

IN THE CHANCERY COURT OF
MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF
THE LAST WILL AND TESTAMENT OF
LILLIAN HARTWIG WILLIAMS, DECEASED

PROBATE NO. 2004-925

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally appeared before me the undersigned authority in and for the state and county aforesaid the within named Lowry Chapman, ("Affiant") who, being by me first duly sworn on oath, stated:

Affiant is the duly appointed, qualified and acting executor of the estate of LILLIAN HARTWIG WILLIAMS, Deceased, and affiant has made reasonably diligent efforts to identify all persons having claims against the above styled and numbered estate in order to give 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 testamentary within the ninety (90) day period provided by Mississippi Code Annotated, Section 91-7-151 (1972) will bar such claim. After such reasonably diligent efforts, Affiant has been unable to identify any persons believed by Affiant to have claims against the estate.

WITNESS MY HAND this the 19th day of November, 2004

FILED
THIS DATE
DEC 10 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

[Signature]
LOWRY CHAPMAN

SWORN TO AND SUBSCRIBED before me this the 19th day of November,
2004.

Ginger Paunther
NOTARY PUBLIC

My Commission Expires

10-29-07



RICHARD A. COURTNEY, MSB #7722
FRASCOGNA COURTNEY, PLLC
6360 I-55 North, Suite 150
Jackson, Mississippi 39211
Telephone: (601) 987-3000

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF JOSEPHINE BOYD, DECEASED

CIVIL ACTION, FILE NO: 2004-939

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the state and county aforesaid, within my jurisdiction, on the date hereinafter set forth, Betty Jo Bennett, who, having been by me first duly sworn, state and deposed upon her oath as follows, to-wit:

1. I am the duly appointed, qualified and acting Administratrix of the estate of Josephine Boyd, deceased.

2. I have made reasonably diligent efforts to identify all persons having claims against the estate of said decedent in order to give notice by mail to all persons so identified, at their last known address, informing them that a failure to have their claim probated and registers by the clerk of the Chancery Court of Madison County, Mississippi, within the ninety (90) day period provided by §91-7-145, *Mississippi Code of 1972*, as amended, will forever bar such claim.

3. Being unable to identify any such creditor, I was not able to give any such written notice by mail, as required by §91-7-145, *Mississippi Code of 1972*, as amended

WITNESS MY SIGNATURE, this the 10 day of December, 2004.

FILED
THIS DATE
DEC 10 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

[Signature]
BETTY JO BENNETT, Administratrix

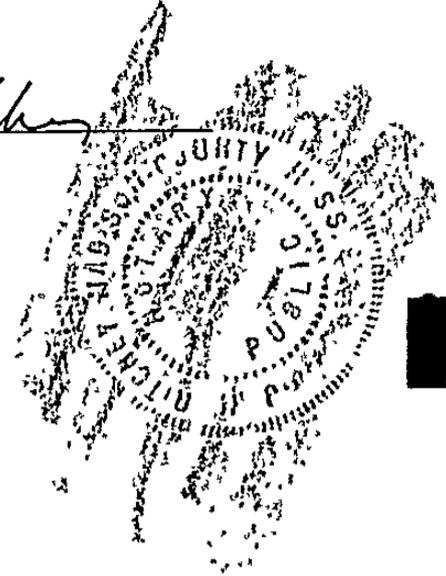
SWORN AND SUBSCRIBED BEFORE ME, this the 10 day of December, 2004.


NOTARY PUBLIC

My Commission Expires.

12-10-04

BEnett AFF
066/120704



FILED
THIS DATE
DEC 17 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim Meiers* D.C.

LAST WILL AND TESTAMENT
OF
REV. PETER QUINN *2004-938*

IN THE NAME OF THE FATHER AND OF THE SON AND OF THE HOLY SPIRIT.

I, Rev. Peter Quinn am a resident of the City of Madison, Madison County, Mississippi, over the age of eighteen (18) years. I am in a condition to make a will and do hereby make, publish and declare this to be my Last Will And Testament, hereby revoking all prior wills or testamentary dispositions of every kind, except as noted below, beginning anew, do declare as follows.

1. For the benefit of the court I advise that I am a priest of the Roman Catholic Church incardinated into the Diocese of Jackson. I am unmarried and have no descendants.

2. I direct that my Executor examine my private Mass stipend book to determine whether all Mass intentions have been fulfilled, and, if not, that he make suitable arrangements for them to be satisfied by one or more priests as an expense of my estate

3. I give and bequeath all sacred vessels (specifically including my chalice engraved: "In Memory of Peter Quinn" who was my uncle) and vestments and any other sacerdotal articles to my Executor for disposition, as he may deem appropriate.

4. I give and bequeath to my Executor all of my priestly papers and records Without limiting the absolute character of this bequest, I request that he dispose of them as he, in his discretion, deems fit or in accordance with any wishes of mine that he knows of.

P. Q.

Pm

WFB

[Signature]

5. I give and bequeath to my Executor my clothing and such personal effects and grant them the express right to distribute such articles to those persons able to make use of them, including the poor. Should any of my family in Ireland want any of my personal pictures, gifts, mementos, memorabilia and the like, I ask that my Executor distribute such items to them

6 All remaining tangible personal assets, including any vehicle or vehicles, I may own at the time of my death shall become a part of my estate. I direct my Executor to sell such items and add the proceeds to the estate. Notwithstanding the foregoing, my Executor may distribute any of my personal effects having minimal monetary value to any of my relatives or fellow priests to whom they have sentimental value.

7 I appropriate the sum of Five hundred Dollars (\$500.00) for Masses to be offered for the repose of my soul I appropriate like sums for Masses to be said for the repose of the souls of my brother Paddy and of my brother Michael. My Executor is to determine the distribution of said total of One thousand, five hundred and no 100ths Dollars (\$1,500) and pay the stipend in accordance with the diocesan standard.

8. I give and bequeath the following percentages of my residuary estate to the organizations named below.

a) One per cent (1%) to the St. Vincent De Paul society of the Diocese of Biloxi to be used in the pharmacy program the Society sponsors

b) One per cent (1%) to the Negro and Indian Mission Fund.

c) Five per cent (5%) to Mercy Cross High School Fund For Tuition For Poor Black Students

P. D.

Am

WBD

d) One per cent (1%) to Catholic Social and Community Services of the Diocese of Biloxi to be sued for emergency assistance.

e) Four per cent (4%) to the Association of Priests of the Dioceses of Jackson and Biloxi.

9. I give and bequeath my body to science and if there is some special area of diabetes research for which my body can be used, that is my preference.

10. All the rest and remainder of my estate, real personal and mixed and wherever situate I give, devise and bequeath in equal shares to the following persons who survive me.

- A. Andrew Quinn, my brother
- B. Carmenita Quinn, my sister-in-law
- C. AnneMarie Quinn, my niece
- D. Sharon Quinn, my niece
- E. Kevin Quinn, my nephew
- F. Laura Quinn, my niece

13. I hereby nominate, constitute and appoint Michael O'Brien, Executor of this my Last Will and Testament. My Executor shall not be required to enter into any bond to serve as such, nor report to any court his actions hereunder. To the estate now, or hereafter, possible I waive the appraisal of my estate. I grant to my Executor in the administration of my estate all power and discretion given Trustees under the Mississippi Uniform Trustee's Powers Act, including the power of sale of real or personal property without prior authorization or subsequent report to any court. My Executor may pay any debt or claim against my estate that he finds to be valid, just and owing without requiring

P. A.

Am

WPO

Am

it to be probated, registered or allowed, however she shall not be required to pay any claim that has not been properly probated.

Witness my signature this the 7th day of April, 2004.

Peter Quinn
(Rev.) Peter Quinn

WITNESSES:

[Handwritten Signature]

[Handwritten Signature]

[Handwritten Signature]

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and the aforesaid jurisdiction, the below named subscribing witnesses to that certain instrument dated the 7th day of April, 2004 styled the Last Will and Testament of Rev Peter Quinn, who, being by me first duly sworn state that Rev Peter Quinn signed, published and declared said instrument on that date in the presence of each of them; that each of the subscribing witnesses signed said instrument as subscribing witnesses at the request of said testator, in his presence and in the presence of each other; that the testator was then over the age of eighteen (18) years and was of sound mind, memory and discretion and in condition to make a will, and that the address of each subscribing witness is shown below.

Phyllis Mokry William P. Drensing John A. Welst. Jr
Signature Signature Signature

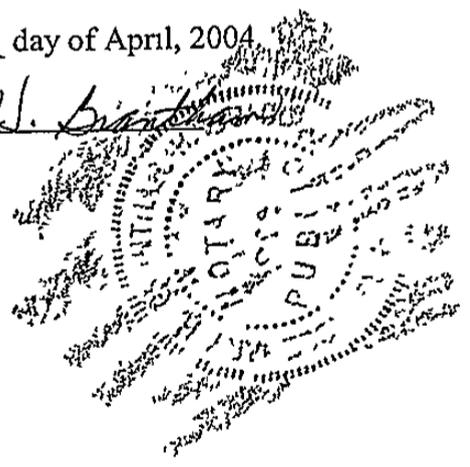
Phyllis Mokry William P. Drensing John A. Welst. Jr.
Print name above Print name above Print Name above

Address: 2757 W Benward Dr. 5969 BAXTER DR. 105 Rolling Creek Dr.
Jackson, MS 39204 JACKSON, MS 39211 JACKSON MS 39211

SWORN TO AND SUBSCRIBED BEFORE ME, this the 7th day of April, 2004

Rosemary H. Brantley
Notary Public

My commission expires: MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES JULY 13, 2005
BONDED THRU STEGALL NOTARY SERVICE



FILED
THIS DATE
DEC 17 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

LAST WILL AND TESTAMENT
OF
ANNIE MORRISS EZELLE PICKETT

2004-956

I, ANNIE MORRISS EZELLE PICKETT, an adult resident of Jackson, Hinds County, Mississippi, make this my Will and revoke all prior Wills and codicils.

ITEM I.

My husband's name is GEORGE BAILEY PICKETT, and he is herein referred to as "my husband." I have two (2) children now living, as follows:

- GEORGE BAILEY PICKETT, JR., and
- RUTH EZELLE PICKETT COLE.

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

ITEM II.

I appoint my husband, GEORGE BAILEY PICKETT, as Executor of my Estate under this Will. In the event my Executor is or becomes unable or unwilling to serve, I appoint my son, GEORGE BAILEY PICKETT, JR., to serve as successor Executor.

ITEM III.

My Executor shall pay all funeral expenses, costs of administration and other proper claims against my estate.

ITEM IV.

To my husband, GEORGE BAILEY PICKETT, if he survives me, I devise and bequeath the following:

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

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

If my husband does not survive me, I devise and bequeath my interest in the family residence and the assets described in Paragraph B, to my living children in substantially equal shares, to be divided among them as they agree. In the event either of my children is not surviving, that deceased child's share shall be distributed to his or her descendant's, per stirpes.

ITEM V.

To my husband, GEORGE BAILEY PICKETT, I give and bequeath all furniture, furnishings, decorations, silverware, china, pictures, linens, glassware and the like located in our home. If my husband predeceases me, I give and bequeath such items to my children in substantially equal shares, to be divided among them as they agree.

ITEM VI.

All Section references, as used in this Will, refer to the Internal Revenue Code of 1954, as amended, or any corresponding provisions of future laws.

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

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

ITEM VII.

I devise and bequeath to GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE, as Co-Trustees under the terms set forth in this Will, an amount of property equal to the largest amount, but no more, that can pass free of Federal estate tax by reason of the unified credit available at the date of my death provided under Section 2010 and the state death tax credit allowable to my estate under Section 2011. However, the amount of this bequest shall be reduced by the value of insurance proceeds and any other property which passes at any time during my life or at my death, either under any other Item of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under Federal estate and gift tax law and for which no marital deduction is allowed under Section 2056 and no deduction for public, charitable or religious purposes is allowed under Section 2055. In computing the amount of property constituting this pecuniary bequest, the values used in finally determining the Federal estate tax on my Estate shall control. My Executor shall select and distribute to the Co-Trustees the cash or other property to be placed in this Trust. This trust shall be for the benefit of my husband, GEORGE BAILEY PICKETT; my children,

GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE; and my children's descendants.

The assets devised and bequeathed under this Item of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death and any other expenses of my estate not deductible for Federal estate tax purposes. I recognize the possibility that no property may be disposed of by this Item of my Will and that the amount so disposed of may be affected by the action of my Executor in exercising certain tax elections.

In the event my children are not both able or willing to serve as Co-Trustees, FIRST MISSISSIPPI NATIONAL BANK, Jackson, Mississippi, shall serve as successor Trustee. The Co-Trustees shall hold, administer and distribute the funds of the trust under the following provisions.

A. The Co-Trustees shall pay to and among my husband, my children, and my children's descendants (but not necessarily in equal shares) as much of the net income as the Co-Trustees, in their discretion, deem advisable for the education, support, maintenance, and health, including any hospital or other institutional care, of these beneficiaries, and for the maintenance of their accustomed standard of living. These distributions shall be made in proportions and amounts and at such intervals as the Co-Trustees determine. Any income not distributed shall be added to principal and distributed in accordance with subsequent provisions.

B. In addition to the income distributions the Co-Trustees shall pay to or for the benefit of these beneficiaries, or any of them, (but not necessarily in equal shares) as much principal as the Co-Trustees, in their discretion, deem advisable for the education, support,

maintenance and health, including any hospital or other institutional care, of my beneficiaries or for the maintenance of their accustomed standard of living. In making principal distributions, the Co-Trustees shall consider the needs of the beneficiaries and the funds available to them from other sources.

C. Upon my husband's death, the Co-Trustees shall distribute outright the trust assets, in equal shares, to my children, GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE. In the event of the death of either of my children prior to receipt by that child of his or her share of the trust estate, the share of my deceased child shall be divided into shares for my deceased child's then living descendants, per stirpes, and retained in trust for the benefit of my deceased child's then living descendants. The net income and principal of each share shall be distributed to such surviving descendant as the Trustee determines in accordance with the directions and standards previously set forth in paragraphs (A) and (B) of this Item VII of my Will. Each descendant's share of the trust estate shall be distributed to the descendant when that descendant of such deceased child attains the age of thirty (30) years. If at the death of a child of mine, he or she leaves no surviving descendants, that deceased child's share of the trust estate shall be distributed to my other child, upon my husband's death.

D. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the distribution of all trust assets, the trust assets shall be distributed to my heirs-at-law, as determined in accordance with the intestacy laws then in effect in the State of Mississippi.

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

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

G. This trust shall be designated and known as the "Annie Morriss Ezelle Pickett Family Trust."

ITEM VIII.

If my husband, GEORGE BAILEY PICKETT, survives me, I devise and bequeath to GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE, as Co-Trustees for my husband, the rest and residue of my estate, real and personal, of whatsoever kind or character and wheresoever situated.

In the event my children are not both able to serve as Co-Trustees, FIRST MISSISSIPPI NATIONAL BANK, Jackson, Mississppi, shall serve as successor Trustee. The Co-Trustees shall hold, administer and distribute the funds of the trust under the following provisions:

A. Commencing with my death, the Co-Trustees shall distribute to my husband, or apply for his benefit, all of the trust net income. The net income shall be so distributed or applied in convenient installments, but at least annually.

B. The Co-Trustees may, in their discretion, pay to my husband, or apply for his benefit, as much of the principal of the trust as the Co-Trustees deem desirable for his support, maintenance, and health, including any hospital or other institutional care, and for the maintenance of his accustomed standard of living. In the exercise of this discretion the

Co-Trustees shall consider the needs of my husband and the funds available to him from other sources.

In addition to all the net income and to so much of the principal as the Co-Trustees shall determine from time to time to distribute or to apply for his benefit, my husband shall have the right to appoint to himself during any one calendar year, up to, but not more than, the greater of five percent (5%) of the aggregate value of the principal at the end of such year or Five Thousand Dollars (\$5,000). Any such appointment shall be by written instrument signed by him and delivered to the Co-Trustees. In the event of such distribution of principal to my husband, receipt therefor shall be complete acquittance of the Co-Trustees. This right of my husband to appoint principal shall not be cumulative from one year to another.

C. Upon the death of my husband, any and all undistributed income of this trust, or of the "marital deduction portion" if my Executor elects to have only a portion of this trust qualify for the marital deduction, shall be distributed to his estate. The remaining trust assets shall be distributed, in equal shares, to my children, GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE, except that, unless my husband directs otherwise by his Will, the Co-Trustees may, if in the discretion of the Co-Trustees such would benefit my descendants, first pay from the principal of this trust, directly or to the legal representative of my husband's estate as the Co-Trustees deem advisable, the amount of estate and inheritance taxes assessed by reason of the death of my husband, together with the expenses of administering his estate.

