

2005-472

LAST WILL AND TESTAMENT

OF

JAMES WILLIAM COCKE, JR.

I, JAMES WILLIAM COCKE, JR , being over the age of eighteen years and of sound and disposing mind and memory, an adult resident citizen of Madison County, State of Mississippi, do make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me

File

ITEM I

I am married to JUANITA T. COCKE. I have two (2) adult children, JAMES WILLIAM COCKE, III, and VIRGINIA LEE COCKE.

The words "child" or "children" as used herein shall include any children born to me or adopted by me, and "descendants" shall include any person born to any of my children. 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

FILED
THIS DATE
JUN 02 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* DC

[Signature]
JAMES WILLIAM COCKE, JR
TESTATOR

ITEM II

I hereby nominate and appoint as Co-Executors of my estate, my children, JAMES WILLIAM COCKE, III, and VIRGINIA LEE COCKE. I waive all bond, appraisal, inventory and accounting insofar as I am legally entitled to waive same for them and any other person named or appointed to serve. In the event my children, JAMES WILLIAM COCKE, III, and VIRGINIA LEE COCKE, are unable to serve, I appoint as Alternate Executrix, my daughter-in-law, NANCY K COCKE.

ITEM III

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

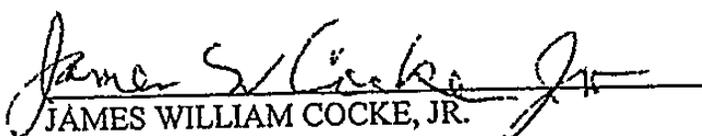
Unless otherwise provided, any neuter terminology also includes the masculine and feminine, or vice versa, and any reference in the singular shall also include the plural, or vice versa

ITEM IV

My Co-Executors shall pay all funeral expenses, costs of administration and properly probated and allowed claims against my estate.

ITEM V

I will, devise and bequeath my entire estate, of whatsoever kind and character, both real


JAMES WILLIAM COCKE, JR.
TESTATOR

and personal, and wheresoever located to my wife, JUANITA TUCKER COCKE.

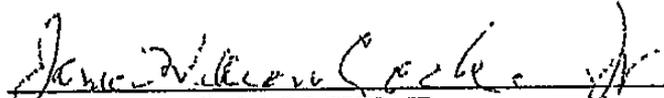
ITEM VI

In the event my wife, JUANITA TUCKER COCKE, predeceases me or we die together in a common disaster, I hereby will, devise and bequeath my entire estate, both real and personal, of whatsoever kind and character and wheresoever located, to my children, JAMES WILLIAM COCKE, III, and VIRGINIA LEE COCKE, share and share alike, per stirpes.

ITEM VII

It is my desire that my Attorney, Marc K McKay, of 368 Highland Colony Parkway, Ridgeland, Mississippi 39157, being familiar with my personal affairs and with my wishes relative to the disposition of my estate, be the Attorney of my Estate.

WITNESS MY SIGNATURE this 14 day of OCTOBER, 2004.


JAMES WILLIAM COCKE, JR.
TESTATOR

*Wick
11/15*

WITNESSES:

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

Budetta E. Krauss
Name: Philip E. Krauss
368 Highland Colony Parkway
Ridgeland, MS 39157

Regina Feltz Sistrunk
Name: Regina Feltz Sistrunk
576 Highland Colony Parkway, Ste. 300
Ridgeland, MS 39157

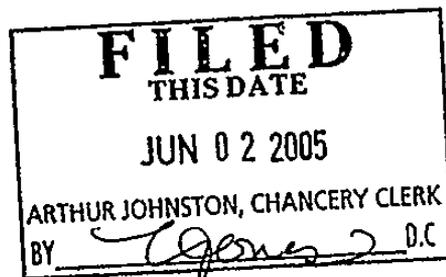
IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPIIN THE MATTER OF THE ESTATE OF
JAMES WILLIAM COCKE, JR, DECEASEDNO. 2005-472AFFIDAVIT OF SUBSCRIBING WITNESSESSTATE OF MISSISSIPPI
COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named REGINA SISTRUNK and BRIDGETTE E. KNAUSS, who being by me first duly sworn according to the law, say on oath:

(1) That the affiants are the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of JAMES WILLIAM COCKE, JR., Deceased, who was personally known to the affiants, and whose signature is affixed to the Last Will and Testament, dated the 14th day of October, 2004.

(2) That on the 14th day of October, 2004, the said JAMES WILLIAM COCKE, JR signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of the affiants and in the presence of each other as subscribing witnesses to the instrument.

(3) That JAMES WILLIAM COCKE, JR. was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years.



(4) That the affiants, together 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 JAMES WILLIAM COCKE, JR. and in the presence of each other.

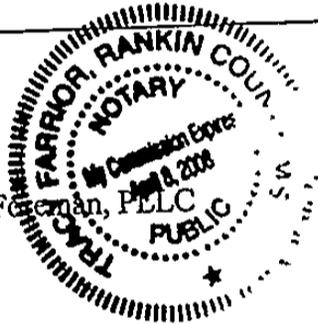
Regina Sistrunk
REGINA SISTRUNK
Bridgette E. Knauss
BRIDGETTE E. KNAUSS

SWORN TO AND SUBSCRIBED BEFORE ME this 14th day of October, 2004.

Juan Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES: _____

Prepared by:
Marc K. McKay, MSB #8732
McKay Simpson Lawler Franklin & Fagan, PLLC
P. O. Box 2488
Ridgeland, MS 39158-2488
(601) 572-8778



IN THE CHANCERY COURT OF MADISON COUNTY

STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF T.J. ROSS, DECEASED

CIVIL ACTION FILE NO. 2005-414

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 JOYCE BELINDA ROSS and ERMA VIVIAN ROSS, who, being by me first duly sworn, on oath stated

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

NONE

STATE OF Maryland
COUNTY OF Anne Arundel

FILED
THIS DATE
JUN 03 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 JOYCE BELINDA ROSS, who, being first duly sworn by me, states on

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

Joyce Belinda Ross
JOYCE BELINDA ROSS

SWORN TO AND SUBSCRIBED before me on this the 28th day of May, 2005.

[Signature]
NOTARY PUBLIC



MY COMMISSION EXPIRES:

July 1, 2008
(SEAL)

STATE OF Maryland
COUNTY OF Anne Arundel

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

Erma Vivian Ross
ERMA VIVIAN ROSS

SWORN TO AND SUBSCRIBED before me on this the 28th day of May, 2005.

[Signature]
NOTARY PUBLIC



MY COMMISSION EXPIRES:

July 1, 2008
(SEAL)

LAST WILL AND TESTAMENT

2005-464

FILED
 THIS DATE
 JUN 09 2005
 ART. J. JOHNSON, CLERK
 BY *[Signature]* DC.

OF

HELEN LAURA REES

I, HELEN LAURA REES, an adult resident citizen of Madison County, Mississippi, above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any previous Wills and/or Codicils heretofore made by me

ITEM I.

I hereby appoint, nominate and constitute James W. Jarratt, III, as Executor of this my Last Will and Testament, and I waive all bond, inventory, appraisal and accounting of my Executor; and I give to my Executor, during the administration of my estate, all of the rights, powers and privileges to deal with my estate fully and completely including the powers to sell real or personal property at public or private sale without court order and without bond.

ITEM II.

I hereby direct my Executor to pay my funeral expenses and all of my just debts as soon as may be conveniently done.

Helen L. Rees

ITEM III.

A. I give and bequeath unto Shirley Faucette my desk which was made by my father.

B. My Executor is authorized to distribute or dispose of the balance of my furniture, clothing and personal effects in such manner as my Executor shall determine without accounting to any individual or any court.

ITEM IV.

A. I give and bequeath unto the First Church of Christ Scientist, Ridgeland, Mississippi (formerly located at 755 Riverside Drive, Jackson, Mississippi), the sum of Twenty-five Thousand Dollars (\$25,000.00).

B. I give and bequeath unto James W. Jarratt, III, the sum of Ten Thousand Dollars (\$10,000.00). In the event he does not survive me, this bequest shall lapse.

C. I give and bequeath unto James W. Jarratt, III, as Custodian for the benefit of his son, James W. Jarratt, IV, under the Mississippi Uniform Transfers to Minors Act, the sum of Five Thousand Dollars (\$5,000.00). In the event James W. Jarratt, IV, does not survive me, this bequest shall lapse.

W. L. Jarratt

ITEM V.

I give, devise and bequeath all of the rest and residue of my property to my cousin, Thomas Goodrich Moore.

IN WITNESS WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament on this 25th day of June, 2004.

Helen Laura Rees
HELEN LAURA REES

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

James S. Armstrong
Gladys V. Williams
WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

FILED
THIS DATE
JUN 09 2005
ART-IV JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

AFFIDAVIT OF SUBSCRIBING WITNESSES

THIS DAY personally came and appeared before me, the undersigned authority at law in and for said jurisdiction, JAMES S ARMSTRONG and Gladys V. Williams, two of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of HELEN LAURA REES, a citizen of Madison County, Mississippi, who, having been first duly sworn, each makes oath that the said HELEN LAURA REES signed, published and declared the original of said instrument as her Last Will and Testament on the 25th day of June, 2005, the day and date of said instrument, in the presence of said affiants, both of whom were the subscribing witnesses to said instrument, that said testatrix was then of sound and disposing mind and memory and above the age of twenty-one years; and said affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said testatrix and in the presence of each other.

[Signature]
JAMES S. ARMSTRONG

[Signature]
GLADYS V. WILLIAMS

SWORN to and subscribed before me, this the 23rd day of May, 2005.

[Signature]
NOTARY PUBLIC

My Commission Expires.
8-19-07



LAST WILL AND TESTAMENT

OF

2005-504

ELIZABETH K. DONALD

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

ITEM I.

I appoint my nephew, JOHN M. KIMBROUGH, III, of Lexington, Mississippi, as Executor of my Estate under this Will. I direct my Executor to pay all of my just debts and obligations which may be probated, registered and allowed against my estate as soon as may be conveniently done.

ITEM II.

I give, and bequeath Fifty Thousand Dollars (\$50,000) to FRENCH CAMP ACADEMY, French Camp, Mississippi.

ITEM III.

I devise and bequeath any interest I may own at my death in farmland in Louisiana to my great nephews, ALFRED BARTON DONALD, DAN L. DONALD, III, WALTER BROOKS DONALD, II, and DAVID SETH DONALD, in equal shares.

ITEM IV.

A. If I own any interest at my death in my former home in Jennings, Louisiana, I devise and bequeath that interest to my niece, CHARLOTTE DONALD WALTER, and her husband, DONALD WALTER, as joint tenants.

FILED
THIS DATE
JUN 10 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim S. [Signature]* D.C.

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ELIZABETH K. DONALD

B. I give, devise and bequeath any interest I own at my death in the vacant lots adjoining my former home on the side and rear of that residence to ROBERT WALTER and SUSANNAH WALTER, in equal shares.

C. I give, devise and bequeath any interest I own at my death in the lots adjacent to and used by the Chevrolet dealership in Jennings, Louisiana, to CHARLOTTE ELIZABETH DONALD and NAN McNEEL DONALD, in equal shares. If NAN McNEEL DONALD has not attained the age of twenty-one (21) years at the time of this distribution to her, her interest shall be held by DAN L. DONALD, JR. as Trustee for NAN, to be administered and disposed of in accordance with the terms of Item VI of this Will.

D. I give, devise and bequeath any interest I own at my death in the land and building occupied by the PIGGLY WIGGLY store in Jennings, Louisiana, to KAREN BROOKS DONALD and DAVID SETH DONALD, in equal shares. If KAREN BROOKS DONALD and/or DAVID SETH DONALD has not attained the age of twenty-one (21) years at the time of this distribution to them, his or her interest shall be held by DAVID B. DONALD, as Trustee, to be administered and disposed of in accordance with the terms of Item VI of this Will.

ITEM V.

I give and bequeath one-half (1/2) of the shares of stock in DEPOSIT GUARANTY CORPORATION I own at my death to JEFF DAVIS BANK AND TRUST CO., Jennings, Louisiana, as Trustee for the benefit of my brother, JOHN M. KIMBROUGH, JR. The Trustee shall hold, administer and distribute the funds of this trust under the following provisions:

A. The Trustee shall distribute to or for the benefit of the beneficiary all of the net income of the trust. These distributions shall be made at such intervals and in such amounts

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ELIZABETH K. DONALD

as the Trustee shall determine, but shall be made at least annually.

B. In addition to the net income, the Trustee may pay to or for the benefit of the beneficiary as much principal as the Trustee deems necessary for the support, maintenance and health of the beneficiary or for any medical, hospital or other institutional care which he may require. In making principal distributions, the Trustee shall consider the needs of the beneficiary and the funds available to him from other sources.

