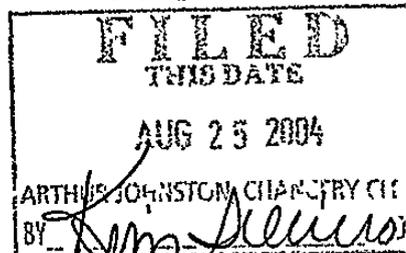


LAST WILL AND TESTAMENT

2004/6/3

of

WILLIE PIERCE and SARAH W. PIERCE



We, WILLIE PIERCE and SARAH W. PIERCE, his wife, of the City of Canton, State of Mississippi, being of sound mind and disposing memory and mindful of the uncertainty of human life, do now make, publish and declare this and this only to be our last mutual and joint Will and Testament in manner following, viz :

FIRST: We order and direct our Executrix to pay all our just debts and funeral expenses out of the principal of our estate.

SECOND: We give unto the survivor of either of us, the income of our real and personal property, during his or her natural life for his or her own use and benefit.

THIRD: After the death of the survivor of either of us the real property owned jointly by us and described hereinafter, we give and devise and bequeath as follows:

1.

To our grandchildren, Tommie Lee Pierce, T. C. Pierce and Janie Lee Scott, three and one-half ($3\frac{1}{2}$) acres each along the front side of said property turning south.

2.

To our children, Willie Lee Jackson, Pearline Ruffin and James Pierce, each an undivided twenty (20) acres interest in the remaining portions of said property.

It is our desire that our grandchildren and children named above share in the property described hereafter in the approximate portions as set out beforehand. Said property being described as follows:

$W\frac{1}{2}$ $SW\frac{1}{4}$ less $9\frac{1}{2}$ Acres in S/E and Residence
Section 26, Township 9, Range 3 East.

FOURTH: We give unto our daughter Willie Lee Jackson, all of the money we might have in any banking institutions at the time of our death.

FIFTH: We hereby nominate, constitute and appoint our daughter, Willie Lee Jackson, as Executrix of this our mutual and joint Will and Testament, and direct no bond be required of her, that no inventory be taken, and that she not be required to account to any Courts, except that which is required by law.

SIXTH: We hereby revoke all other former Wills heretofore made by us, and again declare this only, to be our last and joint Will and Testament, to take effect only after the death of both of us.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this the 6th day of November, 1979.

Willie Pierce

WILLIE PIERCE

Sarah W. Pierce

SARAH W. PIERCE

WITNESSES:

Dennis M. Travis
Len Fisher

STATE OF MISSISSIPPI

COUNTY OF MADISON

The foregoing instrument, consisting of two (2) pages including the page signed by the attesting witnesses below, was on this day and date by the testators subscribed, published and declared to be their Last Will and Testament, in their presence, and in the presence of each other, signed the same as witnesses thereto; and we further declare that at the time of signing this Will the testators appeared to be of sound and disposing memory and not acting under duress, menace, fraud or the undue influence of any person whomsoever.

Dennis M. Travis
Len Fisher

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE JOINT
LAST WILL AND TESTAMENT OF
~~WILLIE PIERCE AND SARAH W.~~

PIERCE, D
TEST DATE
AUG 25 2004
ARTHUR JOHNSTON, CHANCERY CLERK
Arthur Johnston

CIVIL ACTION, FILE NO. 2004-643

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

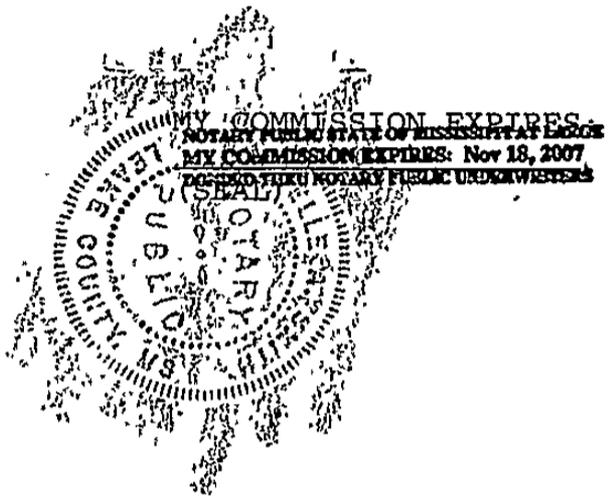
THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction above mentioned, Ferr Smith, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Willie Pierce and Sarah W. Pierce, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said Willie Pierce and Sarah W. Pierce, signed, published and declared said instrument as their Last Will and Testament on the 6th day of November, 1979, the day and date of said instrument, in the presence of this affiant and Bonnie M. Travis, the other subscribing witness to said instrument; that the testators were then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, Ferr Smith, the Affiant and Bonnie M. Travis, subscribed and attested said instrument as witnesses to the signatures of the testators and the

B 38 P 004
publication thereof at the special instance and request and in
the presence of said testators and in the presence of each
other.

Ferr Smith
Ferr Smith

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 10th day of
August, 2004.

Richard A. [Signature]
NOTARY PUBLIC



2004-684

THE STATE OF MISSISSIPPI

MADISON COUNTY

I, Thelma Elizabeth Clawson Black, of Madison County Mississippi, being twenty-one years of age, and of sound and disposing mind, make this, my last will and testament. I give, devise and bequeath all my estate and property, real and personal, as follows

Grandpa Gannaway's Bed - Maurine

Oil Rights inherited from my mother - Juhanna Montgomery

Each daughter shall receive any items which she or her family gave to my husband, Maurice R Black, or me.

Any and all remaining property shall be divided among my surviving daughters and children of my deceased son, Maurice R Black, Jr, as follows

- Maurine Black Mattson 1/6
- Theima Black McLendon 1/6
- Juhanna Black Tatum 1/6
- Jennie Black Grogan 1/6
- Nancye Black Montgomery 1/6
- Amy Elizabeth Black 1/12
- Maurice R Black, III 1/12

I appoint as the executor of this will Ronald M Kirk of Flora, Mississippi

In witness whereof, I have signed, published and declared this instrument as my last will and testament, in said County this 10 day of December, 2002.

Thelma Elizabeth Clawson Black

Witnesses:

William A. Luke
Wesley Hadaway

FILED
 THIS DATE
 AUG 27 2004
 ARTHUR JOHNSTON, CHANCERY CLERK
 BY *[Signature]* DC

Last Will and Testament
Of
Martha Holliday Herring

I, MARTHA HOLLIDAY HERRING, a resident of and domiciled in Ridgeland, Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind and memory, and in all respects competent and qualified, do hereby make, publish and declare this to be me true Last Will and Testament, hereby revoking all previous wills and codicils heretofore made by me.

ARTICLE I
Family Members

My husband, Clarence B Herring, Jr., predeceased me and I have no children.

ARTICLE II
Payment of Debts and Expenses

I direct my Executor to pay all expenses of my last illness and funeral expenses and to pay all of my just debts that may be probated, registered and allowed against my estate as soon as may be conveniently done.

FILED
TUESDAY
AUG 27 2004
ARTHUR JOHNSON, CHANCERY CLERK
BY *[Signature]* D.C.

M.H.H.

ARTICLE III
Residuary Estate

I will, devise and bequeath all of the rest, residue and remainder of my estate, whether real, personal or mixed, and of whatsoever kind or character and wheresoever situated to the following beneficiaries and in the designated percentages, to wit:

- A. To my niece, Martha Jane White Albritton, thirty percent (30%) of said residuary estate, or if she not be living at the time of my death then to her issue, share and share alike.
- B To my niece, Lila White Ballard, twenty percent (20%) of my residuary estate.
- C. To my nephew, George Oliver White, Jr., twenty percent, (20%) of my residuary estate
- D. To my niece, Jean Holliday, ten percent, (10%), of my residuary estate
- E. To my nephew, Dr. James Holliday, ten percent, (10%) of my residuary estate.
- F. To Nelda Holliday, the wife of my deceased brother, Zack V. Holliday, ten percent, (10%), of my residuary estate

If any of the hereinabove named beneficiaries in Paragraphs A through G should predecease me or cease to exist, then such share or shares of said beneficiary or beneficiaries shall be divided equally among all living beneficiaries so named, EXCEPT that, in the event Martha Jane White Albritton predeceases me, her share of such lapsed bequests shall be divided equally between or among her issue.

MHA

ARTICLE IV
General Provisions

I appoint TRUSTMARK NATIONAL BANK, Jackson, Mississippi, as Executor of this my last will and Testament

I direct that my Executor shall not be required to file any inventory or appraisal of my estate or be required to give any bond whatsoever or to give any accounting to any court or obtain the order or approval of any court in the exercise of any power or discretion herein given.

I do hereby grant unto my Executor, during the administration of my estate, the power to sell any of my estate, whether real, personal or mixed, at public or private sale, to be exercised without any court order and at such price and on such terms and conditions as my Executor, in its sole and absolute discretion, may determine, and to execute and deliver any and all instruments in writing which may be advisable to carry out said powers and no party to such instruments in writing, signed by the Executor, shall be obliged to inquire into its validity, or be bound to see to the application by the Executor of any money or other property paid or delivered to said Executor, pursuant to the terms of any such instrument; to make distribution of my estate in cash or in kind; and to employ agents, attorneys, auditors, bookkeepers and depositories with or without discretionary powers; to exercise in its sole and absolute discretion, all of the powers, rights and discretions granted by virtue of the "Uniform Trustees' Powers Act", being Sections 91-9-101 through 91-9-119, inclusive, of the Mississippi Code of 1972, Annotated, or as hereafter amended which "Uniform Trustees' Power Act" is hereby incorporated herein by referenced as though fully and completely copied herein. Should said "Uniform Trustees' Power Act" be repealed, then my Executor, herein named, shall continue to have all of the powers, rights and discretions granted by said "Uniform Trustees' Power Act", the same as if it were still in effect

MAH

IN WITNESS WHEREOF, I, MARTHA HOLLIDAY HERRING, have to this my Last Will and Testament, consisting of 4 pages, subscribed by name, this the 4th day of April, 2000.

Martha Holliday Herring
MARTHA HOLLIDAY HERRING

WITNESSES [Signature]
Betty M. Beall

We, each of the subscribing witnesses to the Last Will and Testament of Martha Holliday Herring, do hereby certify that said instrument was signed by the said Martha Holliday Herring, in our presence and that the said Martha Holliday Herring, declared the same to be her last will and testament in the presence of each of us, and that we each signed as Subscribing witnesses to said will at the request of Martha Holliday Herring, in her presence and in the presence of each other

Witnesses:

Addresses:

[Signature]
Betty M. Beall

745 S. Pear Orchard Rd
Ridgeland, MS 39157
745 S. Pear Orchard Rd.
Ridgeland, MS 39157

M.H.H.

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF COPIAH

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, LYNN BEALL, 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 Martha Holliday Herring and that the said Martha Holliday Herring signed, published and declared said instrument to be her Last Will and Testament on the 4th day of April, 2000, in the presence of this affiant and Betty Beall, 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 Betty Beall 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

Lynn Beall
LYNN BEALL

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 23rd day of August, 2004

Anita Diane Lambert
NOTARY PUBLIC

My commission expires
Jan. 10, 2006



PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF COPIAH

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, BETTY BEALL, 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 Martha Holliday Herring and that the said Martha Holliday Herring signed, published and declared said instrument to be her Last Will and Testament on the 4th day of April, 2000, in the presence of this affiant and Lynn Beall, 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 Lynn Beall subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said testatrix, and in the presence of each other.

Betty Beall
BETTY BEALL

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 23rd day of August, 2004.

Anita Diane Lambert
NOTARY PUBLIC

My commission expires:
Jan. 10, 2006



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
IN THE MATTER OF THE ESTATE OF
RUBY MAE KUHN, DECEASED

CIVIL ACTION, FILE NO. 2004-0573

JERRY KUHN

PETITIONER

AFFIDAVIT

STATE OF TEXAS

COUNTY OF TARRANT

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the state and county aforesaid, the within named JERRY KUHN, who being by me first duly sworn, stated on oath as follows:

That Affiant is the duly appointed, qualified and acting Administrator of the Estate of Ruby Mae Kuhn, 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 §91-7-145, Mississippi Code of 1972, will bar such claim. The persons so identified and their last known addresses are:

PERSON(S)	LAST KNOWN ADDRESS
-----------	--------------------

SEE EXHIBIT "A" ATTACHED HERETO
AND MADE A PART HEREOF

WITNESS MY HAND this the 23 day of AUGUST, 2004.

<p>FILED THIS DATE AUG 30 2004</p>
<p>ARTHUR JOHNSTON, CHANCERY CLERK BY <u>[Signature]</u> D.C.</p>

[Signature]

 JERRY KUHN, Executor of the
 Estate of Ruby Mae Kuhn, Deceased

SWORN TO AND SUBSCRIBED BEFORE ME, this the 23rd day of

August



Charles Hunstable
 NOTARY PUBLIC

MY COMMISSION EXPIRES:

06-15-08

Prepared by:

R. Ellen Matthews
 1220 Highway 51 North
 Madison, MS 39110
 1-601-856-8869
 M.S.B.# 9621

Attorney for Executor

EXHIBIT "A"

Name

Address

Medicaid

Suite 801, Robert E. Lee Building
239 North Lamar Street
Jackson, MS 39201-1399

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF CAROL H. BOONE, DECEASED

CAUSE NO. 2003-752

AFFIDAVIT OF EXECUTOR

I, Phillip Gregory Boone, Executor, of the Estate of Carol H Boone, Deceased, do hereby swear that I have made reasonably diligent efforts to identify persons having claims against the Estate and have given notice to them as required by § 91-7-145, Mississippi Code of 1972, as amended.

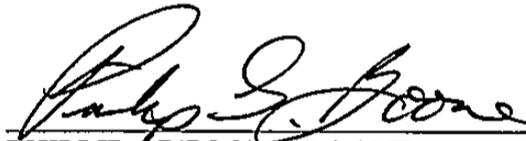


PHILLIP GREGORY BOONE

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this the 20th day of August, 2004, within my jurisdiction, the within named PHILLIP GREGORY BOONE, who after being first duly sworn, stated on oath that the matters and facts set forth in the above and foregoing Affidavit are true and correct as therein stated.



PHILLIP GREGORY BOONE

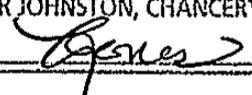
SWORN TO AND SUBSCRIBED BEFORE ME, this 20th day of August, 2004



NOTARY PUBLIC



MY COMMISSION EXPIRES _____
PAMELA L. HANCOCK
Mississippi Statewide Notary Public
My Commission Expires March 23, 2007

FILED
THIS DATE
AUG 30 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY  D.C.

PREPARED BY:

Pamela L. Hancock, MSB #10676
Attorney for the Estate of Carol H. Boone
HANCOCK LAW FIRM, PLLC
P O Box 2372
Madison, MS 39130
Telephone: (601) 853-2223
Facsimile: (601) 853-9693

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF CHRISTOPHER HALL BOONE, DECEASED

CAUSE NO. 2003-814

AFFIDAVIT OF ADMINISTRATOR

I, Phillip Gregory Boone, administrator, of the Estate of Christopher Hall Boone, Deceased, do hereby swear that I have made reasonably diligent efforts to identify persons having claims against the Estate and have given notice to them as required by § 91-7-145, Mississippi Code of 1972, as amended.

Phillip G. Boone

PHILLIP GREGORY BOONE

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this the 20th day of August, 2004, within my jurisdiction, the within named PHILLIP GREGORY BOONE, who after being first duly sworn, stated on oath that the matters and facts set forth in the above and foregoing Affidavit are true and correct as therein stated.

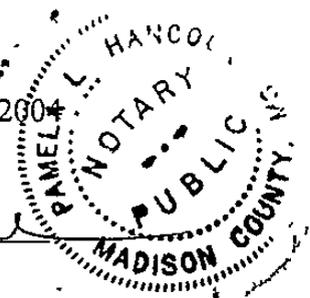
Phillip G. Boone

PHILLIP GREGORY BOONE

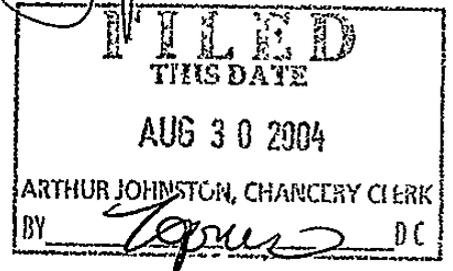
SWORN TO AND SUBSCRIBED BEFORE ME, this 20th day of August, 2004

Pamela L. Hancock

NOTARY PUBLIC



MY COMMISSION EXPIRES: _____
PAMELA L. HANCOCK
Mississippi Statewide Notary Public
My Commission Expires March 23, 2007



PREPARED BY:

Pamela L. Hancock, MSB #10676

Attorney for the Estate of Christopher Hall Boone

HANCOCK LAW FIRM, PLLC

P. O. Box 2372

Madison, MS 39130

Telephone. (601) 853-2223

Facsimile: (601) 853-9693

FILED
THIS DATE
SEP 01 2004
APT. JOHNSTON, CHANCLERY CLERK
ST. JOHNSTON, MISSISSIPPI
Kim Newell D.C.