In the event either of my children die prior to this distribution and my Executor elects to have only a portion of

this trust qualify for the marital deduction, the share of such deceased child shall be divided into shares for my deceased child's then living descendants, per stirpes, and retained in trust for the benefit of my deceased child's then living descendants. The net income and principal of each share shall be distributed to such surviving descendant as the Trustee determines in accordance with the directions and standards previously set forth in paragraphs A and B of Item VII of my Will. Each descendant's share shall be distributed to the descendant when that descendant of such deceased child attains the age of thirty (30) years. If at the death of a child of mine, he or she leaves no surviving descendants, that deceased child's share of the trust estate shall be distributed to my other child, upon my husband's death.

D. It is my intention to qualify the bequest hereunder for the marital deduction under Section 2056, if my Executor so elects, and any provision herein to the contrary shall be void. Accordingly, I direct (a) that there shall not be allocated to the trust any property which would not qualify for the marital deduction; (b) that the Co-Trustees shall not invest in nor retain beyond a reasonable time, without the consent of my husband, any unproductive property as that property is defined in applicable tax laws and my husband shall have the power to require the Co-Trustees to either make the property productive or to convert it to productive property within a reasonable time; and (c) that none of the powers or discretions of the Co-Trustees shall be exercised in a manner which will deny my estate the marital deduction for property passing to this trust.

E. I authorize my Executor to make the election under Section 2056(b)(7) to have this trust or any portion hereof treated as "qualified terminable interest property" for the

purpose of qualifying for the marital deduction allowable in determining the Federal estate tax upon my estate.

My Executor shall, in its sole discretion, determine whether to elect, under the provisions of the Internal Revenue Code applicable to my estate, to have a specific portion (herein referred to as the "marital deduction portion") or all of this trust, treated as "qualified terminable interest property" for Federal estate tax purposes. If an election is made as to less than all of this trust, the specific portion shall be expressed as a fraction, and the value of the marital deduction portion at any time may be determined by multiplying the value of this trust at that time by the fraction then in effect. At the time of any distribution of principal under Paragraph B above, the fraction shall be adjusted, first by restating it so that the numerator and the denominator are the values of the marital deduction portion and of the entire trust, respectively, immediately prior to the principal distribution, and then by subtracting the amount of the principal distribution from each of the numerator and the denominator, except that the numerator shall not be reduced below zero. Generally, I anticipate that my Executor will elect to minimize the estate tax payable by my estate. However, I would expect that some consideration be given to the timing of my husband's death and mine and the computation of the combined estate taxes in our two estates, especially if he should die prior to the time the election is made. The determination of my Executor with respect to the exercise of the election shall be conclusive upon all affected persons.

F. If my husband survives me (or is deemed to have survived me) and no Federal estate tax is payable by my estate whether my estate is valued for Federal estate tax purposes on my date of death or the alternate valuation date, I suggest

(but do not direct) my Executor to use whichever of said dates will result in the highest value for my estate.

G. Neither my husband, nor any other person, shall have the right to appoint any part of the income or principal of the trust to any person other than my husband prior to his death.

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

I. Anything herein contained to the contrary notwithstanding, if my husband or the Co-Trustees shall, as provided in Item XVIII of this Will, disclaim any portion or all of the property passing under this Item VIII, then such portion shall be distributed, in equal shares, to my children, GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE.

J. This trust shall be known as the "George Bailey Pickett, Sr. Marital Trust."

ITEM IX.

If I am not survived by my husband, I give, devise and bequeath the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, in equal shares, to my children, GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE. In the event either of my children is not surviving, that deceased child's share shall be distributed to his or her descendants, per stirpes.

ITEM X.

In making distributions for beneficiaries from any trust

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

ITEM XI.

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

ITEM XII.

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

ITEM XIII.

If at the time any distribution of trust assets from any trust created in this Will is required and a minor is entitled to a share thereof, the Trustee is directed to continue to hold the share of the minor in trust for the minor's benefit until such minor attains age twenty-one (21) years. Until distribution is made, the Trustee shall expend such part of the income and/or principal of the share belonging to the minor as the Trustee in the Trustee's discretion deems necessary to provide for the education, support, maintenance and health of the minor.

ITEM XIV.

Any trust created herein shall be entitled to a proportionate share of the income of my estate commencing with the date of my death. During the administration of my estate and until the trust is established, I authorize the Trustee, in the Trustee's discretion, to request of my Executor, in which case my Executor shall comply with that request, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of the trust. These payments shall be an amount which in the judgment of the Trustee and the Executor, jointly, equals the income which the beneficiaries would receive from the trust had it been established at my death.

ITEM XV.

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

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

ITEM XVI.

Any Trustee of any trust created in this Will may resign at any time by giving written notice, specifying the effective date of resignation, to the persons who are income beneficiaries of the trust at that particular time. The notice may be made by personal delivery or sent by registered mail. During the lifetime of my husband, he may demand the resignation of the Trustee of any trust hereunder by written notice to the Trustee, specifying the date for such resignation. In the event of the resignation of either of my children as Co-Trustee under either of the trusts created herein, both of my children shall cease to serve as Co-Trustees, and FIRST MISSISSIPPI NATIONAL BANK, Jackson, Mississippi, shall serve as successor Trustee. The resigning Co-Trustees shall deliver all trust assets to the successor Trustee on the effective date of the resignation, and shall, within sixty (60) days of such date, submit a full and final accounting to the successor Trustee and to the income beneficiaries of the trust. Any successor Trustee shall be vested with all the rights, powers, duties and discretions conferred upon the original Co-Trustees.

ITEM XVII.

Unless otherwise provided, the administration and management of any trust created herein, the sale and

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

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

B. To place, in the discretion of the Co-Trustees, trust funds on time deposit in savings accounts or certificates of deposit in any federally insured bank or federally insured savings and loan association.

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

D. To sell, transfer, convey, mortgage, lease and dispose of the trust property upon such terms and in such manner and for such amounts as the Co-Trustees shall deem

proper, and any lease or other instrument which is executed by the Co-Trustees shall continue in full force and effect under its terms, notwithstanding the termination of any trust hereunder.

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

F. To invest funds of the trust in assets purchased from my husband or others in exchange for a private annuity. Any such purchase shall be made at a price or prices determined by the Co-Trustees to be equal to the fair market value of such assets. If such purchase is deemed desirable by the Co-Trustees, the Co-Trustees shall enter into a private annuity contract or other form of agreement setting forth the amount, frequency, duration, and other terms of such annuity. If assets acquired by such private annuity are to be distributed from the trust at a time when the annuity obligation is still in existence, the Co-Trustees may, in their discretion, distribute the assets involved on condition that the recipient thereon expressly assumes such obligation.

G. To invest trust assets in a common fund established by the Trustee pursuant to the Uniform Common Trust Fund Law of Mississippi.

H. To surrender, disclaim, release, relinquish or amend, after providing written notice to the income beneficiaries, all or any portion of any administrative provision of any trust created herein which causes or may cause adverse or unanticipated tax liability to my estate, the trust, the Co-Trustees, or the beneficiaries.

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

J. To receive property conveyed to the trust by any person, and to hold, administer and distribute the property in accordance with the terms of the trust.

K. To participate in any reorganization, recapitalization, merger, or similar proceeding affecting any corporation or partnership, the securities of which or interests in which are held in trust.

L. To hold investments in the name of a nominee.

M. To invest and reinvest in assets not ordinarily considered proper investments for trusts, including but not limited to securities offered by new and unseasoned ventures, options in any form of securities, commodities, gold, silver and other precious metals, works of art, antiques, foreign currencies, coins, jewels, oil, gas, mineral, timber and other interests in natural resources, and real property and breeding animals, even though such investments may be regarded as speculative. Such investments may be made in such manner as the Trustee may in its sole discretion determine, including by direct purchase, or by the purchase of future contracts, spot

contracts, claims, puts, calls, straddles, short or long contracts, or any other form of option agreement, loans including equipment loans, participation in joint ventures, partnerships, limited partnerships, corporations, or by any other form of participation or ownership.

The Co-Trustees may retain such experts, including specialized investment counsel, appraisers, accountants, and attorneys, as it deems appropriate for advice in the selection, maintenance and disposition of such assets, and may pay the fees of any such experts as well as all expenses incurred in the acquisition, storage, maintenance and delivery of such assets.

ITEM XVIII.

Any recipient of property or beneficiary of a trust hereunder, or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her whether outright or in trust or all or any part of his or her interest in any trust created herein. In addition, my husband shall have the specific right to direct the Co-Trustees of the "George Bailey Pickett, Sr. Marital Trust" to disclaim part or all of any property devised or bequeathed to said trust. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518. Any such disclaimer may be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated. If my husband or any other person or a Trustee disclaims any portion of a bequest, the property disclaimed shall be distributed, in equal shares, to my children, GEORGE BAILEY PICKETT, JR., and RUTH EZELLE PICKETT COLE.

ITEM XIX.

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

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. However, my Executor shall not exercise this discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the Federal estate tax due by my estate.

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

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

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 29th day of July, 1982.

Annie Morriss Ezelle Pickett
Annie Morriss Ezelle Pickett

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

A. E. Brines

Jackson, Mrs.
Address

Ludie Fay Lewis

Jackson, Miss
Address

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said county and state, LUDIE FAY LEWIS, one of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of ANNIE MORRISS EZELLE PICKETT, of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said ANNIE MORRISS EZELLE PICKETT signed, published and declared said instrument as her Last Will and Testament on July 29, 1982, in the presence of this affiant and in the presence of ROBERT E. BAINES, the other subscribing witness, that said Testatrix was then of sound and disposing mind and memory and above the age of eighteen years, and this affiant makes oath that she and the said ROBERT E BAINES 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.

Ludie Fay Lewis
LUDIE FAY LEWIS

Sworn to and subscribed before me this, the 14th day of December, 2004.

Patsy S. Luke
NOTARY PUBLIC

PAISY S. LUKE
Notary Public, State of Mississippi
At Large
My Commission Expires
September 6, 2008
HEIDEN, BROOKS & GARLAND, INC.

FILED
THIS DATE
DEC 17 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

Last Will and Testament *2004-987*
of
William H. Pettigrew, Sr.

I, William H. Pettigrew Sr., a legal resident of the State of Mississippi, County of Rankin, being of sound mind and disposing memory, and not acting under duress or undue influence of anyone, do hereby make, publish and declare this instrument to be my Last Will and Testament, hereby revoking former Wills and Codicils ever made by me.

ARTICLE I.

I declare I am a widower of Agnes Pettigrew, and I have not remarried. I have four children now living who was born to me during my marriage to Agnes Pettigrew, namely, William Howard Pettigrew Jr., Marshall Franklin Pettigrew, Thomas A. Pettigrew, and James E. Pettigrew. I have no other living children. All references herein to my "children" shall denote William Howard Pettigrew Jr., Marshall Franklin Pettigrew, Thomas A. Pettigrew, and James E. Pettigrew.

ARTICLE II.

I direct all estate, inheritance and like taxes imposed by reason of my death, with respect to property passed under my will or otherwise, shall be paid out of my residuary estate, without apportionment, and with no right of reimbursement from any recipient of any such property. I also direct that my just debts, funeral expenses, and expenses of last illness be first paid from my estate.

ARTICLE III.

I give and devise all my real property interests, including mixed real and personal property interests, wherever situated, to William Howard Pettigrew Jr.,

FILED
THIS DATE
DEC 30 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim Heuser* D.C.

ca *kd*
mark

Marshall Franklin Pettigrew, and Thomas A. Pettigrew, per stirpes.

ARTICLE IV.

I give and bequeath all the rest, residue and remainder of my personal property interests, excluding any property over which I shall have a power of appointment, absolutely and in fee simple, to my children, per stirpes.

ARTICLE V.

For the purposes of this Will, a beneficiary shall not be deemed to have survived me if such beneficiary dies within thirty (30) days after my death.

ARTICLE VI.

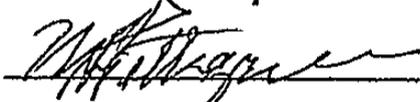
I hereby nominate and appoint Erma Nell (Wallace) Gatlin, of Bogue Chitto, Mississippi, and William Howard Pettigrew Jr., of Richland, Washington, as co-Executors (the "Executor"). If either of them is unable or unwilling to serve as co-executor, the remaining nominee shall serve as sole Executor. I direct that they shall serve without bond, inventory, accounting or appraisal, for the performance of such duties. I give my Executor the fullest power and authority in all matters and questions, including, without limitation, complete power and authority to sell, at public or private sale, dispose of, barter or exchange, all property, real, personal and mixed, at such times and upon such terms and conditions as my representative may determine, all without court order. In the unlikely event Erma Nell Gatlin and William Howard Pettigrew Jr are unable or unwilling to agree with each other on a matter, I direct that they shall immediately submit the matter to the Court for direction and shall abide by the Court's direction.

ARTICLE VII.

If any property of my estate vests in absolute ownership in a minor or incompetent, my Executrix, at any time and without court authorization, may: distribute the whole or any part of such property to the beneficiary; or use the whole or any part for the health, education, maintenance and support of the beneficiary; or distribute the whole or any part to a guardian, committee or other legal representative of the beneficiary, or to a custodian for the beneficiary under any gifts to minors or transfers to minors act, or to the person or persons with whom the beneficiary resides to use for the beneficiary. The receipt of the person to whom the

distribution is so made shall release my Executrix from any liability with respect thereto, even though my Executrix may be such person. If such beneficiary is a minor, my Executrix may defer the distribution of the whole or any part of such property until the beneficiary attains the age of eighteen (18) years, and may hold the same as a separate fund for the beneficiary with all of the powers described in Article VI hereof. If the beneficiary dies before attaining said age, any balance shall be paid and distributed to the estate of the beneficiary.

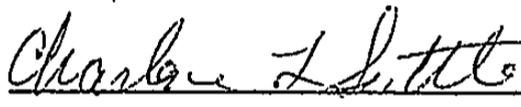
IN WITNESS WHEREOF, I have hereunto affixed my signature this day of 14th Oct, 2003, at Pearl, Mississippi.


William H. Pettigrew, TESTATOR

State of Mississippi
County of Rankin

The foregoing instrument, was, on the date therein mentioned, signed, published and declared by the above-named Testator, William H. Pettigrew, as and for his Last Will and Testament, in the presence of us, who at his request, in his presence and in the presence of each other, have hereunto subscribed our names as witnesses thereto. We declare that at the time of the execution of this instrument the said Testator, William H. Pettigrew, according to our best knowledge and belief was of sound mind and disposing memory and under no constraint.

 OF Pearl, MS

 OF Pearl, MS

STATE OF MISSISSIPPI
COUNTY OF RANKIN

Before me, the undersigned authority, on this date personally appeared William H. Pettigrew, Kathy Depyster and

Charlene Suttle
known to me to be the Testator and the Witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and, all of said person being by me duly sworn, the said William H. Pettigrew, Testator, declared to me and to the said witnesses in my presence that said instrument is his Last Will and Testament, and that he had willingly made and executed it as his free act and deed for the purpose therein expressed; and the said witnesses, each on their oath stated to me, in the presence and hearing of the said Testator, that the said Testator declared to them that said instrument is his Last Will and Testament, and he executed same as such and wanted each of them to sign it as a witness; upon their oaths each witness stated further that they did sign it as a witness in the presence of the said Testator and at his request; that he was at that time over the age of eighteen years, and was of sound mind; and that each of the said witnesses was then at least eighteen years of age.

[Signature]
William H. Pettigrew, TESTATOR.

[Signature]
WITNESS

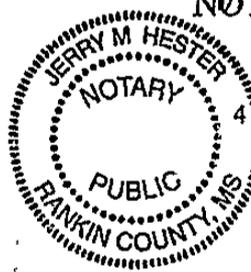
Charlene Suttle
WITNESS

State of Mississippi
County of Rankin

Subscribed and acknowledged before me by the said William H. Pettigrew, Testator, and subscribed and sworn to before me by the said Ruthy Depoyster and Charlene Suttle, witnesses, this 14 day of Oct, 2003.

[Signature]
NOTARY PUBLIC

My commission expires:



Notary Public State of Mississippi
At Large
My Commission Expires
November 7, 2006
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT - PROBATE DIVISION

3 38 . 336

I, HENRY A BUDZINSKI Judge of the Circuit Court of Cook County, Illinois,
certify that DOROTHY BROWN was on the date of the attached certificate the duly
qualified clerk of this court and that the certificate was made by her and is in legal form.

NOVEMBER 25, 2003

Henry A. Budzinski

Judge

Judge's No.

I, DOROTHY BROWN Clerk of the Circuit Court of Cook County, Illinois, certify that
HENRY A. BUDZINSKI was on the date of the above certificate a duly qualified judge of
this court and that the certificate was made by the judge.

Witness NOVEMBER 25, 2003

Dorothy Brown

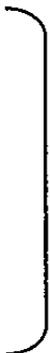
Clerk of Court

FILED
THIS DATE
DEC 30 2004
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim S. Miller* D.C.

