

LAST WILL AND TESTAMENT

2004-434

of

G. S. SUMMERLIN, JR.

KNOW ALL MEN BY THESE PRESENTS --

I, G. S. Summerlin, a resident of Madison County, Mississippi, being over and above the age of eighteen (18) years of age and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me

My daughter, Barbara Ann Lynch, my son Curtis Summerlin, and my wife Alton B. Summerlin are living at the time of the execution of this will.

ARTICLE I: DEBTS

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

ARTICLE II: TAXES

I direct that all estate and inheritance taxes and any taxes in the general nature thereof which are caused as a result of my death shall be paid from my estate by my Executor.

**FILED**  
THIS DATE  
OCT 07 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Sellers* D.C.

ARTICLE III: APPOINTMENT OF EXECUTOR

I nominate and appoint my son, Curtis Summerlin, to be the Executor of this, my Last Will and Testament, and I direct that he so serve without the requirement of entering into any bond, and, further, I direct that my Executor not be required to render any inventory, accounting, or appraisal to any court of competent jurisdiction.

ARTICLE IV: GENERAL DEVICES AND BEQUESTS

I give, devise and bequeath to my son, Curtis Summerlin, my tractor, two bushhogs and discs. I further give, devise and bequeath to my son, Curtis Summerlin, my daughter, Barbara Ann Lynch, and my wife Alton B. Summerlin in equal undivided interests, share and share alike, per stirpes, all my estate and property, real and personal, tangible and intangible, of whatsoever kind and nature and wheresoever situated, including all property which I may acquire after the execution of this Will, including all lapsed legacies.

IN WITNESS WHEREOF, I sign, seal, publish and declare this instrument to be my Last Will and Testament this, the 29 day of August, 2003

G. S. Summerlin, Jr.

G. S. SUMMERLIN, JR.

Witnesses:

Stacy Rater  
Bronwyn Bamford

The foregoing instrument consisting of this and three (2) preceding typewritten

pages, was signed, sealed, published and declared by G. S. Summerlin, Jr., the testator, to be his Last Will and Testament in our presence, and we, believing him to be of sound and disposing mind and memory and not under duress or undue influence, at her request and in his presence and in the presence of each other have hereunto subscribed our names as witnesses, this the 21<sup>st</sup> day of Aug, 2003, at Jackson, Mississippi.

416 Northway Dr

Shelly R. K. G. G.  
Signature

Madison MS 39110  
Residential Address

141 East Hill Dr.

Bronwyn Bamford  
Signature

Madison MS 39110  
Residential Address

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF HINDS

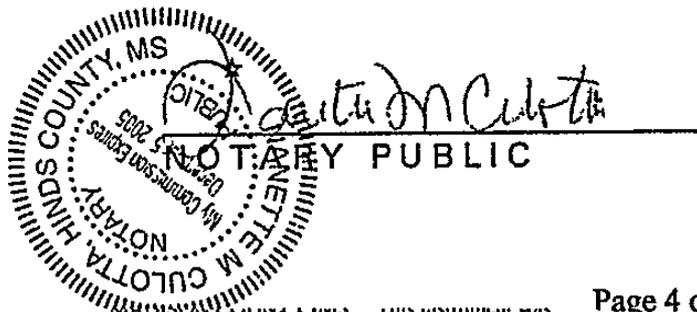
IN THE MATTER OF A CERTAIN INSTRUMENT OF WRITING PURPORTING TO BE THE LAST WILL AND TESTAMENT OF G. S. SUMMERLIN, JR.-

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Henry Stedelf and Bronwyn Buford, the subscribing witnesses to a certain instrument of writing purporting to the Last Will and Testament of G. S. SUMMERLIN, each of whom having been first duly sworn, deposed and said that the testator signed, published and declared the said instrument as the Last Will and Testament of said testator on the 29<sup>th</sup> day of Aug, 2003, the date of said instrument, in the presence of these deponents and in the presence of each other, and that the said testator was then of sound and disposing mind and memory and more than 21 years of age, and that these deponents each subscribed and attested said instrument as a witness to the signature and publication thereof at the special instance and in the presence of the said testator and in the presence of the other witness on the day and year of the date thereof.