C. Upon the death of my brother, the Trustee shall distribute the assets of this Trust to his sons, JOHN M. KIMBROUGH, III and ROBERT EARLE KIMBROUGH, and his daughter, BETSY KIMBROUGH PADGETT, in equal shares. If either of my brother's children are not living at the time of this distribution, the share of that deceased child shall be distributed to his or her surviving children, in equal shares. If one of those surviving children has not attained the age of twenty-one (21) years, the share of that minor child shall be held by that child's surviving parent, as Trustee, in accordance with the terms of Item VI of this Will.

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

E. This trust shall be designated and known as the "John M. Kimbrough, Jr. Trust."

ITEM VI.

I give, devise and bequeath all the rest and residue of my estate to my niece and nephews, JOHN M. KIMBROUGH, III, ROBERT

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ELIZABETH K. DONALD

EARLE KIMBROUGH and BETSY KIMBROUGH PADGETT, in equal shares. If one of them does not survive me, his or her interest shall be distributed to his or her then living children, in equal shares. If one of those surviving children has not attained age twenty-one (21) years, the share of that minor child shall be held by that child's surviving parent, as Trustee, in accordance with the terms of Item VI of this Will. If a niece or nephew is deceased leaving no surviving children, his or her interest shall be distributed to my niece and/or nephews named above who survive, in equal shares.

ITEM VII.

Any bequest under Items IV, V and VI to a minor beneficiary shall be held by the designated Trustee in accordance with the following provisions:

A. The Trustee shall distribute to or for the benefit of the beneficiary of a trust as much of the net income of that trust 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 amounts and intervals as the Trustee determines. Any income not distributed shall be added to principal and shall be distributed in accordance with the provisions of this Item.

B. In addition to the income distributions, the Trustee may pay to or for the benefit of the beneficiary of a trust as much principal of that trust 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

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ELIZABETH K. DONALD

beneficiary and the funds available to the beneficiary from other sources.

C. As and when a beneficiary attains the age of twenty-one (21) years, the Trustee shall distribute to such beneficiary the remainder of that beneficiary's trust estate, free and clear of any trust. Upon distribution of the beneficiary's entire trust estate to the beneficiary, his or her trust shall terminate.

D. In the event of the death of a beneficiary named in Item III prior to receipt by that beneficiary of his or her entire trust estate, the balance in the trust of such deceased beneficiary shall be distributed to that beneficiary's brothers and/or sisters who are co-owners of the property held in the trust for that deceased beneficiary. If the deceased beneficiary is not survived by any sibling, his or her interest in the trust shall terminate and shall be distributed as a part of the residue of my estate.

E. In the event of the death of a beneficiary who is the child of JOHN M. KIMBROUGH, III, ROBERT EARLE KIMBROUGH or BETSY KIMBROUGH PADGETT prior to receipt by that beneficiary of his or her entire trust estate, the balance in the trust of such deceased beneficiary shall be distributed to that beneficiary's surviving brothers and/or sisters. If the deceased beneficiary is not survived by any siblings, his or her trust estate shall be distributed to my surviving niece and/or nephews named above, in equal shares.

F. None of the principal or income of any 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 part of their interest in the trust funds or the income produced from the funds.

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ELIZABETH K. DONALD

G. Any trust created by this Item of my Will shall be designated and known by the name of the beneficiary thereof.

ITEM VIII.

If my death occurs prior to the termination date of the "Elizabeth K. Donald 1988 Trust," an irrevocable inter vivos trust created by me and dated December 15, 1988, the real property held in that trust, as well as all other real property conveyed by this Will to members of the Donald family, shall bear its proportionate share of estate and inheritance taxes payable by reason of my death.

ITEM IX.

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

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

C. The Trustee shall not be required to make physical division of the properties of any trust created herein, except where necessary, but may keep the trusts in one (or more) consolidated fund. The Trustee shall maintain books of account

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ELIZABETH K. DONALD

containing accurate records of separate principal, income and expense of each trust.

ITEM X.

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

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

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

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ELIZABETH K. DONALD

such income beneficiary had reached the age at which final distribution was required.

ITEM XI.

A. No Trustee shall be required to enter into any bond as Trustee or to file with any court any periodic or formal accounting of the administration of any trust. Each Trustee shall render annual accounts to the beneficiary of that trust (or his or her guardian if a beneficiary is a minor). No persons paying money or delivering property to a Trustee shall be required to see to its application.

B. A Trustee may resign at any time by giving the beneficiary 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. If DAN L. DONALD, JR. is or becomes unable or unwilling to serve as Trustee of the trust for NAN McNEEL DONALD, MRS. DAN L. DONALD, JR. shall serve as successor Trustee. If DAVID B. DONALD is or becomes unable or unwilling to serve as Trustee of the trust for KAREN BROOKS DONALD or the trust for DAVID SETH DONALD, MRS. DAVID B. DONALD shall serve as successor Trustee. If either of the successor Trustees named above or any other Trustee named in this Will dies, resigns or becomes unable or unwilling to serve, the JEFF DAVIS BANK AND TRUST CO., Jennings, Louisiana, shall serve as successor Trustee.

D. If the JEFF DAVIS BANK AND TRUST CO. resigns or becomes unable to serve, a successor Trustee shall be appointed by my nephew, JOHN M. KIMBROUGH, III. If he fails to make the appointment within thirty (30) days, the appointment shall be made by the Chancery Court of Hinds County, Mississippi, upon petition brought by or on behalf of the beneficiaries of the trust. The successor Trustee shall be a bank possessing trust powers and an active, fully staffed Trust Department.

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ELIZABETH K. DONALD

E. The resignation of any Trustee 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 beneficiary may agree to waive a final accounting by the Trustee being replaced.

F. Any successor Trustee shall be vested with all the rights, powers, duties and discretions conferred upon the original Trustee.

G. 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.

H. JOHN M. KIMBROUGH, III shall serve as Advisor to the Trustee of the "John M. Kimbrough, Jr. Trust." The Trustee shall consult the Advisor on all matters of importance, both personal and business, related to the trust and to the beneficiary thereof and shall consult the Advisor on all matters regarding the exercise of discretion as to the payment or distribution of income or principal of the trust.

1. The Advisor shall have the authority to direct the Trustee to distribute principal of the trust to or for the benefit of the beneficiary, in which case the Trustee shall comply.

2. The Trustee shall have the authority and responsibility for proposing the investment and reinvestment of the funds of the trust and shall consult with the Advisor concerning such matters. Before making any investment, reinvestment, sale, exchange, transfer or other disposition of assets or funds of the trust, the Trustee shall obtain the approval of the Advisor. The decision of the Advisor on those matters shall be final. The Trustee shall not be responsible nor liable for any loss suffered by the trust because the Advisor shall approve or disapprove of any

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ELIZABETH K. DONALD

proposed sale, purchase or investment of trust assets. However, if at any time the Trustee shall deem it absolutely necessary to take immediate action with reference to the purchase or sale of assets of the trust and shall deem it inadvisable to postpone such action until such time as the Advisor may be consulted, the Trustee may take such action without consulting the Advisor. In such event, the Trustee shall immediately thereafter notify the Advisor, in writing, of the action taken and the reasons that the action was taken without prior consultation with the Advisor.

3. In the event JOHN M. KIMBROUGH, III may be or become unable or unwilling to serve as Advisor to the Trustee, BETSY KIMBROUGH PADGETT shall serve in the capacity as Advisor.

4. Except as specifically provided herein, the Advisor shall have no legal responsibility or liability to, or with respect to, the trust, nor shall the designation of the Advisor relieve the Trustee of any responsibilities or liabilities.

ITEM XII.

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

A. To place such funds on time deposit in a savings account or certificates of deposit in any federally insured bank or savings and loan association, including any bank which may be serving as Trustee.

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ELIZABETH K. DONALD

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

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

D. To sell, transfer, convey, mortgage, lease and dispose of the trust property upon such terms and in such manner and for such prices as the Trustee shall deem proper, and any lease or other instrument which is executed by the Trustee shall continue in full force and effect under its terms, notwithstanding the termination of the trust.

E. 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 law of trusts. Further, all rights to subscribe to new or additional stocks or securities and all liquidating dividends shall be deemed to be principal.

F. To receive and retain all types of property and especially to receive and retain shares of stock in closely-held corporations and nonincome producing 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

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ELIZABETH K. DONALD

whether or not such property is of the class in which trustees generally are authorized to invest by law.

G. To borrow money to pay taxes; to exercise subscriptions, rights and options; to pay assessments; to accomplish any other purpose of any nature incidental to the administration of the trust, and to pledge any securities or other property held by it as security for such loan.

H. To execute and deliver oil, gas and other mineral leases containing such unitization or pooling agreements and other provisions as the Trustee deems advisable; to execute mineral and royalty conveyances; to purchase leases, royalties and any type of mineral interests; to own, hold, acquire and dispose of working interest and royalty interest in properties held in the trust and to expend funds of the trust necessary with respect to the ownership of such interest; to execute and deliver drilling contracts and other contracts, options and other instruments necessary or desirable in engaging actively in the oil, gas or other mining business; all of the foregoing to be done with such terms, conditions, agreements, covenants, provisions or undertakings as the Trustee deems advisable.

ITEM XIII.

A. In the event my nephew, JOHN M. KIMBROUGH, III, is or becomes unable or unwilling to serve as my Executor, I appoint my niece, BETSY KIMBROUGH PADGETT, to serve as my successor 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.

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ELIZABETH K. DONALD

B. I direct that neither my Executor nor any successor Executor 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. My Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will without respect to the income tax basis of the property. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. My Executor may satisfy any pecuniary bequest provided in this Will in cash or in kind or partly in cash and partly in kind; however, any asset distributed in kind shall be valued at its date of distribution value.

D. 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. 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. In order 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

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ELIZABETH K. DONALD

partnership, and take all actions with regard to any partnership my Executor deems advisable.

G. I specifically authorize my Executor to borrow such funds as may be necessary to pay my debts, 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. However, 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 in satisfaction of any bequest herein, my Executor may distribute such property at its value net of such loan.

H. My Executor shall not be required to reduce any or all of my personal or real property to cash during the administration of my estate, but in my Executor's discretion may sell only so much of my property as is necessary to obtain cash to pay taxes, debts and costs of the administration of my estate. After the payment of debts, taxes and costs, in the sole discretion of my Executor, my Executor is authorized to make distributions to devisees and legatees either in cash or in kind or a combination of each.

I. 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 Louisiana or in any other state. 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 , or any other foreign jurisdiction in which I may own property, require that a resident of that state 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

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ELIZABETH K. DONALD

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 hereunto set my hand and seal to this my Last Will and Testament, consisting of 15 pages on the 20th day of December, 1988.

Elizabeth K. Donald
ELIZABETH K. DONALD

WITNESSES:

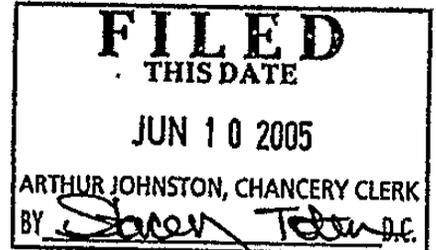
Rauch Magruder Jr.
Katherine R. Catchat

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by Elizabeth K. Donald, as her Last Will and Testament, that she signed the same in our presence and in the presence of each of us, and that we, at her request, and in her presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 20th day of December, 1988.

Rauch Magruder Jr.
Katherine R. Catchat

LAST WILL AND TESTAMENT
OF
CYNTHIA HOLMES GLASS



I, Cynthia Holmes Glass, a resident of Hinds County, Mississippi, being of sound and disposing mind and memory and above the age of twenty-one (21) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all prior wills and codicils and trusts heretofore by me made.

ITEM I. I will and direct that all of my just debts which may be probated, registered and allowed against my estate, including expenses of my last illness and funeral expenses, be paid as soon after my death as conveniently can be done. I further direct that all federal and state taxes, if any, which shall be payable as a result of my death and which may be assessed against my estate be paid as soon as shall be practical.

ITEM II. I hereby appoint my beloved husband, Johnny Randolph Glass, Executor of this my Last Will and Testament. In the event that my husband does not survive me, I appoint George T. Holmes, as alternate Executor. I direct that my Executor or alternate be permitted to serve without bond, without inventory, without accounting, and without the necessity of having a formal appraisal of my estate.

ITEM III. I direct that my Executor or alternate shall have full and plenary power and authority to do and perform any act deemed by him in the best interest of my estate, without any limitation whatsoever. His authority shall include, but shall not be limited to, the right to take possession of my estate, to hold, sell, manage, invest and reinvest same, and to collect the income, dividends, rents, sale proceeds, interest and profits from my estate, and to employ any attorneys, agents and accountants as he

may deem necessary for the best interest of my estate, and to pay himself as Executrix or alternate.

ITEM IV. In the event that I predecease my beloved husband Johnny Randolph Glass, I hereby bequeath, grant and convey unto my beloved husband Johnny Randolph Glass all my estate, real, personal and mixed, and wherever situated, which I may own or in which I may have any interest at the time of my death, including lapsed legacies, bequests of which I shall die seized or possessed or to which I shall be entitled at the time of my death, or over which I shall have any power of appointment.