DOROTHY BROWN, CLERK OF THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS

IN THE MATTER OF THE ESTATE OF
JOSEPH E DESMORE



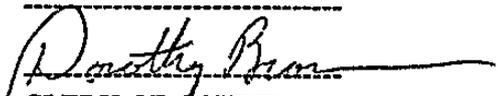
No: 2003 P 7051^B 38 P 337

Docket:

Page.

I hereby certify that the attached are true and correct copies of:
LETTERS OF OFFICE -- DECEDENT'S ESTATE ISSUED
HARRY L. CUMMINGS AS INDEPENDENT EXECUTOR
ON NOVEMBER 19, 2003
ORDER ADMITTING WILL TO PROBATE AND APPOINTING
REPRESENTATIVE ON NOVEMBER 19, 2003.
LAST WILL AND TESTAMENT OF JOSEPH E. DESMORE
APPROVED AND ADMITTED ON NOVEMBER 19, 2003.
AS APPEARS FROM THE ORIGINALS ON FILE IN MY OFFICE.
I FURTHER CERTIFY THAT SAID WILL WAS PROVEN AGREEABLE
ACCORDING TO THE LAWS AND USAGES OF THE STATE OF ILLINOIS

NOVEMBER 25, 2003.


CLERK OF COURT

DOROTHY BROWN, CLERK OF THE CIRCUIT COURT OF COOK COUNTY

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS

County Department, Probate Division

B 38 P 338

Estate of

JOSEPH E. DESMORE

No. 2003 P 7051

Docket

Page 0

Deceased

LETTERS OF OFFICE - DECEDENT'S ESTATE

HARRY L. CUMMINGS

has been appointed

Independent

Executor

of the estate of

JOSEPH E. DESMORE

, deceased,

who died July 21, 2003, and is authorized to take possession of and collect the estate

the decedent and to do all acts required by law.

LS

Witness, November 19, 2003

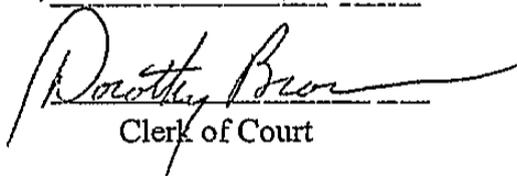
Dorothy Brown
Clerk of Court

CERTIFICATE

I certify that this is a copy of the letters of office now in force in the estate.

Witness, November 25, 2003

DB


Clerk of Court

DOROTHY BROWN, CLERK OF THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS

ORDER ADMITTING WILL TO PROBATE AND APPOINTING REPRESENTATIVE
IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COURT DEPARTMENT PROBATE DIVISION
INDEPENDENT ADMINISTRATION

7-21-03

Estate of JOSEPH E. DESMORE

No. 03P 7051

Docket

00000570916

Deceased Page

03W 694

PROBATE CALL 88



ORDER ADMITTING WILL TO PROBATE AND APPOINTING REPRESENTATIVE

On petition for admission to probate of the will of the decedent and for issuance of letters of office, the will having been proved as provided by law;

IT IS ORDERED THAT:

4107

1. The will of Joseph E. Desmore dated March 14, 2002 be admitted to probate;

(and codicil dated _____, 19____)

2. Letters of office as Independent Executor

(executor) (Independent executor) (administrator with will annexed) (Independent administrator with will annexed)

issue to Harry L. Cummings

*3. ~~The representative file an inventory within 60 days.~~

Order to account or report on 1-19-05 at 10am
ENTER: 6153
now 19. 2003
[Signature]
Judge Judge's No.

Atty Name Kenneth A. Bailey
Firm Name
Attorney for Petitioner
Address 26861 Anna Lane
City & Zip Monee 60449
Telephone 708-235-1944
Atty No. 36828

ENTERED
NOV 19 2003
R. CUSACK - #400

*Strike if independent administration

DOROTHY BROWN, CLERK OF THE CIRCUIT COURT OF COOK COUNTY

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
PROBATE DIVISION

I HEREBY CERTIFY THAT THE DOCUMENT TO WHICH THIS
CERTIFICATION IS AFFIXED IS A TRUE AND CORRECT COPY
OF order

ENTERED/FILED/APPROVED ON Nov 19, 2003.

Nov 25, 2003
Dorothy Brown
CLERK OF THE CIRCUIT COURT
OF COOK COUNTY, ILLINOIS

LAST WILL AND TESTAMENT
OF

B 38 P 340

JOSEPH E. DESMORE

2004-9-15

I, JOSEPH E. DESMORE, of the City of Chicago, County of Cook and State of Illinois, declare this to be my will, and I revoke any and all other wills and codicils that I may have heretofore made.

Article I

I direct that my debts, expenses of my last illness, funeral and administration of my estate shall be paid by my Executor from the principal of my residuary estate.

Article II

All inheritance, estate and succession taxes (including interest and penalties thereon) payable by reason of my death shall be paid out of and be charged generally against the principal of my residuary estate without reimbursement from any person; except that this provision shall not be construed as a waiver of any right which my Executor has, by law or otherwise, to claim reimbursement for any such taxes which become payable on account of property, if any, over which I have power of appointment.

Article III

I declare that as of the time of the execution of this, my Last Will and Testament, I am a widower and not since remarried. No children were ever born to me or adopted by me.

Article IV

I bequeath any and all real estate which I own at the time of my death, including my personal residence commonly known as 9419 South Indiana Avenue in Chicago, Illinois and my real estate holdings in Ridgeland, Mississippi equally to the following individuals:

Brenda W. Lasbley
Rosalind Jackson
Sidney P. Desmore
Keith Gabriel
Larry Gabriel
Craig Gabriel
Parnell Gabriel
Donald Jackson
Gerald Jackson
Tracey Williams
Deborah Timms
Darnell Shaffer
Harry L. Cummings
Thomas Boone

J. E. Desmore

03W1900807

If any of the individuals named above shall fail to survive me, then that individual's share shall be distributed equally to the individuals named above who survive me.

Article V

B 38 P 341

I bequeath my Chevrolet Impala to Demetric Williams.

Article VI

I bequeath all of the rest of my personal and household effects not otherwise effectively disposed of, such as jewelry, clothing, office furniture and equipment, furniture, furnishings, silver, books and pictures, (including policies of insurance thereon) equally to the following individuals:

Brenda W. Lashley
Rosalind Jackson
Sidney P. Desmore
Keith Gabriel
Larry Gabriel
Craig Gabriel
Parnell Gabriel
Donald Jackson
Gerald Jackson
Tracey Williams
Deborah Timms
Darnell Shaffer
Harry L. Cummings
Thomas Boone

If any of the individuals named above shall fail to survive me, then that individual's share shall be distributed equally to the individuals named above who survive me.

Article VII

All the rest, residue and remainder of my estate, excluding any property over which I have power of appointment, I bequeath equally to the following individuals:

Brenda W. Lashley
Rosalind Jackson
Sidney P. Desmore
Keith Gabriel
Larry Gabriel
Craig Gabriel
Parnell Gabriel
Donald Jackson
Gerald Jackson
Tracey Williams
Deborah Timms
Darnell Shaffer
Harry L. Cummings
Thomas Boone



03W1900808

If any of the individuals named above shall fail to survive me, then that individual's share shall be distributed equally to the individuals named above who survive me.

B 38 P 342

Article VIII

I hereby appoint Harry L. Cummings as executor of this my Last Will and Testament. If for any reason Harry L. Cummings shall fail or cease to act as executor, then I appoint Frankie Cameron, as executor.

My executor shall serve without bond or surety and shall have the following powers, and any others that may be granted by law, to be exercised in its discretion without court order.

- A. To retain any property of my estate;
- B. To invest in any property, real or personal;
- C. To sell any real or personal property of my estate, for cash or on credit at public or private sale; to exchange any such property for other property; to grant options to purchase or acquire any such property; and to determine the prices and terms of sales, exchanges and options;
- D. To operate, maintain, repair, rehabilitate, alter, improve or remove any improvements on real estate; to make leases and subleases for terms of any length; to subdivide real estate; to grant easements, give consents and make contracts relating to real estate or its use; and to release or dedicate any interest in real estate;
- E. To employ attorneys, auditors, depositories and agents, with or without discretionary powers; to exercise in person or by proxy all voting and other rights with respect to stocks or other securities; and to keep any property in bearer form or in the name of an executor, a nominee of an executor, or a nominee of the depository used by an executor, with or without disclosure of any fiduciary relationship;
- F. To collect, pay, contest, compromise or abandon claims of or against my estate wherever situated; and to execute contracts, conveyances and other instruments, including instruments containing covenants, representations and warranties binding upon and creating a charge against my estate and containing provisions excluding personal liability;
- G. To enter into any transaction authorized by this Article with trustees, executors or administrators of any trust or estate in which any beneficiary has an interest even though any such trustee or representative is also my executor;
- H. To make any distribution or division of my estate in cash or in kind or both;
- I. To allocate different kinds of disproportionate shares of property or undivided interests in property among the beneficiaries and to determine the value of such property.
- J. To borrow money for any purpose from my executor, other than in the capacity of executor, or from others and to mortgage or pledge any property of my estate.

03W1900809

My executor shall be entitled to reasonable compensation. No compensating adjustments between principal and income, nor with respect to any bequest, devise or trust shall be made even though the exercise of elections, either under the tax laws or under settlement options available for any employee benefit plan or individual retirement account, may affect the interests of the beneficiaries. The action of my executor shall be binding on all parties.

I have signed this my Last Will and Testament on this 14th day of MARCH, 2002.

Joseph E. Desmore
Joseph E. Desmore

We saw Joseph E. Desmore, in our presence, sign this instrument as its end; he then declared it to be his Last Will and Testament and requested us to act as witnesses to it; we believed him to be of sound mind and memory and not under duress or constraint of any kind; and then we, in his presence and in the presence of each other, signed our names as attesting witnesses; all of which was done on the date of this instrument.

Name	Address
<u><i>Edward J. Ventres</i></u>	<u>9415 S. Suburban Ave</u> <u>Chicago, IL 60619</u>
<u><i>Frank Murphy</i></u>	<u>8305-S- Chestnut</u> <u>Chicago, IL 60615</u>
_____	_____
_____	_____

03W1900810

B 38 P 344

AFFIDAVIT OF TESTATOR AND WITNESSES

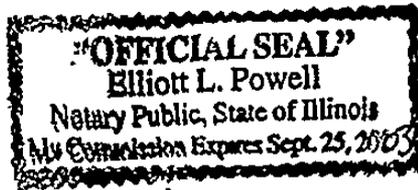
STATE OF ILLINOIS)
)
COUNTY OF COOK)

We, the Testator and Witnesses, respectively, whose names are signed to the attached instrument, having been sworn, declared to the undersigned officer that the Testator, in the presence of the witnesses, signed the instrument he declared as his Last Will and Testament and that each of the witnesses, believing the testator to be of sound mind and memory at the time he signed the instrument as his Last Will and Testament, in the presence of the Testator and in the presence of each other signed the Last Will and Testament.

Joseph Desmore
George J. Wells
Frank Murphy

Subscribed and Sworn to before me
by the Testator, and by the witnesses
on the 14th day of MARCH, 2002

Elliott L. Powell
Notary Public



03W1900811

B 38 P 344 1/2

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
PROBATE DIVISION

ESTATE OF

Joseph C. Desmore

NO. 2003P 7051
DOC _____
PAGE. _____

I HEREBY CERTIFY THAT THE DOCUMENT TO WHICH THIS
CERTIFICATION IS AFFIXED IS A COPY OF LAST WILL
AND TESTAMENT

PROVED AND ADMITTED TO RECORD IN OPEN COURT
ACCORDING TO THE LAWS AND USAGES OF THE STATE
OF ILLINOIS C.J. Nov 19, 2003 BY

Robert Casack, JUDGE

Nov 25, 2003

Dorothy Brun
CLERK OF THE CIRCUIT COURT
OF COOK COUNTY, ILLINOIS

LAST WILL AND TESTAMENT
OF
HILTON FREEMAN

2005-007

I, HILTON FREEMAN, a resident of MADISON County, Mississippi, AN UN MARRIED MAN (SINGLE PERSON) being of sound and disposing mind and memory and being over the age of eighteen (18) years, do hereby revoke all wills, codicils and other instruments of like testamentary nature heretofore made by me, and I do hereby make, publish and declare this to be my LAST WILL AND TESTAMENT in the manner and form following:

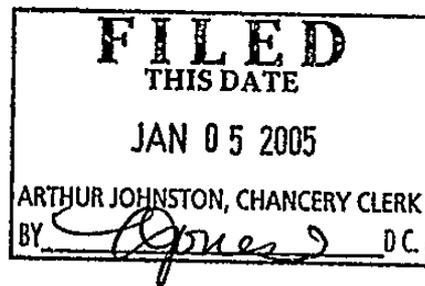
ARTICLE I.

DEBTS

I direct all my just debts and funeral expenses (including the cost of a suitable monument at my grave) and the costs of administration of my estate be paid as soon as practicable after my death. It is my intention that any and all taxes, state taxes, estate taxes federal taxes or otherwise assessed against my estate be borne in equal shares, pro-rata, by all devisees hereunder, and that such pro ration may be made by the Executor named herein whose decision shall be final. It is my intention, however that nothing in this Article of my Will should be construed as creating an express trust or fund for the payment of debts and expenses which would in any way extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

PAGE 1 OF 5 PAGES

Hilton Freeman
HILTON FREEMAN



ARTICLE II

TAXES

I direct that all estate and inheritance taxes and other taxes in the general nature thereof, 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 by my Executor.

ARTICLE III.

APPOINTMENT OF EXECUTOR .

I hereby nominate and appoint JACK "FREDDY" FREEMAN, 847 SOUTH STATE ST, JACKSON MS. as Executor of my Estate and direct that he serve without Bond and without having to make an accounting of any kind. In the event that he shall for any reason be unable or unwilling to serve, I do nominate and appoint WILLIAM E. SEBRING, 1100 WILSON BLVD, TULLAHOMA, TENNESSEE as Alternative Executor, and similarly direct that he serve without Bond or having to make any accounting of any kind.

I, in making such appointment, do hereby specifically confer upon my Executor, and Alternate Executor and any Trustee hereunder, all specific powers set forth in Miss. Code Ann. Sections 91-9-101 -- 91-9-119 as now or hereafter enacted or amended.

PAGE 2 OF 5 PAGES

Hilton Freeman
HILTON FREEMAN

ARTICLE IV.

GENERAL BEQUEST

After the payment of my just debts and funeral expenses, as aforesaid, I do give, devise and bequeath unto JACK F. "FREDDY" FREEMAN, all of my property, whether it be real, personal or mixed, including any cash on hand or on deposit, securities, choses in action or other tangibles including, but not limited to, any and all clothing, jewelry, books and other miscellaneous personal effects, where ever located, and all automobiles, motorized vehicles, and accessories thereto which I may own at the time of my death, and all policies of insurance on such tangible personal property, as well as any mineral interests or mineral rights I may have with respect to certain properties in Amite County and Hinds County, Mississippi which I owned and conveyed, reserving any mineral rights or interests therein.

Specifically excepted from this Bequest is any sum or sums bequeathed under article v. Hereunder.

ARTICLE V.

SPECIFIC BEQUEST

I was formerly married to Gertrude Labell Freeman, and was subsequently divorced by order of the Chancery Court of Hinds County, in cause number 31493.

That during the time of that marriage, one child was born, namely Michael Gene Freeman. That although born during said marriage, that said child in not my biological child, and further I have not adopted said child nor otherwise.

PAGE 3 OF 5 PAGES

Hilton Freeman
HILTON FREEMAN

I have not forgotten said child, and after careful consideration, do give, devise and bequeath unto him, MICHAEL GENE FREEMAN, the sum of One Dollar and No/100 (\$1.00) which shall be withheld from my estate above and paid by my Executor or Alternate Executor, to him.

IN WITNESS WHEREOF I have hereunto set my hand to this LAST WILL AND TESTAMENT this date, do further sign, seal, publish and declare this instrument to be my Last Will and Testament.

IN TESTIMONY WHEREOF, witness my signature and the signature of the subscribing witnesses hereto, who have signed this instrument as witnesses at my special instance and request, my signature being affixed in their presence and the signatures of said witnesses being affixed in my presence and in the presence of each other.

April 11, 2003

Hilton Freeman
HILTON FREEMAN

PAGE 4 OF 5 PAGES

Hilton Freeman
HILTON FREEMAN

The foregoing instrument was subscribed, sealed, published, and declared by HILTON FREEMAN , the Testator/Testatrix above named, as the LAST WILL AND TESTAMENT of said Testator/Testatrix, in our presence, and in the presence of each of us; and we, at the same time, and at his request, in his/her presence, and in the presence of each other, hereunto subscribed our names as attesting and subscribing witnesses, this APRIL 4, 2003 .