2004-558

STATE OF MISSISSIPPI

MADISON COUNTY

LAST WILL AND TESTAMENT OF DONALD BOYD McCORMICK

I, Donald Boyd McCormick, of the City of Canton, Madison County, Mississippi, being of sound mind and disposing memory and over the age of twenty-one years, do make, declare, and publish the following as my Last Will and Testament, revoking all others that I have heretofore made:

(1) I give, bequeath and devise unto my wife, Lillian Anne McCormick, all property, real, personal and mixed, and of whatever nature and kind, and wheresoever located, that I may own at the time of my death.

(2) I hereby name, constitute and appoint the said Lillian Anne Mc Cormick as my executrix and direct that no bond be required of her and that she not be required to account to any Court.

WITNESS my signature this 4th day of February, 1986, and the signatures of two witnesses who have signed at my request and in my presence and I have signed this Will in their presence and they have signed as witnesses in the presence of each other.

Donald Boyd McCormick
Donald Boyd McCormick

WITNESSES:

Jennifer J. Hines

David H. McCormick

*I bequeath to my only three children
Bonita Dianne, Lillian Anne & Donna Rinne \$1.00 each
Donald B. McCormick*

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF EMILY H. JOSEPH,
DECEASED

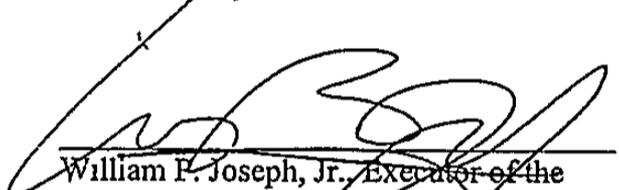
NO. 2004-655

AFFIDAVIT OF EXECUTOR

STATE OF MISSISSIPPI

COUNTY OF Ninds

On this the 1st day of September, 2004, personally came WILLIAM P JOSEPH, JR., qualified and acting Executor of the ESTATE OF EMILY H. JOSEPH, DECEASED, having been appointed by an order of the Chancery Court of Madison County, Mississippi, dated the 20th day of August, 2004, before the undersigned officer in and for said county and state, who, being duly sworn, deposes and says that pursuant to Miss. Code Ann § 91-7-145 (1972), he has made reasonably diligent efforts to identify persons having claims against the estate and has given written notice to all persons having claims against said Estate whose identity is known by the Executor or whose identity is reasonably ascertainable by said Executor.


William P. Joseph, Jr., Executor of the
Estate of Emily H. Joseph, Deceased

FILED
THIS DATE
SEP 02 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY Arthur Johnston D.C.

STATE OF MISSISSIPPI

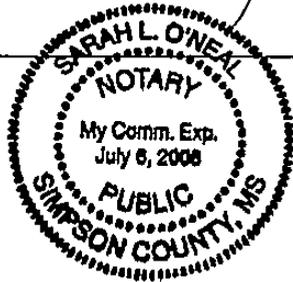
COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named WILLIAM P JOSEPH, JR., Executor of the ESTATE OF EMILY H. JOSEPH, DECEASED, who, being by me first duly sworn according to law, states on oath that the statements contained in the above and foregoing instrument are true and correct as therein stated and set forth.

SWORN TO AND SUBSCRIBED BEFORE ME on this the 1st day of September, 2004.

Sarah L. O'Neal
Notary Public

My Commission Expires: _____



T. Walton Dallas (MSB 5779)
BARNES, BROOM, DALLAS AND McLEOD, PLLC
5 River Bend Place, Suite A
Flowood, Mississippi 39232-7618
Telephone: (601) 981-6336
ATTORNEY

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

RE: IN THE WILL AND ESTATE
OF SEYMOUR ROBERT POOLEY, SR., DECEASED

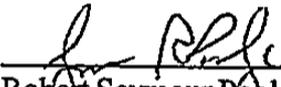
NO. 2004-524

AFFIDAVIT OF EXECUTOR

I, Seymour Robert Pooley, Jr, Executor of the Estate of Seymour Robert Pooley, Sr., deceased, do hereby state that pursuant to Miss Code Ann §91-7-145, I have made reasonably diligent efforts to identify persons having claims against the estate, and have determined that the following entities may have a valid claim against the estate:

(Please see attached Exhibit "A")

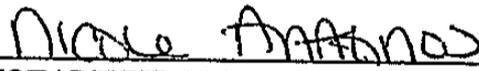
I further state that each of the above creditors has been notified by mail, pursuant to Miss. Code Ann §91-7-145(1), and has been informed that a failure to have their claim probated and registered by the clerk of the court within ninety (90) days will bar such claim.


Robert Seymour Pooley, Jr., Executor of the Estate of Robert Seymour Pooley, Sr.

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally came and appeared before me, the undersigned authority in and for the aforesaid jurisdiction, Robert Seymour Pooley, Jr, who acknowledged that he signed, executed and delivered the above and foregoing instrument on the day and year therein mentioned.

WITNESS my signature and seal of office on this the 30 day of August, 2004.


NOTARY PUBLIC

My commission expires
12/8/07

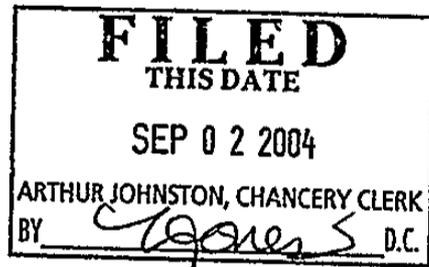
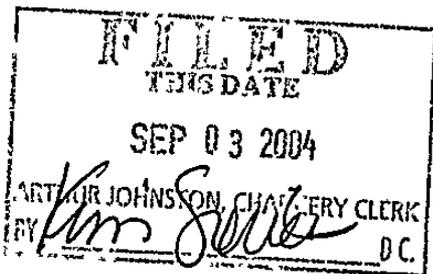


EXHIBIT "A"

1. MCI
P O. Box 105271
Atlanta, Georgia 30348-5271
2. Jackson Heart Clinic
P O. Box 5169
Jackson, Mississippi 39296-5169
3. Jackson Pulmonary Association
971 Lakeland Drive, Suite 1052
Jackson, Mississippi 39216



LAST WILL AND TESTAMENT
OF
ERNESTINE ALLEN WALLACE

2004-697

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

ITEM I.

I do hereby appoint Trustmark National Bank, Jackson, Mississippi, as Executor of this my Last Will and Testament and I waive the necessity of my Executor entering into bond and I waive the necessity of a formal appraisement being made of my estate. I hereby give and grant unto said Executor, full, complete and unlimited power to sell, manage and deal with any and all property in my estate in any manner my Executor shall choose without any court approval or authorization and without any bond.

ITEM II.

I hereby direct my Executor to pay my funeral expenses, 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.

ITEM III.

I hereby give and bequeath unto the Florence Cemetery Fund, Florence, Mississippi, the sum of One Thousand Dollars (\$1,000.00), for the upkeep of cemetery grounds, particularly the Harmon Wallace lot.

Ernestine Allen Wallace

I give and bequeath all of my household furniture and tangible personal effects such as jewelry and clothing as follows:

A. 5/8 carat diamond ring to Anne Wallace Durrett.

B. .75 carat diamond ring to Lois Wallace Peacock.

C. To the choice of Anne Wallace Durrett or Lois Wallace Peacock:

Two white brass lamps with octagonal shades.
One brass antique lamp with painted glass shade.

D. To Dorothy Claire Smith:

Large cameo broach.
Sapphire and diamond ring and sapphire pin.
Bracelet with seven opals.

E. To Barbara Allen Joyce or Lavenia Allen Jarrard:

Diamond earrings.
Diamond necklace.

F. To my three nieces, Dorothy Claire Smith, Lavenia Allen Jarrard and Barbara Allen Joyce, any of the furniture, china, etc., kitchen appliances, etc.

G. Any remaining household furniture and tangible personal effects may be sold and the proceeds added to my estate.

ITEM V.

A. I give and bequeath the sum of Ten Thousand Dollars (\$10,000) to Madison United Methodist Church, Madison, Mississippi.

B. I give and bequeath the sum of Ten Thousand Dollars (\$10,000) to the Mississippi United Methodist Foundation, Inc., to be used for the purposes as set forth under the Ernestine Wallace Endowment Agreement dated October 16, 1995.

C. I give and bequeath the sum of Ten Thousand Dollars (\$10,000) to Anne Wallace Durrett.

D. I give and bequeath the sum of Ten Thousand Dollars (\$10,000) to Lois Wallace Peacock.

ITEM VI.

I hereby give, devise and bequeath all the rest and residue of the property comprising my estate, of whatsoever kind or character and wheresoever situated, as follows:

- A. One-half (1/2) to my niece, Dorothy Claire Smith.
- B. One-fourth (1/4) to my niece, Lavenia Allen Jarrard.
- C. One-fourth (1/4) to my niece, Barbara Allen Joyce.

If any of my said nieces should predecease me, then her respective share shall go equally to the above-named nieces or niece who are living at the time of my death.

ITEM VII.

In the event it is necessary to vacate my apartment before my death, the distribution of furniture and personal items designated should be made in accordance with my Will. Any distribution of money is to be made only after my death.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 14 day of June, 2000.

Ernestine Allen Wallace
 ERNESTINE ALLEN WALLACE

This instrument was, on the day and year shown above, signed, published and declared by ERNESTINE ALLEN WALLACE 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.

James S. Armstrong
Linda P. Jennings
 WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESSES

THIS DAY personally came and appeared before me, the undersigned authority at law in and for said jurisdiction, James S. Armstrong and Linda P. Jennings, the two subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of ERNESTINE ALLEN WALLACE, a citizen of the First Judicial District of Hinds County, Mississippi, each of whom having been first duly sworn, each makes oath that the said ERNESTINE ALLEN WALLACE signed, published and declared the original of said instrument as her Last Will and Testament on the 14th day of June, 2000, the day and date of said instrument, in the presence of said two affiants, all of whom were the subscribing witnesses to said instrument; that said Testatrix was then of sound and disposing mind and memory and above the age of twenty-one years; and each of the said two subscribing witnesses subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testatrix and in the presence of each other.

Witness: James S. Armstrong
Address: 1109 Pinhurst St.
Jackson, MS 39202

Witness: Linda P. Jennings
Address: 2311 Memorial Circle
Flora, MS 39071

SWORN to and subscribed before me, this the 14th day of June, 2000.



Bettie J. Purcell
NOTARY PUBLIC

IN THE CHANCERY COURT
MADISON COUNTY, MISSISSIPPI

ESTATE OF OLIVER BAUMANN,
DECEASED

NO. 2004-605

AFFIDAVIT OF EXECUTOR

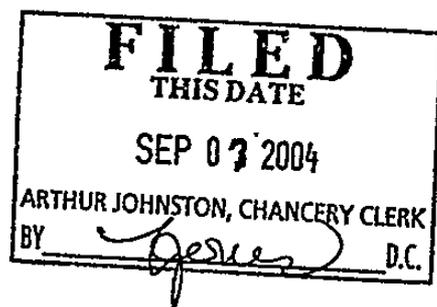
STATE OF MISSISSIPPI

COUNTY OF RANKIN

On this the 2nd day of September, 2004, personally came NAOMI INEZ BAUMANN, qualified and acting Executor of the ESTATE OF OLIVER BAUMANN, DECEASED, having been appointed by an order of the Chancery Court of the First Judicial District of Madison County, Mississippi, dated August 20, 2004, before the undersigned officer in and for said county and state, who, being duly sworn, deposes and says that pursuant to Miss Code Ann. §91-7-145 (1972), she has made reasonably diligent efforts to identify persons having claims against the estate and has given written notice to all persons having claims against said Estate whose identity is known by the Executor or whose identity is reasonably ascertainable by said Executor

Naomi Inez Baumann
NAOMI INEZ BAUMANN, Executor of the
Estate of Oliver Baumann, Deceased

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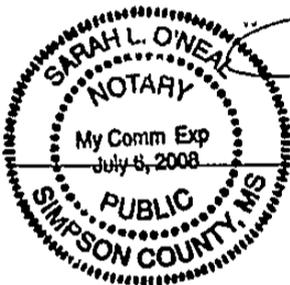


STATE OF MISSISSIPPI
COUNTY OF RANKIN

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named NAOMI BUAMANN, Executor of the Estate of Oliver Baumann, Deceased, who, being by me first duly sworn according to law, states on oath that the statements contained in the above and foregoing instrument are true and correct as therein stated and set forth.

SWORN TO AND SUBSCRIBED BEFORE ME on this the 21st day of

September, 2004.



Sarah L. O'Neal
Notary Public

My Commission Expires: _____

T. Walton Dallas, Esq. (MSB #5779)
BARNES, BROOM, DALLAS AND McLEOD, PLLC
5 River Bend Place, Suite A
Flowood, Mississippi 39232
Telephone: (601) 981-6336

ATTORNEY

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
GOLDEN BOSTIC, DECEASED

CAUSE NO. 2004-648

AFFIDAVIT

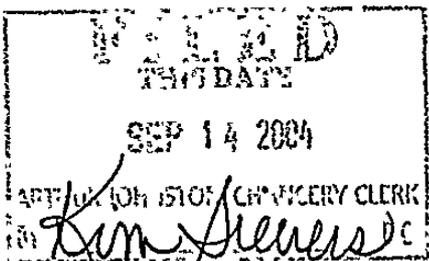
STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY appeared before me the undersigned authority in and for the state and county aforesaid the within named Judith A. Bostic Lunsford who being by me first duly sworn on oath stated:

That Affiant is the duly appointed, qualified and acting Administratrix of the Estate of Golden Bostic, 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 §91-7-145 Mississippi Code of 1972, as amended, will bar such claim. The persons so identified and their last known addresses are

<u>Person</u>	<u>Last Known Address</u>
1. Trustmark	Jackson, MS

WITNESS MY HAND this 14th day of June, 2004.


 SEP 14 2004
 KIM STEVENS
 CHANCERY CLERK


 JUDITH A. BOSTIC LUNSFORD,
 ADMINISTRATRIX OF THE ESTATE
 OF GOLDEN BOSTIC, DECEASED

B 38 F 031

SWORN TO AND SUBSCRIBED before me this 14th day of June, 2004

Marilyn Keenan
NOTARY PUBLIC



LAST WILL AND TESTAMENT

OF

2004-701

DANNY EARL LEE

Kym Hogg

I, Danny Earl Lee, 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 ("Will"), hereby revoking all Wills and Codicils heretofore made by me.

ARTICLE I.
PAYMENT OF DEBTS AND EXPENSES

I direct that all of my just debts (except for debts secured by a mortgage or deed of trust on real property), all expenses of my last illness, my funeral expenses, and the expense of erecting a grave marker at my grave be paid as soon after my death as conveniently can be done

ARTICLE II.
APPOINTMENT OF FIDUCIARIES

A I hereby appoint my wife, Kathy Hogg Lee, as Executor of my Will and estate. In the event that Kathy Lee Hogg should die, resign or become unable to serve as Executor because of her incapacity, I hereby appoint Billy W. Keyes, as successor Executor of my Will and estate. Provided, however, that during any period when my wife is deemed to have regained capacity as set forth herein, the rights and powers of the Executor shall revert back to my wife.

B. I hereby appoint my wife, Kathy Hogg Lee, as Trustee of any and all trusts created under the provisions of my Will. In the event that Kathy Hogg Lee should die, resign or become unable to serve as Trustee because of her incapacity, I hereby appoint AmSouth Bank of Jackson, Mississippi (or its successor entity) to serve as successor Trustee of any and all trusts created under the provisions of my Will. Provided, however, that during any period when my wife is deemed to have regained capacity as set forth herein, the rights and powers of the Trustee shall revert back to my wife.

C. My wife's incapacity shall be deemed to exist when her primary treating physician provides a written opinion stating that because of illness, age, or other cause, she is not capable of properly handling and conducting her responsibilities as fiduciary of my estate or any trust created hereunder, as applicable My wife will be deemed to have regained capacity when her primary treating physician provides a written opinion to that effect.

Danny Earl Lee

DANNY EARL LEE

**ARTICLE III.
FAMILY MEMBERS**

A. My wife is Kathy Hogg Lee, and all references in this Will to "my wife" or "said wife" shall be deemed to refer to her. I have two (2) children by a prior marriage now living, and they are Danya Lee Page and Lorri A. McKeown. I have two (2) children by my current marriage now living, and they are Amanda Lee Smira and Leslea Kathryn Lee. I have intentionally chosen not to make any provision in this Will for my child, Lorri A. McKeown.

B. For purposes of this Will, an adopted child shall be considered in all respects as a natural child of the adopting parents only if that child is legally adopted prior to attaining the age of eight (8) years. Notwithstanding the foregoing, in the event that any descendant of mine is adopted by another descendant of mine, such adopted descendant shall not be deemed to be a natural child of the adopting descendant, but instead shall remain, for purposes of construing this Will, as a child of his or her natural parent.

**ARTICLE IV.
BEQUESTS OF PERSONAL PROPERTY AND SPECIFIC BEQUESTS**

A. I give and bequeath unto my wife, if she survives me, all of my strictly personal belongings, consisting of jewelry, clothing, other wearing apparel, and similar tangible property owned by me at the time of my death. I also give and bequeath unto my wife, if she survives me, all of the automobiles and equipment thereof owned by me at the time of my death. I also give and bequeath unto my wife, if she survives me, all of my interest in the household furniture, furnishings, and effects, including, but not limited to, chinaware, silverware, glassware, linens, rugs, fixtures, portraits, and works of art, wherever situated. If my wife does not survive me, I give and bequeath all such tangible personal property described in this paragraph and owned by me at the time of my death unto Leslea Kathryn Lee.