ITEM V. Only in the event I survive my beloved husband, Johnny Randolph Glass, then I give, devise and bequeath all of my estate, real, personal and mixed, and wherever situated, which I may own or in which I may have any interest at the time of my death, including lapsed legacies, bequests of which I shall die seized or possessed or to which I shall be entitled at the time of my death, or over which I shall have any power of appointment, to my beloved children Neechie Marie Glass and Deenie Lee Glass, or their children, in the event either or both predecease me.

ITEM VI. Should any beneficiary under this Will be under the age of twenty-one (21) years, or under any other legal disability at the time of my death, then I give, devise and bequeath his or her share of my estate to George T. Holmes and Loretta T. Holmes Jackson MS, Trustees, in trust for the use and benefit of such beneficiary. Said Trustees are authorized to hold and to invest the assets owned by said trust or trusts hereby created, and the Trustees shall be authorized to continue to hold the share of the estate of such beneficiary in trust for such beneficiary until he or she shall attain the age of twenty-one (21) years, or until other legal disability is removed; and in the meantime shall use such parts of the income and/or corpus of the share of such beneficiary as the said Trustees may deem necessary to provide said

beneficiary with proper support, medical care and education.

The Trustees shall have the power to invest and reinvest the trust estate and any property or undivided interest therein, wherever located, including bonds, notes, secured or unsecured stocks of corporations, real estate, or any interest therein and interests in trusts, including common trust funds, without being limited by any statute or rule of law concerning investment of trustees.

ITEM VII. In the event that my husband, Johnny Randolph Glass, and I shall die in a common disaster, or under circumstances which make it difficult or impossible to determine who predeceased whom, it shall be presumed that Johnny Randolph Glass predeceased me, and that presumption shall control throughout this Will.

ITEM VIII. It is my will and desire that in the event any child or children shall be born to or adopted by me after the execution of this Will, said child or children shall participate in the devises and bequests provided for in Item V of my Will equally with my named children.

ITEM IX. In the event that my husband, Johnny Randolph Glass, predeceases me, it is my will and desire that George T. Holmes and Loretta T. Holmes be awarded guardianship of any surviving natural or adopted child(ren) of mine who has (have) not attained his or her majority at the time of my death.

IN WITNESS WHEREOF, I have affixed my signature to this my Last Will and Testament on this the 11th day of December, 1991.

Cynthia Holmes Glass
CYNTHIA HOLMES GLASS

ATTESTATION OF WITNESSES

We, the subscribing witnesses to the Last Will and

Testament of Cynthia Holmes Glass, do hereby certify that said instrument was signed by the Testatrix in our presence, and that the said Testatrix declared the same to be her Last Will and Testament, and we signed the same as subscribing witnesses at the request of the said Testatrix and in her presence and in the presence of each other.

WITNESSETH:

Amanda L. Montgomery
Address: 405 Tombisbee
Jackson, MS 39201

Vicki De Andrea
Address: 405 Tombisbee St.
Jackson MS 39201

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY APPEARED before me the undersigned authority for the jurisdiction aforesaid, the within named Amanda L. Montgomery and Vicki De Andrea who on oath after being sworn by me stated as follows, to-wit:

1. That they are in no way interested in the estate of Cynthia Holmes Glass.
2. That the above and foregoing Last Will and Testament of Cynthia Holmes Glass, is authentic.
3. That Cynthia Holmes Glass, executed the above and foregoing Will in the presence of each of the above named persons, and also in the presence of each other, and that the said Cynthia Holmes Glass, was competent to make testamentary disposition of her property and was further of sound and disposing mind.
4. That Cynthia Holmes Glass, at the time of the execution of the foregoing Will was above the age of 21 years.

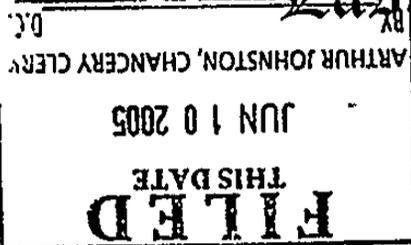
Amanda L. Montgomery Vicki R. De Andrea

SUBSCRIBED TO BEFORE ME, this the 11th day of December, 1991.

Emily R. Frank
NOTARY PUBLIC

My Commission Expires: June 23, 1993

Last Will and Testament



OF

2005-503

JOHN R. WRIGHT, SR.

I, JOHN R. WRIGHT, SR., an adult resident of First Judicial District of Hinds County, Mississippi, being of sound and disposing mind and memory and over the age of eighteen (18) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all wills and codicils heretofore made by me

ARTICLE I.

I declare that I am the husband of CHRISTINE B. WRIGHT, to whom all references herein to "my wife" shall relate. I am the father, by a previous marriage, of JOHN R. WRIGHT, JR., to whom all references herein to "my son" shall relate. For all purposes of this Will and the disposition of my estate hereunder, the terms "issue" and "descendants" shall be deemed to include all children born to or legally adopted by my son before and after the execution of this Will, irrespective of any provisions of law establishing a contrary presumption.

ARTICLE II.

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

All property bequeathed or devised under this Will either outright or in trust is bequeathed and devised subject to existing mortgages, liens or encumbrances thereon. My Executor is given full discretion as to which debts to pay and which to allow to pass with the property to which such debts apply. However, notwithstanding anything contained herein to the contrary, nothing herein shall be construed to create any express trust for the payment of any such taxes, expenses or debts.

John R. Wright, Sr.
JOHN R. WRIGHT, SR.

I direct that all estate and inheritance taxes and other taxes in the general nature thereof, together with any interest or penalty thereon (including any and all taxes paid with respect to the proceeds of any policy or policies of insurance on my life, or with respect to any other property including property over which I have a taxable power of appointment included in my gross estate for the purpose of such taxes, but not including any taxes imposed on generation-skipping transfers under the federal tax laws) shall be paid by my Executor out of my residuary estate, and said beneficiaries under the residuary portion of my Will shall be responsible for that portion of taxes in the proportion that their bequest bears to the total passing under the residuary portion. Any and all said taxes as set forth herein shall be paid out of my residuary portion of my Will by the residual beneficiaries in the same proportions as immediately set forth above.

ARTICLE III.

All of my insurance policies which provide indemnity for the loss of or damage to any of my personal or real property by fire, windstorm or other similar casualty, including any claim for the loss of or damage to any such property which I might have at the time of my death against any insurance company, I give and bequeath, respectively, to those persons or corporations, as the case may be, who shall or would have become the owners of such properties by reason of my death, whether such ownership be acquired under the provisions of this Will, by survivorship or by other means. If any of the individual beneficiaries affected by this Article shall not survive me, or if any corporation so affected by this Article shall not be in existence at the time of my death, the bequest to such individuals or corporations shall lapse and same shall become a part of my residuary estate hereinafter disposed of.

ARTICLE IV.

A. I give and bequeath unto my son, if he survives me, one-half (1/2) of all of my shares of stock in TRUSTMARK NATIONAL BANK, or any successor-in-interest. If my son predeceases me, said stock shall pass to his issue, per stirpes.

B. I give, devise, and bequeath unto my son, if he survives me, all of my oil, gas and mineral rights in Rankin and Covington Counties of the State of Mississippi as well as any other oil, gas, or mineral rights owned by me located in the State of Mississippi. If my son predeceases me, said oil, gas, and mineral rights shall pass to his issue, per stirpes.

C. I give and bequeath unto my wife, if she survives me, all of my personal belongings (except cash, stocks, bonds or other like investments on hand or on deposit and the tangible and intangible personal property customarily used in connection with any business in which I shall be

John R. Wright, Sr.

 JOHN R. WRIGHT, SR

engaged or in which I may own any interest at the time of my death, and except household furnishings owned by me at the time of my death, consisting of jewelry, wearing apparel, and similar property owned by me at the time of my death I also give and bequeath unto my wife, if she survives me, all of the automobiles and other vehicles owned by me at the time of my death.

If my wife does not survive me, I give and bequeath all such personal property described in this Article and owned by me at the time of my death unto my son. In the event I desire any particular division of such above described property among my wife, my son or his issue, I will leave a listing with my Executor to that effect, which latest dated listing I would request my beneficiaries and my Executor to honor. Should my son predecease me, such property bequeathed to said son shall pass to such son's issue, per stirpes.

My Executor is hereby given full and complete authority to determine the property and value of each share passing under this Article, and the Executor's decision as to the division of such property shall not be questioned by any beneficiary. Should any disagreement arise, however, as to the equitable division of this property among the beneficiaries, then I authorize my Executor, in its discretion, to sell all or any portion of such property at public or private sale without Court order or bond and divide the net sale proceeds among such beneficiaries in accordance with the terms hereof.

C. 1. I give and devise unto my wife, my personal residence occupied by me at the date of my death, with all furnishings, contents, appurtenances and improvements used in connection therewith, during the term of her life. I direct that my wife shall pay all charges incident to maintaining said property including, without limitation, all assessments, insurance premiums, taxes, and ordinary repairs. If my wife shall fail to pay any of such charges, then any one or more of my herein named remaindermen may pay the same, and in such event such person or persons so paying shall have a lien against said property in the amount so expended. My wife shall not be required to account for or repair any waste, injury or damage to or depreciation of such property, or to replace any part thereof which may be consumed, used up or destroyed, unless the same is attributable to her act or omission, except as herein otherwise expressly provided.

C. 2. If my wife and the remaindermen herein named all join in a conveyance, such property may be sold, provided that if the sale proceeds are used to purchase another dwelling, then the ownership will be identical to that set forth herein. In the alternative, my wife may retain the sale proceeds and consume the income which those proceeds produce during the term of her lifetime.

C. 3. If said property remains unsold upon the death of my wife, or if my wife predeceases me, I devise it, unto my son, and if my son predeceases me, said property shall pass to his issue, per stirpes.

C. 4. I direct that my wife shall not be required to furnish or file in any court an inventory of the property herein devised to her for life, nor to give a bond or other security for the safekeeping thereof.


JOHN R. WRIGHT SR.

D. 1. I give, bequeath, devise and appoint all the residue and remainder of my property and estate of every nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, all lapsed legacies and devises or other gifts made by this Will which fail for any reason, hereinafter referred to as my residuary estate, unto my wife during the term of her life with such property to be held under the terms and conditions herein--that is to say:

D. 2. I hereby give my wife full power and authority in her discretion to hold and retain any property passing to her under Paragraph D.1 of this Article in the same form of investment as that in which may exist at the time of my death. Further, I give to my wife full power and authority, with the consent of the remainder as provided herein, to sell at a private or a public sale, to lease and/or to otherwise exchange the whole or any part of such property, whether real or person, at such prices and on such terms and conditions as to her may seem best. The purchasers thereof shall receive a good and valid title to such interest in property as may be conveyed by my wife under the terms and provisions herein, free from any and all claims of those having remainder interests therein, and said purchasers shall be under no duty or obligation to see to the distribution of the proceeds of any such sale. The proceeds of such sale of real or personal property may be invested and re-invested in property chosen by my wife, with the consent of the remainderman. For purposes of the sale or other exchange of property as provided in this Paragraph, the consent of the remainderman shall only be necessary in the event that the value of the property to be sold or otherwise exchanged exceeds the sum of Five Thousand and No/100 Dollars (\$5,000.00)

D. 3. All of the income produced from the property passing to my wife under Paragraph D.1 of this Article may be consumed by my wife. Further, in the event that my wife sells or otherwise exchanges property under this life estate, then all of the income produced from the property purchased or exchanged for may be consumed by my wife. In no event, however, shall my wife have the authority to pay to herself or consume any of the principal of the property subject to this life estate, including all property later acquired with property subject to this life estate. Notwithstanding any law to the contrary, capital gains shall be considered principal for purposes of this life estate.

D. 4. My wife shall, at the request of the remainderman, shall render annual accounts to said remainderman, but bond or other security for the safekeeping of the said property shall not be required of my wife

D. 5. Upon the death of my wife, or if my wife predeceases me, the rest and remainder of my property shall be distributed free of trust to my son, and if my son be deceased, said property shall pass to his issue, per stirpes


JOHN R. WRIGHT, SR.

ARTICLE V.

I am cognizant that the provisions of the federal Internal Revenue Code (and other applicable laws) in force at the time of my death and applicable to my estate may permit my Executor to elect to claim certain expenses and losses as deductions on certain income, estate, or inheritance tax returns. Thus, I authorize my Executor to elect to claim such expenses and losses as deductions on the particular tax return or returns as my Executor in its sole discretion shall deem advisable, irrespective of whether such expenses and losses may be payable from (or attributable to) income or principal, and my Executor is directed not to make adjustments between income or principal or between the property interests passing to the beneficiaries under my will which may be substantially affected as a result of my Executor's election under this Article. Further, I direct that the property interests determined as the result of my Executor's election under this Article shall be the interest that such beneficiaries will receive. Also, I exonerate my Executor from all liability for any such election and direct that no beneficiary shall have any claim against my Executor or my estate by reason of the exercise of my Executor's judgment in this respect.

ARTICLE VI.