Bessie Patterson Hatcock WITNESS Mary Lou Austin WITNESS

645 LAKELAND EAST DRIVE
SUITE 101
FLOWOOD MS 39232

645 LAKELAND EAST DRIVE
SUITE 101
FLOWOOD MS 39232

PAGE 5 OF 5 PAGES

Hilton Freeman
HILTON FREEMAN

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF
HILTON FREEMAN

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF RANKIN

Personally came and appeared before me the undersigned authority in and for the jurisdiction of aforesaid, the within named MARY LOU AUSTIN AND LESLIE PATERSON RATCLIFF subscribing witnesses of that certain and instrument of writing being dated APRIL 11, 2003, purporting to be the LAST WILL AND TESTAMENT of HILTON FREEMAN, (hereinafter TESTATOR/TESTATRIX) of the County of MADISON, Mississippi, who having been by me first duly sworn, did state on oath that the said TESTATOR/TESTATRIX, on APRIL 11, 2003 did sign, publish and subscribe and declare said instrument to be his/her Last Will and Testament, this affidavit being attached to the Original of said Last Will and Testament, and

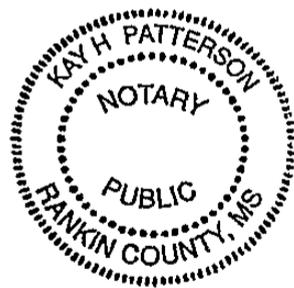
That at the signing of said Will, at the request and instance of the said TESTATOR/TESTATRIX, that the said TESTATOR/TESTATRIX was of sound disposing mind and memory and above the age of 18 years, and fully capable if executing and competent to execute the said will; affiants herein, did subscribe and attest as said Last Will and Testament, as witness, to the signature, subscription and publication thereof at the special instance and request of the said TESTATOR/TESTATRIX, in his/her presence and in the presence of each other.

Mary Lou Austin
MARY LOU AUSTIN

Leslie Paterson Ratcliff
LESLIE PATERSON RATCLIFF

SWORN TO AND SUBSCRIBED BEFORE ME, this the 11th day of April, 2003.

Kay H. Patterson
NOTARY PUBLIC



My commission expires:

Notary Public State of Mississippi At Large
My Commission Expires: October 16, 2004
Bonded Thru Helden, Brooks & Garland, Inc.

IN THE CHANCERY COURT
OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF
HILTON FREEMAN

PROBATE NO. 2005-007

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY APPEARED before me the undersigned authority, in and for the jurisdiction aforesaid, the within named FREDDY FREEMAN who after being by me first duly sworn, states on oath as follows:

That Affiant is the duly appointed, qualified and acting Executor/Executrix of the estate of HILTON FREEMAN, deceased, and that affiant has made reasonable 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 claims probated and registered by the clerk of the Court granting letters within the ninety (90) day period provided by the Mississippi Code of 1972, Ann. Section 91-7-145 will bar such claim, and that such letters were mailed and notice given before the commencement of publication of notice to creditors as provided by statute.

The persons so identified and their last known addresses are:

<u>PERSON</u>	<u>LAST KNOWN ADDRESS</u>
NONE	

FILED
THIS DATE
JAN 05 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

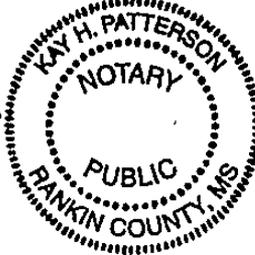
WITNESS MY HAND this the 5th day of January, 2005.

Freddy Freeman
FREDDY FREEMAN
EXECUTOR/EXECUTRIX

SWORN TO AND SUBSCRIBED before me this the 5th day of January, 2005.

Kay H. Patterson
NOTARY PUBLIC

MY COMM. EXP



Notary Public State of Mississippi
At Large
My Commission Expires
October 16, 2008
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
DORCAS MIRIAM MEADOWS CLAUNCH,
DECEASED

CAUSE NO. 2004-929

AFFIDAVIT OF CO-EXECUTRIX

FILED THIS DATE
JAN 12 2005
ARTHUR JOHNSTON, CHANCERY CLERK BY <i>[Signature]</i> DC

STATE OF TEXAS
COUNTY OF HUNT

PERSONALLY APPEARED BEFORE ME the undersigned authority in and for the state and county aforesaid, PHYLLIS MIRIAM DRAUGHN, who by me being duly sworn, states on oath the following:

1 I am one of the duly appointed and acting Co-Executrices of the Last Will and Testament and estate of Dorcas Miriam Meadows Claunch, deceased

2. Acting in my capacity as Co-Executrix, I have made reasonably diligent efforts to identify those persons having claims against the estate of Dorcas Miriam Meadows Claunch, deceased, and I have concluded that there are no persons to whom notice should be given informing them that a failure to have their claim probated and registered by the Clerk of the Chancery Court granting Letters Testamentary to the Co-Executrices within ninety (90) days after the first publication of the Notice to Creditors, as required under Section 91-7-145 of the Mississippi Code Annotated (1972), as amended, will bar such claim.

3. I am giving this Affidavit in my capacity as Co-Executrix of the Last Will and Testament and estate of Dorcas Miriam Meadows Claunch, deceased, for the purpose of fulfilling the requirements of Section 91-7-145 of the Mississippi Code Annotated (1972), as amended.

4 Further affiant sayeth not.

Phyllis Miriam Draughn
PHYLLIS MIRIAM DRAUGHN,
Co-Executrix

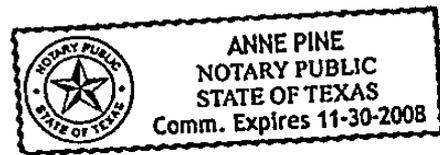
SWORN TO AND SUBSCRIBED BEFORE ME this 27 day of December 2004.

Anne Pine
Notary Public

My Commission Expires

(Affix Official Seal)

11-30-2008



Jamie G. Houston, III (MSB #2697)
WATKINS & EAGER PLLC
Post Office Box 650
Jackson, Mississippi 39205
(601) 948-6470

Attorney for Co-Executrices

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
DORCAS MIRIAM MEADOWS CLAUNCH,
DECEASED

CAUSE NO. 2004-929

AFFIDAVIT OF CO-EXECUTRIX

FILED THIS DATE
JAN 12 2005
ARTHUR JOHNSTON, CHANCERY CLERK BY <i>[Signature]</i>

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME the undersigned authority in and for the state and county aforesaid, KAY EVELYN RODABOUGH-HEMSATH, who by me being duly sworn, states on oath the following:

1. I am one of the duly appointed and acting Co-Executrices of the Last Will and Testament and estate of Dorcas Miriam Meadows Claunch, deceased.

2. Acting in my capacity as Co-Executrix, I have made reasonably diligent efforts to identify those persons having claims against the estate of Dorcas Miriam Meadows Claunch, deceased, and I have concluded that there are no persons to whom notice should be given informing them that a failure to have their claim probated and registered by the Clerk of the Chancery Court granting Letters Testamentary to the Co-Executrices within ninety (90) days after the first publication of the Notice to Creditors, as required under Section 91-7-145 of the Mississippi Code Annotated (1972), as amended, will bar such claim.

3. I am giving this Affidavit in my capacity as Co-Executrix of the Last Will and Testament and estate of Dorcas Miriam Meadows Claunch, deceased, for the purpose of fulfilling the requirements of Section 91-7-145 of the Mississippi Code Annotated (1972), as amended

4. Further affiant sayeth not.

Kay Evelyn Rodabough Hemsath
KAY EVELYN RODABOUGH-HEMSATH,
Co-Executrix

SWORN TO AND SUBSCRIBED BEFORE ME this 10 day of January 2005.

Sally Ballou

Notary Public

My Commission Expires:

My Commission Expires: 11/1/06

(Affix Official Seal)



Jamie G. Houston, III (MSB #2697)
WATKINS & EAGER PLLC
Post Office Box 650
Jackson, Mississippi 39205
(601) 948-6470

Attorney for Co-Executrices

2005-027

Last Will and Testament

OF

JOHNNY MACK THAMES, SR.

I, JOHNNY MACK THAMES, SR., an adult resident citizen of the city of Gulfport, Harrison County, Mississippi, being of sound and disposing mind and memory, and above the age of eighteen (18) years, do hereby revoke all Wills and Codicils, as well as all other instruments of testamentary nature heretofore by me made, and do hereby make, publish and declare this to be my Last Will and Testament, in the manner and form following:

ARTICLE I.

I direct that all my debts, all expenses of my last illness, and funeral expenses and burial expenses and the cost of administration of my estate be paid as soon as practicable after my death

ARTICLE II.

I hereby nominate and appoint as Executor of my estate and of this LAST WILL AND TESTAMENT my attorney, J. Kevin Watson of Jackson, Hinds County, Mississippi and invest my said Executor, with full and plenary power and authority to do and perform any act deemed by him in the best interest of my estate. Without in any way limiting and generality of the foregoing provision, I hereby grant my Executor all the powers set forth in Mississippi Code Ann., § 91-9-107, 1972, as now enacted or hereafter amended I direct that he shall serve without bond and that no appraisal, accounting, or inventory be required. In the event that J Kevin Watson shall be unwilling or unable to serve as Executor of my estate, then and in that event, I hereby nominate and appoint as Alternate Executor of my estate and of this LAST WILL AND TESTAMENT, Eddie Jacob Abdeen, of Jackson, Hinds County, Mississippi, and direct that he shall also serve without bond and that no appraisal, accounting, or inventory be required.

ARTICLE III.

A. I devise and bequeath to my son, Matthew Thames, any interest I may own in my house located in Ridgeland, Mississippi, subject to any indebtedness that may be against such house at my death

B. I devise and bequeath to my son, David Thames, any interest I may own in my house located in Gulfport, Mississippi, subject to any indebtedness that may be against such house at my death.

C. All other property which I may own at the time of my death, real and personal, tangible and intangible, of whatsoever nature and wheresoever situated including property I may acquire or become entitled to after execution of this Will, I devise and bequeath to Matthew Thames and David Thames in equal shares. If Matthew Thames and David Thames do not agree to the division of such other property among themselves, my Executor shall make such division among them, the decision of my Executor to be in all respects binding up Matthew and David.

D. In the event David Thames predeceases me, David's children living at my death shall take per stirpes the share David would have taken under this Article III had he survived me.

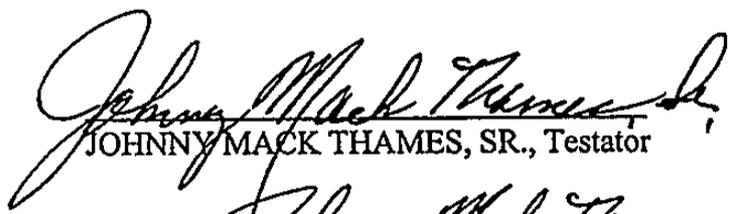
E. In the event Matthew Thames predeceases me but is survived by any natural children which may hereafter be born to him, such children living at the time of my death shall take per stirpes the share which Matthew Thames would have taken under this Article III had he survived me. In the event Matthew Thames predeceases me, but has no natural children living at such time, the share to which he would have been entitled hereunder shall pass to David Thames as provided herein.

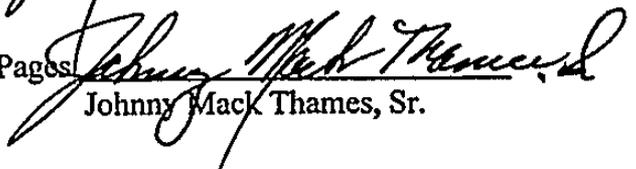
ARTICLE IV.

To my children, John, Jr. and Barbie, I leave you my best wishes for a long and prosperous life but not part of my estate because I believe that each of you will be adequately taken care of by your mother

THE FOREGOING LAST WILL AND TESTAMENT consists of (2) two pages, including this one, at the bottom of each of which I have signed my name.

IN WITNESS WHEREOF, I have heretofore set my hand on this the 30 day of June, 2000.


JOHNNY MACK THAMES, SR., Testator

Page 2 of 3 Pages 
Johnny Mack Thames, Sr.

The foregoing instrument, consisting of this and two (2) preceding typewritten pages was subscribed, sealed, published and declared by JOHNNY MACK THAMES, SR., the Testator above-named, as and for his LAST WILL AND TESTAMENT, in our presence and in the presence of each of us, and we, at the same time and at his request and in his presence, and in the presence of each other, have hereunto subscribed our names and residences as attesting and subscribing witnesses, this the 30 day of June, 2000.

Amaya Lawrence
WITNESS

307 Belvedere Drive

Pearl, MS 39208

Karen L Watkins
WITNESS

220 Crosspark Dr, #B-13

Jackson, MS 39208

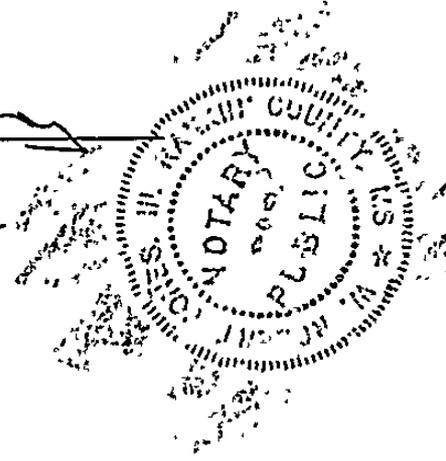
AFFIDAVIT PROVING WILL

STATE OF MISSISSIPPI
COUNTY OF RANKIN

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid the above affiants, whose names are subscribed to the instrument to which this Affidavit is attached and, after being duly sworn, declared to me that they are of sound mind, over eighteen years of age, and that in their sight and presence JOHNNY MACK THAMES, SR., signed, declared and published the instrument to which this Affidavit is affixed or annexed as the testator's will; and requested them to act as witnesses to its execution and to execute this Affidavit; that in the testator's sight and presence and in the sight and presence of each other, each affiant signed the instrument as witness; and that the testator was at that time eighteen years of age or over, was of sound mind and disposing memory, was fully capable of making a will and was under no duress, compulsion, or constraint.

NOTARY PUBLIC

[Handwritten Signature]



My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES AUG 1, 2000

F:\DOC\WILLS\THAMES JMSR 62900 revised will wpd

[Handwritten Signature]
Johnny Mack Thames, Sr.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF JOHNNY MACK THAMES, SR.,
DECEASED

NO. 2005-027

AFFIDAVIT OF SUBSCRIBING WITNESS

FILED	
THIS DATE	
JAN 14 2005	
ARTHUR JOHNSTON, CHANCERY CLERK	
BY <u>[Signature]</u>	DC

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 Gena H. Lawrence, who being by me first duly sworn according to law, says on oath:

1. That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Johnny Mack Thames, Sr., deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated June 30, 2000.

2. That on June 30, 2000, the said Johnny Mack Thames, Sr. signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Karen L. Watkins, the other subscribing witness to said instrument

3. That the said Johnny Mack Thames, Sr. was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years

4. That this affiant, together with Karen L. Watkins, 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 Johnny Mack Thames, Sr., and in the presence of each other

[Signature]
GENA H LAWRENCE

SWORN TO AND SUBSCRIBED BEFORE ME, this the 14 day of January, 2005.



Angela Healy
NOTARY PUBLIC

My commission expires:
3-31-06

ANGELA B. HEALY - BAR # 9795
KELLY, GAULT & HEALY, L.L.P.
4400 OLD CANTON ROAD, SUITE 220
POST OFFICE BOX 13926
JACKSON, MISSISSIPPI 39236
(601) 366-1243

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF JOHNNY MACK THAMES, SR.,
DECEASED

NO 2005-027

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 Eddie Jacob Abdeen, who being by me first duly sworn on oath stated:

That affiant is the duly appointed, qualified and acting Executor of the Estate of Johnny Mack Thames, Sr., Deceased, that affiant has made reasonably diligent efforts to identify all persons having claims against the above-styled and numbered cause and has been unable to identify any persons having such claims. In the event that affiant later identifies any persons having claims against the above-styled and numbered cause, affiant will provide said person(s) notice by mail, at their last known address, informing them that a failure to have their claim probated and registered by the clerk of the court granting letters within the ninety (90) day period provided by Miss. Code of 1972, Ann., §91-7-145 will bar such claim

WITNESS MY HAND, this the 14 day of January, 2005

Eddie Jacob Abdeen

EDDIE JACOB ABDEEN, EXECUTOR

SWORN TO AND SUBSCRIBED BEFORE ME, this the 14 day of January, 2005

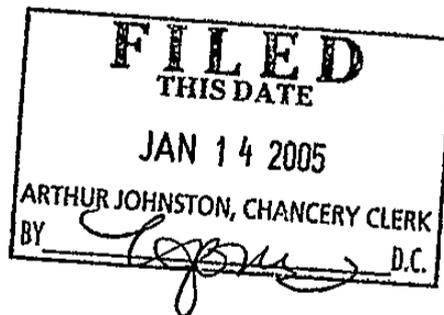


Jane H. G...
NOTARY PUBLIC

My commission expires:
3-31-06

PRESENTED BY:

ANGELA B. HEALY, BAR # 9795
KELLY, GAULT & HEALY, L.L.P.
4400 OLD CANTON ROAD, SUITE 220
POST OFFICE BOX 13926
JACKSON, MISSISSIPPI 39236
(601) 366-1243



Last Will and Testament

OF

2005-0029

JOHN WILLIAM DIVINE

AND

DOROTHY ANN C. DIVINE

WE, JOHN WILLIAM DIVINE and DOROTHY ANN C. DIVINE, being both over the age of twenty-one (21) years and of sound mind and disposing memory do hereby constitute, make, publish and declare this to be our joint and mutual Last Will and Testament hereby expressly revoking all Wills and Codicils heretofore made by us, or either of us, jointly or severally, as follows, to-wit:

I.