Henry Stedelf  
Bronwyn Buford

SWORN TO AND SUBSCRIBED BEFORE ME, this 29 day of August, 2003.

My commission expires \_\_\_\_\_.



THIS INSTRUMENT WAS FILED FOR RECORD Oct. 7 2005  
Book 39 Page 303  
ARTHUR JOHNSTON, C C  
BY Kim Stever D.C.

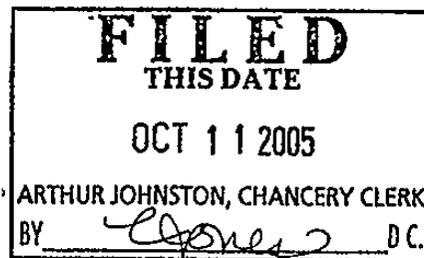


W I L L  
OF  
BETTYE B. MATHEWS

I, BETTYE B. MATHEWS, domiciled in Memphis, Tennessee, declare this to be my will and revoke all my previous wills and codicils.

FIRST: I appoint my nephew, RORY LEE, of Clinton, Mississippi, and my niece, BETTYE BRINSON LOGAN, of Prentiss, Mississippi, as Executors of this will; provided, that if a Tennessee resident is required to serve with my Executors, I appoint my friend, MARTHA C. NORTON, of Memphis, Tennessee, as Co-Executrix to serve with RORY LEE and BETTYE BRINSON LOGAN. If either RORY LEE or BETTYE BRINSON LOGAN is unable or unwilling to serve, or to continue to serve, I appoint the other of them as sole Executor or Executrix, as the case may be, provided that if a Tennessee resident is required to serve with him or her that my friend, MARTHA C. NORTON, be appointed Co-Executrix to serve with either of them. If a Tennessee resident is required to serve as Co-Executor or Co-Executrix, and if MARTHA C. NORTON is unable or unwilling to so serve, or to continue to serve, I appoint the designee of either RORY LEE or BETTYE BRINSON LOGAN to serve with either or both of them as Executors of this will. I direct that no bond or other security shall be required of my Executors or successors, and I waive the filing of any inventory, accounting or

PAGE 1 OF MY WILL bbm



similar report by my Executrix or successors. All references herein to "personal representative" shall include my Executors and successors.

SECOND: I am unmarried, my husband having predeceased me, and I have no children living or deceased.

THIRD: I direct that all of my funeral expenses, just and enforceable debts and the costs of administration of my estate be paid as soon as practicable after my death. My personal representative, however, shall not be required to pay any obligation in advance of its maturity. Notwithstanding the preceding directions, in the event that any property or interest in property passing under this will, by operation of law, or otherwise by reason of my death, shall be encumbered by mortgage or lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship, or beneficiary receiving such property or interest in property shall take it subject to all encumbrances existing at the time of my death.

FOURTH: All taxes imposed by reason of my death upon any transfer of property shall be paid by my personal representative from the residuary estate without apportionment. Notwithstanding

these directions, (i) no property which is exempt from or deductible for purposes of computing federal or state estate, inheritance or other transfer tax shall be used to pay taxes from which it is exempt or deductible; (ii) no such taxes shall be paid from my estate on property which is included in my gross estate by reason of Chapter 14 of the Internal Revenue Code of 1986, as from time to time amended; and (iii) any generation-skipping transfer tax resulting from a transfer made by me, whether under this will or otherwise, shall be charged to the property constituting the transfer in a manner provided by applicable law.

FIFTH: All the residue of my estate, real or personal, wherever situated, including lapsed legacies and devises, all proceeds of insurance upon my life payable to my estate or to my personal representative, all property over which at the time of my death I have a general power of appointment exercisable by will (hereby exercised) and all property to which I may become entitled after the execution of this will, all of which is herein referred to as the residuary estate, I give and devise to the Trustee of the BETTYE B. MATHEWS REVOCABLE TRUST, established pursuant to agreement dated May 12, 1994, executed by me immediately prior to the execution of this will, wherein I am the Settlor, and I direct that the residuary estate shall be added to, administered and distributed as part of that trust according to the terms of that trust on the date of my death giving effect to any amendments made

to it prior to the date of my death, and any amendments thereafter made in accordance with the terms of that trust by the exercise of a power of amendment, appointment, withdrawal, or otherwise.