I hereby grant to my Executor established hereunder (including any substitute or successor, personal representative or executor) the continuing, absolute, discretionary power to deal with any property, real or personal, in the administration of my estate and trust as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with the Executor shall be required to inquire into the propriety of its actions. Without limiting the generality of the foregoing, I hereby grant to my Executor to any successor hereunder the following specific powers and authority in addition to and not in substitution of powers conferred by law.

- A. To have all of the specific powers set forth in Miss. Code Ann. §91-9-101 through §91-9-109 (1972) as now enacted or hereafter amended.
- B. To compromise, settle, or adjust any claim or demand by or against my estate or trust and to agree to any rescission or modification of any contract or agreement.
- C. To retain any security or other property owned by me at the time of my death, so long as such retention appears advisable, to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executor may presume any securities owned by me at the time of my death to be of investment merit and worthy of retention by my Executor. Such presumption shall not impair the power of sale or exchange or any other powers or discretion given the Executor, but if said securities or any of them are retained by my Executor

John R. Wright, Sr.
 JOHN R. WRIGHT, SR.

for the duration of the administration of the estate proceedings or any shorter period of time, my Executor shall not be responsible or liable for any loss or decrease in the value of said securities or any of them by reason of such retention. My Executor may also presume that the management of the companies whose securities are held in the estate or trust from time to time should be supported. Such presumption shall not impair the power of voting such securities or any other powers or discretion given my Executor, but if said securities or any of them are voted by my Executor in favor of the management of the respective companies issuing them or in favor of any proposals supported by such management, my Executor shall not be responsible or liable for any act of such management or for the loss or decrease in value of said securities or any of them, or of the estate, by reason of such voting.

D. To sell, exchange, assign, transfer, mortgage and convey any security or property, real or personal, held in my estate or trust at public or private sale, at such time and price and upon such terms and conditions (including credit) as they may deem to be advisable and for the best interest of my estate or trust, all without court order or bond, and to continue and operate without court order any business interests making up a part of the estate.

E. To invest and reinvest (including accumulated income) in any property (real or personal) as they may deem advisable, including stock (whether listed or unlisted) and unsecured obligations, undivided interests, interests in investment trusts, legal and discretionary common trust funds, leases, and property which is outside of my domicile, all without diversification as to kind or amount without being restricted in any way by any statute or court decision (now or hereafter existing) regulating or limiting investments by fiduciaries.

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

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

H. Unless inconsistent with other provisions of this instrument, to consider and treat as principal all dividends payable in stock of the issuing corporation, all dividends in liquidation of all "rights" to subscribe to securities of the issuing corporation, and to consider and treat as income all other dividends and rights received (except those declared and payable as of a "record date" preceding my death, which shall be considered and treated as principal).

I. To charge or credit to principal any premiums and discounts on securities purchased at more or less than par.

J. To vote in person or by proxy any stock or securities held, and to grant such proxies and powers of attorney to such person or persons as they may deem proper.

K. To consent to and participate in any plan for the liquidation, reorganization, consolidation or merger of any corporation, any security of which is held

John R. Wright Sr.
JOHN R. WRIGHT, SR.

L. To borrow money (from itself individually or from others) upon such terms and conditions as it may determine and to mortgage and pledge estate or trust assets as security for the repayment thereof, and to loan money to any beneficiary of the estate upon such terms as the Executor may in its discretion determine advisable.

M To lease any real estate for such term or terms and upon such conditions and rentals in such manner as they may deem advisable (with or without privilege of purchase), including but not limited to commercial, agricultural and oil, gas and mineral leases, and any lease so made shall be valid and binding for the full term thereof even though same shall extend beyond the duration of the estate administration. With regard to mineral rights, to execute contracts, letter agreements, farm-out agreements, operating agreements, division orders, transfer orders, and any and all other related documents as needed in relation thereto To insure against fire or other risk. To make repairs, replacements and improvements, structural or otherwise, to any such real estate. To subdivide real estate, to dedicate same to public use and to grant easements as they may deem proper; all without court order

N. Whenever required or permitted to divide and distribute my estate, to make such distribution (including the satisfaction of any pecuniary bequests) in cash or in specific property, real or personal, or any such property, and to do so without regard to the income tax basis of specific property allocated to any beneficiary. In making distributions, I request (but do not direct) that my Executor do so in a manner which will result in the property to be sold to satisfy obligations of my estate having an aggregate income tax basis as close as possible to its aggregate fair market value and, to the extent consistent with this primary objective, do so in a manner which will result in maximizing the increase in basis for federal and state estate and succession taxes attributable to appreciation I also authorize my Executor, in its absolute discretion, to make in kind and non-prorata distributions under this Will if practicable

O To employ accountants, attorneys, advisors, including investment advisors and money managers, and such agents as they may deem advisable; and to grant them discretionary powers, to pay reasonable compensation for their services and to charge same to (or apportion same between) income and principal as they may deem proper In this regard, the beneficiaries of my estate, if funded herein, or if minors, their guardians, may suggest such advisors to my Executor and I encourage my Executor to heed such suggestions if same be in the best interest of my beneficiaries.

P Unless inconsistent with other provisions of this instrument, to hold two (2) or more trusts or funds in one (1) or more consolidated funds in which the separate funds shall have undivided interests.

Q If any individual among the legatees named or provided for under the foregoing provisions of this Will (or under the provisions of any codicil to it hereafter executed by me) shall be a minor at the time of my death, then, and in that event, and notwithstanding any statute or rule

John R. Wright, Sr.
 JOHN R. WRIGHT, SR.

of law to the contrary, I authorize my Executor to pay or deliver the legacy to which each such minor shall be entitled to the parent or to the legal guardian of such minor or to the person with whom such minor shall then reside, and the receipt of such parent or guardian or person with whom such minor shall then reside shall constitute a full acquittance of my Executor with respect to the legacy so paid or delivered, all specifically subject to the provisions for distributions in the trusts contained herein.

R. My Executor shall not be required to file in any court or with any public official any reports or accounts relating to the administration of my estate or trust, except to the extent that I have no power to excuse the filing of such reports or accounts

S. Wherever authorized by this instrument to accumulate or distribute income, to make such decision free from attack or question by any person, it being intended that the Executor may feel free to make such decisions on the basis of the facts as they exist at the time any such decision is made.

Since my Executor is not required to distribute any income, I hereby authorize my Executor, in its sole and absolute discretion, to decide how much income to distribute or accumulate and I exonerate my Executor from any liability for additional tax on any trust if they accumulate any income of said trust.

I also authorize my said Executor, since not required to distribute any income, to elect or not elect to treat all or any portion of any estimated tax paid by any estate created hereunder as a payment by one or more beneficiaries of said estate. Said election may be made either pro-rata among the beneficiaries or otherwise in the discretion of my Executor, whose decision shall be binding and conclusive upon all concerned. However, the election in the preceding sentence does not authorize principal distributions, unless same are so authorized elsewhere in this Will.

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

U. In their sole discretion, if they deem practicable, to disclaim, in whole or in part, on my behalf any interest bequeathed or devised to me or otherwise inherited by my estate, and to exercise and make any and all tax elections of all kinds and execute and file any and all necessary tax returns and forms.

V. The power, exercisable in their sole discretion, to invest in any insurance policy, whether the insured or covered person is a beneficiary or any other person. Such investment may be in part ownership of any insurance policy and may be made in any manner that the Executor shall deem appropriate. The propriety of such investment and the nature and amount of the insurance policy in which is invested shall be solely within the discretion of the Executor, and the Executor shall incur no liability as a result of such investment, even though such insurance policy is not an investment in which trustees are authorized by law or by any rule of court to invest trust or estate funds. The Executor shall have the power, exercisable in its sole discretion, to retain any such insurance policy as an investment of the estate without regard to the portion that such insurance

John R. Wright, Sr.
JOHN R. WRIGHT, SR

policies of a similar character, so held, may bear to the entire amount of the estate. The term "insurance policy" shall be deemed to include life insurance policies, annuity contracts, accident policies, and any retirement plan or contract under which death benefits can or are made payable to the Executor .

W The Executor is authorized and empowered in its discretion to receive property by gift or by will or otherwise from any person or persons as additions to the estate or trust created herein and to hold the same and to administer it under the provisions hereof

X The power, exercisable in their sole discretion, to make any election permitted under the applicable federal income and estate and gift tax laws (including but not limited to converting any corporation to an S-Corporation or other entity) and to make such accompanying adjustment between income and principal as they may deem proper. This power also includes, but is not limited to, the power to make the election to recognize gain or loss on the distribution of property in kind, as now permitted under Section 643(d)(3) of the Internal Revenue Code of 1986, or as permitted in any later codification.

Y. No powers of the Executor enumerated herein or now or hereafter conferred upon executors or fiduciaries generally shall be construed to enable the Executor, or any other person, to purchase, exchange, or otherwise deal with or dispose of all or any part of the principal or income of the estate created herein for less than an adequate consideration in money or money's worth or to enable anyone to borrow all or any part of the principal or income of the estate, directly or indirectly, without adequate interest or security No person other than the Executor shall have or exercise the power to vote or direct the voting of any stock or other securities held in the estate, either by directing investments or reinvestments or by vetoing proposed investments or reinvestments

ARTICLE VII.

I appoint my wife, CHRISTINE B WRIGHT as Executor of my estate; or if she should predecease me, fail to qualify or otherwise cease to act, I appoint my son, JOHN R. WRIGHT, JR., as Successor Executor I direct that any and all of the above-named persons serve in said capacities without the necessity of making bond, inventory, accounting or appraisalment to any court, to the extent that same may be properly waived under the law.

All references herein to "Executor" or "it", shall be deemed to be gender neutral and include the masculine, the feminine, and shall also be deemed to include an entity or entities, and also includes individual or Co-Executors


JOHN R. WRIGHT, SR.

ARTICLE VIII.

In the event that both my wife and I should die in a common disaster or accident, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that she shall be deemed to have predeceased me, and this Will and all of its provisions shall be construed upon that assumption. Should I die in such a common disaster with any beneficiary(ies) of my estate, other than my wife, and it is impossible to determine who survived, I shall be deemed to have survived such other beneficiary(ies) and this Will and all of its provisions shall be construed upon that assumption.

ARTICLE IX.

I hereby authorize and empower the herein-named beneficiaries and/or their issue; or if any of said beneficiaries of my estate are deceased or disabled, I authorize and empower their executor(s) or executrix(es) or agents or personal representatives, or trustees to disclaim all or any portion of my estate herein provided for them. To be effective, such disclaimer shall be in writing and shall be delivered to my Executor within the period designated by the Internal Revenue Code effective at the date of my death. Any portion of my estate so disclaimed by any beneficiary shall pass under this Will, as if said beneficiary disclaiming had predeceased me.

ARTICLE X.

If any beneficiary hereunder shall contest the probate or validity of this Will or any provision thereof, or shall institute or join in (except as a party defendant) any proceeding to contest the validity of this Will or to prevent any provision thereof from being carried out in accordance with its terms (regardless of whether or not such proceedings are instituted in good faith and with probable cause), then all benefits provided for such beneficiary are revoked and such benefits shall pass to the residuary beneficiaries of this Will (other than such beneficiary) in the proportion that the share of each such residuary beneficiary bears to the aggregate of the effective shares of the residuary. If all of the residuary beneficiaries join in such contest or proceedings, then such benefits shall pass to those persons (other than the persons joining in such contest) who are living at my death and who would have been my distributees had I died intestate a resident of the State of Mississippi and had the person or persons contesting my will died immediately before me. Each benefit conferred herein is made on the condition precedent that the beneficiary shall accept and agree to all of the provisions of this Will and the provisions of this Article are an essential part of each and every benefit.

John R. Wright, Sr.
JOHN R. WRIGHT, SR

I, JOHN R. WRIGHT, SR., have signed this Will which consists of eleven (11) pages, this the 25th day of April, 2001, in the presence of J. STEPHEN STUBBLEFIELD and HELEN M. DEATON, who attested it at my request.

John R. Wright, Sr.
JOHN R. WRIGHT, SR., Testator

The above and foregoing Will of John R. Wright, Sr. was declared by him in our presence to be his Will and was signed by John R. Wright, Sr. in our presence and at his request and in his presence and in the presence of each other, we the undersigned witnessed and attested the due execution of the Will of John R. Wright, Sr. on this the 25th day of April, 2001.

J. Stephen Stubblefield of 340 SHERBORNE PLACE

JACKSON, MS. 39208

Helen M. Deaton of 3119 Rice St

PEARL, MS 39208

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

IN THE MATTER OF THE ESTATE
OF JOHN R. WRIGHT, SR

CAUSE NO _____

PROOF OF WILL

Be it known and remembered that on this 25th day of April,
A.D., 2001, before me, the undersigned authority, personally came and appeared
J. STEPHEN STUBBLEFIELD, one of the subscribing witnesses to that certain
instrument of writing purporting and alleged to be the Last Will and Testament of John R. Wright,
Sr., bearing date of the 25th day of April, 2001, and he/~~she~~, having first
carefully examined and inspected said instrument and the signature thereto, and having been by me
first duly sworn, deposed and said that the said John R. Wright, Sr., signed, published and declared
said instrument of writing as and for his Last Will and Testament in the presence of this deponent
on the day of the date of said instrument, that said John R. Wright, Sr. was then of sound and
disposing mind, memory and understanding, and able and competent in law and in fact to make a
Will, and at that time was a bona fide resident of First Judicial District of Hinds County, Mississippi,
where he had maintained his fixed place of residence prior to said date, and that said John R. Wright,
Sr. was then more than eighteen years of age, and that this deponent and the other witness subscribed
said instrument as witness thereto, at the instance and request and in the presence of said testator and
in the presence of each other on the date aforesaid

Address of Witness

340 SHARBORNE PLACE
JACKSON, MS. 39208

J. Stephen Stubblefield
J. STEPHEN STUBBLEFIELD, Witness

SWORN TO AND SUBSCRIBED before me by J. STEPHEN STUBBLEFIELD,
this 25th day of April, A D , 2001.