It is our joint will that the survivor of us, JOHN WILLIAM DIVINE or DOROTHY ANN C. DIVINE should be the Executor or Executrix, as the case may be, of this our Last Will and Testament and shall not be required to give bond, make appraisal, or accounting to any Court.

II.

That in the event DOROTHY ANN C. DIVINE survives JOHN WILLIAM DIVINE, then, in that event, all of the property of JOHN WILLIAM DIVINE, real, personal or mixed, wheresoever situated or howsoever described, shall vest in and become the property of DOROTHY ANN C. DIVINE, and in the event JOHN WILLIAM DIVINE survives DOROTHY ANN C. DIVINE, then, in that event, all of the property of DOROTHY ANN C. DIVINE, real, personal and mixed, wheresoever situated or howsoever described shall vest in and become the property of JOHN WILLIAM DIVINE.

III.

That in the event our deaths occur simultaneously or close in time or under circumstances causing doubt as to which of us survived the other, we hereby give, devise and bequeath unto LOUISE BURT and

FILED
THIS DATE
JAN 14 2005
ARTHUR JOHNSTON CHANCERY CLERK
Arthur Johnston DC.

DAVIS BURT all of our property, real, personal and mixed, wheresoever situated or howsoever described in trust for our children, ANDREW B. DIVINE and JOHN D. DIVINE, in equal shares, with the Trustee having all of the powers of a Trustee as provided by Section 91-9-101 et seq., Mississippi Code Annotated of 1972; that further the terms of the Trust shall include the following provisions, to-wit:

(a) The Trustee shall have the authority to determine what portion of the net distributable income or the corpus of the Trust property shall be distributed to the beneficiaries; however, the Trustee shall distribute those reasonable amounts necessary for maintenance, support, education and transportation of the beneficiaries.

(b) The Trustee shall not be required to enter into bond as Trustee nor shall he be required to return to any Court a formal accounting of his administration of the trust; however, annually he shall have an independent accountant prepare and submit to the beneficiaries an accounting on the assets, liabilities, income and expenses of the trust.

(c) The Trustee shall set over and transfer to each of the beneficiaries one-half of the corpus of the trust upon each of the beneficiaries reaching the age of twenty-one years of age and that the Trust shall terminate upon both beneficiaries reaching the age of twenty-one years of age.

IV.

That in the event of the occurrence of the circumstances described in Paragraph III above, we hereby name LOUISE BURT and DAVIS BURT, as Co-Executors of this our Last Will and Testament to serve without bond, appraisal or accounting to any Court.

V.

That in the event of the circumstances described in Paragraph III above, no property shall vest in the above described trust until all properly probated claims, cost of administration and taxes have been paid.

VI.

That in the event of the occurrence of the circumstances described in Paragraph III above, we do hereby name LOUISE BURT and DAVID BURT as Testamentary Guardian of our sons, ANDREW B. DIVINE and JOHN D. DIVINE.

IN WITNESS WHEREOF, we, JOHN WILLIAM DIVINE and DOROTHY ANN C. DIVINE have hereunto set our signatures and published and declared this to be our Last Will and Testament on this the 14th day of October, 1976, in the presence of two witnesses, who have each signed as witnesses at our request, in our presence and in the presence of each other.

John William Divine

 JOHN WILLIAM DIVINE

Dorothy Ann C. Divine

 DOROTHY ANN C. DIVINE

WITNESSES:

Sandra K. Bridges

C. C. Montgomery

ATTESTATION CLAUSE

We, each of the subscribing witnesses to the Last Will and Testament of JOHN WILLIAM DIVINE and DOROTHY ANN C. DIVINE, do hereby certify that said instrument was signed by said JOHN WILLIAM DIVINE and DOROTHY ANN C. DIVINE in our presence and in the presence of each of us, and that the said JOHN WILLIAM DIVINE and DOROTHY ANN C. DIVINE, declared the same to be their 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 JOHN WILLIAM DIVINE and DOROTHY ANN C. DIVINE in their presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 14th day of October, 1976.

Sandra K. Bridges

C. C. Montgomery

 WITNESSES

IN THE MATTER OF THE ESTATE
OF JOHN WILLIAM DIVINE, DECEASED

CIVIL ACTION, FILE NO. 2005-0029

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, **C. R. MONTGOMERY**, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of John William Divine, deceased, late of the County of Madison, Mississippi, who having been duly sworn makes oath that the said John William Divine, signed, published and declared said instrument as his Last Will and Testament on the 14th day of October, 1976, the day and date of said instrument, in the presence of this affiant and Sandra K Bridges, the other subscribing witness to said instrument; that the testator was then of sound and disposing mind and memory and twenty-one (21) years and upward of age and that I, **C. R. Montgomery**, the Affiant and Sandra K. Bridges, subscribed and attested said instrument as witnesses to the signature of the testator and the publication thereof at the special instance and request and in the presence of said testator and in the presence of each other.

FILED THIS DATE JAN 14 2005 ARTHUR JOHNSTON, CHANCERY CLERK BY _____ D.C.
--

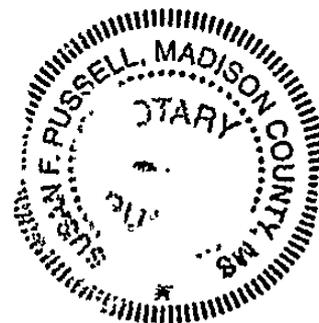
C. R. Montgomery
C. R. Montgomery

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 13th day of January, 2005.

Susan F. Russell
NOTARY PUBLIC

MY COMMISSION EXPIRES.
MY COMMISSION EXPIRES MARCH 10, 2008
SEAL

I:\CRMP\ESTATE\DIVINE\AFFID WPD
6465-4/83,930



IN THE CHANCERY COURT OF MADISON COUNTY

STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF SARAH HARRIS, DECEASED

CIVIL ACTION FILE NO. 2004-718

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

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

NONE

STATE OF CALIFORNIA
COUNTY OF Los Angeles

FILED
THIS DATE
JAN 19 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

Personally appeared before me, the undersigned authority in and for said county and state, the within named MYLES BISHOP HARRIS, who, being first duly sworn by me, states

on his oath that the matters and facts contained and set forth in the above and foregoing Affidavit are true and correct as therein stated.

Myles Bishop Harris
MYLES BISHOP HARRIS

SWORN TO AND SUBSCRIBED before me on this the 15th day of January, 2005.

Roosevelt Carter
NOTARY PUBLIC

MY COMMISSION EXPIRES:

11/27/08
(SEAL)



Last Will and Testament

2005-052

of

Margaret Celeste Branton Magee

I, Margaret Celeste Branton Magee, of 2237 First Avenue, City of Jackson, State of Mississippi, do hereby make, publish and declare this to be my last will and testament and I do hereby revoke all former wills and codicils thereto by me at any time made.

First: I desire that my just debts, including the expenses of my last illness and funeral, be paid as soon as may be practicable after my death.

Second: All of the residue of my estate whether real, personal or mixed, wheresoever situate, and whether now owned or hereafter acquired, I give, devise and bequeath unto my beloved husband, Kary Buell Magee, for his own use and benefit forever, if he survive me; if not, then all of said residue shall be divided into as many equal shares as may be requisite for the purpose, and as of the date of my death, I give devise and bequeath said shares as follows:

A

One such share unto my son, James Buell Magee.

B

The other such share unto my daughter, Joyce Ann Magee Spell.

If either my son or my daughter precede me in death, his or her share shall become the property of any descendants who survive, per stirpes.

FILED
THIS DATE
JAN 21 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* DC

If there are no descendants, the share bequeathed to the other shall become the property of the one surviving.

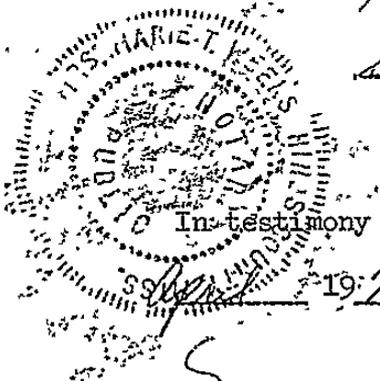
Third: I appoint as executor of my will my husband, but if he does not survive me, then I appoint as executor my son, James Buell Magee. If my son does not survive my husband and me, I appoint as executor my daughter, Joyce Ann Magee Spell. It is my request that my executor serve without sureties on his bond and that, without application to or order of court, he shall have full power and authority to sell, transfer, grant, convey, exchange, lease, mortgage, pledge, or otherwise encumber or dispose of, any or all of the real or personal property of my estate.

In witness whereof, I have hereunto subscribed my name this 30th day of April 1974.

Margaret Celeste Branton Magee

Witnesses: Leatha W. Chapman

Beady Clark



In testimony whereof I have set my hand and seal this 30th day of April 1974.

Marie J. Weeks

My Commission Expires Sept 17, 1975

AFFIDAVIT OF SUBSCRIBING WITNESSES

THIS DAY personally came and appeared before me, the undersigned authority at law in and for said jurisdiction, Reatha W. Chapman, a subscribing witness to that certain instrument of writing purporting to be the Last Will and Testament of Margaret Celeste Branton Magee, a citizen of Hinds County, Mississippi, having been first duly sworn, makes oath that she said Margaret Celeste Brandon Magee signed, published and declared the original of said instrument as her Last Will and Testament on the 30th day of April, 1974, the day and date of said instrument, in the presence of Reatha W. Chapman and Gladys Clark, both of whom were the subscribing witnesses to said instruments; that said Testator was then of sound and disposing mind and memory and above the age of twenty-one (21) years, and each of the said two subscribing witnesses subscribed and attested said instruments as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other

Witness:

Reatha W. Chapman
Reatha W. Chapman

Address

204 Eastgate Drive
Brandon, MS 39042
(601) 824-0429

SWORN to and subscribed before me on this 10th day of November, 2004

[Signature]
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
COMMISSION EXPIRES Jan 9, 2007
LEWIS & CLARK COUNTY PUBLIC CLERK, SWT 11120



FILED
THIS DATE
JAN 21 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
MARGARET CELESTE BRANTON MAGEE

NO. 2005-052

AFFIDAVIT

R. H. SPELL, upon being duly sworn, states upon his oath and personal knowledge the following:

1. This affidavit is made to comply with Miss Code Ann. Section 91-7-145 (Supp. 1989).
2. I have made reasonable and diligent efforts to identify persons having claims against the Estate of Margaret Celeste Branton Magee and to my knowledge there are no claims against the Estate.

R. H. Spell
R. H. SPELL, ADMINISTRATOR

STATE OF MISSISSIPPI
COUNTY OF Rankin

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named R. H. SPELL, who being by me first duly sworn according to law, states on oath that the allegations of the above and foregoing Affidavit are true and correct as therein stated and set forth

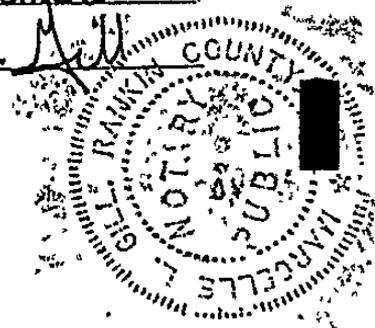
R. H. Spell
R. H. SPELL, ADMINISTRATOR

SWORN TO AND SUBSCRIBED before me this the 29th day of November, 2004.

Marshall L. Hill
NOTARY PUBLIC

My Commission Expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
COMMISSION EXPIRES OCT 9, 2007
BONDED THRU STEGALL NOTARY SERVICE



OF COUNSEL:

LEM ADAMS, III (MSB #1131)
ADAMS & EDENS, P. A.
Post Office Box 400
Brandon, Mississippi 39043
Tel (601) 825-9505
Fax (601) 825-0431

FILED
THIS DATE
JAN 21 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

2005-041

LAST WILL AND TESTAMENT
OF
WILLIAM EDMONDS WEEMS, M.D.

I, WILLIAM EDMONDS WEEMS, M.D., an adult resident citizen of Laurel, Second Judicial District of Jones County, Mississippi, being of sound and disposing mind and memory, hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all other wills and codicils heretofore made by me

ITEM I

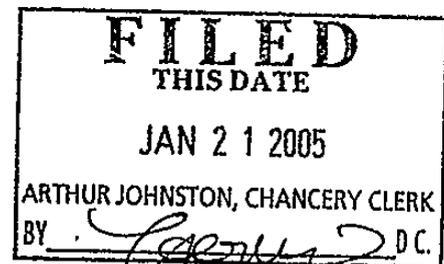
EXECUTOR AND SUCCESSOR EXECUTOR

I appoint my wife, EVELYN PEARSON WEEMS, as Executrix of my Estate under this Will. If EVELYN PEARSON WEEMS is or becomes unable or unwilling to serve as Executrix, I appoint my son, WALTER SILLERS WEEMS, as successor Executor. For convenience, my Executrix shall be referred to herein as "Executor "

ITEM II

WIFE AND CHILDREN

My wife's name is EVELYN PEARSON WEEMS and she is sometimes referred to herein as "my wife." I have four (4) children now living and they are WILLIAM EDMONDS WEEMS, JR., EVELYN WEEMS GATES, WALTER SILLERS WEEMS and HERRON PEARSON WEEMS. They are herein referred to as "my children "



ITEM III

PAYMENT OF DEBTS AND EXPENSES

I direct my Executor to pay all of my just debts and obligations which are probated, registered and allowed against my estate as soon as may be conveniently done, provided, however, that my Executor shall specifically be authorized to pay any debt of my estate which does not exceed one thousand dollars (\$1,000) without the necessity of probating said debt.

I further direct my Executor to pay all of my funeral expenses (including the cost of a suitable monument at my grave), expenses of my last illness, any unpaid charitable pledges (regardless of whether said pledges may be enforceable obligations of my estate), and the costs of administration of my estate as soon as practicable after my death, provided, however, my Executor shall not be required to pay any obligation in advance of its maturity. My Executor, in my Executor's sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions. Provided, however, that all of said costs and expenses which are not deducted for federal estate tax purposes customarily charged against my residuary estate shall be charged against that portion of my estate which would otherwise pass to the "WILLIAM EDMONDS WEEMS, M D FAMILY TRUST" established pursuant to Item V of this Will

To the extent such portion of my estate is not adequate for such purposes, said expenses shall be paid out of that portion of my estate which would otherwise pass outright to my wife pursuant to the provisions of Item VIII of this Will

I direct my Executor to pay all inheritance and estate taxes payable by reason of my death including any interest and penalties thereon. All inheritance and estate taxes payable by reason of my death shall be apportioned in accordance with the Mississippi Uniform Estate Tax Apportionment Act, provided, however, that my personal effects passing under Item IV of this Will shall bear no share of any such taxes. I specifically do not waive the right of my Executor under Internal Revenue Code (1) section 2206 to recover from the beneficiaries of life insurance policies on my life the portion of the total estate tax paid as the proceeds of such policies bear to my taxable estate, (2) section 2207B to recover the proportionate share of estate taxes from the recipient of property included in my gross estate under Internal Revenue Code section 2036, and (3) section 2207A to recover the proportionate share of estate taxes from the recipient of property included in my gross estate under Internal Revenue Code section 2044.

ITEM IV

PERSONAL EFFECTS

A. If My Wife Survives Me I give and bequeath to my wife, EVELYN PEARSON WEEMS, if she survives me, all of my household furniture and furnishings, chinaware, silverware and linens, automobiles, clothing, jewelry, sport equipment and other tangible personal property located in my home, and policies of insurance thereon, but not including cash, bank accounts, securities or intangible property.