B. I give and bequeath unto each of Amanda Lee Smira and Danya Lee Page, if they survive me, the sum of Ten Thousand and No/100 Dollars (\$10,000 00). If either or both of them do not survive me, this bequest shall lapse as to such deceased individual or individuals.

**ARTICLE V.
DEVISE OF REAL PROPERTY**

I give and devise unto my wife, Kathy Hogg Lee, if she survives me, any interest in our homestead which I may own at the time of my death, including in this devise any land adjacent to said homestead and used as a part thereof. I also give and bequeath unto my wife all of my interest in any insurance policies insuring the home and the household furniture and furnishings located therein. If my wife does not survive me, this devise and bequest shall lapse.

DANNY EARL LEE

Danny Earl Lee

A. 1. In the event that my wife survives me, I give and bequeath to the Trustee herein named, IN TRUST NEVERTHELESS, a sum equal to the largest amount, if any, that can pass free of federal estate tax by reason of the applicable credit amount as defined in Code Section 2010 and the state death tax credit as defined in Code Section 2011 (but only to the extent that the use of the state death tax credit would not result in an increase in the amount of the state death taxes paid) allowable to my estate, but no other credit, provided that the following shall be deducted in computing this amount:

a All property and interests in property included in my estate for federal estate tax purposes and not passing under this provision which do not qualify for either the marital or charitable deductions for federal estate tax purposes other than assets or amounts which are excluded or deducted from my gross estate for federal estate tax purposes by reason of Code Section 2031(c) with regard to a conservation easement, or Code Section 2057 with regard to a qualified family-owned business interest;

b. All taxes and related amounts to be paid by my estate pursuant to Paragraph A of Article VIII, and all other administration expenses incurred by my estate which are not claimed as deductions in computing the federal estate tax liability of my estate and are not allocated to income under Paragraph E of Article VIII; and

c. Any prior taxable gifts.

2. I recognize that the maximum amount that can pass under this Article by virtue of the aforesaid formula (also sometime now referred to as applicable exclusion amount) if I should die in 2004 is \$1,500,000. I recognize that such maximum amount shall increase to \$2,000,000 for persons dying after December 31, 2005; shall increase to \$3,500,000 for persons dying after December 31, 2008; and that an unlimited amount may pass under this Article if I should die in 2010. I also recognize that there is a sunset or repeal provision in 2011 under current law. Notwithstanding such, I have elected to use the formula set forth above for purposes of this Will

3. Property not passing under Subparagraph 1 of this Paragraph A which would otherwise qualify for the marital deduction shall be deemed to qualify for the marital deduction even though such property may in fact be the subject of a qualified disclaimer by (or on behalf of) my wife or is qualified terminable interest property with regard to which an election is not in fact made by my Executor (but in all other respects, the elections actually made by my Executor, including without limitation the election of a valuation date and the election to deduct administration expenses for estate tax purposes or for income tax purposes, or partly for each, shall control).



DANNY EARL LEE

4. All values, deductions, exclusions, and credits shall be those finally determined for federal estate tax purposes with respect to my estate. I recognize that no sum may be disposed of by this Article and that the funds so disposed of may be affected by the action of my Executor in exercising certain tax elections. Any property included in my estate at the time of my death and assigned or conveyed in kind to satisfy this bequest shall be valued for that purpose at the value thereof as of the date or dates of distribution.

B. This trust shall be known as the DANNY EARL LEE FAMILY TRUST, and the trust estate shall be held, administered, and distributed as follows:

1. The property comprising the trust estate shall be held by the Trustee and shall be invested, reinvested, and managed by the Trustee for the use and benefit of my wife. The Trustee shall pay such part or all of the net income of the trust to or for the benefit of my wife at any time surviving in such proportions as the Trustee shall determine to be necessary for her health, education, support, and maintenance, subject to the provisions contained hereafter. Any income not distributed shall be accumulated and added to principal. In addition to the foregoing, the Trustee may pay any part or all of the principal of the trust to or for the benefit of my wife for her health, education, support, and maintenance.

2. Upon the death of my wife, or upon her disclaimer of an interest in a part or all of this trust, the Trust shall terminate as to all of the trust assets (in the event of her death) or as to the portion of trust assets disclaimed by my wife (in the event of her disclaimer), and the Trustee shall distribute the trust assets to Leslea Kathryn Lee, outright and free of trust, per stirpes.

a. In the event there is no person qualified to receive any trust share herein created at any time, which should arise only in the event that Leslea Kathryn Lee and all of her children and more remote descendants should die prior to the termination of all trusts created under this Article, then, in such event, the trust assets shall be distributed one-half (½) to those persons who constitute my then living heirs-at-law, and one-half (½) to those persons who constitute my wife's then living heirs-at-law. For these purposes, the term "heirs-at-law" shall be determined under the Mississippi laws of descent and distribution then in effect.

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



DANNY EARL LEE

Trustee shall distribute the then principal and accrued income of said trust to the executor or administrator of such beneficiary's estate to be held, administered, and distributed as a part thereof.

**ARTICLE VII.
RESIDUARY ESTATE**

A If my wife, Kathy Hogg Lee, survives me, I give, devise, and bequeath all of the rest, residue, and remainder of my property, real, personal, and mixed, and wherever situated, including all failed and lapsed legacies, unto her, outright and free of trust. .

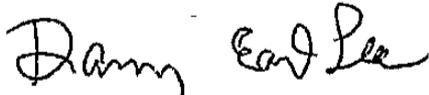
B. In the event that my wife does not survive me, then my residuary estate shall be distributed in accordance with the terms and provisions of Paragraph B, Subparagraph 2 of Article VI as if my wife had survived me and had died one second after my death

**ARTICLE VIII.
PAYMENT OF TAXES AND ADMINISTRATIVE EXPENSES**

A. Except as otherwise provided in this Article, if my wife survives me, I hereby direct my Executor to pay all Death Taxes, as that term is hereinafter defined in Paragraph F of this Article, out of the property passing under Article VI of this my Will. Except as otherwise provided in this Article, if my wife does not survive me, all Death Taxes shall be paid and borne by my residuary estate passing under Article VII of this my Will. It is my intention that Death Taxes shall not be charged to or against any recipient, beneficiary, transferee, or owner of any such property or interests in property included in my estate for such tax purposes, except as provided in the following provisions of this Article.

1. All Death Taxes in respect of any property or interests in property included in my gross estate under Sections 2035 of the Code (certain gifts made within three years of death), 2036 of the Code (transfers with a retained life estate), 2037 of the Code (transfers taking effect at death), 2038 of the Code (revocable transfers), 2039 of the Code (annuities), 2040 of the Code (joint interests), and 2042 of the Code (life insurance proceeds) shall be charged against and paid by the recipient or beneficiary of such property or interest in property or from the property or interest in the property.

2. All Death Taxes in respect of any property or interests in property included in my gross estate under Section 2041 of the Code (general powers of appointment) shall be charged against and paid by the recipient or beneficiary of such property or interest in property or from the property or interest in the property. Provided, however, that if the general power is exercisable by this Will and is not exercised by other provisions of this Will, I hereby exercise the power to the extent of directing the recipient or recipients of the property to which this general power of appointment relates to pay to or on behalf of my Executor all the additional



DANNY EARL LEE

Death Taxes, with the amount of said additional Death Taxes to be determined in the manner provided in Paragraph B of this Article. However, the above provisions of this subparagraph shall not apply to Death Taxes on property included in my gross estate solely because I had a withdrawal right over a fractional share or pecuniary portion of the property, limited to the amount set forth in Section 2514(e)(1) of the Code (currently, five thousand dollars (\$5,000)) or the percentage set forth in Section 2514(e)(2) of the Code (currently, five percent (5%)). Said Death Taxes shall be paid as provided in Paragraph A of this Article.

3. Notwithstanding the provisions of Subparagraphs 1 and 2 of this Paragraph A, there shall be no apportionment (a) against any donee or recipient of any such property or interest in property which is a qualified charity under Code Section 2055 and the property or interest in property was allowed in my federal estate tax proceedings as a charitable deduction; and (b) against my surviving spouse, if she is a donee or recipient of any such property or interest in property and the property or interest in property was allowed in my federal estate tax proceedings as a marital deduction under Code Section 2056.

4. Death Taxes on Qualified Retirement Benefits, as that term is hereinafter defined in Paragraph F of this Article, shall be paid as provided in Paragraph A of this Article.

5. Any generation-skipping transfer tax, other than a generation-skipping transfer tax on a direct skip of property passing as part of my estate and disposed of under this Will prior to the article disposing of my residuary estate, shall be charged to the property constituting the transfer in the manner provided by Section 2603(b) of the Code. The generation-skipping transfer tax on such a pre-residuary direct skip shall be paid as provided in Paragraph A of this Article.

6. Taxes imposed under Section 2701(d) of the Code shall be apportioned and paid in the manner provided in Chapter 14 of the Code.

7. If any Death Taxes are imposed on property includable in my estate by reason of Section 2044 of the Code or any similar state estate or inheritance tax provision, I direct my Executor to recover such Death Taxes as provided under Section 2207A of the Code or as provided under any similar state estate or inheritance tax provision as to such Death Taxes.

8. Notwithstanding any other provision to the contrary, no Death Taxes shall be apportioned against, be allocable to, or payable from any property (or interest in property) that is elected and deducted from my gross estate under Section 2057 of the Code (relating to qualified family-owned business interests). Nevertheless, on the occurrence of any recapture event set forth in Section 2057(f) of the Code, any Section 2057(f) of the Code recapture taxes shall be paid and apportioned as provided in Sections 2057(f) and 2057(i)(3) of the Code.

Danny Earl Lee

DANNY EARL LEE

9. The provisions of Paragraph A of this Article shall not override the provisions contained herein requiring that the disclaimed portion of any marital trust bear any Death Taxes attributable to such disclaimer.

B. Except for Death Taxes imposed upon my estate by reason of Section 2044 of the Code, the amount of the Death Taxes to be charged against any donee or recipient shall be determined by multiplying a fraction (the numerator of which shall be the federal estate tax value of the property to be apportioned as finally determined in my federal estate tax proceedings and the denominator of which shall be the total value of my taxable estate for such federal estate tax purposes) times the net amount of such Death Taxes payable by my estate after the application of all credits against such Death Taxes.

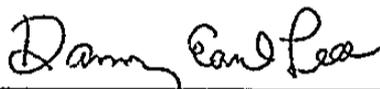
C. I hereby make specific reference to Section 2207A of the Code (concerning tax on QTIP property), Section 2207B of the Code (concerning tax on property included under Section 2036 of the Code), and Section 2603(b) of the Code (concerning the generation-skipping transfer tax under Chapter 13 of the Code) and to corresponding provisions of state law, and I direct that they shall apply to the extent they are consistent with the provisions of this Article and shall not apply to the extent they are inconsistent with the provisions of this Article.

D. I hereby make specific reference to the Mississippi Uniform Estate Tax Apportionment Act, and I hereby direct that it shall apply to the extent it is consistent with the provisions of this Article and shall not apply to the extent it is inconsistent with the provisions of this Article

E. I direct that all fees and expenses of administration of my estate that are not taken as deductions on my federal estate tax return (Form 706) shall, to the extent possible, be paid from the income generated by assets that will pass under the provisions of Article VI of this Will. To the extent that such income is not sufficient for the payment of said fees and expenses of administration, I direct that the fees and expenses of administration that are not taken as deductions on my federal estate tax return (Form 706) shall be allocated against the principal of the property passing under Article VI of this Will. Thus, no fees and expenses of administration (not taken as deductions on Form 706) shall be chargeable to the property passing under Article VII hereof, but instead shall be either paid from or charged to the income from, or the principal of, the property passing under the provisions of Article VI hereof.

F. For purposes of this Will, the following terms are defined as follows:

1. The term "Death Taxes" means any estate, inheritance, and other similar taxes and duties, and interest and penalties thereon, that the United States or any State or subdivision thereof (and, to the extent my Executor determines, any foreign government or subdivision thereof) imposes by reason of my death, but shall exclude (a) any additional tax



DANNY EARL LEE

under Section 2032A(c) of the Code, (b) any tax under Section 2056A of the Code, and (c) any generation-skipping transfer taxes.

2. The term "Qualified Retirement Benefits" means amounts held in or payable to a plan (of whatever type) qualified under Section 401(a) of the Code or Section 403(a) of the Code, an individual retirement arrangement under Section 408 of the Code, or a tax-sheltered annuity under Section 403(b) of the Code.

**ARTICLE IX.
FIDUCIARY POWERS**

A. During the period of administration of my estate, my Executor shall have all of the powers with reference to my estate and my estate assets that a Trustee has with respect to a trust and trust assets under the Uniform Trustees' Powers Law, Chapter 372, Mississippi Laws of 1966 (Section 91-9-101, et seq., Mississippi Code of 1972), as such statute may now or hereafter be amended.

B. In addition to the powers afforded to my Executor by the Uniform Trustees' Powers Law, I specifically grant to my Executor the following powers, by way of illustration and not of limitation:

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

2. To litigate, compound, or settle inheritance, estate, transfer, or succession taxes assessed by reason of my death, and gift, income, or other taxes assessed against me or my estate; and to make deposits to secure the payment of any taxes.

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

4. To make elections permitted by any tax law as to the filing of joint returns and the consenting to have gifts made by another treated as being made in part by me

5. To make any and all other elections permitted by any tax law applicable to the estate and, in the discretion of the Executor, to make or not make adjustments among the beneficiaries as to the income or principal of the estate as a result of the exercise of such election(s).

Danny Earl Lee

DANNY EARL LEE

6 Notwithstanding any other provision contained in this Will to the contrary, I hereby authorize and empower my Executor to sell any real property or personal property owned by me at the time of my death except such real or personal property as may be specifically devised or bequeathed hereinabove in this Will. My Executor is hereby authorized and empowered to determine whether to sell any such property, and if so, the terms and conditions of such sale. In the event of any such sale, it shall not be necessary for my Executor to give notice to any beneficiaries under this Will nor to any Trustee of any trust created hereunder, nor to any beneficiaries of any trust created hereunder, it being my intention and direction that my Executor be authorized and empowered to sell any such property without the necessity of notice to, or joinder by, any beneficiary under this Will or any beneficiary of any trust created under this Will.

C The trusts specified herein are intended to be within the definition of a "trust" as set forth in the Uniform Trustees' Powers Law, reference to which is again hereby made, and the Trustee shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended.

D. During the period of administration of the trust, the Trustee shall determine the principal and income of the trust by following the rules established under the Revised Uniform Principal and Income Law, pursuant to Section 91-17-1, et seq, Mississippi Code of 1972.

E In addition to all other powers granted to my Trustee under the provisions of this Will, my Trustee shall have the power to retain any property owned by me at the time of my death and received by the Trustee from the Executor for such periods as the Trustee shall in the Trustee's sole discretion determine, whether or not the same be income producing and whether or not the same would violate general trust law and rules regarding the diversification of assets.

F. The Trustee, or a majority of the existing adult income beneficiaries of any trust or trusts created hereunder, shall have the power and authority to change the trust situs of any trust created under this Will to such jurisdiction as the Trustee or a majority of such existing adult income beneficiaries deems appropriate, or such jurisdiction as would be in the best interest of all or a majority of the beneficiaries of such trust or trusts. In any such case, the Trustee or a majority of the existing adult income beneficiaries of any such trust or trusts shall also have the authority to remove the Trustee and to appoint a successor corporate Trustee that has its principal office in such other jurisdiction, and that is not related or subordinate, as those terms are defined in Section 672(c) of the Code, to the beneficiary making such appointment. In addition, the Trustee or a majority of the existing adult income beneficiaries of such trust or trusts shall have the right, in changing the trust situs, to determine whether the law of the state to which the trust situs has changed shall thereafter govern the construction and interpretation of the provisions of any trust created under this Will. In the event of any conflict between the exercise of the aforesaid powers granted to the Trustee and a majority of the existing adult income beneficiaries of any such trust, a decision made by a majority of the existing adult income beneficiaries of any



DANNY EARL LEE

such trust shall govern. Notwithstanding the foregoing, neither the Trustee nor a majority of the existing adult income beneficiaries of any such trust or trusts shall have the power or authority to change the trust situs or to determine that the law of the state to which the trust situs has changed shall thereafter govern if to do so would materially alter the beneficial interests in the trust

G. If at any time the Trustee determines that the value of any trust under this instrument is \$100,000 or less in terms of dollars at the date of execution of this Will, as such may be subsequently adjusted by whatever consumer price index the Trustee deems appropriate, the Trustee may, in the Trustee's discretion, distribute that trust, as then constituted, to the beneficiary or beneficiaries, at that time, of the current income and, if there is more than one beneficiary, in the proportions in which they are beneficiaries. However, if there is more than one beneficiary to whom the current income of any trust could then be paid and if their interests are indefinite, the Trustee shall distribute the trust, per stirpes, to such of those beneficiaries as are descendants of mine or, if no beneficiary is a descendant of mine, to those beneficiaries in equal shares.