SIXTH: I incorporate by reference the fiduciary powers set forth in T.C.A. §35-50-110 which I confer upon my personal representative. In addition, my personal representative shall have the following powers:

(a) My personal representative may sell real or personal property without court approval on such terms, including terms of credit, as he deems advisable;

(b) Any successor personal representative may accept property delivered by a predecessor personal representative without any duty to audit the accounts of or investigate the predecessor personal representative;

(c) My personal representative may appoint any person or bank necessary to act as Administrator, CTA, in connection with the ancillary administration of my estate in a state other than the state of my domicile, and may pay from my domiciliary estate all or any portion of the costs of any such ancillary administrations;

(d) My personal representative may make any elections permitted by any tax law applicable to the estate and shall not make any adjustments among the beneficiaries as to the income or principal of the estate as the result of the exercise of such elections; and

(e) My personal representative may continue to operate, or sell, any business owned by me and may buy, sell, lease and pledge assets in connection therewith, and borrow sums for use therein, as fully as I might do if living, without court supervision, as he in his discretion deems advisable.

SEVENTH: If my personal representative determines that a beneficiary is incapable of properly managing his or her affairs or is a minor, my personal representative may make all or any distributions otherwise due said beneficiary: to the beneficiary's legal guardian or conservator; to a responsible adult relative of the beneficiary to be expended for the benefit of the beneficiary; or my personal representative may apply such distributions or payments directly for the benefit of the beneficiary.

EIGHTH: (a) Except for real property specifically devised in this will, I devise all of my real property to my personal representative during the pendency of the administration of my estate or the earlier distribution or other disposition of such property.

(b) All of my insurance policies which provide indemnity for the loss of or damage to any of my personal or real property by fire or other casualty (including any claim which I might have at the time of my death against any insurance company), I give to those persons or entities 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 otherwise.

(c) Throughout this will the masculine gender shall be deemed to include the feminine and neuter, and the singular shall include the plural and vice versa, unless the context clearly requires otherwise.

(d) If any provision(s) of this will shall be unenforceable, the other provisions shall nonetheless be carried into effect.

NINTH: I may have heretofore made gifts to certain of the beneficiaries hereunder and I may make additional gifts to them and to other beneficiaries. I hereby ratify and confirm all such gifts and I direct that no gift shall be deemed or construed as an advancement to any beneficiary hereunder nor shall any such gift be taken into account in the settlement of my estate.

IN WITNESS WHEREOF, I have signed this will consisting of seven (7) typewritten pages, the witnesses' attestation included, each of which I have initialed, on May 12, 1994, at Memphis, Tennessee.

Betty B. Mathews  
BETTY B. MATHEWS  
Testatrix

We, the undersigned, certify that in our presence the foregoing document was, on the above date, signed and declared by the testatrix as her Will and that we, in her presence and in the presence of each other at her request, then on that date signed our names as witnesses thereto believing the testatrix to be of sound mind and disposing memory at the time of the signing.

[Signature]  
Witness

6589 Maybollow Curve  
Memphis TN 38119  
Address

[Signature]  
Witness

4195 Surleridge Place  
Memphis TN 38141  
Address

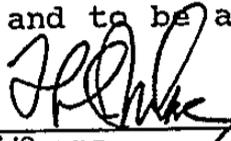
AFFIDAVIT TO PROVE WILL

STATE OF TENNESSEE  
COUNTY OF SHELBY

The undersigned on oath state:

1. We are the subscribing witnesses to the attached written instrument consisting of seven (7) typewritten pages, dated May 12, 1994, and signed by BETTYE B. MATHEWS, as her Will. On the execution date of said will, the testatrix in our presence declared the same to be her will, and requested that we attest her execution of said instrument, and signed the Will at the end thereof. Whereupon, in the presence of the testatrix and of each other, each of us signed our names as attesting witnesses, where our signatures appear beneath the attestation clause.