B. If My Wife Does Not Survive Me If my wife does not survive me, I give and

bequeath these items of tangible personal property in equal shares to my children to divide as they agree, or if they fail to agree, as they may select by casting lots to determine the order in which they shall select, with each of them to select in the aggregate items of comparable value in this rotating fashion

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

ITEM V

FAMILY TRUST

If my wife, EVELYN PEARSON WEEMS, survives me, I give, devise and bequeath to WALTER SILLERS WEEMS ("Trustee") in trust, to be held for the purposes described below that portion of the residue of my estate equal to a fraction, the numerator of which is the largest amount that can pass free of federal estate tax under this Will by reason of the applicable exclusion amount (within the meaning of Internal Revenue Code § 2010) and state death tax credit (but only to the extent that the use of such credit does not incur or increase any state death taxes otherwise payable by my estate) allowable under the federal estate tax law and after taking into account all properties that are included in my estate and which do not qualify for the marital or charitable deduction and after giving effect to all charges against principal which are not allowed as deductions in computing

my federal estate tax, and the denominator of which is the value at the date of my death of the residue of my estate. For purposes of this Item, the "residue of my estate" shall mean the assets remaining in my estate after the disposition of my assets under the preceding Items of this Will

In connection with the computation required by this paragraph, in no event shall any effect be given to any renunciation or disclaimer of any interest in property which in the absence of such renunciation or disclaimer would qualify for the marital deduction allowable in determining the federal estate tax payable with respect to my estate. I acknowledge my understanding that, as a result of certain tax elections available to my Executor, the amount of the bequest provided in this paragraph may be reduced or completely eliminated

From the assets conveyed by this Item, my Executor shall first pay any and all estate and inheritance taxes payable by my estate regardless of whether such taxes are attributable to property included in my probate estate or to property passing outside of my estate either by operation of law, by contract or otherwise. The Trustee shall divide the remainder of the assets of this trust into two (2) separate parts ("Part I" and "Part II"). Part I shall be a fraction of this trust. The numerator of said fraction shall be the amount of my "GST exemption", as provided for in Section 2631 of the Code, which shall not have been allocated otherwise either before or after my death. The denominator of said fraction shall be the Federal estate tax value of the assets of this trust. The balance, if any, of the assets of the trust shall be known as "Part II". The Trustee shall hold Part I and Part II as two separate trusts and shall administer and distribute the funds of each separate trust for the benefit of my wife according to the following provisions

A Distribution of Income The Trustee may distribute to or for the benefit of my wife as much of the net income as the Trustee deems advisable for her education, support, maintenance and health, for the maintenance of her accustomed standard of living, or for any medical, hospital or other institutional care which she may require. These distributions shall be made in such proportions, amounts, and intervals as the Trustee determines. Any income not distributed shall be added to principal and shall be distributed according to the provisions of this Item

B Distribution of Principal In addition to the income distributions, the Trustee may distribute to or for the benefit of my wife as much principal as the Trustee deems advisable for her education, support, maintenance and health, for the maintenance of her accustomed standard of living, or for any medical, hospital or other institutional care which she may require. In making principal distributions, the Trustee shall consider the needs of my wife and the funds available to her from other sources

C Wife is Primary Beneficiary of Trust In making distributions of income and principal, I direct the Trustee to consider my wife as the primary beneficiary of this trust and to consider her needs above those of the remaindermen. If possible, the Trustee shall see that my wife has sufficient funds to enable her to continue her accustomed standard of living.

D. Final Distribution of Trust Assets Upon the death of my wife, the Trustee shall divide the assets of each separate trust into equal and separate shares,

- 1 one share for each of my then living children,
- 2 one share for each child of mine who is deceased, but who is survived by a

spouse, and

3 one share for each child of mine who is deceased, who has no surviving spouse, but is survived by one or more lineal descendants. Each share for the surviving lineal descendants of a deceased child of mine shall be divided among my deceased child's children, per stirpes, and distributed outright, provided, however, if a descendant has not attained the age of twenty-five (25) years, such descendant's share shall be retained in trust and administered and distributed according to the provisions of Item VII of this Will

Each share for a surviving child of mine and each share for child of mine who is deceased, but who is survived by a spouse, shall be held as a separate trust by the Trustee hereinafter named, and administered and distributed according to the provisions of Item VI of this Will

E Name of Trust. This trust shall be known as the "WILLIAM EDMONDS WEEMS, M D FAMILY TRUST "

F. If Wife Does Not Survive Me If my wife does not survive me, then the bequest under this Item shall lapse, and the assets otherwise disposed of by this Item shall pass as a part of the residue of my estate according to the provisions of Item VIII of this Will

ITEM VI

CHILDREN'S TRUSTS

Each separate trust created hereunder for the benefit of a child of mine or for the benefit of the surviving spouse of a deceased child of mine shall be held, administered and distributed by the

trustee(s) hereinafter named for the benefit of the beneficiary thereof according to the following provisions of this Item

A Distribution of Income The Trustee may distribute to or for the benefit of my child or my deceased child's surviving spouse who is the beneficiary of the trust (the "beneficiary"), as much of the net income as the Trustee deems advisable for the beneficiary's education, support, maintenance and health, for the maintenance of the beneficiary's accustomed standard of living; or for any medical, hospital or other institutional care which the beneficiary may require. These distributions shall be made in such proportions, amounts, and intervals as the Trustee determines. Any income not distributed shall be added to principal and shall be distributed according to the provisions of this Item

B Distribution of Principal In addition to the income distributions, the Trustee may distribute to or for the benefit of the beneficiary as much principal as the Trustee deems advisable for the beneficiary's education, support, maintenance and health, for the maintenance of the beneficiary's accustomed standard of living; or for any medical, hospital or other institutional care which the beneficiary may require. In making principal distributions, the Trustee shall consider the needs of the beneficiary and the funds available to him or her from other sources.

C Income Beneficiary is Primary Beneficiary of Trust In making distributions of income and principal, I direct the Trustee to consider the current income beneficiary as the primary

beneficiary of the trust and to consider his or her needs above those of the remainder beneficiaries of the trust. If possible, the Trustee shall see that the current income beneficiary has sufficient funds to enable such beneficiary to continue his or her accustomed standard of living.

D. Distribution Upon Death of Child With a Surviving Spouse Upon the death of my child who is the beneficiary of the trust, the remaining trust assets shall be retained in trust for the benefit of the surviving spouse of such child, and administered and distributed according to the provisions of this Item.

E. Distribution Upon Death of Child With No Surviving Spouse or Death of Spouse

1 Deceased Child With No Surviving Spouse As to each separate trust for the benefit of a child of mine, upon the death of my child before the complete distribution of the trust estate of such separate trust, if my child has no then surviving spouse, the entire remaining principal and undistributed income of this trust shall be paid over, delivered or conveyed to or among my child's lineal descendants as my child appoints in his or her Last Will and Testament. In disposing of the property of his or her separate trust, my child shall make specific reference to this Item of my Will as the source of his or her power to appoint this property. If my child fails to effectively exercise his or her power of appointment as to any portion of this trust, upon the death of my child any property remaining in this trust and not effectively appointed shall be distributed as follows

(i) per stirpes to the then living lineal descendants of such child who is the beneficiary of the trust; but if there shall be no then living lineal descendant of said child of mine, then

(ii) per stirpes to my then living descendants, but if there shall be no then living descendant of mine, then

(iii) to my "heirs-at-law", determined at such time pursuant to the laws of intestate succession of the State of Mississippi

2 Death of Deceased Child's Spouse As to each separate trust for the benefit of the surviving spouse of a deceased child of mine, upon the death of my child's spouse before the complete distribution of the trust estate of such separate trust, the entire remaining principal and undistributed income of this trust shall be paid over, delivered or conveyed to or among the lineal descendants of my child whose spouse is the beneficiary of the trust, as my child's spouse appoints in his or her Last Will and Testament. In disposing of the property of his or her separate trust, my child's spouse shall make specific reference to this Item of my Will as the source of his or her power to appoint this property. If my child's spouse fails to effectively exercise his or her power of appointment as to any portion of this trust, upon the death of my child's spouse any property remaining in this trust and not effectively appointed shall be distributed as follows:

;

(i) per stirpes to the then living lineal descendants of such child whose spouse is the beneficiary of the trust, but if there shall be no then living lineal descendant of said child of mine, then

(ii) per stirpes to my then living descendants, but if there shall be no then living descendant of mine, then

(iii) to my "heirs-at-law", determined at such time pursuant to the laws of intestate succession of the State of Mississippi

F Distributions to be Held in Trust

1. Distribution to a Child of Mine If pursuant to the provisions of paragraph E of this Item, the then remaining trust estate of a separate trust, or any share or portion thereof, shall be distributable to a child of mine, such then remaining trust estate, or share or portion thereof, shall not be distributed outright to said child, but shall be added to such other separate trust to be held, administered and distributed as a part thereof

2. Distribution to Descendant Under Age 25 If pursuant to the provisions of paragraph E. of this Item, the then remaining trust estate of a separate trust, or any share or portion thereof, shall be distributable to any lineal descendant of mine, who has not attained the age of twenty-five (25) years, such then remaining trust estate, or share or portion thereof, shall not be distributed outright to said descendant but shall be retained in trust by the Trustee as a separate trust of which the beneficiary shall be said lineal descendant, and each such separate trust shall be designated by the name of said beneficiary with such

additional title as the Trustee may deem adequate clearly to identify such separate trust, and each such separate trust shall be held, administered and distributed for the benefit of such beneficiary subject to the provisions of Item VII of this Will.

G Provisions Regarding Powers of Appointment

1 Release of Powers of Appointment Any power of appointment granted in this Will may be renounced or released in whole or in part by the donee of such power and may be reduced by the donee of such power in such manner as to reduce or limit the objects in whose favor the power would be otherwise exercisable. In addition to any other method of renunciation, release or reduction recognized by law, any power may be renounced, released or reduced by the donee of such power by an instrument in writing signed by said donee and delivered to the Trustee of the separate trust to which such renunciation, release or reduction relates

As used in this Item, the word "power" shall include (without limiting the generality of the meaning of such word) any power in a Trustee of a separate trust, which by reason of discretions granted to the Trustee, constitutes a power of appointment within the meaning of the United States Internal Revenue Code from time to time in force, and as used in this paragraph of this Item, the word "donee" shall include said Trustee

2 Manner of Exercise of Powers of Appointment. In addition to, and not in limitation of the rights accorded by law to a donee of a power of appointment granted hereunder, in the exercise of any such power of appointment, the donee of such power may make appointments outright to, or to a trustee or trustees to hold in trust for the exclusive

benefit of any one (1) or more of the objects of the power, and may impose lawful conditions upon any such appointment, provided that no one other than an object of the power is benefitted thereby. Accordingly, the donee may also exercise any power of appointment hereunder, at any time or from time to time, in any one (1) or more of the following ways (i) by creating life estates for any one (1) or more objects of the power with remainders to others who are also objects of such power, (ii) by appointing to children or more remote descendants even though the parents of such appointees are living, and/or (iii) by creating in any object of the power either a general or a limited power of appointment

3. Knowledge of Will The Trustee shall incur no liability to any person as a result of acting in reliance upon any instrument admitted to probate in any jurisdiction as the valid will of a donee of a testamentary power of appointment, or if within three (3) months after the date of death of said donee the Trustee shall have no notice or knowledge of the existence of a valid will of said donee, in acting in reliance upon the assumption that said donee failed to exercise such power of appointment and making distribution accordingly of that part of the trust estate subject to such power of appointment, provided, however, that any such distribution shall be without prejudice to the rights of any appointee or appointees of said donee to recover the distributed property from any person or persons to whom the Trustee may have made distribution in the event that after the distribution of such part of such trust estate subject to such power there should be found a valid will which said donee shall have validly exercised such power of appointment

4 Restrictions on Exercise of Special Powers of Appointment No special power of appointment granted hereunder shall be exercised or exercisable to any extent in favor of the donee of such power, or the estate, the creditors or the creditors of the estate of said donee, or to discharge or satisfy a legal obligation of said donee, or for the pecuniary benefit of said donee, and no exercise of any special power of appointment by the donee thereof shall be effective unless the valid will of the donee by which the donee exercises such power shall be executed subsequent to the date of the execution of this Will; provided, however, that any such will must specifically refer to and exercise any such power of appointment in order for such power to be effectively exercised

H Disclaimer. At any time any beneficiary may irrevocably disclaim or renounce any further interest in this trust by notifying the Trustee in writing of the beneficiary's disclaimer or renunciation. In such event, the trust provision shall thereafter be interpreted as though such beneficiary died on the date of such disclaimer or renunciation.

I. Spendthrift Trust None of the principal or income of this trust shall be liable for the debts or obligations of any beneficiary or be subject to seizure by creditors of any beneficiary. The beneficiaries have no power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of any interest in the trust funds or the income produced from the funds. Each trust created hereunder shall be a spendthrift trust.

J. Name of Trusts Each trust shall be known as a "Child's Trust" and shall be further designated and known by the name of the beneficiary thereof.

ITEM VII

GRANDCHILDREN'S TRUSTS

Each separate trust created hereunder for the benefit of a grandchild or other lineal descendant of mine who has not attained the age of twenty-five (25) years at the time of distribution shall be held in trust for the benefit of such lineal descendant by my son, WALTER SILLERS WEEMS, as Trustee, and administered and distributed according to the following provisions

A Distributions of Income The Trustee may distribute to or for the benefit of the beneficiary of each trust as much of the net income of the trust as the Trustee deems advisable for the education, support, maintenance and health of the beneficiary, for the maintenance of the beneficiary's accustomed standard of living, or for any medical, hospital or other institutional care which the beneficiary may require. These distributions shall be made in such proportions, amounts and intervals as the Trustee determines. Any income not distributed shall be retained and added to principal and shall be distributed according to provisions of this Item

B. Distributions of Principal In addition to the income distributions, the Trustee may distribute to or for the benefit of the beneficiary as much principal of the trust as the Trustee deems advisable for the education, support, maintenance and health of the beneficiary, for the maintenance of the beneficiary's accustomed standard of living, or for any medical, hospital or other institutional care the beneficiary may require. In making distributions of principal, the Trustee shall consider the needs of the beneficiary and the funds available to him or her from other sources

C Termination of Trust As and when the beneficiary attains the age of twenty-five (25)

years, the Trustee shall distribute to that beneficiary the remainder of the separate trust estate, free and clear of any trust, and such separate trust shall terminate

D Death of Beneficiary Before Termination of Trust. If the beneficiary should die prior to termination of his or her trust, the Trustee shall distribute the remaining trust assets as follows:

1 per stirpes to the then living descendants of said beneficiary, but if there shall be no then living descendant of said beneficiary, then

2 per stirpes to the then living descendants of said beneficiary's most immediate ancestor who was my descendant and a descendant or descendants of whom are then living; but if there shall be no said ancestor of said beneficiary of whom a descendant or descendants are then living, then

3 per stirpes to my then living descendants, but if there shall be no then living descendant of mine, then

4 to my "heirs-at-law", determined at such time pursuant to the laws of the State of Mississippi

E Distributions to be Held in Trust.

1 Beneficiary With Existing Trust If pursuant to the provisions of paragraph D of this Item, the then remaining trust estate of a separate trust, or any share or portion thereof, shall be distributable to any lineal descendant of a deceased child of mine (who shall then be the beneficiary of a separate trust held pursuant to the provisions of this Item) such then remaining trust estate, or share or portion thereof, shall not be distributed outright to

said lineal descendant of my deceased child, but shall be added to such other separate trust to be held, administered and distributed as a part thereof

2 Beneficiary With No Existing Trust If pursuant to the provisions of paragraph D. of this Item, the then remaining trust estate of a separate trust, or any share or portion thereof, shall be distributable to any lineal descendant of a deceased child of mine, who shall not then be the beneficiary of a separate trust held pursuant to the provisions of this Item, such then remaining trust estate, or share or portion thereof, shall not be distributed outright to said descendant but shall be retained in trust by the Trustee as a separate trust of which the beneficiary shall be said lineal descendant of my deceased child, and each such separate trust shall be designated by the name of said beneficiary with such additional title as the Trustee may deem adequate clearly to identify such separate trust, and each such separate trust shall be held, administered and distributed for the benefit of such beneficiary subject to the provisions of this Item

F Disclaimer At any time any beneficiary may irrevocably disclaim or renounce any further interest in this trust by notifying the Trustee in writing of the beneficiary's disclaimer or renunciation. In such event, the trust provision shall thereafter be interpreted as though such beneficiary died on the date of such disclaimer or renunciation.

G Spendthrift Trust None of the principal or income of this trust shall be liable for the debts or obligations of any beneficiary or be subject to seizure by creditors of any beneficiary. The beneficiaries have no power to sell, assign, transfer, encumber or in any manner to anticipate or

dispose of any interest in the trust funds or the income produced from the funds. Each trust created hereunder shall be a spendthrift trust

H Name of Trusts Each trust shall be known as a "Grandchild's Trust" and shall be further designated and known by the name of the beneficiary thereof.

