wife, FRANCES C. REYNOLDS, may appoint a successor Trustee. In the absence of an appointment of a successor Trustee by

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my wife, my daughter, CAROL R. DRUEY, may appoint a successor Trustee. In the absence of an appointment of a successor Trustee by either FRANCES C. REYNOLDS or CAROL R. DRUEY, JIM DRUEY shall serve as successor Trustee.

The Trustee or any successor Trustee of any trust created by this Will may be removed by and a successor Trustee appointed by a majority vote of all the current adult income beneficiaries of such trust. The removal of a Trustee or successor Trustee and the appointment of a successor Trustee shall be effective upon written notice to the Trustee or successor Trustee removed or appointed.

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

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## ITEM XV.

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

- A. To determine the allocation of receipts and expenses between income and principal. However, such allocation shall not be inconsistent with the beneficial enjoyment of trust property accorded to a life tenant or remainderman under the general principles of the laws of trusts. Further, all rights to subscribe to new or additional stocks or securities and all liquidating dividends shall be deemed to be principal.
- B. To place, in the discretion of the Trustee, trust funds in a checking, savings or other types of accounts or certificates of deposit in any federally insured bank or federally insured savings and loan association, including any successor Trustee bank.

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- C. To receive, invest in, and retain in the trust all types of property and, especially, to receive, invest in, and retain in the trust shares of stock in closely held corporations, partnership interests in general and limited partnerships, oil, gas, and other mineral interests, standing timber, and unimproved real estate regardless of where it may be situated, without liability and without regard to the proportion such property or property of a similar character so held may bear to the entire amount of the trust estate and whether or not such property is of the class in which Trustees generally are authorized to invest by trust law.
- D. To consolidate and merge any trust created hereunder with any other trust created by me or any other person, whether inter vivos or by Will, if the beneficiaries are the same and the terms of that other trust are substantially the same as this trust.
- E. To retain or invest trust assets in a common fund established by a corporate Trustee pursuant to the Uniform Common Trust Fund Law of Mississippi or in any investment account, mutual fund, or other investment vehicle offered, sponsored, or advised for a fee by any corporate Trustee, or any subsidiary, parent or affiliate of such corporate Trustee or any successor or assign, or

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subsidiary, parent or affiliate of any successor or assign, to such corporate Trustee.

- F. To surrender, disclaim, release, relinquish or amend, after providing written notice to the income beneficiaries, all or any portion of any administrative provision of any trust created herein which causes or may cause adverse or unanticipated tax liability to my estate, the trust, the Trustee, or the beneficiaries.
- G. To take out, apply for, and maintain, paying premiums from income or principal, health, hospitalization, medical or similar insurance covering any beneficiary of the trust.
- H. To hold for the benefit of any minor beneficiary of a 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 a 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 his or her property. The Trustee may permit such items to remain in the

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residence in which the beneficiary resides or in such other storage facility as the Trustee deems appropriate for such items and shall pay all costs of maintaining, storing and insuring the items. The Trustee shall have the authority to give the Executor or other personal representative of the estate of a decedent a receipt for such objects on behalf of such beneficiary.

ITEM XVI.

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

ITEM XVII.

Any recipient of property or beneficiary of a trust hereunder, or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her whether outright or in trust or all or any part of his or her interest in any trust created herein. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518 and

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Mississippi law. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and shall be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor. If my wife or any other person or a Trustee disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed to the Trustee of the "William C. Reynolds Family Trust" created by ITEM VI of this Will to be held, administered and distributed as provided herein.

ITEM XVIII.

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

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Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. However, my Executor shall not exercise this discretion or any other discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law. I specifically authorize my Executor to allocate any of my available generation-skipping tax exemptions from the federal generation-skipping tax as allowed by Section 2631 to any property of which I am deemed to be the transferor under Section 2652(a), including any property not in my probate estate and any property transferred by me during life as to which no allocation of the exemption was made prior to my death.

My Executor shall have the authority to disclaim or renounce any interest in property, in whole or in part, including any power with respect to property and including an undivided interest in property transferred to me or to my estate. Any disclaimer by my Executor shall be made in writing stating specifically the property or interest disclaimed

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and shall be delivered to the transferor of the property, the transferor's legal representative, or the holder of the legal title to the property to which the interest relates. Any disclaimer shall be made within the time period and in the manner required for the disclaimer to qualify under Section 2518 and Mississippi law.

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

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

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IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 1<sup>st</sup> day of October, 1999.

William C. Reynolds  
William C. Reynolds

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

Ronald E. McMillan 5005 Bay Bridge, Brandon, MS 39047  
Address

Linda A. Craft 2144 Lakeshore Drive SE,  
Address Ridgeland, MS 39157