(Witness)
J. Stephen Stubblefield
NOTARY PUBLIC
CRAWFORD, HINDS COUNTY, MISSISSIPPI

My Commission Expires:

August 24, 2001

IN THE MATTER OF THE ESTATE
OF JOHN R. WRIGHT, SR.

CAUSE NO. _____

PROOF OF WILL

Be it known and remembered that on this 25th day of April,
A D., 2001, before me, the undersigned authority, personally came and appeared
HELEN M. DEATON, one of the subscribing witnesses to that certain
instrument of writing purporting and alleged to be the Last Will and Testament of John R. Wright,
Sr, bearing date of the 25th day of April, 2001; and ~~he~~she, having first
carefully examined and inspected said instrument and the signature thereto, and having been by me
first duly sworn, deposed and said that the said John R. Wright, Sr., signed, published and declared
said instrument of writing as and for his Last Will and Testament in the presence of this deponent
on the day of the date of said instrument, that said John R. Wright, Sr. was then of sound and
disposing mind, memory and understanding, and able and competent in law and in fact to make a
Will, and at that time was a bona fide resident of First Judicial District of Hinds County, Mississippi,
where he had maintained his fixed place of residence prior to said date; and that said John R. Wright,
Sr. was then more than eighteen years of age, and that this deponent and the other witness subscribed
said instrument as witness thereto, at the instance and request and in the presence of said testator and
in the presence of each other on the date aforesaid

Address of Witness

3119 Rice St
Pearl, MS 39208

Helen M. Deaton
HELEN M. DEATON, Witness

SWORN TO AND SUBSCRIBED before me by HELEN M. DEATON,
(Witness)

this 25th day of April, A D., 2001.

Julith S. Crawford
NOTARY PUBLIC
CRAWFORD, HINDS COUNTY, MS
JUDICIAL DISTRICT

My Commission Expires.

August 24, 2001

STATE OF MISSISSIPPI
COUNTY OF MADISON

2005-519

LAST WILL AND TESTAMENT

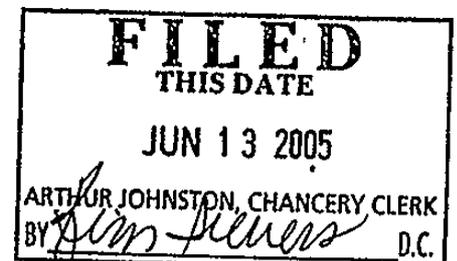
OF

KATHERINE D. AINSWORTH

KNOW ALL MEN BY THESE PRESENTS: That I, **Katherine D. Ainsworth**, having a fixed place of residence in Madison County, Mississippi, and being above the age of twenty-one years and of sound and disposing mind, memory and understanding, do hereby make, publish and declare this instrument to be my true Last Will and Testament, by these presents expressly revoking any and all prior Wills, Codicils or instruments of a testamentary nature heretofore executed by me.

I.

I direct my Executor to pay all my just debts, that may be probated and allowed by the Court having jurisdiction over my estate, together with that portion of the expense of my last illness and my funeral expense, the payment for which my estate shall be legally responsible, as soon after my death as he may lawfully so do. I direct that if there are any estate or inheritance taxes due on my estate that same shall be paid from the residue of my estate, rather than from the value of any real or personal property left to specific beneficiaries herein.



II.

I give, devise and bequeath all of the estate and property of which I shall die seized and possessed, be the same real, personal or mixed in nature, as follows:

A) Unto each of my grandchildren, namely, my grandson, James Heath Kuriger, and my two granddaughters, Christine Kuriger Garner and Amy Marie Kuriger Wilson, the sum of Five Thousand Dollars (\$5,000.00) each;

B) To my son, Randolph A. Kuriger, my interest in and to my home and barn, and the contents of each, including all household contents and small tools in and about said property. Which home and barn are situate on 5.7 acres of land in Madison County, Mississippi, more particularly described in those two certain Correction Deeds from Lewis C Dickenson and wife, Hannah N. Dickenson, unto James D. Ainsworth and wife, Katherine D. Ainsworth, as tenants by the entirety, and both of which deeds bear date of April 28, 1977, and are of record in Land Deed Book 150 at page 157, of the Land Deed records of Madison County, Mississippi, and in Land Deed Book 150 at Page 159, of the Land Deed records of Madison County, Mississippi, to which deeds special reference is made for aid in description of said property as though the same is set forth herein in words and figures. Said deeds correct the range description designation in those certain General Warranty Deeds from Lewis C. Dickenson and Hannah N. Dickenson to James D. Ainsworth and wife, Katherine D. Ainsworth, one for 2.75 acres dated

January 21, 1977, and of record in Land Deed Book 143 at page 482, records of the Office of the Chancery Clerk of Madison County, Mississippi, and the other for 3.02 acres dated January 21, 1977, and of record in Land Deed Book 143 at Page 484, records of the Office of the Chancery Clerk of Madison County, Mississippi, together with the oil, gas and mineral rights under the lands hereinabove described, provided however, that should Randolph A. Kruger predecease me, then and in such event, this bequest shall not lapse, but shall go to his child or children surviving me in equal shares;

C) To my son, Randolph A. Kuriger, the sum of One Hundred Twenty Five Thousand Dollars (\$125,000.00) cash; provided, however, that should he predecease me, then and in such event, this bequest shall not lapse, but shall go to his child or children surviving me in equal shares;

D) To my son, Randolph A. Kuriger, the balance of my checking account at BankPlus, Account No. 4120177920;

E) To my son, Leroy H. Kuriger, I give, devise and bequeath all the rest, residue and remainder of all real estate and all buildings and improvements thereon on any real estate owned by me at the time of my death, including but not limited to my farms in Leake County, Mississippi, and including the lands in Madison County, Mississippi, together with the contents thereof, deeded from L. C. Dickenson, also known as Louis C. Dickenson, also known as Lewis C.

Dickenson, and wife, Hannah N. Dickenson, to James D. Ainsworth and wife, Katherine D. Ainsworth, by deed dated October 18, 1991, and of record in Land Deed Book 290 at Page 550, records of the Office of the Chancery Clerk of Madison County, Mississippi, together with the oil, gas and mineral rights under the lands hereinabove described, however, that should Leroy H. Kuriger predecease me, then and in such event, this bequest shall not lapse, but shall go to his wife and to his child surviving me in equal shares;

F) To my sons, Randolph A Kuriger and Leroy H. Kuriger, all the rest, residue and remainder of the estate and property of which I shall die seized and possessed, of every type, nature and description, be the same real, personal or mixed in nature, including, but not limited to, all oil, gas and mineral rights I may own on lands previously sold in Attala, Leake, Madison and Yazoo Counties, share and share alike; provided, further, that should either of them predecease me, then and in such event the share given the one so predeceasing me shall go to his issue, per stirpes.

III.

As Executor of this my Last Will and Testament I name, make, constitute and appoint my son, Leroy H. Kuriger, and I direct that he shall so serve without the necessity of entering into bond for the faithful discharge of his duties as such, and that he be further relieved from the necessity of having any appraisal of the

assets of my estate or rendering any inventory, account or accounting to any Court whatsoever and wheresoever situate.

In Witness Whereof, I have made, declared and published this instrument of five typewritten pages as my true Last Will and Testament in the presence of the two subscribing witnesses hereto who have witnessed the execution of same at my special instance and request, and in my presence and in the presence of each other on this the 29th day of September, 2004

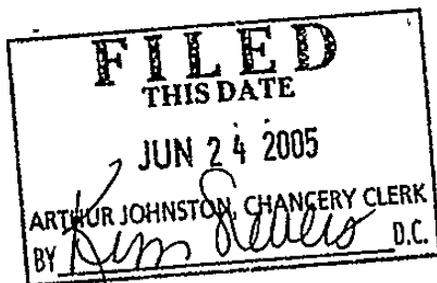
Katherine D. Ainsworth
Katherine D. Ainsworth

Witnesses to Execution of Will:

Cynthia E. Wickersham
Sam A. Wickersham

B 39 P 050
2005-538

LAST WILL AND TESTAMENT
OF
JILL SALVESON ANTONESCU



Prepared by:

RALPH G. BRODIE, LTD.
Attorney at Law
815 Pyramid Place
221 West Second
Little Rock, Arkansas 72201
(501) 376-2327

LAST WILL AND TESTAMENT
OF
JILL SALVESON ANTONESCU

B 39 P 051

I, JILL SALVESON ANTONESCU, of Little Rock, Pulaski County, Arkansas, having Social Security No. 261-06-7946, revoke all my previous Wills and Codicils and declare this to be my Last Will and Testament.

I am not presently married. I am divorced from my former husband, Calin G. Antonescu, by consent decree dated March 17, 1992 and filed April 8, 1992. I have two children from the marriage: MICHAEL GABRIEL ANTONESCU and ANTHONY JUDE ANTONESCU.

Other persons who are mentioned in the Will are: my mother CATHERINE K. SALVESON, currently residing in Santa Barbara, California; my childrens' Godmother WANDA DESIMONE, currently residing in Upper Saddle River, New Jersey; and my friends LINDA PERRY PALMER, currently residing in Manahawkin, New Jersey, and PAMELA PYLE, currently residing in North Little Rock, Arkansas.

ONE. EXECUTRIX, TRUSTEE AND GUARDIAN OF MY CHILDREN

I appoint the following persons and/or institutions to serve in the capacities set forth below:

A. I appoint CATHERINE K. SALVESON as executrix of my Last Will. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint WANDA DeSIMONE as executrix. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint PAMELA PYLE as executrix. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint LINDA PERRY PALMER as executrix. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint WORTHEN NATIONAL BANK OF ARKANSAS of Little Rock, Arkansas as executor.

B. I appoint my mother CATHERINE K. SALVESON as trustee of any trust created by this Will. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint WANDA DeSIMONE as successor trustee. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint PAMELA PYLE as successor trustee. If she for any reason fails to serve, or to continue serving, in this capacity then I appoint LINDA PERRY PALMER as successor trustee.

C. (1) I specifically request the Court to not appoint my former husband as the guardian of any minor child of mine. He has a history of abuse, lying and evasiveness. He has willfully and continually ignored court orders regarding child support which has caused great financial hardship for his sons and caused them to go on public

INITIALED FOR IDENTIFICATION *jsa*

PAGE 1

LAST WILL AND TESTAMENT OF
JILL SALVESON ANTONESCU

assistance (WIC) and has denied them a satisfactory living standard. As a physician, it is ironic that he refused to provide his own sons medical insurance coverage or to sign papers to place them on Medicaid while unemployed. His clinical privileges were suspended and finally terminated by UAMS and the Veterans Administration. He refused counselling even to retain his job.

My former husband is a Romanian and a naturalized citizen. He has abandoned his children leaving the United States twice as of this date having made no provisions for their support or communication possible (i.e. left no telephone number or address). As of the date of signing this my Last Will, he has been out of the country for seven weeks and is in contempt of court owing more than \$7,000. He has no parenting skills and according to his former attorney, Dale Price, said, asking that his statement before the court be put on record, that my former husband is abusive, uncooperative and potentially dangerous and moved for his own motion to be removed as my former husband's attorney. His motion for removal was granted within three weeks of his request.

My former husband cannot adjust to living and working in the United States (since 1984) and will most likely take the children out of the United States. I do not want this to be allowed under any circumstances. This is a decision they should have at 18 years of age. They are United States citizens and require protection from their government and people. I request the Court to provide my sons this protection. If the Court has any questions about this man, I respectfully request the Court examine very carefully the court documents from Fifth Division (91-0417), Pulaski County, Arkansas.

I further request that none of my former husband's relatives or friends be named guardian of our sons.

(2) If it becomes necessary to appoint a guardian of the person or estate, or both, for any child of mine who is a minor or who is an incompetent or may be removed from the protection of the United States' borders, I request the court to appoint their maternal grandmother CATHERINE K. SALVESON guardian for each child who requires a guardian of the person or estate, or both. If she for any reason fails to serve, or to continue serving, as guardian, then I request the court to appoint their Godmother WANDA DeSIMONE as guardian. If she for any reason fails to serve, or to continue serving, as guardian, then I request the court to appoint my friend LINDA PERRY PALMER as guardian.