ITEM VIII

RESIDUE

A Residue Outright to Wife If my wife, EVELYN PEARSON WEEMS, survives me, I give, devise and bequeath to my wife, EVELYN PEARSON WEEMS, all the rest and residue of my estate

B Disclaimer My wife shall have the right to disclaim all or any part of her interest in any property which I have devised or bequeathed to her. Any such disclaimer shall be made in writing, clearly stating the portion or assets disclaimed, and shall be delivered to my Executor within the time period required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any future law. If my wife disclaims in whole or in part, the property in which she disclaims her interest shall be distributed according to the provisions of Item V of this Will.

C Disposition of Residue if Wife Predeceases In the event my wife should predecease me, then my Executor shall divide the residue of my estate into two (2) separate parts ("Part I" and "Part II"), and such division shall be effective as of the date of my death. Part I shall be a fraction

of the residue of my estate. The numerator of said fraction shall be the amount of my "GST exemption", as provided for in Section 2631 of the Code, which shall not have been allocated otherwise either before or after my death. The denominator of said fraction shall be the Federal estate tax value of the residue of my estate (or the proceeds, investments and reinvestments thereof). The balance, if any, of the residue of my estate shall be known as "Part II". My Executor may select assets to be allocated to the shares. It is my intention that my GST exemption be fully utilized, to the extent possible.

1 My Executor shall divide the assets of Part I into equal and separate shares, (i) one share for each of my then living children, (ii) one share for each child of mine who is deceased, but who is survived by a spouse, and (iii) one share for each child of mine who is deceased, who has no surviving spouse, but is survived by one or more lineal descendants. Each share for the surviving lineal descendants of a deceased child of mine shall be divided among my deceased child's children, per stirpes, and distributed outright, provided, however, if a descendant has not attained the age of twenty-five (25) years, such descendant's share shall be retained in trust and administered and distributed according to the provisions of Item VII of this Will. Each share for a surviving child of mine and each share for child of mine who is deceased, but who is survived by a spouse shall be held as a separate trust by the Trustee hereinafter named, and administered and distributed according to the provisions of Item VI of this Will.

2 My Executor shall divide the assets of Part II into equal and separate shares, (i) one share for each of my then living children, (ii) one share for each child of mine who is deceased, but who is survived by a spouse, and (iii) one share for each child of mine who is deceased, who has no surviving spouse, but is survived by one or more lineal descendants. Each share for the surviving lineal descendants of a deceased child of mine shall be divided among my deceased child's children, per stirpes, and distributed outright; provided, however, if a descendant has not attained the age of twenty-five (25) years, such descendant's share shall be retained in trust and administered and distributed according to the provisions of Item VII of this Will. Each share for a surviving child of mine and each share for child of mine who is deceased, but who is survived by a spouse shall be held as a separate trust by the Trustee hereinafter named, and administered and distributed according to the provisions of Item VI of this Will.

ITEM IX.

MISCELLANEOUS TRUST PROVISIONS

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

B Income During Administration of Estate. The income of any trust created by this Will shall accrue from the date of my death. During the administration of my estate and until the trust is established and activated, I authorize the Trustee to request of my Executor, in which case

my Executor shall comply with that request, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of the trust. These payments shall be an amount which in the joint judgment of the Trustee and the Executor equals the trust income which the beneficiaries would have received had the trust been established and activated. If an overpayment or underpayment results, the Trustee shall pay to or receive from the beneficiaries the appropriate amount.

C. Distributions to Minor or Incapacitated Beneficiary In making distributions to the beneficiaries from a trust created under this Will, and especially where a beneficiary is a minor or incapable of transacting business due to incapacity or illness, the Trustee may make distributions either (a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary, or (d) by applying the payments for the benefit of the beneficiary by paying expenses directly. In any event, the Trustee shall require such reports and take such steps as the Trustee deems necessary to assure and enforce the application of such payments for the exclusive benefit of the beneficiary. However, the Trustee of any trust qualifying for the estate tax marital deduction shall have no power to accumulate the income even though the beneficiary may be incapacitated.

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

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

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

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

G Trustee's Discretion in Making Distributions. In making distributions of both principal and income, the Trustee may make a non pro rata distribution of property in kind. The judgment of the Trustee concerning values and purposes of such division or distribution of the property or securities held in the trust shall be binding and conclusive on all interested parties. The

Trustee shall not be liable to any beneficiary for any decisions made pursuant to this paragraph. In making a division or distribution, the Trustee is specifically excused from a duty of impartiality with respect to the income tax basis of the property distributed. The Trustee may select assets to be allocated or distributed without regard to the income tax basis of the property and without regard to the types of assets distributed to individual beneficiaries.

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

ITEM X

MISCELLANEOUS AND SUCCESSOR TRUSTEE PROVISIONS

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

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

C Successor Trustees of the Family Trust If WALTER SILLERS WEEMS resigns or becomes unwilling or unable to serve as Trustee of the "WILLIAM EDMONDS WEEMS, M.D FAMILY TRUST", then HERRON PEARSON WEEMS shall serve as successor Trustee. If HERRON PEARSON WEEMS becomes unwilling or unable to serve as Trustee of the "WILLIAM EDMONDS WEEMS, M D FAMILY TRUST", then the remaining adult income and adult remainder beneficiaries shall select a successor Trustee by a majority vote. If there are no adult beneficiaries, or if they are unable or fail to appoint a successor, the Successor Trustee shall be appointed by the Chancery Court in which this Will was probated.

D Trustees of Children's Trusts The initial Trustee of each Child's Trust shall be my child who is the beneficiary thereof, or my deceased child's surviving spouse who is the beneficiary thereof, as the case may be

1. If my child is unable to serve as Trustee of his or her trust, then such child may designate a successor Trustee, as provided in subparagraph 4 below. If my child fails to designate a successor Trustee of his or her separate trust, then such child's spouse shall serve as successor Trustee.

2 If the surviving spouse of a deceased child of mine is unable to serve as Trustee, then such spouse may designate a successor Trustee, as provided in subparagraph 4 below

3 If there is a vacancy in the trusteeship of any separate trust created hereunder which shall not be filled as provided above, then my son, WALTER SILLERS WEEMS, shall serve as Trustee thereof, but if WALTER SILLERS WEEMS is unable or unwilling to serve as Trustee, then my son, HERRON PEARSON WEEMS, shall serve as Trustee

4 Any designation of a successor Trustee may be made by an instrument in writing signed by the holder of such power and the successor Trustee, and delivered to the to the beneficiary of the separate trust for which a successor trustee is being designated.

E. Trustees of Grandchildren's Trusts The initial Trustee of each Grandchild's Trust shall be my son, WALTER SILLERS WEEMS If WALTER SILLERS WEEMS is unable or unwilling to serve as Trustee, then I appoint my son, HERRON PEARSON WEEMS, to serve as successor Trustee.

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

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

H Compensation of Trustee Any bank or other corporate fiduciary serving as Trustee shall receive reasonable compensation based on the services it is required to perform. Any individual serving as Trustee shall receive reasonable compensation based upon the then current hourly rates being charged in Laurel, Mississippi, for services comparable to those being rendered by the individual Trustee. Compensation shall be paid regularly and shall be shown on the Trustee's annual account

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

ITEM XI.

TRUSTEE POWERS

Unless otherwise provided, the administration of any trust herein created, the sale and conveyance of trust assets, the investment and reinvestment of trust assets, and the rights, powers, duties and liabilities of the Trustee shall be governed by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi, as amended. In addition to the powers contained in that Law, and the power to make "legal investments" under Mississippi law, the Trustee shall have full power and authority

1 to make any division or distribution of the trust estate in kind, in money or partly in kind and partly in money, including but not limited to, the purchase of an annuity contract or other property for the benefit of a beneficiary to whom a distribution is to be made and to determine the value of property so divided or distributed,

2 to hold, manage, insure, coinsure, reinsure, improve repair and control all property, real or personal, at any time forming a part of the trust estate, to continue to hold any or all property, real or personal, received by the Trustee from any person or fiduciary as a part of the trust estate or as an addition to the trust estate, even though the same be of a kind not usually considered suitable for trustees to select or hold, or be of a larger proportion in one (1) or more investments than the trust estate should, but for this provision, hold, including residential property, and irrespective of any risk, non-productiveness, or lack of diversification,

3. to sell for cash, credit or installments at public or private sale, to grant options to purchase, and to convey or exchange any and all of the property at any time forming a part of the trust estate, or any life estate, term of years, remainder or reversion therein, for such price including property of equivalent value (whether or not of like kind or similar use, and including life estates, terms of years, remainders or reversions) and upon such terms as the Trustee shall determine,

4 to lease or license the use of any tangible or intangible personal property at any time forming a part of the trust estate upon such terms as the Trustee shall determine,

5 to borrow money from any source (including any fiduciary hereunder), to extend or renew any existing indebtedness, and to mortgage or pledge any property at any time forming a part of the trust estate, to guarantee payment of any loan from a third person to a beneficiary or to a partnership of which a beneficiary or the trust is a general or limited partner and to pledge or hypothecate all or any part of the trust estate as collateral for such guarantee,

6 to settle, compromise, contest, agree to arbitrate and be bound thereby, extend the time for payment or abandon claims or demands in favor of or against the trust estate or any part thereof,

7 to sell, convey, release, mortgage, encumber, lease, partition, improve, manage, protect and subdivide any real estate interests therein or parts thereof; to dedicate for public use, to vacate any subdivisions or parts thereto, to re-subdivide, to contract, to sell, to grant options to purchase, to sell on any terms, to convey, to mortgage, pledge or otherwise encumber such property, or any part thereof; to lease such property, or any part thereof from time to time in possession or reversion, by lease to commence in present or in future, and upon any terms and for any period or periods of time including a period beyond the terms of the trust, and to renew or extend leases, to amend, change or modify the terms and provisions of any lease, and to consent to the assignment of leases, to contract to make leases and to grant options to lease and options to renew leases and options to purchase the whole or any part of any reversion, to partition or to exchange such real property, or any part

thereof, for any real or personal property, to grant easements or charges of any kind, to release, convey or assign any right, title or interest in or about an easement appurtenant to such property or any part thereof, to construct and reconstruct, remodel, alter, repair, add to or take from buildings on such premises, to purchase or hold real estate, improved or unimproved, or any reversion in real estate subject to lease, to direct the Trustee of any land trust of which the trust is a beneficiary to convey title to the real estate subject to such land trust, to execute and deliver deeds, mortgages, notes, and any and all documents pertaining to the property subject to such land trust and in all matters regarding such trust and/or to execute assignments of all or any part of the beneficial interest in such land trust,

8. to abandon any property, real or personal, which the Trustee shall deem to be worthless or not of sufficient value to warrant keeping or protecting, to abstain from the payment of taxes, water, rents, assessments, repairs, maintenance and upkeep of any such property, to permit any such property to be lost by tax sale or other proceedings, or to convey any such property for a nominal consideration or without consideration, to permit the expiration of any renewal, sale, exchange or purchase option with respect to any property or lease thereof;

9 to invest and reinvest the trust estate wholly or partially in common stock or in any other type or types of assets (without regard to whether such shall be sanctioned for trust investment by any state, listed on any stock exchange or other public market, registered with any securities commissions or similar bodies or subject to contractual, legal or other

restrictions, including "investment letter" restriction), including but not limited to bonds, notes, debentures, mortgages, preferred stocks, voting trust certification, options, beneficial interests in land trusts, interests in common trust funds, mutual funds, "open-end" or "closed end" investment funds or trusts, real estate investment trusts or other mineral interests, livestock or other animals, commodities, foreign exchange, insurance or endowment policies, annuities, variable annuities or other personal or undivided interests in property, real or personal, foreign or domestic, as the Trustee may deem advisable without being limited by any statute or law regarding investments by Trustees; and in that connection, without limiting the generality of the foregoing, to invest the trust estate or any part thereof in any partnership, limited partnership, or joint venture, and to have and to exercise all the powers of management and participation in the management necessary and incidental to a membership in such partnership, limited partnership or joint venture, including the making of charitable contributions, and at any time to participate in the incorporation of any such enterprise;

10 to purchase or otherwise acquire, for cash, credit or installments, or to invest in, reinvest in, retain or continue for an indefinite term, any business or business interests, as shareholder, creditor, partner, proprietor, or otherwise, even though it may be closely or privately held or may constitute all or a large portion of the trust estate of a separate trust; to participate in the conduct of such business or to rely upon others to do so, and to take or delegate to others discretionary power to take any action with respect to its management and

affairs which an individual could take as owner of such business, including the voting of stock, and the determination of all questions of policy, to take possession of the assets of such business, and to exercise complete control and management of such business; and in connection therewith, to enter into and perform contracts, commitments, orders, and engagements, to incur expenses and debts in connection with the conduct and operation of such business, and to pay and discharge such expenses and debts; to join in and execute partnership agreements and amendments thereto, to participate in any incorporation, reorganization, merger, consolidation, recapitalization, liquidation or dissolution of such business or any change in its nature and to retain and continue such changed or successor business, to invest additional capital in, subscribe to or buy additional stock or securities of or make or guarantee new or increased secured, unsecured or subordinated loans to any business, with trust funds, to rely upon the reports of certified public accountants as to the operations and financial condition of any business, without independent investigation and without obligation to file any report with the court in any jurisdiction, to elect, employ and compensate directors, officers, employees or agents of any business, who may include the Trustee or a director, officer or agent of the Trustee; to deal with and act for such business in any capacity, including any banking or trust capacity and the loaning of money out of a Trustee's own funds, and to be compensated therefore, to sell, pledge or liquidate any interest in such business,

11 to determine whether receipts shall constitute principal or income, and whether expenses are properly chargeable to principal or income (except as otherwise provided herein, the Trustee shall be governed in such determinations by the provisions of the Principal and Income Act from time to time in force in the jurisdiction whose laws shall control the administration of the trust, or if there shall be no such act in force, by the National Conference of Commissioners on Uniform State Laws, as then amended, but in all cases not governed by any such Act, the Trustee is hereby authorized to determine what shall be charged or credited to income and what to principal, and the determination of the Trustee shall be conclusive upon all persons), to establish out of income and credit to principal reasonable reserves for the depreciation or depletion of tangible property; to amortize premiums paid on the purchase of securities or other property, provided, however, any capital gain dividend from investments in mutual funds, common trust funds or real estate investment trusts shall be deemed principal,

12 to employ and pay reasonable compensation to such agents, brokers, advisors, trustees, custodians, depositaries, title holders, escrowees, accountants, attorneys, investment counsel, appraisers, insurers and others (who may be the Trustee himself in such other capacity or any firm or corporation with which the Trustee is associated) as may be reasonably necessary or desirable in managing and protecting the trust estate, and to execute any general or limited direction or power of attorney for such employment,

13 to vote, or refrain from voting, any corporate stock either in person or by general or limited proxy, for any purpose, including without limiting the generality of the foregoing, for the purpose of electing any Trustee or beneficiary as a director of any such corporation, to exercise or sell any conversion privilege, warrant, option or subscription right with respect to any security forming a part of the trust estate, to consent to take any action in connection with and receive and retain any securities resulting from any reorganization, consolidation, merger, readjustment of the financial structure, sale, lease or other disposition of the assets of any corporation or other organization, the securities of which may at any time form a part of the trust estate, to deposit any securities with or under the direction of a committee formed to protect said securities and to consent to or participate in any action taken or recommended by such committee, to pay all assessments, subscriptions and other sums of money which may seem expedient for the protection of the interest of such trust as the holder of such stocks, bonds, or other securities, to enter into an agreement making such trust liable for a pro rata share of the liabilities of any corporation which is being dissolved and in which stock is held, when in the opinion of the Trustee, such action is necessary to the plan of liquidation and dissolution of any such corporation, to join in and vote for participation in or modification or cancellation of any restrictive purchase or retirement agreement relating to any partnership interest or corporate stock held as a portion of such trust, to join in the formation, modification, amendment, extension or cancellation of any voting trust,

14 to cause any securities or other property, real or personal, which may at any time form a part of the trust estate, to be issued, held or registered in any Trustee's individual name without indication of any fiduciary capacity, or in the name of a nominee, or in such form that title will pass by delivery,

15 to deal in every way and without limitation or restriction with the Executor, Trustee, or other representatives of any trust or estate in which the beneficiary of such separate trust has any existing or future interest (even though the Trustee may be acting in such other capacity),

16 to open accounts, margin or otherwise, with brokerage firms, banks or others, and to invest the funds of the trust estate in, and to conduct, maintain and operate, these accounts for the purchase, sale and exchange of stocks, bonds and other securities, and in connection therewith to borrow money, obtain guarantees, and engage in all other activities necessary or incidental to conducting, maintaining and operating these accounts;