H. Notwithstanding any other provision contained in this Will to the contrary, any beneficiary, or the duly appointed executor or administrator of the estate of any beneficiary of my estate or any trust estate hereunder, shall have the right and power to disclaim irrevocably such beneficiary's interest in my estate or such trust estate, by written notice delivered to the holder of the legal title to the property to which such interest relates at any time prior to the acceptance by or on behalf of such beneficiary of such interest or any of its benefits, and within nine (9) months of the date of my death or such later period as may be permitted by the Internal Revenue Code in the future. Upon receipt of such written notice, such interest shall be administered in accordance with the provisions hereof as though such beneficiary had predeceased me and as otherwise provided in this Will. In such event, then my Executor and Trustee are hereby authorized to segregate any disclaimed property and income earned thereon from other assets to comply with Section 2518 of the Code and any regulations promulgated thereunder. In the event that any beneficiary should disclaim or release an above-described interest more than nine months after the date of my death, such disclaimer or release shall take effect as of the date of such disclaimer or release, and my estate, if it is still open, or any trust estate created hereunder, shall be administered and distributed as though such beneficiary had died as of the date of such disclaimer or release.

I. Notwithstanding any other provision contained in this Will to the contrary, whenever it is provided that there shall be a partial or total termination of a trust at a time when a beneficiary attains a certain age, if the beneficiary who attains such age is under a legal disability, the trust assets that would otherwise be distributed to such beneficiary as a result of such age attainment shall instead continue to be held in trust until such beneficiary is removed from such legal disability. However, if the interest of such beneficiary in the trust has not vested prior to the time that such beneficiary attains such required age, the interest of the beneficiary in the trust property that is directed to be distributed to such beneficiary upon the attainment of a

specified age shall then be vested in such beneficiary notwithstanding that the trust property continues to be held in trust because of the legal disability of such beneficiary.

J. The Trustee may consolidate and merge for any purpose a trust created under this Will with any other trust which contains substantially the same provisions as that trust, and is administered for the same beneficiary or beneficiaries by the same Trustee. The Trustee may thereafter administer such consolidated and merged trusts as one unit. If such consolidation and merger does not appear desirable or feasible, the Trustee may consolidate the property of such trusts for purposes of investment and administration while retaining separate records and accounts for the separate trusts. The power to consolidate and merge trusts hereunder may be exercised by the Trustee at any time and from time to time, and may be used to modify or reverse the prior exercise of a power to divide trusts provided under this Will, but only to the extent that such action by the Trustee shall create no adverse estate, gift, or generation-skipping transfer tax consequences.

K. To divide, in the discretion of my Executor or Trustee, any trust established by this instrument, at any time, into two or more separate trusts so that the federal generation-skipping transfer tax inclusion ratio (as defined in Section 2642(a) of the Code) for each trust shall be either zero or one. Any such separate trusts shall have the identical provisions as the original trust.

L. During the continuance of the trusts under this Will, my Trustee shall render not less frequently than annually statements of account to the beneficiary or beneficiaries then entitled to current income. If a current income beneficiary of a trust has lineal descendants who are also current income beneficiaries of the same trust, then only the oldest generation of that family shall be entitled to the annual statements of account. In the event that any person entitled to statements hereunder is a minor or otherwise legally incapacitated, such statements are to be rendered to the guardian of or the individual with whom such person resides. The statements shall show all receipts and disbursements and a list of all assets held as of the closing dates of the accountings.

M. Notwithstanding any other provision contained in this Will to the contrary, the trusts under this Will shall terminate not later than twenty years and eleven months after the death of the last survivor of my spouse and my descendants living on the date of my death, at the end of which period the Trustee shall distribute each remaining portion of the trust property to the beneficiary or beneficiaries, at that time, of the current income and, if there is more than one beneficiary, in the proportions in which they are beneficiaries. However, if there is more than one beneficiary to whom the current income of any trust could then be paid and if their interests are indefinite, the Trustee shall distribute the trust, per stirpes, to such of those beneficiaries as are descendants of mine or, if no beneficiary is a descendant of mine, to those beneficiaries in equal shares.

Danny Earl Lee

N. None of the beneficiaries hereunder shall have any power to sell, transfer, convey, pledge, encumber, or in any other manner alienate their interest in either the income or principal of this estate or of any trust created hereunder. In addition, all sums payable to such beneficiaries hereunder, whether income or principal, shall be free and clear of the debts, contracts, alienations, and anticipations of the beneficiaries and shall not be subject to be taken, by any process whatsoever, by the creditors of any beneficiary.

O. No distribution of the principal or income of the trusts as created herein shall be made in satisfaction of a legal obligation, including, but not limited to, a legal obligation of support, of the parent of any trust beneficiary.

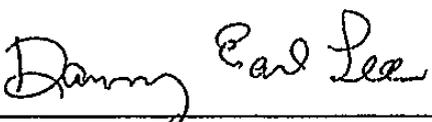
ARTICLE X. SIMULTANEOUS DEATH PROVISIONS

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

B. If any person dies within ninety (90) days after my death, or any other event covered by Treasury Regulation Section 26.2612-1(a)(2), as the case may be, and, in accordance with Section 2651(e) of the Internal Revenue Code of 1986, as amended from time to time, if such person had not survived my death, or other event, as the case may be, such failure to survive would have caused the special rule relating to a predeceased child or other person to apply to any property passing under this Will, then I direct that such person shall be treated with respect to such property as having predeceased me, or such other event, as the case may be, so that in accordance with Treasury Regulation Section 26.2612-1(a)(2), the special rule under Section 2651(e) of the Code and the treasury regulations thereunder, as amended from time to time, shall apply with respect to such property.

ARTICLE XI. FIDUCIARY PROVISIONS

A. I hereby relieve my Executor, any successor Executor, my Trustee, and any successor Trustee from giving bond, from having an appraisal made of my estate, and of making or filing any inventories, reports, returns, or accountings of any kind or character to any court or other tribunal.



DANNY EARL LEE

B 1 An individual Executor shall not be entitled to compensation for the Executor's services. However, a corporate Executor shall be entitled to receive reasonable compensation for the Executor's services. The compensation of a corporate Executor shall be determined in accordance with its schedule of compensation for the administration of estates of a character similar to my estate. Notwithstanding the foregoing, my Executor shall be entitled to reimbursement for reasonable expenses incurred in connection with the performance of the duties of Executor, regardless of whether my Executor is an individual or a corporation.

2 An individual Trustee shall not be entitled to compensation for the Trustee's services. However, a corporate Trustee shall be entitled to receive reasonable compensation for the Trustee's services. The compensation of a corporate Trustee shall be determined in accordance with its schedule of compensation for the administration of trusts of a character similar to the trusts created hereunder. The compensation may be collected periodically by the Trustee and shall be shown in the Trustee's annual accounting. Notwithstanding the foregoing, my Trustee shall be entitled to reimbursement for reasonable expenses incurred in connection with the performance of the duties of Trustee, regardless of whether my Trustee is an individual or a corporation.

C. In addition to the rights of removal of trustees granted by law, I hereby authorize a majority of the existing adult income beneficiaries (even if there is only one such beneficiary) of any trust created under this Will to remove a Trustee appointed hereunder and to appoint a successor Trustee, which shall be a corporate Trustee that is not related or subordinate, as those terms are defined in Section 672(c) of the Code, to any beneficiary making such appointment. In the event that all of the existing income beneficiaries are minors at the time of such removal and appointment, then a majority of the existing minor income beneficiaries (even if there is only one such beneficiary) shall have such powers of removal and appointment. In such event, I hereby waive any requirement to appoint a guardian ad litem to represent the interests of any minor or unborn beneficiaries of any trust created under this Will, it being my intention and direction that the decision on behalf of such minor income beneficiary to remove a Trustee and name a successor Trustee may be made solely by a parent or legal guardian of such minor beneficiary, without the necessity of appointing a guardian ad litem. In any event, such removal shall be handled in the same manner as if the removed Trustee had resigned, and such successor shall be appointed by a written instrument delivered to such successor, with a copy to the removed Trustee. The removed Trustee shall deliver to the successor Trustee, within a reasonable time, all property comprising the trust, accompanied by a written accounting.

D. A Trustee may resign at any time by giving at least thirty (30) days written notice of such resignation to the beneficiary or beneficiaries then entitled to current income. If a current income beneficiary of a trust has lineal descendants who are also current income beneficiaries of the same trust, then only the oldest generation of that family shall be entitled to the notice of resignation. In the event that any person entitled to notice hereunder is a minor or otherwise legally incapacitated, such notice shall be given to the guardian of or the individual



DANNY EARLE LEE

with whom such person resides. In the event that no successor Trustee is named herein at the time of such resignation, a successor Trustee shall then be appointed according to the provisions of Paragraph C of this Article, with the written instrument appointing such successor to be delivered to such successor and to the persons entitled to the notice of resignation hereunder. The resigning Trustee shall deliver to the successor Trustee, within a reasonable time, all property comprising the trust, accompanied by a written accounting.

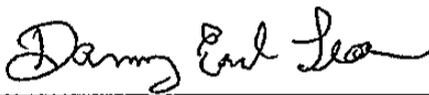
E. Any successor Executor or Trustee shall have all of the rights, powers, and discretions given to, and shall be subject to all of the limitations imposed upon, the initial Executor or Trustee without any act of conveyance or transfer, except as may otherwise be provided in this Will. Further, a successor Trustee shall have no obligation to investigate any breach of trust of a predecessor Trustee, nor shall be liable for same. Notwithstanding this provision, the successor Trustee shall investigate any breach of trust brought to its attention by any beneficiary and, in the case of any question involving the expenditure of funds, shall use the Trustee's own judgment or shall seek instructions from an appropriate chancery court.

ARTICLE XII. DEFINITIONS

A. Descendants Per Stirpes. When any devise or bequest made herein or any trust or any item of a trust created herein is to be distributed or allocated to a person's "descendants per stirpes" under this Will, the devise or bequest or the trust or item shall be divided into as many equal shares as there are children of the person who are then living or who are then deceased but have then living descendants. The share of a deceased child with then living descendants shall then be further divided in the same manner. The shares ultimately so divided and determined shall then be distributed or allocated as provided under this Will.

B. Health. For purposes of this Will, the term "health" shall include, but not be limited to, all expenses of health care providers net of insurance benefits paid to or for the beneficiary, such as hospital charges, physician service fees, lab charges, ambulance, nursing care at any location, physical and psychological therapy, drugs and the like, health insurance premiums for a beneficiary, as well as all costs of an extended health care facility, including an entrance fee or endowment fee (whether refundable or not), interest free loan, and other forms of capital charge, as well as monthly assessments and other periodic charges.

C. Education. For purposes of this Will, the term "education" includes, but is not limited to, private schooling at the pre-elementary, elementary, and secondary school level, vocational, college, graduate, and professional education, and specialized or vocational training. The term "education" also includes any interest in a prepaid qualified state tuition program. Educational expenses shall also include, but are not limited to, room, board, tuition, uniforms, student activity fees, athletic fees, insurance expenses, reasonable transportation expenses, and



DANNY EARL LEE

any other expenses that contribute to the beneficiary's successful completion of his or her schooling, such as tutors or special instructors, if necessary.

D. Executor. For purposes of this Will, the term "Executor" shall be deemed to refer to my Executor and any successor Executor.

E. Trustee. For purposes of this Will, the term "Trustee" shall be deemed to refer to any Trustee or successor Trustee.

F. Code References to the "Internal Revenue Code" or "Code" or to provisions thereof are to the Internal Revenue Code of 1986, as amended, at the time in question. References to the "Regulations" are to the Treasury Regulations under the Code. If, at the time in question, a particular provision of the Code has been renumbered, or the Code has been superseded by a subsequent federal tax law, the reference shall be deemed to be to the renumbered provision or the corresponding provision of the subsequent law, unless to do so would clearly be contrary to my expressed intention in this Will, and the same shall apply to references to the Regulations.

G. Gender Throughout this Will, the singular shall include the plural, the plural shall include the singular, and the masculine gender shall include the neuter and feminine gender, and vice versa

H. Captions. The descriptive captions above the various articles and at the beginning of certain paragraphs of this Will have been included to facilitate internal referencing only and, accordingly, such captions are not to be used in construing the substantive effect of the language of such articles or paragraphs.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Will on the 29th day of July, 2004

Danny Earl Lee
DANNY EARL LEE

WITNESSES:

Rebecca K. Moak

William J. [Signature]

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by DANNY EARL LEE as his Will, that he signed the same in our presence and in the presence of each of us, and that we, at his request, and in his presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 29th day of July, 2004:

Rebecca K moak

W. M. [Signature]

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF Madison

We, W.H. Montgomery III and Rebecca K. Moak on oath state that we are the subscribing witnesses to the attached written instrument dated the 29th day of July, 2004, which has been represented to be the Will of DANNY EARL LEE ("Testator"), who stated that he had a fixed place of residence in Madison County, Mississippi. On the execution date of the instrument, the Testator, in our presence and in the presence of each of us, signed the instrument at the end thereof and declared the instrument to be his Will, and requested that we attest to the execution thereof whereupon, in the presence of the Testator and in the presence of each other, each of us signed our respective names as attesting witnesses. At the time of the execution of the instrument, the Testator was over eighteen (18) years of age, and in our opinion was of sound mind, in full possession of his mental faculties, and acting without undue influence, fraud, or restraint.

DATED this 29th day of July, 2004.

W.H. Montgomery III
Signature of Witness
129 Countrywood Cir.
Street Address
Clarks MS 39056
City and State

Rebecca K. Moak
Signature of Witness
221 Highland Meadows Rd
Street Address
Flowa, MS 39071
City and State

Subscribed and sworn to before me on this the 29 day of July, 2004.

[Signature]
NOTARY PUBLIC

My Commission Expires.

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES DEC 29, 2007
BONDED THRU STEGALL NOTARY SERVICE

LAST WILL AND TESTAMENT
OF
MARY ELIZABETH FELDER SMITH

2004-685

I, MARY ELIZABETH FELDER SMITH, a widow, a resident of the City of Ridgeland, County of Madison, State of Mississippi, and being above the age of twenty-one (21) years, and of sound and disposing mind and memory, and recognizing the uncertainty of life and the certainty of death, do hereby make, publish and declare this to be my Last Will and Testament, hereby expressly revoking any and all other wills heretofore made by me.

I.

I desire and direct that all of my just debts, properly probated and allowed, be paid as promptly as possible after my death by Executor, to be hereinafter appointed.

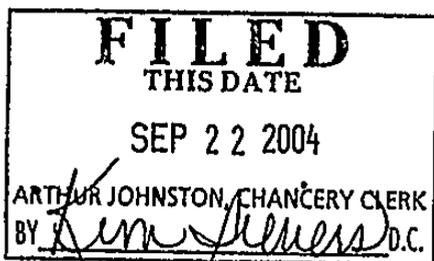
II.

I hereby nominate and appoint Frank T. Moore, Jr as Executor of this my Last Will and Testament. I direct that as long as he is a member of the Bar, in good standing, and is an officer of the Court, that he be empowered to serve without bond, and that he not be required to make an appraisal or accounting to any court, except for money and choses in action. In carrying out the terms and provisions of this my Last Will and Testament, my Executor shall have full power and authority to deal with the assets of my Estate, whether real, personal or mixed, as fully and completely as I could deal with said assets inter vivos.

III.

I give, devise and bequeath unto my elder daughter, Elizabeth Patricia Smith, that certain dwelling house in which I am now living, and the contents thereof (except where specifically provided hereinafter), and the parcel of land on which same is situated, and all other appurtenances, thereto lying and being situated in the City of Ridgeland, County of Madison, State of Mississippi, more particularly described in that certain warranty deed from Howard M Vaughn to Mary Felder Smith dated December 19, 1995, and recorded in Deed Book 368 at Page 180 thereof of the records on file in the office of the Chancery Clerk of Madison County, Mississippi.

In the event the said Elizabeth Patricia Smith shall predecease me, then I give, devise and bequeath all of the said property to her two adult children, two of my grandchildren, Stacey



M.E.F.S.

Elizabeth Smith and Shelley Patreece Smith, share and share alike, or if either shall predecease me, to the natural children of the deceased grandchild, it being my express wish, desire and intention that the said property descend upon my death only to natural members of my family through my daughter, Elizabeth Patricia Smith

In making this devise, I am not unmindful of my younger daughter, Mary Bonita Smith Fugate, and my granddaughter by her, Brandy Bonita Fugate, for both of whom I have the same amount of love, respect, and devotion that I do for my said elder daughter and her two children. However, the circumstances material and otherwise, of the lives of Mary Bonita Smith Fugate and Brandy Bonita Fugate have been far more fortunate than those of Elizabeth Patricia Smith, Stacey Elizabeth Smith, and Shelley Patreece Smith. I am deeply grateful for the good fortune of my younger daughter and her daughter, and am proud of their accomplishments. It seems to me, though, that I should try through this my Last Will and Testament to help those whose need is greatest, which the devise under this Paragraph III and under Paragraphs IV and VI below are intended to do. It is my most sincere hope that my daughter Mary Bonita Smith Fugate and my granddaughter by her, Brandy Bonita Fugate will understand, appreciate and accept my decision.

IV

I further give, devise and bequeath unto my elder daughter, Elizabeth Patricia Smith, that certain parcel of real estate lying and being situated in the County of Walthall, State of Mississippi, more particularly described in that certain warranty deed from J.C Felder, et al, to Mary F Smith dated March 24, 1971, and recorded in Decd Book 156 age Page 120 thereof of the records on file in the office of the Chancery Clerk of Walthall County, Mississippi, reference to which is hereby made, together with any and all improvements thereon and appurtenances thereto.