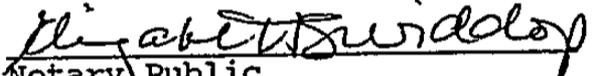
2. At the time of the execution and attestation of said will, the testatrix appeared to be more than 18 years of age, of sound mind and disposing memory, and to be acting without undue influence, fraud or restraint.

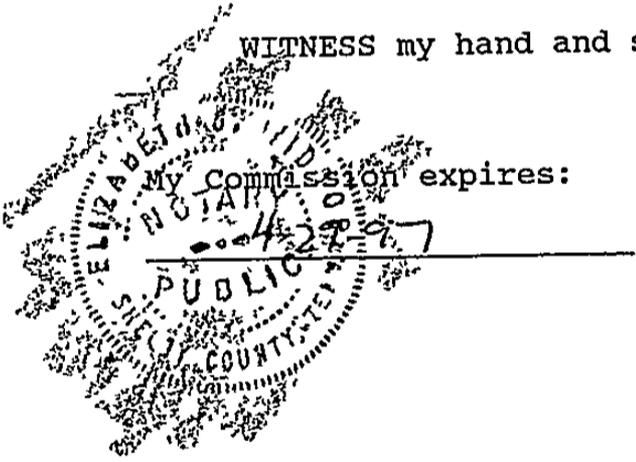
  
\_\_\_\_\_  
Witness  
  
\_\_\_\_\_  
Witness

STATE OF TENNESSEE  
COUNTY OF SHELBY

On this day personally appeared before me, the undersigned duly commissioned, qualified and acting Notary Public within and for the County and State aforesaid, Thomas R. Buckner and Linda H. Turner, who under oath stated that they were the attesting witnesses to the will of BETTYE B. MATHEWS, the original testamentary instrument being attached hereto, and that the statements contained in the affidavit to prove will are true.

WITNESS my hand and seal this 12th day of May, 1994.

  
\_\_\_\_\_  
Notary Public



[u/lht/wills/mathews.bettye.will]

MADISON COUNTY, MS THIS INSTRUMENT WAS  
filed for record Oct 11, 2005.

Book 39 Page 307  
ARTHUR JOHNSTON, CC

BY Copner DC.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 2005-807

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF TENNESSEE  
COUNTY OF SHELBY

This day personally appeared before me, the undersigned authority at law, in and for the jurisdiction aforesaid, the within named THOMAS R. BUCKNER, who being by me first duly sworn according to law, says on oath:

(1) I am over twenty-one years of age, and was such at the time I witnessed the instrument hereinafter described. I have never been convicted of a felony. I have no interest, direct or indirect, in the interest of the property or estate of Bettye B. Mathews, Deceased; nor did I have such interest, at the time or since the time that Bettye B. Mathews signed and published a Last Will and Testament. I am of sound mind.

(2) That this Affiant is one of the subscribing witnesses to an instrument of writing recorded to be the Last Will and Testament thereto of Bettye B. Mathews, Deceased, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament was dated, signed and witnessed on the 12<sup>th</sup> day of May, 1994.

(3) That on the 12<sup>th</sup> day of May, 1994, the said Bettye B. Mathews, signed, published and declared said instrument of writing as her Last Will and Testament in the presence of this Affiant and in the presence of Linda H. Turner, the other subscribing witness to said instrument.

(4) That the said Bettye B. Mathews was then and there of sound and disposing mind and memory, and well above the age of twenty-one years.

**FILED**  
THIS DATE  
OCT 11 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY James D.C.

(5) That this Affiant, together with Linda H. Turner, subscribed and attested to said instrument, as witnesses to the signature and publication derived, at the special instance and request, and in the presence of said Bettye B. Mathews and in the presence of each other.

*[Handwritten Signature]*

THOMAS R. BUCKNER

SWORN TO AND SUBSCRIBED, this 4<sup>th</sup> day of August, 2005.

My Commission Expires:

11-28-05

*[Handwritten Signature]*  
NOTARY PUBLIC



PREPARED BY:

RINGER & SIMMONS  
DAVID RINGER, MSB# 5364  
125 EAST MAIN STREET  
POST OFFICE BOX 737  
FLORENCE, MISSISSIPPI 39073  
(601) 845-7349/FAX (601) 845-6799

2

MADISON COUNTY, MS THIS INSTRUMENT WAS  
filed for record Oct. 11, 2005

Book 39 Page 315  
ARTHUR JOHNSTON, C.C.