INITIALED FOR IDENTIFICATION *jsu*

PAGE 2

Further, I direct that no bond or other security be required of any person appointed under this Will, as executrix, trustee or guardian.

TWO. SPECIFIC BEQUESTS

A. I intentionally make no provisions for my children, whether now living or born or adopted after the execution of this Will, for the reason that they are minors and after my death my Family Trust will be established to provide for them.

B. (1) I leave all my interest in the household effects and the personal items which I own or possess on my death, except those designated by an accompanying list, to my children who survive me in substantially equal shares, or who, if they do not survive me, leave then surviving descendants. If my children or descendants are unable to agree upon a division of these items within 90 days after my death, I direct my executrix in her sole discretion to determine these items and to make the division. My executrix's determination and division shall be conclusive and binding on all parties.

(2) I reserve the right, under Ark. Code Ann. §28-25-107 to change, add to or delete from the above disposition of my tangible personal property by leaving a list of, or statement about, specific items of my tangible personal property attached to or associated with this Will. This list or statement shall be dated and signed by me after this Will is signed and shall designate the beneficiaries of specific items of my tangible personal property (other than cash money, evidences of indebtedness, or documents of title, securities, or property used in a trade or business). I direct my executrix to deliver these items listed to the persons designated as if they were specifically left to them in this Will.

(3) If I have a child who is less than 21 years old, I leave that child's share of the property determined in the preceding subparagraph (1) to the trustees of my Family Trust. This property may be held or sold and the proceeds held and administered for that child's benefit under the terms of the Trust Agreement and distributed when the child becomes 21 years old. My clothing and household furnishings which are not needed by my estate for direct use by my minor children and which are not sold at an estate sale, the proceeds of which are given to my Family Trust, are to be given to the Battered Women's Shelter in Little Rock, Arkansas.

C. I leave all my residuary estate to my Family Trust to be held, administered and distributed under Section THREE.

THREE. FAMILY TRUST PROVISIONS

My Family Trust shall be held, administered and distributed as follows:

A. PURPOSE. My primary purpose in creating this trust is to provide funds for the health, support, maintenance and education of my children who are under twenty-one (21) years old.

B. LIMITATIONS. Regardless of anything to the contrary in this instrument, no power enumerated herein or given to the trustee under law shall enable the trustee or any other person to purchase, exchange, or otherwise deal with or dispose of all or any part of the principal or income of the trust for less than an adequate consideration in money or money's worth. No person may borrow all or any part of the principal or income of the trust, directly or indirectly, without adequate interest and security. No person other than the executor or trustee may vote or direct the voting of any shares or other securities of the trust; control the investments of the trust, either by directing investments or reinvestments or by vetoing proposed investments or reinvestments; or reacquire or exchange any property of the trust by substituting other property of equivalent value.

C. ADMINISTRATION AND DISTRIBUTION. The trustee shall hold, manage, invest and reinvest the Trust Estate and collect, apply or distribute the net income and principal of the trust as follows:

(1) Trust Income. The trustee shall collect and, if not distributed to the beneficiaries, accumulate income. The trustee, without being required to observe any precept or rule of equality, shall in her sole discretion, pay or apply all or any part of the trust income for the health, support, maintenance, or education of my children until my youngest living child becomes 21 years old. After the division in paragraph (d), trust income shall be divided into equal shares and the accumulated share shall be distributed to the income beneficiaries when they become 21 years old, and annually thereafter.

(2) Trust Principal. The trustee, without being required to observe any precept or rule of equality, may in his sole discretion pay or apply all or any part of the trust principal for the health, support, maintenance, or

education of my children who are under 21 years old until my youngest living child becomes 21 years old.

(3) Special Distribution of Income or Principal. The trustee in her sole discretion may pay any portion of the income or principal of this trust necessary to maintain the health of any of my children who has become 21 years old. If the primary purpose of the trust is not impaired, the trustee, in her sole discretion, may make advances to any child who requests an advance to provide support and maintenance through the age of 25, to continue his education, to commence, enter, or operate a business or profession, or to purchase a home.

(4) Distribution of Trust at Termination.

(a) When my youngest living child becomes 21 years old, the trustee shall divide my Family Trust into as many equal shares as I have children then surviving, or if not surviving have left then surviving descendants. The trustees shall distribute in cash, or in kind, 50% of the share of each then surviving child, per stirpes who is, or becomes, 25 years old. The remainder shall be held in trust and distributed to him after 5 years, at which time he shall no longer be a beneficiary of the trust. The share of the then surviving descendants of each deceased child shall be distributed under (4)(c). The trustee shall distribute the income of each child's share to him annually after he becomes 21 years old and has a separate share.

(b) If all my children are over 25 years old at the time of my death, the trustee shall divide my Family Trust into as many equal portions as I have children surviving, or if not surviving have left then surviving descendants, and distribute the assets to them.

(c) If a child of mine dies before receiving the final distribution from my Family Trust, leaving descendants surviving, then at that time, the trustee shall pay over and distribute his remaining share of the Trust Estate to his surviving descendants in equal shares, per stirpes. Any portion distributable to a descendant who is not 21 years old shall be retained by the trustee under the Trust terms which provide for the health, support, education, and general welfare of a child. The trust shall be distributed when the descendant becomes 21 years old, or to the estate of the descendant if he dies before becoming 21 years old.

(d) If a child of mine dies before receiving the final distribution from my Family Trust, leaving no descendants surviving, then, at that time, the trustee shall pay his share of the remaining trust principal and the accumulated income, if any, to my then surviving child, or if not surviving, has left then surviving descendants, and distribute the assets to them, in equal shares IN TRUST nevertheless, to be held under the same terms as their other Trust Funds.

(5) Special Directions to My Trustees.

In the event that my former husband is given custody of my children, neither he nor any relative or friend of his is ever to receive direct payments for any reason whatsoever of monies from my Trust. It will be in the sole discretion of the trustees to determine if a payment for schooling or other necessity for my children should be paid from the trust. Under no circumstances shall the trustee pay for medical services which my former husband could receive free of charge or through state agencies.

D. PAYMENTS BY TRUSTEE. When income or any discretionary payment of principal from this trust or any share thereof becomes payable to a minor or to a person not adjudicated incompetent, but who by reason of illness or mental or physical disability is, in the opinion of the trustee, unable to properly administer such amount, then the amount, may at the trustee's sole discretion, be accumulated or paid out in any of the following ways:

- (1) directly to the beneficiary
- (2) to the legally appointed guardian of the beneficiary (except my former husband, CALIN G. ANTONESCU, or any of his relatives)
- (3) to some relative or friend of mine for the health, support, maintenance and education of the beneficiary or
- (4) by the trustee using the amounts directly for the beneficiary's health, support, maintenance and education.

E. COMPENSATION. The trustee shall be entitled to reasonable compensation, as normally charged for the services in the area where administered, for any service in administering the trust property. The trustee may waive this compensation on a yearly basis.

F. TRUSTEE LIABILITY. A trustee shall not be liable for involuntary losses or for any loss or damage except that caused by willful misconduct.

G. TRUSTEE ACCOUNTABILITY. To the extent that any requirement can legally be waived, no trustee shall ever be required to obtain a bond as trustee or qualify before, be appointed by, or in the absence of breach of trust, account to any Court, or obtain the order of approval of any court in the exercise of any power or discretion herein given. However, the trustee shall maintain accurate accounts and records and shall give a written statement no less often than annually to each income beneficiary of the trust concerning the financial position and current operation of the trust. No person paying money or delivering any property to any trustee shall be required to see to its application.

H. SPENDTHRIFT PROVISION. Every beneficiary of the trusts created herein is enjoined and restrained from anticipating, assigning, transferring, selling, or otherwise disposing of his or her interest in the Trust Estate created by this Will, and is without power to do so. No anticipation, assignment, transfer, sale or other disposition shall be recognized by my trustee, nor shall the same pass any right, title or interest, if any, of the beneficiaries. None of the interests of the beneficiaries shall be subject to the claims of creditors or other persons, bankruptcy proceedings, or the debts, liabilities or other obligations of any beneficiary.

I. RULE AGAINST PERPETUITY. If the terms of this trust violate any applicable rule against perpetuities, accumulations or any similar rule of law, the trust shall continue in full force for the full period permitted by law and the trustee shall terminate the trust on the day prior to the date limited by such rule or law (not later than the day immediately preceding the day which occurs 21 years plus the period of gestation after my death of descendants who are living on the date of my death). The property then held in the trust shall be distributed to the persons entitled to receive the distribution upon termination of the trust.

J. TRUST TERMINATION. This trust shall terminate whenever the trust principal and income have been distributed according to Section THREE C. or the trust assets have been exhausted for the health, support, maintenance, and education of my children.

K. POUR OVER OR ADDITIONS TO TRUST. Any person may transfer, bequeath, devise or convey property to this trust, and the property shall be held by the trustee as property of this trust.

L. FINAL DISTRIBUTION. If my children and all my descendants predecease, me or the final distribution from any trust created herein, then the trust estate shall be terminated and all proceeds shall be given to surviving heirs. Their identity and respective shares shall be determined in all respects as if my death had occurred immediately following the event requiring the distribution and according to Arkansas laws of descent and distribution.

FOUR. FIDUCIARY DIRECTIONS AND POWERS

My executrix, trustees and any successors (the "fiduciary"), shall have full powers which are to be construed in the broadest manner consistent with this Will and with the fiduciary's duties. These powers, which in the absence of a breach of trust may be exercised without court order, are as follows:

A. I believe it is important for my children to say goodbye to me, to understand that I have gone from this life on earth and to reflect on the love, laughter, strength, encouragement and honesty I tried to instill in them. However, I want only minimal funds expended for a memorial Mass service at my parish church as well as for cremation. I want my ashes disposed of by the funeral/cremation facility.

B. Except for mortgages on real estate, the fiduciary, within a reasonable time after my death, may pay all my legally enforceable debts. The fiduciary shall pay the expenses of my last illness, memorial Mass and cremation, and the administrative costs of, and taxes on, my estate.

C. The fiduciary may sell, buy, lease, mortgage, exchange, or in any other manner deal, or refrain from dealing, with the property held by him. However, property I specifically devise and bequeath may not be sold or mortgaged except to pay its pro rata share, if any, of the debts and expenses in the preceding paragraph, or leased for a term beyond one year without the written consent of the affected beneficiary.

D. The fiduciary may partially or fully release any person, firm, or corporation who deals with her in that capacity.

E. The fiduciary shall maintain accurate accounts and records and shall give a detailed statement, reflecting the financial position and current operations of the estate, no less often than annually, to each beneficiary, or his guardian, with a vested income interest in my estate.

F. Without limiting the powers vested in the fiduciary by law or elsewhere in this instrument, the fiduciary in her best judgment and sole discretion may exercise, without the necessity of procuring any judicial authorization or approval, all powers vested in fiduciaries by Ark. Code Ann. §28-69-304, §§ "1" through "32" inclusive as amended from time to time. These powers are incorporated herein by reference as though set forth verbatim.

FIVE. GENERAL PROVISIONS

The following provisions shall apply to my Will:

A. This Will and every part thereof is made with reference to the presently existing laws and statutes of the State of Arkansas. I direct, to the extent permissible by law, that this Will and every part thereof be construed and interpreted and its validity and effect determined with reference to the laws of the State of Arkansas, as amended on my death, regardless of the jurisdiction in which my Will may be probated.

B. Throughout this Will the use of any gender includes all other genders, and the use of the singular or plural includes the other, unless the context clearly indicates otherwise.

C. I specifically change the designation of beneficiaries on all policies of insurance on my life which I own on the date of this Will, without itemizing each policy, so the beneficiaries therein will be the trustees of my Family Trust. These changes of beneficiaries are declared to be legally effective pending the changes by me upon the records of the several companies.

SIX. DEFINITIONS

The following definitions control in this Will:

A. "Child" or "children" and terms which would apply to any other of my "descendants" wherever used or where otherwise included by a "per stirpes" designation in this Will mean:

(1) Lawful children born to me or lawful children born to my children or any of my descendants whether before or after the execution of this Will or within the gestation period subsequent to my death.

(2) Legally adopted children shall be included within this definition and treated as natural-born children, provided that the adoption occurred or occurs when the adopted person was or is a minor.

B. "Household effects" means all household furniture, equipment, furnishings, rugs, pictures, books, silver, silverplate, linen, china, glassware, antiques and objects of art, and "personal items" means all personal clothing and wearing apparel, jewelry, personal automobile and boats and their accessories, and other personal effects or similar items. Both categories include insurance on any of these items. The determination of which items fall within these categories shall be made by the executor, whose decision shall be binding on all parties. This definition shall not include those specific items of tangible personal property I have designated on the separate list or statement allowed under Ark. Code Ann. §28-25-107.

C. "Includes" or "including" means including without limitation.

D. "IRC" means the Internal Revenue Code of 1986, as amended, on my death or the corresponding provisions of any subsequent federal estate tax law.