I further give, devise and bequeath to the said Elizabeth Patricia Smith all my undivided interest in and to those oil, gas and other minerals more particularly described in that certain Decree of the Chancery Court of Walthall County, Mississippi recorded in Book 140 beginning at Page 535 thereof of the record on file in the Office of the Chancery Clerk of Walthall County, Mississippi in Tylertown, Mississippi, reference to which is hereby made.

In the event the said Elizabeth Patricia Smith shall predeceased me, then I give, devise and bequeath all of the said property to her two adult children, namely Stacey Elizabeth Smith

M.E.S.

and Shelley Patreece Smith, share and share alike, or if either shall predecease me, to the natural children of the deceased grandchild, it being my express wish, desire and intention that said property shall descend upon my death, only to the natural members of my family through my daughter, Elizabeth Patricia Smith.

V.

M.E.S.
I further give, devise and bequeath to the said Elizabeth Patricia Smith all my undivided interest in and to those oil, gas and other minerals more particularly described in that certain Decree of the Chancery Court of Walthall County, Mississippi recorded in Book 140 beginning at Page 535 thereof of the record on file in the Office of the Chancery Clerk of Walthall County, Mississippi in Tylertown, Mississippi, reference to which is hereby made.

VI.

I give, devise and bequeath to my daughters, Elizabeth Patricia Smith and Mary Bonita Smith Fugate, one-half (1/2) each of the Haviland China I inherited from my mother, and of which I may die seized. It is further my wish and direction that if my daughter Mary Bonita Smith Fugate does not want or need the property devised by this Paragraph V *M.E.S.* that same be devised to my elder daughter, Elizabeth Patricia Smith

VII.

All other property, of whatsoever nature and kind of which I may die sized, I give, devise and bequeath to my elder daughter, Elizabeth Patricia Smith.

VIII.

My Executor shall be empowered to employ the law firm of Wells, Moore, Simmons & Hubbard, PLLC, or another firm or attorney of his choosing in probating this Last Will and Testament and administering my Estate.

IN WITNESS WHEREOF, I have signed and declared this instrument to be my Last Will and Testament on this the 16th day of April, 1998.

Mary Elizabeth Felder Smith
MARY ELIZABETH FELDER SMITH

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

WITNESSES:

Frank D. Moore, Jr.

of 3932 Nassau
Jackson, MS.

Will Evans

of 502 TREELINE DR.
BRANDON, MS

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF MARY ELIZABETH FELDER SMITH, CIVIL ACTION, FILE NO 2004-685
DECEASED

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF HINDS

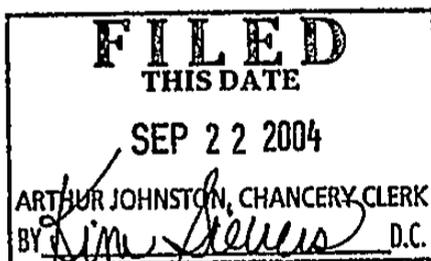
This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Frank T. Moore, Jr , who being by me first duly sworn according to law, says on oath:

(1) That this affiant is one of the subscribing witnesses to an instrument of writing dated April 16, 1998 purporting to be the Last Will and Testament of Mary Elizabeth Felder Smith, Deceased, who was personally known to the affiant, and whose signature is affixed to such instrument,

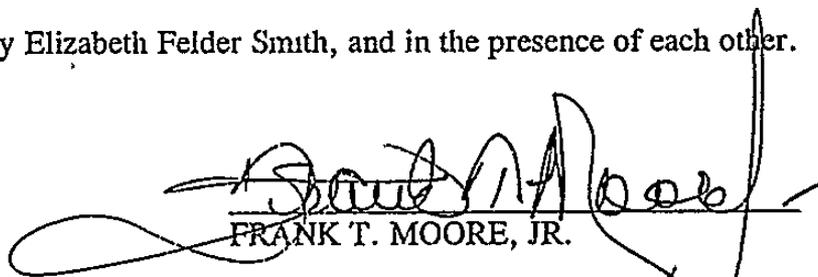
(2) That on April 16, 1998, Mary Elizabeth Felder Smith signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Nikki Evans, the other subscribing witness to the instrument

(3) That Mary Elizabeth Felder Smith was then of sound and disposing mind and memory, was above the age of eighteen (18) years, and did not appear to be acting under duress or undue influence.

(4) That this affiant, together with Nikki Evans, subscribed and attested the

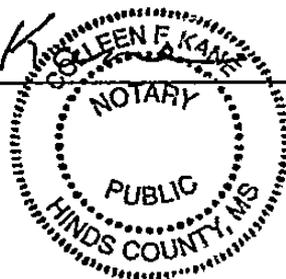


instrument as witnesses to the signature and publication thereof, at the special instance, request, and in the presence of Mary Elizabeth Felder Smith, and in the presence of each other.


FRANK T. MOORE, JR.

SWORN TO AND SUBSCRIBED BEFORE ME, this 9th day of July, 2004


NOTARY PUBLIC



My Commission Expires:

Notary Public State of Mississippi At Large
My Commission Expires August 30, 2004
Bonded Thru Helden, Brooks & Garland, Inc.

TREVA L. McINNIS (MBN 10485)
WELLS, MOORE, SIMMONS, & HUBBARD, PLLC
4450 Old Canton Road, Suite 200
P. O. Box 1970
Jackson, Mississippi 39215
(601) 354-5400

CK\TMC\TMSMITH\AFFI-SUB WIT

IN THE CHANCERY COURT OF THE FIRST JUDICIAL DISTRICT
OF HINDS COUNTY, MISSISSIPPI

FILED
THIS DATE
SEP 24 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.
CIVIL ACTION NUMBER 2004-323

IN THE MATTER OF THE ESTATE OF
JAMES LUTHER KERNOP, DECEASED

CIVIL ACTION NUMBER 2004-323

AFFIDAVIT OF EXECUTOR

STATE OF MISSISSIPPI
COUNTY OF HINDS

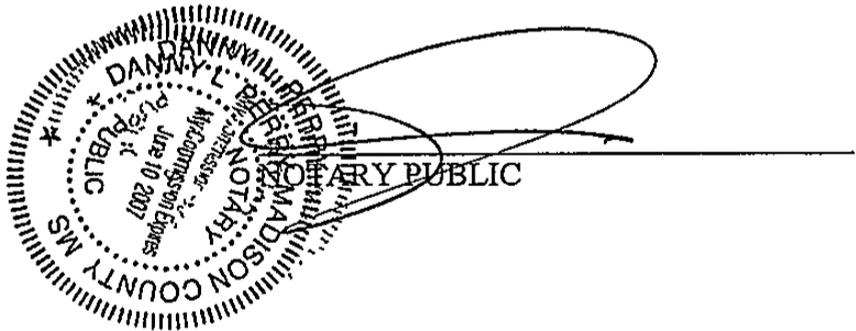
This day personally came and appeared before me the undersigned authority in and for the jurisdiction aforesaid, Carolyn Smith, Executor, in the above style cause and states on oath as follows:

She has made reasonable diligent efforts to identify persons having claims against the estate of James Luther Kernop, pursuant to Section 91-7-145, Mississippi Code of 1972, and has found no creditors to exist.

Carolyn Smith
CAROLYN SMITH, INDIVIDUALLY AND
AS EXECUTOR OF THE ESTATE OF JAMES
LUTHER KERNOP, DECEASED

SWORN TO AND SUBSCRIBED BEFORE ME, this the 24 day of September, 2004.

My Commission Expires:



MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 10, 2007
BONDED THRU STEGALL NOTARY SERVICE

Last Will and Testament 2004-755

FILED
THIS DATE
SEP 27 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

OF

DANIEL KIRKWOOD FORDICE, JR.

I, DANIEL KIRKWOOD FORDICE, JR., born Memphis, Tennessee on February 10, 1934, now a resident of and domiciled at 128 Golden Pond Drive in Madison, Madison County, Mississippi 39110, and being over the age of twenty-one (21) years and of sound and disposing mind and memory, and in all respects competent and qualified, do hereby make, publish and declare this to be my true Last Will and Testament, hereby revoking all wills and codicils heretofore made by me

ARTICLE I

I hereby appointment my son, Daniel K. Fordice, III, as Executor of this my last will and testament. If he predeceased me or is unwilling or unable to serve as Executor, then I appoint my son, Hunter L. Fordice, as Successor Executor. The Executor is expressly granted the right to sell real or personal property for public or private sale, to be exercised without court order. I direct that my Executor shall not be required to file any inventory or appraisal of my estate, except to the other heirs, or be required to give any bond or make any accounting to any court or obtain an order of approval of any court in the exercise of any power or discretion given herein. Any reference herein to "my executor" shall also include any Successor Executor of my estate.

ARTICLE II

I hereby direct my Executor to pay all expenses of my last illness and funeral expenses, and to pay all of my just debts which may be probated, registered, and allowed against my estate as soon as may be conveniently done out of the amount of my residuary estate. My Executor may, in his discretion, pay all or any portion of the expenses of the administration of my estate 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,

[Signature]
DKF

and without reimbursement or adjustment of the estate accounts or the amounts to which beneficiaries of my estate may otherwise be entitled

ARTICLE III

I direct my Executor to pay out of my residuary estate all Federal and State estate, inheritance, succession, transfer, or other death taxes which are assessed against my estate, together with any interest or penalty thereon (but not including any taxes imposed on excess retirement accumulations subject to tax under Section 4980A of the Internal Revenue Code or any tax imposed upon the proceeds of any policy or policies of insurance on my life), 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.

ARTICLE IV

A. It has been my pleasure and hobby throughout my lifetime to collect firearms, rifles, pistols, revolvers, and shot guns, plus hunting, safari equipment, clothing, and trophies. I believe that my three sons, Daniel K. Fordice, III, Hunter L. Fordice, and James O Fordice, along with my son-in-law David Roselle share my enthusiasm for hunting, and I hereby will, give and bequeath such property to them. I direct that they draw straws for position and divide my said hunting possessions in the following manner. Draw position number 1 chooses an item; number 2 follows; number 3 follows; number 4 follows, then begin again with 1 and continue this rotation until all of such items are dispensed. Insofar as my other personal possessions are concerned, excluding money, funds, and investments, my four children, the three named sons above and my dear daughter, Angela F. Roselle, shall divide all of my other personal items, furnishings, art, and collectibles in the same manner set forth above for the hunting items, and I hereby will, give and bequeath such property to the four of them

B. I would like to relate that my four children have made me very proud in my lifetime and have given me a great deal of happiness. Therefore, I want all of them to take a cruise or other special trip to remember the good times and the pleasure I have had and the blessing that I have experienced in being their father. For that special purpose, I leave the following.

1. To my daughter, Angela F Roselle \$30,000;
2. To my son, James O Fordice \$30,000,

- 3 To my son, Daniel K. Fordice \$15,000; and
- 4 To my son, Hunter L Fordice, \$15,000.

You will note that these sums are a little different, but Angie and Jim did not participate in my initial gifts to Hunter and Dan of interests in my old business, Fordice Construction Company, therefore, the difference in their amounts.

C I give, devise and bequeath all of the rest, residue and remainder of my estate, including all real property, personal property, cash, securities, account balances, and all other assets to be divided among my grandchildren, share and share alike as follows.

Angela Roselle's children.

- 1 Katherine Marie Roselle, born March 27, 1980;
- 2 Jennifer Lenoir Roselle, born February 26, 1982;
3. Anna Patricia Roselle, born September 18, 1986;

Hunter Fordice's children

- 4 Lauren Virginia Fordice, born February 17, 1989;
- 5 Emily Louise Fordice, born May 24, 1991;
6. Helen Frances Fordice, born March 10, 1994;
- 7 Sara Hunter Fordice, born May 7, 1999,

Dan Fordice's children.

8. Nathan Daniel Fordice, born August 3, 1993;
- 9 Alaina Grace Fordice, born May 11, 1996;
10. Erin Elizabeth Fordice, born September 5, 1997;

Jim Fordice's children.

11. Nicholas James Fordice, born October 21, 1995;
12. Sydney Patricia Fordice, born July 31, 1999; and

Any and all grandchildren of mine who may be born hereafter to receive also a share.

I suggest that my Executor reduce the investments, real estate, and other personal property to a sum certain during the administration of the estate or at some later date, if he believes it in the best interest of the grandchildren, that any real estate or investments be held for further appreciation. The sums due each of said grandchildren upon each distribution which shall occur no less than once

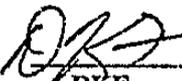
yearly, shall be made to the Fordice parent of said child as his or her natural guardian or custodian until such child reaches the age of twenty-one (21) years. While I am not requiring a formal guardianship or any other legal relationship between the parent and the child, these funds are left for the children in trust, and shall be managed conservatively for the best interest of the child so that upon his or her reaching the age of twenty-one (21) years, he or she will have something to remember me by

ARTICLE V

In addition to the other powers granted to my Executor, including any successor Executor, 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 the Executor shall be required to inquire into the propriety of any of his actions. I expressly confer upon my Executor, including any successor Executor, to be exercised in his sole and absolute discretion, the authorities and powers hereinafter set forth

- A. To exercise all of the powers, rights and discretions granted by virtue of the "Uniform Trustees' Powers Law", being §§ 91-9-101 through 91-9-119, inclusive, of the Mississippi Code of 1972, Annotated, as now enacted, or as hereafter amended, which "Uniform Trustees' Powers Law" is hereby incorporated by reference as though fully and completely copied herein. Should said "Uniform Trustees' Powers Law" be repealed, then my Executor herein named shall continue to have all of the powers, rights and discretions granted by said "Uniform Trustees' Powers Law", the same as if it were still in effect.
- B. To purchase or otherwise acquire and to retain, whether originally a part of the estate or subsequently acquired, any and all stocks, bonds, notes or other securities, or shares or interests in investment trusts and common trust funds, or in any other property, real, personal or mixed, as he may deem advisable, whether or not such investments or property be of the character permissible by fiduciaries, without being liable to any person for such retention or investment.
- C. To pay all necessary expenses of administering the estate including taxes, fees for the services of accountants, agents and attorneys, and to reimburse said parties for expenses incurred on behalf of the estate.
- D. To determine what is principal and what is income with respect to all receipts and disbursements, to establish and maintain reserves for depreciation, depletion, obsolescence, taxes, insurance premiums, and any other purpose deemed necessary and proper by him and to partite and to distribute property of the estate in kind or in undivided interests, and to determine the value of such property.
- E. To borrow money from such source or sources and upon such terms and conditions as my Executor shall determine, and to give such security therefor as my Executor may determine

- F To participate in any plan of reorganization, consolidation, dissolution, redemption, or similar proceedings involving assets comprising my estate, and to deposit or withdraw securities under any such proceedings.
- G. To compromise, settle or adjust any claim or demand by or against my estate, to litigate any such claim, including, without limitation, any claim relating to estate or income taxes, and to agree to any rescission or modification of any contract or agreement
- H To sell, exchange, assign, transfer and convey any security or property, real or personal, held in my estate, at public or private sale, at such time and price and upon such terms and conditions (including credit) as my Executor may deem advisable and for the best interest of my estate. I hereby waive any requirement of issuing summons, giving notice of any hearing, conducting or holding any such hearing, filing bond or other security, or in any way obtaining court authority or approval for any such sale, exchange, assignment, transfer or conveyance of any real or personal property.
- I To lease any real or personal property for such term and upon such terms and conditions and rentals and in such manner as may be deemed advisable (with or without privilege of purchase), and any lease so made shall be valid and binding for the full term thereof even though the same shall extend beyond the duration of the administration of my estate, all without the approval or authority of any court; and to insure against fire or other risks, to make repairs, replacements and improvements, structural or otherwise, to any real property, to improve any real property and to pay the cost out of principal
- J. Unless otherwise specifically provided, to make distributions (including the satisfaction of any pecuniary bequest) in cash or in specific property, real or personal, or in an undivided interest therein, or partly in cash and partly in other property, and to do so with or without regard to the income tax basis of specific property allocated to any beneficiary and without making pro rata distributions of specific assets
- K To settle, adjust, dissolve, windup or continue any partnership or other business entity in which I may own a partnership or equity interest at the time of my death, subject, however, to the terms of any partnership or other agreement to which I am a party at the time of my death. I authorize my Executor to continue in any partnership or other business entity for such periods and upon such terms as he shall determine. My Executor shall not be disqualified by reason of being a partner, director, officer or other title holder in such firm from participating on behalf of my estate in any dealings herein authorized to be carried on between my Executor and the partners or equity owners of any such partnership or other business entity.
- L To make any elections and to take any actions necessary in connection therewith which are available under the Internal Revenue Code of 1986, as amended, including, but not limited to, Section 2032, Section 2032A, and Section 6166.
- M To disclaim any property which my estate may otherwise be entitled to receive and to take any and all necessary or proper actions to make and fully effectuate a qualified disclaimer or disclaimers under Internal Revenue Code Section 2518, or any similar provision which may be subsequently enacted, and under any disclaimer statute or law which may at any time be in effect under Mississippi law


DKF

IN WITNESS WHEREOF, I have hereunto affixed my signature in the presence of James A. Becker, Jr., and Laura Slaven, whom I have requested to act as subscribing witnesses hereto on this, the 15th day of July, 2003.

Daniel Kirkwood Fordice, Jr.
DANIEL KIRKWOOD FORDICE, JR.

WITNESS:

James A. Becker, Jr.
James A. Becker, Jr.