17 to move any part or all of the trust estate of any separate trust to any location, whether within or without the United States of America; and to transfer the situs of any trust property to any jurisdiction as often as the Trustee deems it advantageous to the trust, appointing a substitute Trustee to itself to act with respect thereof. In connection therewith, the Trustee may delegate to any such substitute Trustee any or all of the powers, discretionary or otherwise, given to the Trustee, and may elect to act as advisor to such

substitute Trustee and shall receive reasonable compensation for so acting, and the Trustee may remove any acting substitute Trustee and appoint another, including itself, at will;

18 to open and maintain one (1) or more savings accounts or checking accounts and to rent one (1) or more safety deposit boxes or vaults with any bank, trust company, safety deposit box company, savings and loan association or building and loan association, wherever located, whether within or without the United States of America, even if, in the case of a bank or trust company, such bank or trust company shall be acting as Trustee of such trust; to deposit to the credit of such account or accounts all or any part of the funds belonging to the trust estate, whether or not such funds may earn interest, from time to time, to add to or remove some or all of the items placed in any safety deposit box or vault, or to withdraw a portion or all of such funds so deposited by check or other instrument signed by the Trustee as Trustee of such trust, or by such other person or persons as the Trustee may from time to time authorize (including appointment of a deputy or deputies of a safety deposit box or vault), or if more than one Trustee shall be acting hereunder, by such one (1) or more of the Trustees as shall be designated by a majority of the Trustees or such other person or persons as said majority of the Trustees may from time to time authorize, and any such bank, company or association is hereby authorized to allow such person or persons access to such safety deposit box or vault and to pay such check or other instrument and also to receive the same for deposit to the credit of any holder thereof when so signed and properly endorsed, without inquiry of any kind, and access when so allowed, and payments

when so made by such bank, company or association, shall not be subject to criticism or objection by any person concerned or interested in any way in the trust;

19 to lend the principal or income of the trust estate to the beneficiary thereof, without interest and without security, or to make loans to such other persons, partnerships, corporations, trusts or estates, upon such terms, with such security and rates of interest as the Trustee may deem advisable

20 to allocate different kinds of disproportionate shares of property or undivided interests in property among beneficiaries of separate trusts and to determine the value thereof, except as otherwise provided herein, to make joint investments for any separate trust hereunder of which the Trustee is trustee or cotrustee and to hold such joint investments as a common fund for purposes of administration, dividing the net income therefrom in the same proportions as the respective interests of such trusts herein;

21 to settle the accounts of a deceased, incapacitated or resigned Trustee, all persons having any interest in the trust to be conclusively bound by such settlement,

22 at any time and from time to time, and subject to revocation at any time, to delegate the authorities, discretions and powers or any of them herein conferred upon a Trustee to any one (1) or more Co-Trustees then acting and/or any other person or persons and/or a corporation or corporations, such delegation and all revocations thereof to be evidenced by an instrument in writing, signed and delivered to the Co-Trustee, Co-Trustees,

person, persons, corporation or corporations to whom the delegation is made and to the beneficiary of the trust,

23 to make any payment, to receive any money, to take any action and to make, execute, deliver and receive any contract, deed, instrument or document, which may be deemed necessary or advisable to exercise any of the foregoing powers or to carry into effect any provisions herein contained, and in addition to the powers enumerated herein above, to do all other acts which in the judgment of the Trustee are necessary or desirable for the proper administration of the trust estate, and

24. to buy, own and/or pay premiums on insurance on the life of any person,

25 to grant a testamentary 'general power of appointment' (as that term is defined in Section 2041 of the Code) to any beneficiary of any separate trust with respect to all or any part of the trust estate of such separate trust, or to eliminate such power at any time after it shall have been granted to said beneficiary, such grant or elimination to be made by means of a written instrument signed by the Trustee and delivered to said beneficiary, provided, however, that no Restricted Trustee shall have any voice, vote or otherwise participate in any decision to grant or to eliminate a previous grant of a testamentary general power of appointment to any beneficiary,

26 To enable the trusts to be either completely exempt or nonexempt from generation-skipping transfer tax, or for any other reason, the Trustee may divide a trust into two or more separate trusts and may hold an addition to a trust as a separate trust. The rights

of beneficiaries shall be determined as if the trusts were aggregated, but the Trustee may pay principal to beneficiaries and taxing authorities disproportionately from the trusts. The Trustee shall not be liable for deciding in its discretion to exercise or not exercise these powers. Upon division or distribution of an exempt trust and a nonexempt trust held hereunder, the Trustee in its discretion may allocate property from the exempt trust first to a share from which a generation-skipping transfer is more likely to occur. If the Trustee considers that any distribution from a trust hereunder other than pursuant to a power to withdraw or appoint is a taxable distribution subject to a generation-skipping transfer tax payable by the distributee, the Trustee shall augment the distribution by an amount which the trustee estimates to be sufficient to pay the tax and shall charge the same against the trust to which the tax relates. If the Trustee considers that any termination of an interest in trust property hereunder is a taxable termination subject to a generation-skipping transfer tax, the Trustee shall pay the tax from the portion of the trust property to which the tax relates, without adjustment of the relative interests of the beneficiaries.

27 to amend the provisions of any separate trust and/or to take any other actions which the Trustee may deem advisable in order to permit such trust to hold stock in an S corporation, provided, however, that no Restricted Trustee shall have any voice, vote or otherwise participate in any decision as to the advisability or the manner in which this power shall be exercised,

28 to make or refrain from making with respect to any separate trust any election available under any applicable tax law, and

29. where there are two (2) or more trusts held for the benefit of the same beneficiary upon similar terms and one (1) or more of those trusts has an "inclusion ratio", as that term is defined in Section 2642 of the Code, which is less than the inclusion ratio of the other trust or trusts, the Trustee may, in the sole discretion of the Trustee, make discretionary distributions of principal (and/or income, unless income distributions from such trusts are mandatory) to said beneficiary primarily or exclusively from the trust or trusts with the higher inclusion ratio.

30 Notwithstanding any other provision of this Will to the contrary, if the inclusion ration of property directed to be added to a trust is different than the inclusion ratio of such trust, the Trustee may decline to make the addition and may instead administer the property as a separate trust with provisions identical to the trust

The Trustee shall have absolute discretion regarding the manner in which the hereinabove enumerated powers, and those powers conferred upon the Trustee by law, shall be exercised, and the Trustee's decisions in that regard shall be final, and not subject to question by any person, provided, however, that nothing herein contained shall be construed to enable the Trustee to lend the principal or income of the trust estate, directly or indirectly, to any person who is not beneficially interested in such trust estate, without adequate interest and security, nor enable any person to purchase,

exchange or otherwise deal with or dispose of the principal or income of the trust estate for less than an adequate consideration in money or money's worth

B Statements to Beneficiaries. Upon written request of a beneficiary of a separate trust, the Trustee shall render annual statements of the receipts and disbursements and of the financial condition of such separate trust to said beneficiary

C Trustee Not Personally Liable for Trust Undertakings With regard to any contract, agreement, undertaking, covenant or representation, entered into or made by, or on behalf of, the Trustee for the benefit of any separate trust hereunder, any rights, liabilities or obligations created by virtue of such contract, agreement, undertaking, covenant or representation shall be solely the rights, liabilities, and obligations of such separate trust, and shall not be the personal rights, liabilities, or obligations of the Trustee, and, accordingly, no such liability or obligation shall at any time be asserted or enforceable against the Trustee personally, but only against the assets of such separate trust

D Trustee Entitled to Reimbursement If the Trustee shall be compelled at any time during the existence of any separate trust, or any time thereafter, to pay any tax or penalty with respect to such separate trust for any reason, the Trustee shall be entitled to be reimbursed from the property of such separate trust, or to the extent that the property of such separate trust shall then be insufficient, or if such trust shall be then terminated, the Trustee shall be reimbursed by the person or persons to whom any property of such trust shall have been distributed to the extent of the amount received by each such person. The Trustee, before making any distribution of either income or

principal from such separate trust, may accordingly require an undertaking by said person or persons in form satisfactory to the Trustee to reimburse the Trustee for all such taxes and penalties, or the Trustee may withhold distribution of a reasonable amount required to meet any taxes, interest and penalties thereon pending release of any tax lien or the final determination of any tax controversy

E Trustee Not Liable for Acts in Good Faith The Trustee shall not be liable for any loss of the trust estate of any separate trust occasioned by acts in good faith in the administration of such separate trust (including acts in reliance upon an opinion of counsel) and in any event the Trustee shall be liable only for willful wrongdoing, or gross negligence, but not for honest errors of judgment

F Trustee May Seek Releases The Trustee of a separate trust is hereby authorized to seek from any beneficiary of such trust a full and complete release from any and all liabilities whatever attributable to any acts by the Trustee, or any decision by the Trustee to act or to refrain from acting in any manner whatsoever, with respect to the investment of the assets of the trust estate, retention of any or all trust assets, and the sale or disposition of any or all trust assets, and to seek the written approval by any beneficiary of any account or statement required by Paragraph B of this Item, and such release or approval, if granted by the beneficiary, shall be binding and conclusive upon said beneficiary and upon all of said beneficiary's descendants (including then unborn descendants) who may then have or thereafter acquire any interest in such trust

G Termination of Small Trusts The Trustee shall be authorized to terminate any trust if the Trustee, in the Trustee's sole discretion, determines the assets of the trust are of such small

value that the continued existence and operation of the trust is not in the best interest of the beneficiaries. This power shall be exercisable only if the income beneficiaries and the remainder beneficiaries are the same and have the same interest in the trust, or if the beneficiaries or interests are different, only if the beneficiaries agree to a manner of termination and distribution of trust assets. No beneficiary shall have any right to require the Trustee to exercise this power. Upon termination, the Trustee shall distribute the assets of the trust to the beneficiaries in the beneficiaries' proportionate shares. This power may not be exercised by a Restricted Trustee.

H Merger of Trusts In the Trustee's discretion, the Trustee may at any time merge the assets of any separate trust created hereunder with the assets of any other separate trust, created by Will or agreement, which in the opinion of the Trustee, is then and thereafter to be held, administered and distributed to or for the benefit of the same beneficiary upon substantially the same trusts, terms and conditions as said trust created hereunder and contains a provision permitting such merger. The merged assets may be held, administered and distributed by the Trustee under the provisions of the trust created hereunder or under the provisions of the instrument or instruments governing such other trust, and the Trustee shall terminate this trust as a separate entity if it merges this trust into such other trust. In accordance with the foregoing, in the event the Trustee shall deem it desirable to merge the assets of any separate trust hereunder with the assets of any other separate trust, the Trustee is hereby authorized to shorten the period after which such separate trust hereunder is to terminate pursuant to the provisions of Item IX E, if necessary to effectuate such merger.

I Transfers to Trusts The Trustee (other than any Restricted Trustee) of each separate

trust hereunder is authorized to distribute, at any time, all or any part of the trust estate as said Trustee, in its sole discretion, deems advisable to the Trustee of one (1) or more other trusts created or to be created by any person, including said Trustee hereunder, for the benefit of the beneficiary hereunder. This power may be exercised by the Trustee even though the other trust to which the trust estate is to be transferred, is to be held pursuant to provisions other than the provisions hereunder, but only if such other trust or trusts do not differ in any substantial manner from such separate trust hereunder, provided, however that no such distribution shall be made to any trust which may have a duration exceeding the period after which such separate trust hereunder is to terminate pursuant to Item IX E

J Marital Deduction None of the powers granted to the Trustee shall be exercised in any way which would jeopardize the estate tax marital deduction otherwise available to my estate

ITEM XII

SIMULTANEOUS DEATH

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

Notwithstanding the preceding provisions of this Will which provide for the distribution of my estate, if my wife and I die simultaneously or if my wife does not survive me by one hundred seventy-nine (179) days, I direct that my estate be disposed of as provided by this Item

In such event, I direct that my estate other than the specific bequests and devises be divided into two (2) separate shares, one of which will be Share A and the other of which will be Share B.

There shall be allocated to Share A that percentage interest of the balance of the assets of my estate which when added to all other property passing to my wife will obtain for my estate a marital deduction which will result in the lowest federal estate taxes in my estate and my wife's estate, on the assumption that my wife died after me and that my wife's estate was valued as of the date on which my estate is valued for federal estate tax purposes. Share A shall be distributed as provided in Item VIII A.

There shall be allocated to Share B the remaining percentage interest of the balance of the assets of my estate. Share B shall be distributed as provided in Item VIII.C.

ITEM XIII

DEFINITIONS

A Per Stirpes Whenever distribution is to be made to designated beneficiaries on a "per stirpes" basis, the property shall be distributed to the persons and in the proportions that personal property of the named ancestor would be distributed under the laws of the State of Mississippi in force at the time stipulated for distribution if the named ancestor had died intestate at such time, domiciled in such state, not married and survived only by such descendant(s)

B Children and Descendants References in this Will to "child" or "children" mean lawful blood descendants in the first degree of the parent designated. References to "descendants" mean lawful lineal blood descendants of the ancestor designated, provided always, however, that an adopted child and such adopted child's lawful lineal blood descendants shall be considered in this Will as lawful lineal blood descendants of the adopting parent or parents and of anyone who is by blood or adoption an ancestor of the adopting parent or of either of the adopting parents and shall not be considered lineal descendants of the adopted child's natural parents, except that where a child is adopted by a spouse of one of his or her natural parents, such child shall be considered a lineal descendant of such natural parent as well as a descendant of the adopting parent.

C. Gender The masculine, feminine and neuter genders whenever used herein shall each be deemed to include the other as well, where the context requires. Moreover, the terms referred to in singular form shall be deemed to include the plural, and vice versa, where the context requires.

D. GST Exemption. The term "available GST exemption from the federal generation-skipping transfer tax" means an amount equal to my generation-skipping transfer exemption provided

in Section 2631(a) of the Internal Revenue Code of 1986, as amended, that has not been allocated by me during my lifetime or after my death.

E Restricted Trustees As used herein, with regard to any separate trust, the term "Restricted Trustee" shall include any beneficiary of such trust and any individual who shall have a legal obligation to support any beneficiary of such trust, provided, however, that "a legal obligation

to support a beneficiary", as used in this Paragraph, shall not include an obligation to support arising solely by reason of an individual acting as guardian or conservator of said beneficiary. Except with respect to any power of appointment, or as may be expressly provided herein to the contrary, no Restricted Trustee shall have any voice, determination or vote relating to any discretionary distribution or vote relating to any discretionary distribution of the income or principal of any separate trust hereunder, and all such decisions shall be made by the Co-Trustee or Co-Trustees of such separate trust who are not Restricted Trustees

ITEM XIV.

EXECUTOR POWERS

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

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

C Discretion to Select Property to be Distributed. My Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. My Executor may satisfy any pecuniary bequest provided in this Will in cash or in kind or partly in cash and partly in kind, however, any asset distributed in kind shall be valued at its date of distribution

value. My Executor shall not exercise this discretion in any manner which will result in a loss of or decrease in the marital deduction otherwise allowable in determining the federal estate tax due by my estate. If any income tax is generated by funding the "WILLIAM EDMONDS WEEMS, M.D. FAMILY TRUST" which exceeds the true appreciation in the residue of my estate qualifying for the estate tax marital deduction, then such excess income tax shall be paid out of the "WILLIAM EDMONDS WEEMS, M.D. FAMILY TRUST". If such tax does not exceed the true appreciation in the residuary then such income tax shall be paid out of the residue.

D. Third Parties Not Obligated to See to Application of Property Delivered to Executor

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

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

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

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

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

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

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

K Right to Sell or Lease Without Court Approval My Executor shall not be required to reduce all or any of my personal or real property to cash during the administration of my estate,

but in my Executor's discretion may sell or lease any of my property in such manner and on such terms and conditions as my Executor may deem advisable, without notice and without the necessity of Court approval or authorization. In connection with a sale or lease, my Executor may execute and deliver such deeds, leases or other instruments relating thereto.

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

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

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

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

any party for determining whether or not to exercise the discretion to elect or not to elect to defer the payment of taxes

P. Ancillary Administration I further nominate and appoint my Executor herein named to petition the proper Court and to take all necessary action to effect an ancillary administration covering any property I may own in another jurisdiction I direct that no bond or other security shall be required of my Executor named herein, nor shall my Executor be required to file an inventory or accounting with any court in any foreign jurisdiction If the laws of any other jurisdiction in which I may own property require that a resident of that jurisdiction serve as Executor or Administrator in any ancillary proceeding by my estate, my Executor shall have the power and right to select and designate a proper party resident of the foreign jurisdiction involved to serve with the Executor of my estate as Co-Administrators In such event, the Co-Administrators shall not be required to post any bond or other security or file any accounting or inventory with any court in the foreign jurisdiction

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 2 day of Jan, 2003 *2004 Not*

William Edmonds Weems M.D.
WILLIAM EDMONDS WEEMS, M.D.

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

Debra Welch
Witness

Kallos Jones
Witness