E. "Leave" means "give, devise, and bequeath."

F. "Per stirpes" means in equal shares among my then living children and the descendants of my deceased children, the latter taking their parent's share by right of representation. Further a distribution shall not change to "per capita" if one generation does not survive. For example, if none of my children survive me, then my grandchildren shall take only their parent's share.

G. "Property" means all property, real, personal and mixed, wherever situated, which I own, in which I may have any interest or to which I otherwise may be legally or equitably entitled at my death.

H. For all purposes of my Last Will and Testament, when the words "tangible" or "intangible" modify the word "property," "intangible property" shall include "cash money" as well as stocks, bonds and other items usually included in the general definition of "intangible property."

I. "Residuary estate" means all the rest, residue, and remainder of my property after distribution of all specific bequests and after payment of my estate's debts and expenses. It also includes all property for which effective disposition is not made under this Will.

INITIALED FOR IDENTIFICATION *jsa*

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J. In all instances "survives me" means that a person who is a beneficiary under this Will is required to outlive me not less than 180 days. A person who dies within 180 days of my death shall be treated for all purposes of this Will as if he predeceased me; however, it is my intention that any portion of my estate which has been assigned or distributed within this period as a result of any court order, decree, or judgment shall not be revoked or otherwise affected by the subsequent death of the assignee or distributee.

K. "My Family Trust" means the JILL SALVESON ANTONESCU FAMILY TRUST, created by this Will at my death.

IN TESTIMONY that this is my Last Will and Testament, I, JILL SALVESON ANTONESCU, now sign this instrument consisting of 11 pages in the presence of the undersigned attesting witnesses on JUNE 21, 1993.

Jill Salvesson Antonescu
JILL SALVESON ANTONESCU
TESTATRIX

ATTESTATION

We, the undersigned, certify that in our presence and before this Will was signed on JUNE 21, 1993, JILL SALVESON ANTONESCU declared to us that this instrument was her Last Will and Testament and requested that we act as witnesses to its execution. Afterwards, in our presence, she initialed each page and signed this instrument consisting of 11 pages including this one. On the same day in her presence and in the presence of each other, we now sign our names as attesting witnesses.

NAME:

ADDRESS:

Jeanette Doebele

1010 Silver Creek Dr
N. Little Rock AR 72116

Nancy H. Doebele

8200 Linda Ln
Little Rock AR 72207

INITIALED FOR IDENTIFICATION jsa

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**LAST WILL AND TESTAMENT
OF
MARGARET B. JONES**

2005-549

KNOW ALL MEN BY THESE PRESENTS

That I, the undersigned Margaret B. Jones, Sr., a resident citizen of Lauderdale County, Mississippi, being above the age of twenty-one (21) years and of sound and disposing mind and memory, hereby make, publish, and declare this to be my Last Will and Testament, hereby revoking all previous wills or codicils thereto heretofore made by me.

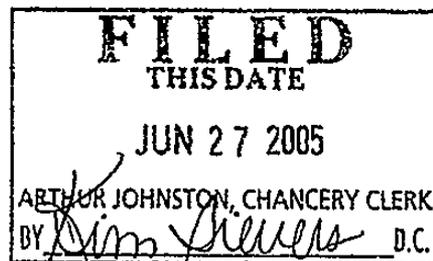
ITEM 1.

I name, constitute and appoint my husband, Cecil B Jones, Sr to serve as Executor of this my Last Will and Testament and direct that he be relieved of the necessity of having an inventory or an appraisement made of my estate or making any accounting to any court, except as otherwise may be required by law, and I further relieve him of the necessity of making bond a said Executor. In the event my husband should be unable or unwilling to serve as Executor, for any reason, then in his place and stead I name, constitute and appoint my son, Cecil B. Jones, Jr., and likewise relieve him of the duty of making inventory, appraisal, accounting or of giving bond

ITEM 2

If my husband, Cecil B. Jones, Sr, survives me, then I give to him all of my property and estate, real, personal, or mixed and wheresoever located.

M B J
MBJ



In the event my husband, Cecil B Jones, Sr., should not survive me or should we be killed or die as a result of injuries received in a common disaster, then I give, devise, and bequeath all of my property and estate, whether real, personal, or mixed, and wheresoever located in equal shares to my children, Cecil B Jones, Jr, and Ann Jones McDuff. In the event that either or both of my children should not survive me and my husband, then in that event, I give, devise, and bequeath all of that portion of my property and estate which would have passed to each child to his or her spouse, namely, Jan'e Jones and Larry McDuff. In the event that neither my children nor their spouses should survive me, then I direct that all of that portion of my property and estate which would have passed to each child and his or her spouse to their children in equal shares.

IN WITNESS WHEREOF, I have hereunto set my signature on each of the two pages herein and published and declared this to be my Last Will and Testament on the 3rd day of July, 2000, in the presence of two witnesses, who have each signed as witnesses at my request, in my presence, and in the presence of each other.

Margaret B Jones
MARGARET B. JONES

1872 2nd 8873 Timberlake Circle
ADDRESS
Mendenhall, MS 39305

8873 Timberlake Cir.
ADDRESS
Mendenhall MS 39315

Robert C. Sanders
WITNESS

E. Marie C. Smith
WITNESS

STATE OF MISSISSIPPI

COUNTY OF LEE

Before me, the undersigned authority, on this day personally appeared, Margaret B Jones, Testatrix, and Patrick H. Sanders, and Elaine C. Sanders, witnesses, respectively, whose names are subscribed to the foregoing instrument in their respective capacities. All of said persons being by me duly sworn, the said Margaret B. Jones, Testatrix, declared to me and to the witnesses in my presence that the instrument is her Last Will and Testament and that she has willingly made and executed it as her free will, act, and deed for the purposes therein expressed. The said witnesses, each on his/her oath, stated to me in the presence and hearing of the said Testatrix that the said Testatrix had declared to them that said instrument is her Last Will and Testament and that she executed same as such and wanted each of them to sign it as a witness. And upon his/her oath, each witness stated further that he/she did sign the same as a witness in the presence of the said Testatrix and at her request; that she was at the time over the age of eighteen (18) years and was of sound and disposing mind and memory and that each of the said witnesses was competent to be a witness.

Margaret B. Jones
MARGARET B. JONES
TESTATRIX

Patrick H. Sanders
WITNESS

Elaine C. Sanders
WITNESS

SWORN TO AND SUBSCRIBED before me by the said Margaret B Jones, Testatrix, and sworn to and subscribed before me by the said Patrick H. Sanders and Elaine C. Sanders witnesses, this the 3rd day of July, 2000

Dwendolyn J. Hopkins
NOTARY PUBLIC

My commission expires:
May 17, 2004

2005-562

LAST WILL AND TESTAMENT

OF

WILLIAM JACKSON EVANS

FILED
THIS DATE
JUL 01 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim Steves* D.C.

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

ITEM I.

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

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

ITEM II.

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

ITEM III.

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

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

ITEM IV.

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

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

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

ITEM V.

To my wife, KATHERINE S. EVANS, if she survives me, I devise and bequeath the following:

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

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

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

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

ITEM VI.

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

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

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

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

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

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

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

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

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

ITEM VII.

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

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

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

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

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

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

C. Upon my wife's death, the Trustee shall divide this trust into separate shares.

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

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

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

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

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

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

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

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

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

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

H. This trust shall be designated and known as the "William Jackson Evans Family Trust."

ITEM VIII.

In making distributions for beneficiaries from any trust created under this Will and especially where such beneficiaries are minors, or incapable of transacting business due to illness, the Trustee, in the Trustee's discretion, may make distributions either (a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary; (c) to a relative or

guardian of the person of the beneficiary who has custody and care of the beneficiary, (d) to a Custodian for a minor beneficiary under the Mississippi Uniform Transfers to Minors Act, or (e) by applying the distributions for the benefit of the beneficiary by paying expenses directly. In any event the Trustee shall require such reports and take such steps as the Trustee deems requisite to assure and enforce the application of such distributions for the exclusive benefit of the beneficiary.

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

ITEM IX.

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

The Trustee shall not be required to make physical division of the trust property comprising the "William Jackson Evans Family Trust," except when necessary for the purposes of distribution, but may, in the Trustee's discretion, keep the trusts in one or more consolidated funds. As to each consolidated fund, the division into the various shares

comprising such fund need be made only on the Trustee's books of account, in which case each trust shall be allotted its proportionate part of the principal and income of the fund and charged with its proportionate part of expenses thereof.

ITEM X.

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

ITEM XI

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

ITEM XII.

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

No Trustee hereunder shall be required to enter into any bond or to file with any court a formal accounting of the Trustee's administration. The Trustee shall render annual

accounts to the income beneficiaries of each trust No persons paying money or delivering property to the Trustee shall be required to see to its application.

ITEM XIII.

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

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

ITEM XIV.

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

A. To determine the allocation of receipts and expenses between income and principal. However, such allocation shall not be inconsistent with the beneficial enjoyment of trust property accorded to a life tenant or remainderman under the general principles of

the laws of trusts. Further, all rights to subscribe to new or additional stocks or securities and all liquidating dividends shall be deemed to be principal.

B. To place, in the discretion of the Trustee, trust funds in a checking, savings or other types of accounts or certificates of deposit in any successor Trustee bank.

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

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

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

ITEM XV.

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

assumption, irrespective of any provisions of law establishing a contrary presumption or requiring survivorship as a condition of taking property by inheritance.

ITEM XVI.

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

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. However, my Executor shall not exercise this discretion or any other discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law.

My Executor shall have authority to continue all business operations in which I am interested at my death for the time permitted by law in order to avoid depreciation in value of the interests or losses to my estate or associates My Executor may continue to act as partner, engage in any partnership, and take all actions with regard to any partnership my Executor deems advisable. I specifically authorize my Executor to sell, without the necessity of court approval, any stock or partnership interest held by my estate under the terms of any stock agreement or partnership agreement to which I was a party during my lifetime.

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

William Jackson Evans
William Jackson Evans

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

James K. Stessell

Jackson, Mississippi
Address

Jimmy E. Crawford

Clinton, Mississippi
Address

LAST WILL AND TESTAMENT
OF
SHANNON GUY CLARK

2005-600

I, Shannon Guy Clark, being an adult resident citizen of Neshoba County, Mississippi, being over the age of twenty-one years, and being of sound and disposing mind, memory, and understanding, do hereby make, publish, and declare this my Last Will and Testament, and I do hereby expressly revoke any and all prior wills and/or codicils by me heretofore made.

I.

I do hereby bequeath unto my beloved wife, Mary T. Savell Clark, if she survives me, the sum of Ten Dollars in cash.

This bequest is made in view of the said Mary T. Savell Clark and I both having been previously married, and both having had children by those prior marriages, and is not to be taken as indicative of the love and affection that I have for the said Mary T. Savell Clark.

II.

I do hereby will, devise, and bequeath all of the remainder of my property, whether real, personal, or mixed, and wheresoever located and wheresoever situated, unto my beloved daughters, Judy Clark Harrison, Emily Clark Pryor, Sharon Clark Hunt, and Melanie Clark Turner, in fee simple absolute, as tenants in common, share and share alike per stirpes.

III.

In the event my beloved wife, Mary T. Savell Clark, does not survive me, however, then, and in that event, I do hereby will, devise, and bequeath all of my property, whether real, personal, or mixed, and wheresoever located and wheresoever situated, unto the said Judy Clark Harrison, Emily Clark Pryor, Sharon Clark Hunt, and Melanie Clark Turner, in fee simple absolute, as tenants in common, share and share alike per stirpes.

FILED
THIS DATE
JUL 05 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim* D.C.

Shannon Guy Clark
SHANNON GUY CLARK

IV.

I do hereby name, nominate, and appoint my beloved daughter, Judy Clark Harrison, as the executrix of this my Last Will and Testament, and I do hereby expressly waive bond, inventory, appraisal, accounting, and any other report to any court whatsoever.

In the event the said Judy Clark Harrison fails, is unable, or refuses to serve as the executrix of this my Last Will and Testament, then, and in that event, I do hereby name, nominate, and appoint my beloved daughter, Emily Clark Pryor, as the alternate executrix of this my Last Will and Testament, and, under such circumstances, I do also hereby waive bond, inventory, appraisal, accounting, and any other report to any court whatsoever.

WITNESS my signature, on this the 16th day of February, 1988.

Shannon Guy Clark
SHANNON GUY CLARK

WITNESSES:

Katherine W. Jenkins
Orlo E. Pettit Jr.

C E R T I F I C A T E

We, Katherine W. Jenkins and Orlo E. Pettit Jr., do hereby certify that Shannon Guy Clark made, declared, and published the foregoing instrument, consisting of this and one other page, to be his Last Will and Testament in our presence, and that he signed and subscribed the same as his Last Will and Testament in our presence, especially and expressly requesting us to be the subscribing witnesses, each signing in the presence of the Testator and in the presence of each other, and believing the Testator to be of sound mind and memory.

WITNESS our signatures, on this the 16th day of February, 1988.