BY. *[Handwritten Signature]* DC



MADISON COUNTY, MS This instrument was

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 005-807

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF TENNESSEE  
COUNTY OF Shelby

This day personally appeared before me, the undersigned authority at law, in and for the jurisdiction aforesaid, the within named LINDA THRASHER f/k/a LINDA H. TURNER, who being by me first duly sworn according to law, says on oath:

(1) I am over twenty-one years of age, and was such at the time I witnessed the instrument hereinafter described. I am not the convict of a felony. I have no interest, direct or indirect, in the interest of the property or estate of Bettye B. Mathews, Deceased; nor did I have such interest, at the time or since the time that Bettye B. Mathews signed and published a Last Will and Testament. I am of sound mind.

(2) That this Affiant is one of the subscribing witnesses to an instrument of writing recorded to be the Last Will and Testament thereto of Bettye B. Mathews, Deceased, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament was dated, signed and witnessed on the 12<sup>th</sup> day of May, 1994.

(3) That on the 12<sup>th</sup> day of May, 1994, the said Bettye B. Mathews, signed, published and declared said instrument of writing as her Last Will and Testament in the presence of this Affiant and in the presence of Thomas R. Buckner, the other subscribing witness to said instrument.

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

(4) That the said Bettye B. Mathews was then and there of sound and disposing mind and memory, and well above the age of twenty-one years.

(5) That this Affiant, together with Thomas R. Buckner, subscribed and attested to said instrument, as witnesses to the signature and publication derived, at the special instance and request, and in the presence of said Bettye B. Mathews and in the presence of each other.

*Linda Thrasher*  
LINDA THRASHER f/k/a LINDA H. TURNER

SWORN TO AND SUBSCRIBED, this 1 day of August, 2005.

My Commission Expires:  
~~MY COMMISSION EXPIRES MARCH 25, 2008~~

*Stephanie [Signature]*  
NOTARY PUBLIC

PREPARED BY:

RINGER & SIMMONS  
DAVID RINGER, MSB# 5364  
125 EAST MAIN STREET  
POST OFFICE BOX 737  
FLORENCE, MISSISSIPPI 39073  
(601) 845-7349/FAX (601) 845-6799  
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MAJISON COUNTY, MS This instrument was filed for record Oct. 11, 2005.

Book 39 Page 317  
ARTHUR JOHNSTON, C.C.

BY [Signature] D.C.



FIRST CODICIL  
TO THE  
WILL  
OF  
BETTYE B. MATHEWS

I, BETTYE B. MATHEWS, hereby declare this to be the First Codicil to my will dated May 12, 1994, executed in the presence of Thomas R. Buckner and Linda H. Turner.

I.

I hereby add the following to said will as Article TENTH:

"TENTH: If any beneficiary hereunder shall contest the probate or validity of this will or the Revocable Trust referenced in Article FIFTH of this will, or any provision of this will or said Revocable Trust, or shall institute or join in (except as a party defendant) any proceeding to contest the validity of this will or said Revocable Trust 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

PAGE 1 OF THE FIRST CODICIL TO MY WILL obm

**FILED**  
THIS DATE  
OCT 11 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Arnes D.C.

State of Tennessee 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."

II.

In all other respects I ratify and confirm all the provisions of my said will dated May 12, 1994.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this First Codicil to my will dated May 12, 1994, in the presence of the persons witnessing it at my request on this 11th day of July, 1994, at Memphis, Tennessee.

Betty B. Mathews  
BETTYE B. MATHEWS

The foregoing instrument, consisting of this and one (1) preceding typewritten page was signed, sealed, published and declared by BETTYE B. MATHEWS, the testatrix, to be the First Codicil to her will dated May 12, 1994, in our presence, and we at her request and in her presence and in the presence of each other have hereunto subscribed our names as witnesses this 11th day of July, 1994, at Memphis, Tennessee.