Laura Slaven
Laura Slaven

We, each of the subscribing witnesses to the foregoing Last Will and Testament of DANIEL KIRKWOOD FORDICE, JR., do hereby declare that we have acted as subscribing witnesses hereto at the request of the said DANIEL KIRKWOOD FORDICE, JR.; that he declared this instrument to be his Last Will and Testament to us; that he affixed his signature hereto in the presence of each of us; that we affixed our signatures hereto in his presence and in the presence of each other, all on the day and year above written, and that on this occasion the said DANIEL KIRKWOOD FORDICE, JR. was of sound and disposing mind and memory.

WITNESS OUR SIGNATURES on this, the 15th day of July, 2003

WITNESS:

James A. Becker, Jr.
James A. Becker, Jr.

Laura Slaven
Laura Slaven

ADDRESS:

400 E. Capitol Street, Suite 300
Jackson, Mississippi 39201

400 E. Capitol Street, Suite 300
Jackson, Mississippi 39201

DKF
DKF

PROOF OF WILL

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, James A. Becker, Jr., and Laura Slaven, credible and competent subscribing witnesses to the foregoing instrument of writing dated the 15th day of July, 2003, purporting to be the Last Will and Testament of DANIEL KIRKWOOD FORDICE, JR., each of whom having been first duly sworn, state on oath that the said DANIEL KIRKWOOD FORDICE, JR., signed, made, published and declared said instrument as his Last Will and Testament on the 15th day of July, 2003, the date of said instrument, in the presence of these affiants; that the Testator was then of sound and disposing mind and memory, and above the age of twenty-one (21) years; that the Testator was acting voluntarily without undue influence, fraud or restraint, that the affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of DANIEL KIRKWOOD FORDICE, JR., and in the presence of DANIEL KIRKWOOD FORDICE, JR., and in the presence of each other, that the Testator at the time of the attestation was mentally capable of recognizing, and actually conscious of said act and attestation; that the subscribing witnesses were, at the time of said attestation, competent witnesses under the laws of the State of Mississippi; that at the time of said attestation the Testator, DANIEL KIRKWOOD FORDICE, JR., indicated to the affiants that he was a resident of and had a fixed place of residence in Madison County, State of Mississippi; and that this Proof of Will is attached to the original of that certain foregoing written instrument signed, made, published and declared by the said Testator, DANIEL KIRKWOOD FORDICE, JR., as his Last Will and Testament on this, the 15th day of July, 2003.

James A. Becker, Jr.
James A. Becker, Jr.
400 E. Capitol Street, Suite 300
Jackson, MS 39201

Laura Slaven
Laura Slaven
400 E. Capitol Street, Suite 300
Jackson, MS 39201

SWORN TO AND SUBSCRIBED before me on this, the 15th day of July, 2003.

James H. Sheppard
NOTARY PUBLIC

MY COMMISSION EXPIRES
NOTARY PUBLIC
MADISON COUNTY, MS

Notary, At Large
My Commission Expires
2008
BUNJLL THRU
HEIDEN, BROOKS & GARLAND, INC.

DRF
DRF

CERTIFICATION OF OFFICIAL RECORD

Case No. CW04001276
Va Code §8 01-389 & 8 01-391,
US Const Art IV, Sec 1,
28 USC § 1738

Commonwealth of Virginia, City of Alexandria Circuit Court

Clerk's Attestation

I, the Clerk of this Court, attest that the annexed

Last Will And Testament =====

DESCRIPTION OF ORIGINAL RECORD OR COPY

is an official record of this Court in my custody.

is a true, correct and complete copy of an official record of this Court in my custody and I am the custodian of that record. The annexed copy has been examined and compared with the original.

Given under my hand and the seal of this Court on

August 18, 2004


EDWARD SEMONIAN, CLERK

Clerk

Judge's Certification

I, a Judge of this Court, certify that the above attestation of the duly qualified Clerk of this Court, is in proper form, and that the signature thereto is genuine.

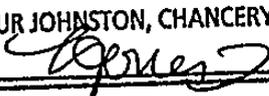
August 18, 2004


JOHN E. KLOCH, JUDGE

Judge

Clerks of Virginia Courts: When an original record or copy of a record is transmitted to another Va court, only the clerk's attestation is required. When either an original record or copy is transmitted to a court outside Virginia, both the clerk's attestation and the judge's certification are required

Clerks of Other Courts: The above attestation, the affixing of the Court's seal, and the certificate meet the requirements of 28 U.S.C. § 1738, entitling the record so attested and certified to full faith and credit

FILED
THIS DATE
SEP 27 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY  D.C.

F-CCT-0041 (10/99)

City Of Alexandria
State of Virginia

Last Will And Testament

I, the undersigned James Buchanan Hutton, Jr., a citizen of Virginia and resident of Alexandria, hereby make this Will and Testament, as follows:

1. I hereby revoke all former Wills.

2. I hereby grant and devise to James Waesche Hutton, our Son, and to Ann Cassell Hutton, our Daughter, or to the survivor of them at my death as sole devisee, the house and lot at 1019 E. Taylor Run Parkway, Alexandria, Virginia, described as Lot Eight Hundred and Three (803) of a Redivision of Lots 701 to 704, of a Subdivision of Lot 600, of a Resubdivision of Lot 501 of the property of Albert V. Bryan, as the same is shown on a plat attached to a Deed Of Resubdivision recorded among the land records of said City in Deed Book 424, at page 845, the plat showing Subdivision of Lot 600 being attached to a Deed Of Dedication recorded among the land records of said City in Deed Book 340, at page 212, and the plat showing the Resubdivision of Lot 501, being attached to a deed recorded among the land records in said City, in Deed Book 300 at page 455.

The value of the foregoing land and house is \$328,100.00, according to the 2002 assessment by the City of Alexandria of it.

(The title of James Buchanan Hutton, Jr., to the lot and house hereby granted and devised by this Will was derived from the deed dated March 16, 1966, recorded in Deed Book 645, page 666 of the records of the Corporate Court of Alexandria, Virginia, which grant of title was to the said lot and house ^{to} James B. Hutton, Jr., and Elizabeth W. Hutton, his Wife; and, later, Elizabeth W. Hutton, by her Will dated November 23, 1972 devised her interest in the said lot and house to James B. Hutton, Jr., at her death, January 11, 1974, which Will was probated June 21, 1974 in the Circuit Court of Alexandria, Virginia, and was recorded therein. For derivation of title, see Deed Book 573, page 254, in the records of the Corporate Court of Alexandria, Virginia.)

(This page 1 of the Will Of James B. Hutton, Jr.
is hereby attested by him, *James B Hutton, Jr.*

3. I hereby grant and devise to James Waesche Hutton and Ann Cassell Hutton if both of them are alive at my death, or to the survivor of them at my death as sole donee and devisee a total acreage of 38.5 acres of land in Madison County, Mississippi, which is divided by the Green Crossing Road, and which is assessed for taxation as a parcel North of the said Road containing 28.80 acres, and the parcel South of the said Road, containing 9.50 acres, and described as Parcel 07LD-19-006/02, 28.8 acres in SW 1/4 NE, N/S Greens Crossing Road, DB 18- 531 01/01/80; and the Parcel South of the Road, described as Parcel 07LD-19-006/01, 9.7 acres in SW 1/4, NE 1/4, S/S Greens Crossing Road, DB 18-531, 01/01/80.

The Madison County Appraisal gave the true value of the Parcel North of the Road in 2,002 as \$45,110.00; of the Parcel South of the Road in 2,002 as \$6,880.00; total for 38.5 acres as \$51,998.00.

4. I hereby grant and devise to James Waesche Hutton and Ann Cassell Hutton if both of them are alive at my death, or to the survivor of them at my death as sole devisee and donee one hundred and twelve acres of land in Holmes County, Mississippi described as Lots 11 and 12, and part of Lots 5 and 6, described in Deed Book 47, page 00315, of the Taxing Book Description, of the Chancery Court in Lexington, Mississippi. (Of this 112 acres 41 acres are timberland, and 71 acres are under shallow water.)

The true value of the aforesaid Lots 11 and 12, and Part of Lots 5 and 6 in 2,001 was \$22,981.00, according to the Tax Receipt of Holmes County of payment of taxes on this property

5. I hereby appoint as Co-Executors of my estate our Son, James W. Hutton and our Daughter, Ann C. Hutton, without bond, and I waive inventory and appraisal of my estate in administration. If either James W. Hutton or Ann C. Hutton should die before I die, I appoint the survivor as Executor of my estate, without bond, and without duty of having an inventory and appraisal of my estate. I confer on said Executors full powers to possess, manage, and dispose of my property for purposes of carrying out this will, paying debts and taxes owed by the estate.

(This page 2 of the Will of James B. Hutton, Jr.
is hereby attested by him, *James B Hutton, Jr.*

6. I hereby devise and bequeath in equal parts to James W. Hutton and Ann C Hutton all cash in my checking and savings accounts in the SunTrust Bank of Alexandria, Virginia or in any other bank after payment of the debts of my estate. I hereby devise and bequeath to Ann C. Hutton all furniture, rugs, and china which I own and which are in the house located at 1019 E. Taylor Run Parkway, Alexandria, Virginia, which she identifies as belonging to me, (as distinguished from her own property which is in the said house). I bequeath to James W. Hutton and Ann C. Hutton all books I own which are in the house at 1019 E. Taylor Run Parkway, Alexandria, Virginia, and all my personal property, to be divided as they wish and decide. I authorize James W. Hutton and Ann C. Hutton, or a survivor, to decide and control the place of burial of my body. And I authorize them or the survivor, to request whatever doctor may be in attendance at my terminal illness, to discontinue means of continuing respiration and life when it is believed impossible for me to recover a normal life. And I authorize James W. Hutton and Ann C. Hutton to decide what funeral service is to be had.

Witness my signature this the 14th day of June 2, 002.

James B. Hutton, Jr.
James B. Hutton, Jr., Testator

Page 3, Will of James B. Hutton, Jr.

Acknowledgments

City of Alexandria
State of Virginia

We, the undersigned Notaries Public, were both in the presence of the Testator, James B. Hutton, Jr., and he acknowledged that he signed as Testator the attached Will; and, at his request, we subscribed the attached will in his presence as witnesses to the validity of his signature as the Testator in it.

Witness my name and signature and seal of office this 14th day of JUNE 2002 My commission expires MARCH 31, 2005

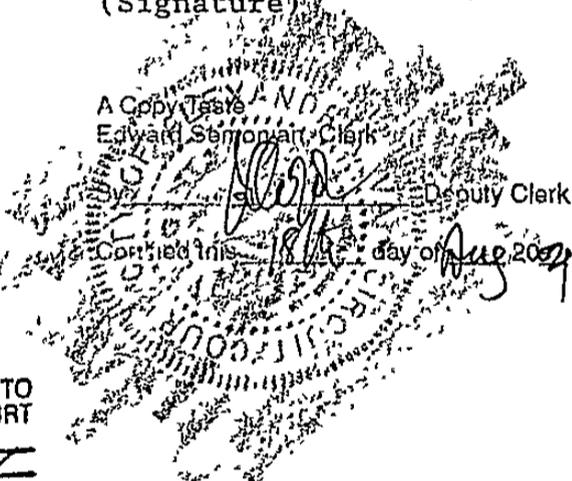
LUIS M. NAVARRO [Signature]
(Printed name) (Signature)

(Seal)

Witness my name and signature and seal of office this 14 day of June, 2002 My commission expires 06 30 06

STEPHANIE R JACOBS [Signature]
(Printed name) (Signature)

(Seal)



Page 4 of Will of James B. Hutton, Jr.

THE FOREGOING WAS PROVED, PROBATED AND ADMITTED TO RECORD, IN THE CLERK'S OFFICE OF THE CIRCUIT COURT OF THE CITY OF ALEXANDRIA, VIRGINIA ON THE 10th DAY OF August, 2004

TESTE: EDWARD SEMONIAN, CLERK

By: [Signature] DEPUTY CLERK

CERTIFICATION OF OFFICIAL RECORD

Case No. CW04001276
Va Code §8 01-389 & 8 01-391;
U.S. Const. Art IV, Sec. 1;
28 U.S.C. § 1738

Commonwealth of Virginia, City of Alexandria Circuit Court

Clerk's Attestation

I, the Clerk of this Court, attest that the annexed

Deposition of witness to Will without self-proving clause

DESCRIPTION OF ORIGINAL RECORD OR COPY

is an official record of this Court in my custody.

is a true, correct and complete copy of an official record of this Court in my custody and I am the custodian of that record. The annexed copy has been examined and compared with the original.

Given under my hand and the seal of this Court on

August 18, 2004

DATE
(Seal)



EDWARD SEMONIAN, CLERK

, Clerk

Judge's Certification

I, a Judge of this Court, certify that the above attestation of the duly qualified Clerk of this Court, is in proper form, and that the signature thereto is genuine.

August 18, 2004

DATE



JOHN E. KLOCH, JUDGE

, Judge

Clerks of Virginia Courts: When an original record or copy of a record is transmitted to another Va. court, only the clerk's attestation is required. When either an original record or copy is transmitted to a court outside Virginia, both the clerk's attestation and the judge's certification are required.

Clerks of Other Courts: The above attestation, the affixing of the Court's seal, and the certificate meet the requirements of 28 U.S.C. § 1738, entitling the record so attested and certified to full faith and credit.

DEPOSITION OF WITNESS TO WILL
WITHOUT SELF-PROVING CLAUSE
COMMONWEALTH OF VIRGINIA

JAMES B. HUTTON, JR. Testator (Decedent)

LUIS M. NAVARRO Deponent

After being duly sworn, the deponent says as follows.

- 1. State your name, age, and residence address
Luis M. Navarro, 35 1705 Fern St, Alexandria, VA 22302
- 2. Attached hereto is a copy of a writing dated 2-14-2002
purporting to be the Last Will and Testament of the decedent and purporting to be signed by the decedent and
witnessed by you and STEPHANE JACOBS
NAME(S) OF OTHER WITNESSES

- a. Is this your signature on page 4? Ans. YES
- 3. a. Did the decedent sign this paper in your presence and in the presence of other witness(es), with all of you together at the same time? Ans. YES
- b. (Ask 3b. only if the answer to 3a. is "No")
Did the decedent acknowledge the signature, which was not made in your presence, to be his or her signature, in the presence of you and the other witness(es), with all of you together at the same time? Ans. _____
- c. (Ask 3c. only if the answer to 3b. is "No")
Did someone else, and if so, what person, make the decedent's signature for him or her, at the decedent's direction with you and the other witness(es) all together at the same time? Ans. _____
- d. (Ask 3d. only if the answer to 3c. is "No")
Did the decedent acknowledge that his or her signature had been made at his or her direction by some other person, and if so, what other person, with you, the decedent, and the other witness(es) all together at the same time when the decedent made that acknowledgment? Ans. _____
- e. (Ask 3e. only if the answer to 3d. is "No")
Did the decedent acknowledge this paper to be his or her act in the presence of you and the other witness(es), with all of you together at the same time? Ans. _____
- 4. Was the decedent of sound and disposing mind, memory and understanding and of 18 years of age or older at the time he or she signed the will or acknowledged the signature or act? Ans. YES
- 5. a. Did the decedent request that you and the other witness(es) sign this paper as witnesses? Ans. YES
- b. (Ask 5b. only if the answer to 5a. is "No")
Did someone else, and, if so, what person, ask that you and the other witness(es) sign this paper in the presence of the decedent? Ans. _____

6 Did you and the other witness(es) sign this paper in the presence of the decedent? Ans.

YES

7. Do you know of any other will of the decedent? Ans

NO

8. Did the decedent execute this will freely and voluntarily as his or her last will and testament? Ans.

YES

[Signature]
SIGNATURE OF DEPONENT

CITY OF ALEXANDRIA, VIRGINIA
CITY, COUNTY, STATE, TERRITORY, PROVINCE, COUNTRY

I certify that this deposition was duly taken, subscribed, and sworn to before me for the purpose of filing or reading as evidence in the matter of the probate of the will of the testator named above I am

- authorized to administer oaths (depositions taken in Virginia)
- authorized to take depositions in the jurisdiction where the deponent is (depositions in U S , outside Virginia).
- otherwise authorized under Rule 4 3 of the Supreme Court of Virginia to take this deposition

Given under my hand and seal

August 5, 2004
DATE

[Signature]
SIGNATURE

My commission expires

7/31/06
DATE

CLERK DEPUTY CLERK NOTARY PUBLIC

COURT, IF DEPOSITIONS TAKEN THEREIN

Seal (where required)

I certify that the signature of the person who took the above deposition is genuine.
My seal is affixed.

AUTHENTICATING SIGNATURE, WHERE REQUIRED

TITLE

\$ _____	_____	_____
FEE	PERSON TO WHOM FEE CHARGED	PERSON PAYING FEE, IF PAID

See Rule 4:3, Supreme Court of Virginia: Depositions taken in Virginia do not require a seal. If a person taking a deposition outside Virginia does not have a seal, an official who has a seal must authenticate that person's signature. U.S. military. A commissioned officer may take a deposition, his or her signature must be authenticated by the commanding officer of the installation or ship. no seal is required

FORM CC-1601 PDF 1/99
(PAGE TWO OF TWO)
VA CODE §§ 17 1-270, 64 1-47,
16 1-49, 16 1-87, Rule 4 3

A Copy Teste
Edward Semeniak, Clerk
By [Signature], Deputy Clerk
Certified this 18th day of Aug 2004

CERTIFICATION OF OFFICIAL RECORD

Case No. CW04001276
Va Code §§ 01-389 & 8 01-391,
US Const Art IV, Sec 1,
28 U S C § 1738

Commonwealth of Virginia, City of Alexandria Circuit Court

Clerk's Attestation

I, the Clerk of this Court, attest that the annexed

Deposition of witness to Will without self-proving clause

DESCRIPTION OF ORIGINAL RECORD OR COPY

is an official record of this Court in my custody.

is a true, correct and complete copy of an official record of this Court in my custody and I am the custodian of that record. The annexed copy has been examined and compared with the original.