Katherine W. Jenkins
ADDRESS Route 2
Dallas, MS 39160
Orlo E. Pettit Jr.
ADDRESS P.O. Drawer 130
Kosciusko, MS 39070

IN THE CHANCERY COURT OF MADISON COUNTY
MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
LULA HILLIARD, DECEASED

NO. 2005-608

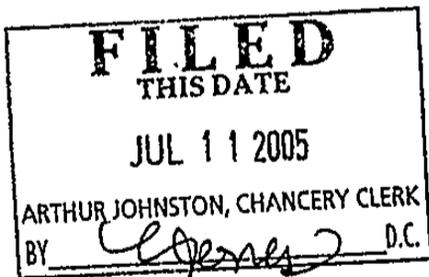
AFFIDAVIT OF EXECUTRIX

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named GLADYS H. WILSON, who after being by me duly sworn states on her oath that she is the Executrix of the above estate and that she has made reasonably diligent efforts to identify persons having claims against the estate and, when appropriate, has given notice by United States mail, postage prepaid, as required by subsection (1) OF MISS CODE ANN. 91-7-145 (Supp. 1998), notifying said creditors that their claims, if any, should be duly probated against the estate in the Madison County Chancery Clerk's Office in Canton, Mississippi. No creditors, however, have been ascertained after diligent search and inquiry.

THIS THE 11 day of July, 2005.



[Signature]
GLADYS H. WILSON

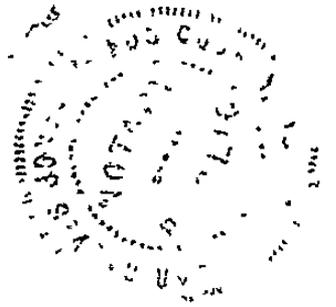
SWORN TO AND SUBSCRIBED BEFORE ME, this the 11 day of

July, 2005.


NOTARY PUBLIC

My Commission Expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
COMMISSION EXPIRES MARCH 28, 2003
FOR MORE INFORMATION CALL NOTARY SERVICE





REEVES JONES, MB #3200
ATTORNEY FOR EXECUTRIX
P. O. BOX 742
JACKSON, MS 39205-0742
601-354-3794
Fax: 601-354-3794

Hilliard Wilson; the above bequest to my daughter Gladys Hilliard Wilson specifically includes, but is not limited to the business known as E & L Barbeque, all real property on Bailey Avenue, Jackson, Mississippi, my home, and the Flora real property, and all other property, real and personal, of which I am seized at the time of my death

ITEM V

I have with clear mind and conscious made the decision to limit my bequests to my grandson Cory Wilson and my daughter Gladys Wilson, and to exclude from this my Last Will and Testament bequests to any other individuals.

IN WITNESS WHEREOF, I have signed, published and declared this instrument as my Last Will and Testament in the County of Madison, State of Mississippi, on this the 20th day of June, 2005

Lula Hilliard
LULA HILLIARD

WITNESSES:

[Signature] Lillie C Allen

STATE OF MISSISSIPPI

COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, JOHNNIE L. ALLEN Sr and Lillie C Allen, who after being by me duly sworn state on their oaths that the foregoing instrument of three (3) pages was signed, published and declared by LULA HILLIARD as her Last Will and Testament, dated June 20th, 2005, in our presence and in the presence of each other, and believing her to

B 39 P 086

be of sound and disposing mind and memory we have hereunto subscribed our names as

Attesting Witnesses thereto, on this the 20th day of June, 2005.

[Signature]

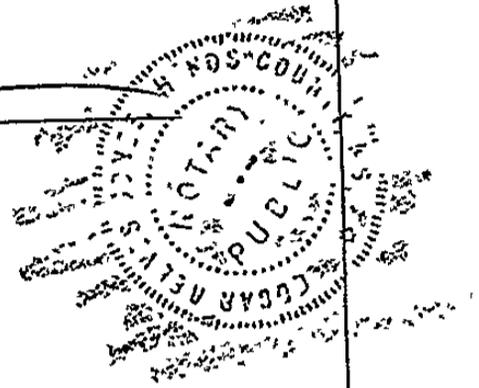
Lillie C Allen

SWORN TO BEFORE ME, this the 20th day of June, 2005.

[Signature]
NOTARY PUBLIC

My Commission Expires.

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 28, 2009
BONDED THRU STEGALL NOTARY SERVICE



△ H

2005-607

LAST WILL AND TESTAMENT OF LAURIE B. ALFORD

KNOW ALL MEN BY THESE PRESENTS, that I, LAURIE B. ALFORD, being over and above the age of twenty-one years and of sound and disposing mind, memory and understanding, do hereby make, publish and declare this instrument to be my last will and testament, thereby and hereby revoking all prior wills or codicils heretofore by me made, do will, devise and bequeath my estate as follows, to-wit:

-1-

It is my first bequest that all my just debts be paid by my executor as hereinafter designated as soon after my decease as he conveniently may do so, including additional funeral expenses, if any. The funeral arrangements have been made with Cockrell Funeral Home of Macon, Mississippi, with directions given as to type, place and kind. The tombstone has been placed, but the date of death will need to be inscribed, and I so direct the Executor named herein to conduct same according to my wishes.

-2-

After the payment of such debts and funeral expenses, I will, devise and bequeath all of my estate, real, personal and mixed wheresoever situated, as follows, to-wit:

Page One of Four

FILED
THIS DATE
JUL 11 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

A. I will, devise and bequeath One Thousand (\$1,000.00) Dollars to Joe Nathan Clark, if living, otherwise, to Mississippi Sheriffs' Boys & Girls Ranches.

B. Within the limitations hereinafter noted or heretofore made excluding cash, checking accounts, passbook savings, Certificates of Deposit, and real estate, I bequeath all of my clothing, jewelry and all other personal property to Barbara Stroup Pendergrass, if living; if deceased, to Sarah Richards Barefield.

C. Having made my specific bequests and devises as heretofore listed, I will, devise and bequeath that the remainder of my estate, which includes bank accounts, Certificates of Deposit, and cash, be divided according to the terms hereinafter, to-wit:

Fifteen percent (15%) to Barbara Stroup Pendergrass, if living; if deceased, to her husband Aubrey Clyde Pendergrass, Sr., if living; if deceased, to her living children;

Twelve percent (12%) to Sarah Richards Barefield, if living; if deceased, to her daughter Meredith Montgomery Barefield

Four percent (4%) to Mary May Randolph, if living; if deceased, to her daughter Linda Weiler Zeigler;

Four percent (4%) to Margaret Sartin Jenkins, if living;
if deceased, to her daughter, Gillian Kaye Jenkins;

Ten percent (10%) to the Salvation Army,
Columbus, Mississippi Division;

Seven percent (7%) to Palmer Home for Children;

Four percent (4%) to Mississippi Sheriffs' Boys and
Girls Ranches;

Three percent (3%) to Cal Farley's Boys Ranch and
Affiliates;

Four percent (4%) to Marine Toys for Tots Foundation;

Seven percent (7%) to the Rebecca Baine Rigby Library,
994 Madison Avenue, Madison, Mississippi;

Eight percent (8%) to USO (United Service Organizations);

Ten percent (10%) to Hospice Ministries, Inc., 450 Towne
Center Blvd., Ridgeland, Mississippi;

Ten percent (10%) to the Church of the Nativity
(Episcopal), Greenwood, Mississippi. This is to be given
in honor of the Rev. Craig Gates;

Two percent (2%) to the Church of the Ascension
(Episcopal), Brooksville, Mississippi. This is to be
given in honor of Mrs. Frances Madison.

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF Madison

This day personally appeared before me, the undersigned authority, a Notary Public, the within named C. David Cleland, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Laurie B. Alford, who having first been duly sworn, makes oath that the said Laurie B. Alford signed, published and declared said instrument as her Last Will and Testament on the 19th day of August 2002 the day of the date of the said instrument, in the presence of this affiant and Paula Spurgeon, the other subscribing witness to said instrument; that the said testatrix was then of sound and disposing mind, memory and understanding, and twenty-one years of age and upwards, and C. David Cleland, the said affiant, and Paula Spurgeon, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testatrix and in the presence of each other.

C. D. Cleland
AFFIANT

SWORN to and subscribed before me, this 19th day of August, 2002.
Patricia S. Fanning
NOTARY PUBLIC



Notary Public State of Mississippi At Large
My Commission Expires April 12, 2003
Bonded Thru Helden, Brooks & Garland, Inc.

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF Madison

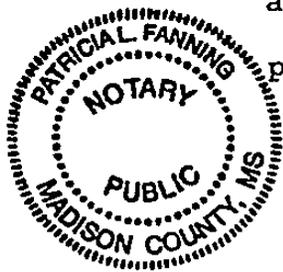
This day personally appeared before me, the undersigned authority, a Notary Public, the within named Paula Spurgeon, one of the subscribing witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Laurie B. Alford, who having first been duly sworn, makes oath that the said Laurie B. Alford signed, published and declared said instrument as her Last Will and Testament on the 19th day of August 2002 the day of the date of the said instrument, in the presence of this affiant and C. David Cleland, the other subscribing witness to said instrument; that the said testatrix was then of sound and disposing mind, memory and understanding, and twenty-one years of age and upwards, and Paula Spurgeon, the said affiant, and C. David Cleland, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testatrix and in the presence of each other.

Paula Spurgeon
AFFIANT

SWORN to and subscribed before me, this 19th day of August, 2002.

Patricia Fanning
NOTARY PUBLIC

Notary Public State of Mississippi At Large
My Commission Expires: April 12, 2003
Bonded Thru Heiden, Brooks & Garland, Inc.



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

William N. Grogan
WILLIAM N. GROGAN

SWORN TO AND SUBSCRIBED before me on this the 12th day of July, 2005.

[Signature]
NOTARY PUBLIC



2005-618

LAST WILL AND TESTAMENT
OF
NANCY T. GROGAN

FILED
THIS DATE
JUL 12 2005
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.

I, NANCY T. GROGAN, an adult resident of Madison County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My husband's name is WILLIAM N. GROGAN, and he is herein referred to as "my husband." I have two (2) children now living, ALLISON G. CREWS and WILLIAM NOLEN GROGAN, JR.

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

ITEM II.

I appoint my husband, WILLIAM N. GROGAN, Executor of my estate under this Will. In the event my husband is or becomes unable or unwilling to serve as an Executor, I appoint ALLISON G. CREWS and WILLIAM NOLEN GROGAN, JR. to serve jointly as successor Executor. In the event either of ALLISON G. CREWS or WILLIAM NOLEN GROGAN, JR. is or becomes unable or unwilling to serve, the other shall serve alone as Executor of my estate.

ITEM III.

My Executor shall pay all funeral expenses, costs of administration and other proper claims against my estate. My Executor may, in my Executor's discretion, pay all or any portion
FOR IDENTIFICATION:

Nancy T. Grogan

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

ITEM IV.

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

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

ITEM V.

If my husband, WILLIAM N. GROGAN, survives me, I give, devise and bequeath to him my entire estate, real and personal, of whatsoever kind or character and wheresoever situated.

ITEM VI.

If I am not survived by my husband, I give, devise and bequeath my entire estate, real and personal, of whatsoever kind or character, and wheresoever located, to my children, ALLISON G. CREWS and WILLIAM NOLEN GROGAN, JR., in equal shares. If a child is not then living but has living descendants, I give, devise and bequeath that child's share to the separate trust for the children of such child within the "William N. Grogan Irrevocable Trust" created by Paragraph B of ARTICLE II of the Irrevocable Trust

FOR IDENTIFICATION:

Wm. N. Grogan

Agreement dated the 14 day of February, 1994, to be held, administered and distributed as provided therein. If a deceased child has no descendants, I give, devise and bequeath my entire estate to my other child.

ITEM VII.

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

ITEM VIII.

Any recipient of property 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. 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 shall 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 and shall also be delivered to my Executor. If my husband disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed to the Trustee of the "William N. Grogan Irrevocable Trust" to be held, administered and distributed as provided therein.

ITEM IX.

In addition to the powers and authorities specifically granted to my Executor under this Will, I expressly confer upon my Executor all rights, powers, duties, and authorities conferred upon a Trustee under the Uniform Trustees' Powers Law of Mississippi as it now exists or may hereafter be amended. I

FOR IDENTIFICATION:

Alma T. Brown

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

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. However, my Executor shall not exercise this discretion or any other discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law.

My Executor shall have the authority to disclaim or renounce any interest in property, in whole or in part, including any power with respect to property and including an undivided interest in property transferred to me or to my estate. Any disclaimer by my Executor shall be made in writing stating specifically the property or interest disclaimed and shall be delivered to the transferor of the property, the transferor's legal representative, or the holder of the legal title to the property to which the interest relates. Any disclaimer shall be made within the time period and in the manner required for the disclaimer to qualify under Section 2518.

FOR IDENTIFICATION:

Mary T. [Signature]

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 or any loan to which my property is subject at my death prior to the closing of my estate and the discharge of my Executor, but may distribute such property at its value net of such loan in satisfaction of any bequest herein.

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 14th day of February, 1994.

Nancy T. Grogan
Nancy T. Grogan

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

James K. Fossell

Jackson, Mississippi
Address

Lee L. Miller

Madison, Mississippi
Address