Given under my hand and the seal of this Court on

August 18, 2004

Edward Semonian, Clerk
EDWARD SEMONIAN, CLERK

Judge's Certification

I, a Judge of this Court, certify that the above attestation of the duly qualified Clerk of this Court, is in proper form, and that the signature thereto is genuine.

August 18, 2004

John E. Kloch, Judge
JOHN E. KLOCH, JUDGE

Clerks of Virginia Courts: When an original record or copy of a record is transmitted to another Va. court, only the clerk's attestation is required. When either an original record or copy is transmitted to a court outside Virginia, both the clerk's attestation and the judge's certification are required.

Clerks of Other Courts: The above attestation, the affixing of the Court's seal, and the certificate meet the requirements of 28 U.S.C. § 1738, entitling the record so attested and certified to full faith and credit.

DEPOSITION OF WITNESS TO WILL
WITHOUT SELF-PROVING CLAUSE
COMMONWEALTH OF VIRGINIA

James B Hutton JR. Testator (Decedent)

Stephanie R JACOBS Deponent

After being duly sworn, the deponent says as follows.

1 State your name, age, and residence address
STEPHANIE R JACOBS 41-1705 Fern St. Alexandria VA 22304

2 Attached hereto is a copy of a writing dated 06-14-2000
purporting to be the Last Will and Testament of the decedent and purporting to be signed by the decedent and
witnessed by you and LUIS M NAVARRO
NAME(S) OF OTHER WITNESSES

a. Is this your signature on page 4? Ans. YES

3 a. Did the decedent sign this paper in your presence and in the presence of other witness(es), with all of you together at the same time? Ans. YES

b. (Ask 3b only if the answer to 3a. is "No")
Did the decedent acknowledge the signature, which was not made in your presence, to be his or her signature, in the presence of you and the other witness(es), with all of you together at the same time? Ans.

c. (Ask 3c only if the answer to 3b is "No")
Did someone else, and if so, what person, make the decedent's signature for him or her, at the decedent's direction with you and the other witness(es) all together at the same time? Ans.

d. (Ask 3d only if the answer to 3c. is "No")
Did the decedent acknowledge that his or her signature had been made at his or her direction by some other person, and if so, what other person, with you, the decedent, and the other witness(es) all together at the same time when the decedent made that acknowledgment? Ans.

e. (Ask 3e only if the answer to 3d is "No")
Did the decedent acknowledge this paper to be his or her act in the presence of you and the other witness(es), with all of you together at the same time? Ans.

4 Was the decedent of sound and disposing mind, memory and understanding and of 18 years of age or older at the time he or she signed the will or acknowledged the signature or act? Ans. YES.

5 a. Did the decedent request that you and the other witness(es) sign this paper as witnesses? Ans. YES

b. (Ask 5b. only if the answer to 5a is "No")
Did someone else, and, if so, what person, ask that you and the other witness(es) sign this paper in the presence of the decedent? Ans.

6. Did you and the other witness(es) sign this paper in the presence of the decedent? Ans. ✓

7. Do you know of any other will of the decedent? Ans. NO

8. Did the decedent execute this will freely and voluntarily as his or her last will and testament? Ans. YES

Stephanie R Jacobs
SIGNATURE OF DEPONENT

CITY OF ALEXANDRIA, State of Virginia
CITY, COUNTY, STATE, TERRITORY, PROVINCE, COUNTRY

I certify that this deposition was duly taken, subscribed, and sworn to before me for the purpose of filing or reading as evidence in the matter of the probate of the will of the testator named above I am:

- authorized to administer oaths (depositions taken in Virginia).
- authorized to take depositions in the jurisdiction where the deponent is (depositions in U S , outside Virginia)
- otherwise authorized under Rule 4-3 of the Supreme Court of Virginia to take this deposition

Given under my hand and seal

August 5, 2004
DATE

[Signature]
SIGNATURE

My commission expires:

7/31/05
DATE

CLERK DEPUTY CLERK NOTARY PUBLIC

COURT, IF DEPOSITIONS TAKEN THEREIN

Seal (where required)

I certify that the signature of the person who took the above deposition is genuine
My seal is affixed

AUTHENTICATING SIGNATURE, WHERE REQUIRED

TITLE

\$ _____	PERSON TO WHOM FEE CHARGED	PERSON PAYING FEE, IF PAID
FEE		

See Rule 4:3, Supreme Court of Virginia: Depositions taken in Virginia do not require a seal. If a person taking a deposition outside Virginia does not have a seal, an official who has a seal must authenticate that person's signature. U.S. military: A commissioned officer may take a deposition, his or her signature must be authenticated by the commanding officer of the installation or ship no seal is required.

FORM CC-1601 PDF 1/99
(PAGE TWO OF TWO)
VA. CODE §§ 17.1-270, 64 1-47,
16.1-49, 16 1-87, Rule 4 3

A Copy Taste
Edward Semonian, Clerk
By [Signature] Deputy Clerk
Certified this 18th day of Aug 2004

2004-758

LAST WILL & TESTAMENT OF MRS. HILDRED PHILLIPS

THE STATE OF MISSISSIPPI
COUNTY OF LEAKE

I, Mrs. Hildred Phillips, being an adult resident citizen of Carthage, Leake County, Mississippi, being above the age of twenty-one years and of sound and disposing mind and memory, being a widow, do hereby make, publish and declare this instrument in writing as and for my last will and testament, as follows, to-wit:

ITEM ONE: I direct that my just debts, if I have any at the time of my death, be paid, and my funeral expenses, and that the monument already placed at the family grave site be completed.

ITEM TWO: After payment of my just debts and funeral expenses, I will, devise and bequeath all the property I own at the time of my death, or own any interest in, real or personal, wheresoever and howsoever it may be located, situated and evidenced, to my three children, Charlton Ray Phillips, Marilyn Phillips Smith, and James Wendell Phillips, share and share alike. If either one or more of said children should die before my death, then the share of such child or children shall go to the remainder of my said children, surviving.

ITEM THREE: I name and appoint Charlton Ray Phillips and Marilyn Phillips Smith, to take charge of the property devised by me to James Wendell Phillips, as Trustees for him, and to handle it for his use and benefit, giving them full power to do all acts with reference to his property that are required, including the sale or disposal of said property, and to make and execute any legal documents in connection therewith, and direct that they not be required to give bond or make court reports as such Trustees.

FILED
THIS DATE
SEP 27 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Arthur Johnston* D.C.

ITEM FOUR: I appoint Charlton Ray Phillips the Executor of my estate and of my will, and direct that he not be required to make bond as such, or to make any reports or accountings unto the Court. If he should die or not be able to serve as Executor for any reason, then I appoint my daughter, Mrs. Marilyn Phillips Smith, as Executrix, and also direct that she not be required to make bond or court reports or accounts.

IN WITNESS WHEREOF, I have executed this instrument in writing as and for my last will and testament, at Carthage, Mississippi, on two typewritten pages, this 17th day of August, 1973.

Mrs. Hildred Phillips

MRS. HILDRED PHILLIPS

Thomas K. Lisher

SUBSCRIBING WITNESS

Larice W. Davidson

SUBSCRIBING WITNESS

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
AND LAST WILL AND TESTAMENT
OF MRS. HILDRED PHILLIPS, Deceased

CAUSE NO: _____

STATE OF MISSISSIPPI
COUNTY OF LEAKE

AFFIDAVIT

THIS DAY personally appeared before me, the undersigned authority in and for the County and State aforesaid, *THOMAS K. WILCHER*, witness to a certain instrument in writing purported to be the Last Will and Testament of *MRS. HILDRED PHILLIPS*, Deceased, late of Madison County, Mississippi, and said witness having been by me duly sworn, on oath states

That the said Mrs. Hildred Phillips, on the 17th day of August, 1973, the day of the date of said instrument, freely and without restrain or undue influence known to Thomas K. Wilcher, signed, published and declared said instrument to be her Last Will and Testament in the presence of the subscribing witness, that the said testator was then of sound and disposing mind and memory and more than twenty-one years of age, that Thomas K. Wilcher, the deponent, then and there, at the special instance and request of the testator did subscribe and attest said instrument as witness to the signature and publication thereof, that the said testator at the time of attestation by said deponent, was mentally capable of recognizing, and actually conscience of the act of attestation, and he, the said subscribing witness was, at the time of the said attestation, a competent witness, under the laws of the State of Mississippi

Thomas K. Wilcher
THOMAS K. WILCHER

SWORN TO AND SUBSCRIBED before me, this the 20th day of September A.D., 2004.

Carlynn Kaulcox
NOTARY PUBLIC

SEAL

MY COMMISSION EXPIRES. _____ My Commission Expires June 20, 2006

PHILLIPS & ROGERS, PLLC
C. Allen Phillips
Malcolm T. Rogers
Attorneys at Law
P O. Box 2771
Madison, MS 39130
(601) 853-0992

STATE OF MISSISSIPPI

COUNTY OF FORREST

2004-687

LAST WILL AND TESTAMENT OF
MARY FRANCES WELCH

38 . 077

I, MARY FRANCES WELCH, being over the age of twenty-one (21) years and of sound and disposing mind and memory, and realizing the uncertainty of life and the certainty of death, do hereby make, publish, and declare this, my Last Will and Testament, revoking all last wills and testaments or codicils heretofore made by me, and I do hereby devise and bequeath all of my property as follows, to-wit:

ITEM NO. I

It is my desire that all of my just debts be promptly paid after my death out of my property, not exempt under the laws of the State of Mississippi.

ITEM NO. II

I give, will, devise, and bequeath all of the rest, residue, and remainder of my estate and property, both real and personal, of every kind and character, and wherever situated unto my two children, LONNIE J. WELCH AND JERRY LEE WELCH, to share and share alike.

ITEM NO. III

I hereby appoint my two sons, LONNIE J. WELCH AND JERRY LEE WELCH, as Co-Executors of my estate, with each having full power to dispose of any and all property at public or private sale, as in their judgment may be advisable.

ITEM NO. IV

I direct that no bonds or accountings shall be required of the Co-Executors herein in any proceedings connected with my estate or the probate thereof.

IN WITNESS WHEREOF, I hereunto sign, publish, and declare this instrument as my Last Will and Testament in said County and State on this, the 21 day of January, A. D., 1994.

WITNESSES:

Debbie Dubre
Angela Allen

Mary Frances Welch
MARY FRANCES WELCH

FILED
THIS DATE
SEP 28 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

STATE OF MISSISSIPPI

COUNTY OF FORREST

3 38 P 078

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the above named County and State, the within named, Debbie Dubre and Angela Allen, the two subscribing witnesses to the foregoing Last Will and Testament of MARY FRANCES WELCH, who, after being by me first duly sworn, make oath that the said, MARY FRANCES WELCH, signed, published, and declared said instrument as her Last Will and Testament on this, the 21st day of January, A. D., 1994, the date of said instrument, in the presence of these affiants as the two subscribing witnesses to said Last Will and Testament. That the said, MARY FRANCES WELCH, was then of sound and disposing mind and memory, over the age of twenty-one (21) years, and that they, the said affiants, subscribed their names as witnesses to the signature of MARY FRANCES WELCH at her request and in her presence and in the presence of each other.

Debbie Dubre
AFFIANT

Angela Allen
AFFIANT

SWORN TO AND SUBSCRIBED BEFORE ME On this, the 21st day of January, A. D., 1994.

Thomas J. Riley
NOTARY PUBLIC

MY COMMISSION EXPIRES:

8-11-97

FILED
THIS DATE
SEP 29 2004
ARTHUR JOHNSTON CHANCERY CLERK
BY *Kim Lewis* D.C.

LAST WILL AND TESTAMENT
OF
JEANNE C. BENNER MARTIN

2004-705

I, JEANNE C. BENNER MARTIN, an adult resident citizen of the City of Clinton, Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and do hereby revoke any and all other wills and codicils heretofore made by me.

ITEM 1

I hereby appoint Stacy Patterson, my attorney, of Clinton, Mississippi, Executrix of this my Last Will and Testament. I do hereby waive the necessity of my Executrix entering into any bond and I waive the necessity of any accountings, inventory, or formal appraisal of my estate with any court.

My Executrix shall be entitled to reasonable compensation for services actually performed and to reimbursement of expenses properly incurred. In addition to the powers and authorities specifically granted to my Executrix under this Will, I hereby grant my Executrix all the powers set forth in the Miss. Code Ann. §§ 91-9-101 through 91-9-119 (1972), as now enacted or hereafter amended, and any others that may be granted by law.

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

ITEM 2

I hereby direct my Executrix to pay all my just debts which may be probated, registered, and allowed against my estate, all expenses of my last illness, and any funeral and burial expense not previously covered in my prepaid plan as soon as practicable after my death.

It is my intention, however, that nothing in this Item of my Will

J.C.B.M.

shall be constructed as creating an express trust or fund for the payment of debts and expenses, which would in any way extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

ITEM 3

I hereby direct that my Executrix pay all estate and inheritance taxes and other taxes, together with any interest or penalty thereon, 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 included in my gross estate for the purpose of such taxes, shall be paid out of my residuary estate.

ITEM 4

I hereby grant to my 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 as she may determine necessary or appropriate. I hereby direct that my Executrix distribute the proceeds of the sale of my house and personal and household effects thereof to the Clinton, Mississippi Police Department Benevolent Fund as set forth in Item 10 and Item 11 of my Will.

ITEM 5

I give, devise and bequeath to Unity School of Christianity, Unity Village, Missouri, 64065, the sum of five thousand dollars (\$5,000.00).

ITEM 6

I give, devise and bequeath to my niece, Susan Carol Benner DeLisle, Parkville, Missouri, if she shall survive me, the sum of three thousand dollars (\$3,000.00).

ITEM 7

I give, devise and bequeath to the Mississippi Animal Rescue League the sum of ten thousand dollars (\$10,000.00).

J. B. M.

ITEM 8

I give, devise and bequeath to the Clinton, Mississippi Police Department for its Benevolent Fund the sum of thirty thousand dollars (\$30,000.00).

ITEM 9

I give, devise and bequeath to the Mississippi Children's Home Society, designated to Powers Group Home, 1900 North West Street, Jackson, Mississippi, 601-352-7784 the sum of thirty thousand dollars (\$30,000.00).

ITEM 10

I give, devise and bequeath the net proceeds, after all expenses of my estate and expenses associated with the sale of my house, to the Clinton, Mississippi Police Department, Benevolent Fund under the terms of Item 4 of this Will.

ITEM 11

I give, devise and bequest the net proceeds, after all expenses associated with the sale of, all of my personal and household effects of every kind including but not limited to furniture, appliances, furnishings, pictures, silverware, china, glass, books, jewelry, and wearing apparel, to the Clinton, Mississippi Police Department Benevolent Fund under the terms of Item 4 of this Will.

ITEM 12

I give, devise and bequest my 1977 Ford Granada automobile to the Mississippi Animal Rescue League.

ITEM 13

I give, devise and bequest all of the rest, residue and remainder of my property which I may own at the time of my death including real, personal or mixed property, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after execution of this Will including all lapsed legacies and devises, to the Mississippi Animal Rescue League.

J. B. M.

B 38 P 082

ITEM 14

I request that the Mississippi Animal Rescue League take my cats at the time of my death.

ITEM 15

This Last Will and Testament consists of 4 typewritten pages on each of which I have, for greater security and identification, signed my initials thereto.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 8 day of February, 2001.

Jeanne C. Benner Martin
Jeanne C. Benner Martin

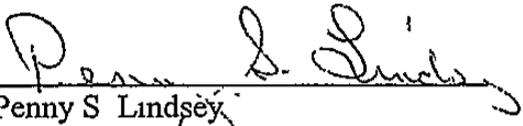
This instrument was, on the day and year shown above, signed, published and declared by JEANNE C. BENNER MARTIN to be her Last Will and Testament in our presence, and we, at her request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

Paul David Hastings
NAME
5331 Fairway St.
ADDRESS
Jackson, Ms 39211

Penny S. Lindsey
NAME
212 Longwood Dr.
ADDRESS
Clinton, MS 39056

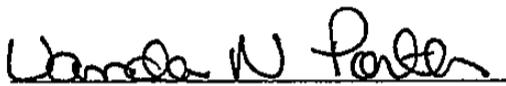
AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority, one of the subscribing witnesses to a certain instrument of writing, purporting to be the Last Will and Testament of Jeanne C. Benner Martin, this affiant of the County of Hinds, who having first been duly sworn, makes oath that the said Jeanne C. Benner Martin published and declared said instrument as ^{her} Last Will and Testament dated the 8th day of February, 2001, in the presence of this affiant and Paul D. Hastings, the other subscribing witness to said instrument that said Testator was then of Sound and disposing mind and memory, twenty-one years and upward of age, and the said affiant and Paul D. Hastings, have 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.


Penny S. Lindsey

SWORN TO AND SUBSCRIBED before me, this 7 day of May 2004

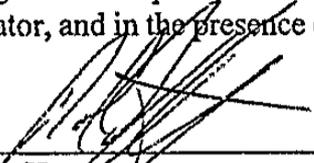



NOTARY PUBLIC

My Commission Expires. _

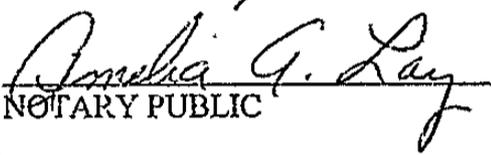
AFFIDAVIT OF SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority, one of the subscribing witnesses to a certain instrument of writing, purporting to be the Last Will and Testament of Jeanne C Benner Martin, this affiant of the County of Hinds, who having first been duly sworn, makes oath that the said Jeanne C Benner Martin published and declared said instrument as his Last Will and Testament dated the 8th day of February, 2001 in the presence of this affiant and Penny S. Lindsey, the other subscribing witness to said instrument that said Testator was then of Sound and disposing mind and memory, twenty-one years and upward of age, and the said affiant and Penny S. Lindsey, have 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



Paul D. Hastings

SWORN TO AND SUBSCRIBED before me, this 6th day of May 2004

My Commission Expires _____
Notary Public State of Mississippi At Large
My Commission Expires _____


NOTARY PUBLIC

Last Will and Testament 2004-791

OF

AGNES H. ALEXANDER.

* * * * *

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

ITEM I.

I hereby
appoint
my son, JOHN

JOEL DONALDSON, and my daughter, ELIZABETH ANN DONALDSON ATTERBERRY, as Executors of my Last Will and Testament and my estate.

A.

If either my son or my daughter is unable or unwilling to serve in such capacity, the one who is able and willing shall alone serve as Executor of my Last Will and Testament and my estate. If neither my said son nor my said daughter are able or willing to serve in such capacity, then and in such events, I appoint FIRST NATIONAL BANK, Jackson, Mississippi, Executor of my Last Will and Testament and my estate. In any event I refer to my Executrix or Executor as my "Personal Representative".

FILED
THIS DATE
OCT 04 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Ken Decker* D.C.

B 38 F 086

B.

In any event, I direct that no bond, appraisal, inventory or accounting be required of my Personal Representative insofar as the same may be legally waived.

C.

I hereby direct that my Personal Representative shall, out of the property and estate coming into its hands which is subject to the payment of debts, pay all of my just debts which are properly probated and allowed as claims against my estate and all expenses of my last illness, funeral, and grave marker.

D.

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

E.

I hereby direct that my Personal Representative shall have, with reference to

my estate, all of the powers set forth in the Mississippi Uniform Trustees Powers Act, as may hereafter be amended, in addition to the powers herein granted and in addition to all inherent, implied and statutory powers of an Executor, and without in any manner limiting or restricting such powers.

F.

I hereby direct that all estate and inheritance taxes which may become due as a result of my death shall be paid from my residuary estate.

G.

I hereby confer unto my Personal Representative the express power to exercise in connection with my estate the full or partial disclaimer of any devise or bequest or inheritance to which I or my estate would otherwise be or become entitled and to exercise any other election, power or privilege which I would be entitled to exercise if I were still living, whether or not such option, power or privilege should be considered personal and my Personal Representative is hereby authorized to exercise, in its discretion, any tax election that is available.

I give, devise
and bequeath
unto my

ITEM II.

daughter, ANN DONALDSON ATTERBERRY, the following:

B 38 P 088

(a) One ladies platinum (stamped 100 Irid 900 Plat) solitaire set with a round brilliant cut diamond approximately 1.53 carats;

(b) One set of diamond earrings (slightly less than one-half carat each);

(c) One diamond watch with two small diamonds on either side;

(d) One diamond watch band, each link centered with a round stone;

(e) Two pairs of pearl earrings with matching necklace; and

(f) My beveled edge gold leaf mirror.

I give, devise
and bequeath
unto my son,

ITEM III.

JOHN JOEL DONALDSON, the following:

(a) One yellow gold sunburst pin centered with 1/4 carat diamond, the spokes set with tiny diamonds and pearls;

(b) One yellow gold butterfly pin centered with four diamonds totalling about one-half carat;

(c) One yellow gold fern-frond pin with matching earrings;

(d) One antique jade and yellow gold pin;

(e) One ladies white gold fancy ring set with a round old mine cut diamond

approximately .71 carats with 2 full cut, 20 single cut and 18 baguette cut diamond melee approximately 1.62 carat total weight around the center stone; and

(f) My Roland Golden painting of the Children's Clinic building.

ITEM IV.

I give, devise and bequeath all of the rest

and residue of my property and estate of every kind and character and wheresoever situated unto my children, JOHN JOEL DONALDSON and ELIZABETH ANN DONALDSON ATTERBERRY, share and share alike. If one of my children should predecease me without leaving a spouse or descendants (including adopted children), my entire estate shall go to the survivor. If one or both of my children predecease me leaving a spouse or descendants (including adopted children), the share to which he or she would have been entitled had he or she lived shall go to his or her heirs-at-law.

IN TESTIMONY WHEREOF, I have hereunto set my hand on this, the 25 day of October, 1982.

Agnes H. Alexander
AGNES H. ALEXANDER

WITNESSES:

William O. Carter, Jr.
Andrea A. Jimmy

B 38 P 090

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid,

William D. CARTER, Jr., and

SANDRA A. TIMMER, who after being duly sworn, on oath stated as follows:

That the above and foregoing Last Will and Testament of AGNES H. ALEXANDER dated October 25, 1982 was exhibited by the said Agnes H. Alexander to affiants as her Last Will and Testament, and was signed by her on the 25th day of October, 1982, in the presence of affiants, declaring the same to be her Last Will and Testament, and at her request and in her presence and in the presence of each other, the affiants signed the same as witnesses.

That the said Agnes H. Alexander was on the 25th day of October, 1982, of sound and disposing mind and memory and was over the age of twenty-one years.

William D. Carter Jr.
Sandra A. Timmer

SWORN TO AND SUBSCRIBED before me, this the 25th day of October, 1982.

Annie Lee Walker
NOTARY PUBLIC

My Commission Expires:
Aug. 11, 1983



LAST WILL AND TESTAMENT
OF EVELYN H. JAMES

2004-689

I, Evelyn H. James, being of sound mind and disposing memory, do hereby make, constitute, publish and declare this to be my Last Will and Testament, expressly revoking any and all wills and codicils which I have previously made.

I

I appoint my daughter, Aileen Paige Boykin, as the Executrix of my estate and direct that she serve as such without being required to post bond, file an inventory and appraisement, or render an accounting to the Court.

II

I direct my Executrix to pay all of my just debts, including funeral expenses, which are properly probated, registered and allowed as soon as it is practical to do so.

III

I will and bequeath my diamond watch and diamond ring to my daughter, Aileen Paige Boykin. I will and bequeath the automobile owned by me at the time of my death to my daughter, Donna Regina Boykin. I will and bequeath my dining room table and chairs to my daughter, Aileen Paige Boykin. I will and bequeath my stereo and contents to my daughter, Aileen Paige Boykin. All other furniture will go to my daughter, Donna Regina Boykin. I will and bequeath my lawn mower and yard equipment to go to my grandson, Justin Allen Boykin

IV

I will, devise and bequeath all of the rest, residue and remainder of my property, real, personal and mixed, where ever situated in equal shares to Aileen Paige Boykin, and Donna Regina Boykin.

WITNESS MY SIGNATURE in execution of my Last Will and Testament on the 14 day of July, 2004

Evelyn H. James
EVELYN H. JAMES, TESTATRIX

ATTESTING WITNESSES:

Amy L. Jackson
Walter L. Cannon

FILED
THIS DATE
OCT 05 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Arthur Johnston* D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
EVELYN HAWTHORNE JAMES, DECEASED

NO. 2004-689

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 Amy L. Jackson, whose address is 205 Garden Cove, Ridgeland, Mississippi 39157, who being by me first duly sworn according to law, states on oath:

1.

That the affiant is one of the subscribing witnesses to that instrument of writing purporting to be the Last Will and Testament of Evelyn Hawthorne James.

2.

That on the 14th day of July, 2004, the said Evelyn Hawthorne James signed, published and declared the instrument of writing to be her Last Will and Testament, in the presence of this affiant and David L. Cannon, the other subscribing witness to the instrument.

3.

That Evelyn Hawthorne James was then and there of sound and disposing mind and memory and over the age of eighteen (18) years

FILED
THIS DATE
OCT 05 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

4.

That this affiant, along with David L. Cannon, the other witness to the Will 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 Evelyn Hawthorne James, and in the presence of each other

Amy L. Jackson
AMY L. JACKSON

SWORN TO AND SUBSCRIBED before me on this the 26th day of August, 2004.

Teresa G. Johns
NOTARY PUBLIC

My Commission Expires:

(Affix Seal)



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
EVELYN HAWTHORNE JAMES, DECEASED

NO. 2004-689

AFFIDAVIT OF EXECUTRIX

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally came and appeared before me, the undersigned authority of law in and for the above styled jurisdiction, the within named, AILEEN PAIGE BOYKIN, Executrix of the Estate of Evelyn Hawthorne James, deceased, who being first duly sworn states on his oath the following:

1. That the undersigned affiant has made reasonably diligent efforts to identify persons having claims against this Estate.
2. That the undersigned affiant, having made reasonably diligent efforts, has identified the following creditors believed to have claims against the Estate:

Trustmark National Bank

- 3 Further affiant sayeth not

Aileen Paige Boykin
AILEEN PAIGE BOYKIN, EXECUTRIX

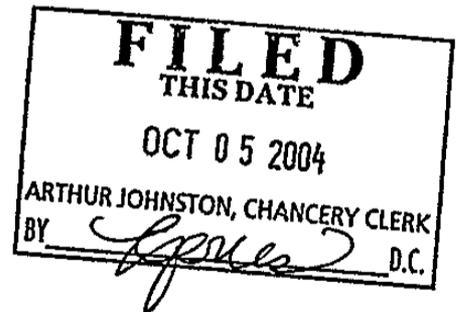
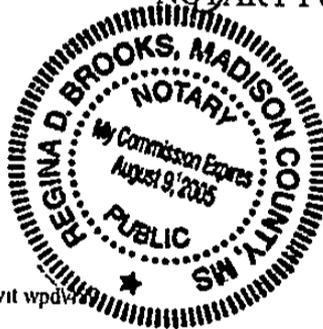
SWORN TO AND SUBSCRIBED before me on this the 1st day of October, 2004.

Regina Brooks
NOTARY PUBLIC

My Commission Expires:

August 9, 2005

(Affix Seal)



LAST WILL AND TESTAMENT

OF

CALVIN W. SPEAKS, SR.

2004-801
FILED
 THIS DATE
 OCT 06 2004
 ARTHUR JOHNSTON, CHANCERY CLERK
 BY *[Signature]* D.C.

I, CALVIN W. SPEAKS, SR., an adult resident citizen of Madison County, Mississippi, above the age of twenty-one years, and of sound and disposing mind and memory, do hereby make, publish and declare this instrument to be my Last Will and Testament, hereby revoking all previous Wills or codicils thereto heretofore made by me.

ITEM I

I hereby direct my Executrix or the Alternate Executor to pay all my just debts which may be probated, registered, or allowed against my Estate as soon after my death as is practical, and, in any event, prior to distribution of my assets as set forth hereafter.

ITEM II

I hereby name, constitute and appoint my wife, SANDRA SPEAKS, as the Executrix of this my Last Will and Testament. I further direct that she act in that capacity without the necessity of posting of bond to insure the faithful performance of her duties and, I hereby formally waive accounting and appraisal of the assets of my Estate and, insofar as is lawful, inventory thereof. In the event my wife, Sandra, is unable, unwilling, or incompetent to act as Executrix, I then hereby name, constitute and appoint my son, CALVIN W. SPEAKS, JR., as an Alternate Executor under the same terms and conditions heretofore imposed upon my wife.

ITEM III

I hereby give, devise and bequeath all property owned by me at the time of my death, whether the same is real, personal, or mixed, and wheresoever the same may be situated, to my family members, as follows:

A. To my son, ROCKY LYNN SPEAKS, I hereby give, devise and bequeath that certain 10 acre tract of land owned by me located in Leake County, Mississippi; any boats, motors, fishing equipment, or other personal property normally used in hunting and fishing activities; and, any automobile owned by me at the time of my death not specifically referred to elsewhere herein.

B. I hereby give, devise and bequeath unto my son, CALVIN W. SPEAKS, JR., all stock owned by me at the time of my death in that

[Handwritten Signature]

certain Mississippi Corporation commonly known as "Discount Tire World and Auto Repair"; all jewelry owned by me at the time of my death; and, further specifically direct that any indebtedness owed to me by CALVIN W. SPEAKS, JR., whether the indebtedness is secured by real property or personal property, or unsecured, be deemed as paid in full, and I direct my Executrix or Alternate Executor to execute the necessary documents to reflect the cancellation of any such indebtedness and to file same in the appropriate public records.

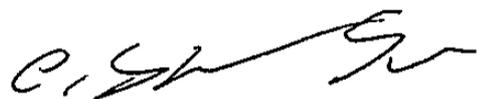
C. To my grandchildren, DUSTIN PAUL SPEAKS (VAUGHN), TRENTON VAUGHN, and BRITTANY SPEAKS, I hereby give, devise and bequeath all Certificates of Deposit held solely in my name at any depository, as well as all other negotiable instruments having no other named payee, in equal shares, share and share alike, should each of them have attained the age of twenty-four years. In the event that Dustin, Trenton, or Brittany have not attained the age of twenty-four years at the time of my death, I then hereby give, devise and bequeath to my wife, Sandra Speaks, in trust, however, for the use and benefit of each of the aforementioned grandchildren those sums referred to herein and direct said Trustee to manage the funds as, in her discretion, she deems best to insure that each of the grandchildren identified in this paragraph have completed their secondary education and direct that she remain in her capacity as Trustee over such funds until each child has attained the age of twenty-four years.

D. To my grandson, WADE MATTHEWS, I hereby give, devise and bequeath my 1970 Blue Ford Pickup Truck.

E. I hereby give, devise and bequeath unto my grandsons, DUSTIN PAUL VAUGHN, whose Social Security Number is 632-24-4674, and TRENTON VAUGHN, whose Social Security Number is 635-38-5177, real property, together with all improvements thereon, situated at 355 Eastwood Drive in Ridgeland, Madison County, Mississippi, as their own, in equal shares. Should my death occur prior to Dustin Paul Vaughn and Trenton Vaughn having attained the age of twenty-one years, I then hereby give, devise and bequeath the subject property to CALVIN W. SPEAKS, JR., as Trustee, for the use and benefit of Dustin Paul Vaughn and Trenton Vaughn until each has attained the age of twenty-one years.

F. I hereby give, devise and bequeath unto my wife, SANDRA, in addition to all jointly owned property, any interest I may own at the time of my death in that certain 1984 Red Corvette automobile.

All the rest, residue and remainder of the assets of my Estate not specifically devised or bequeathed above, I hereby give, devise and bequeath unto my wife, SANDRA SPEAKS, and, in the event she has predeceased me, to the heirs named elsewhere herein, share and share alike, or to their issue, per stirpes.



IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament on this, the 28th day of July, 1994.

Calvin W. Speaks, Sr.
CALVIN W. SPEAKS, SR.

CERTIFICATE OF SUBSCRIBING WITNESSES

We, the undersigned subscribing witnesses to the Last Will and Testament of CALVIN W. SPEAKS, SR. hereby certify that he signed his Last Will and Testament in our presence, and that we signed our names as subscribing witnesses thereto in his presence, and in the presence of each other and at his special instance and request. We further certify that when he signed his Last Will and Testament CALVIN W. SPEAKS, SR. was above the age of twenty-one years and was of sound and disposing mind and memory.

WITNESS OUR SIGNATURES on this, the 28th day of July, 1994.

Sueann C. Phillips Residing at Bolton MS 39041

Ronald M Kirk Residing at Flora, MS 39071

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
CALVIN W. SPEAKS, SR., DECEASED

CIVIL ACTION NO. 2004-801

AFFIDAVIT OF WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

1. That he is familiar with the handwriting and signature of the late CALVIN W. SPEAKS, SR ; that the instrument of writing purporting to be the Last Will and Testament of CALVIN W. SPEAKS, SR. dated July 28, 1994, duly subscribed and witnessed by SUSAN C. PHILLIPS and RONALD M. KIRK, is authentic; that the signature subscribed thereto is the genuine signature of the said CALVIN W. SPEAKS, SR. and, that said signature was made and done by the said CALVIN W. SPEAKS, SR., as far as he does know and truly believe..

2. Additionally, the undersigned states on oath that he has known and been a close personal friend of CALVIN W. SPEAKS, SR., now deceased, for twenty-five or more years.

3. The undersigned Affiant is in no wise interested in the estate of CALVIN W. SPEAKS, SR., deceased

FILED
THIS DATE
OCT 06 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

And further, Affiant says naught.

Ronald M. Kirk
RONALD M. KIRK

SWORN TO AND SUBSCRIBED BEFORE ME on this the 5th day of October.

2004
CUSTODY
MY COMMISSION EXPIRES.
6/4/2006

Susan Cox Phillips
NOTARY PUBLIC

RONALD M. KIRK
ATTORNEY AT LAW
4854 MAIN STREET
P. O. DRAWER N
FLORA, MS 39071
PHONE: 601-879-8264
FAX: 601-879-9411
M.B.#3820
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