[Signature]  
Witness

Linda D. Luvell  
Witness

6589 May Hollow Cove

Memphis, Tennessee 38119  
Address

4195 Tunbridge Place

Memphis, Tennessee 38141  
Address

AFFIDAVIT

STATE OF TENNESSEE

COUNTY OF SHELBY

The undersigned, being first duly sworn, depose and say:

1. The testatrix, BETTYE B. MATHEWS, signed the foregoing paper writing, declaring it to be the First Codicil to her will dated May 12, 1994, on the 11th day of July, 1994, in our presence.

2. At the request of said testatrix, we then each signed said paper writing as attesting witnesses thereto, in the presence of the testatrix and in the presence of each other.

3. At the time she signed said paper writing, the testatrix appeared to be of sound mind and disposing memory, and over eighteen (18) years of age.

[Signature]  
Witness

Linda D. Turner  
Witness



SWORN TO AND SUBSCRIBED before me, this 11th day of July,

Sarah C. Hodges  
Notary Public

My Commission Expires:

4-1-96

[u/lht/wills/mathews.bettye.codicil]

MADISON COUNTY, MS This instrument was filed for record Oct. 11, 2005

Book 99 Page 319  
ARTHUR JOHNSTON, C C

BY [Signature] DC



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 2005-807

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF TENNESSEE  
COUNTY OF SHELBY

This day personally appeared before me, the undersigned authority at law, in and for the jurisdiction aforesaid, the within named THOMAS R. BUCKNER, who being by me first duly sworn according to law, says on oath:

(1) I am over twenty-one years of age, and was such at the time I witnessed the instrument hereinafter described. I <sup>have been</sup> ~~am not~~ <sup>ed</sup> ~~the~~ convict of a felony. I have no interest, direct or indirect, in the interest of the property or estate of Bettye B. Mathews, Deceased; nor did I have such interest, at the time or since the time that Bettye B. Mathews signed and published a First Codicil to the Will of Bettye B. Mathews. I am of sound mind.

(2) That this Affiant is one of the subscribing witnesses to an instrument of writing recorded to be the First Codicil to the Will of Bettye B. Mathews, Deceased, who was personally known to the Affiant, and whose signature is affixed to said First Codicil to the Will of Bettye B. Mathews, which First Codicil to the Will of Bettye B. Mathews was dated, signed and witnessed on the 11<sup>th</sup> day of July, 1994.

(3) That on the 11<sup>th</sup> day of July, 1994, the said Bettye B. Mathews, signed, published and declared said instrument of writing as her First Codicil to the Will of Bettye B. Mathews, in the presence of this Affiant and in the presence of Linda H. Turner, the other subscribing witness to said instrument.

(4) That the said Bettye B. Mathews was then and there of sound and

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

disposing mind and memory, and well above the age of twenty-one years.

(5) That this Affiant, together with Linda H. Turner, subscribed and attested to said instrument, as witnesses to the signature and publication derived, at the special instance and request, and in the presence of said Bettye B. Mathews and in the presence of each other.

[Signature]  
THOMAS R. BUCKNER

SWORN TO AND SUBSCRIBED, this 26<sup>th</sup> day of July, 2005.

My Commission Expires:  
11-28-05

[Signature]  
NOTARY PUBLIC



PREPARED BY:

RINGER & SIMMONS  
DAVID RINGER, MSB# 5364  
125 EAST MAIN STREET  
POST OFFICE BOX 737  
FLORENCE, MISSISSIPPI 39073  
(601) 845-7349/FAX (601) 845-6799  
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MADISON COUNTY, MS THIS instrument was  
filed for record Oct. 11, 2005  
Book 39 Page 322  
ARTHUR JOHNSTON, C.C.  
BY [Signature] DC 

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 2005-807

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF TENNESSEE  
COUNTY OF Shelby

This day personally appeared before me, the undersigned authority at law, in and for the jurisdiction aforesaid, the within named LINDA THRASHER, f/k/a LINDA H. TURNER, who being by me first duly sworn according to law, says on oath:

(1) I am over twenty-one years of age, and was such at the time I witnessed the instrument hereinafter described. I am not the convict of a felony. I have no interest, direct or indirect, in the interest of the property or estate of Bettye B. Mathews, Deceased; nor did I have such interest, at the time or since the time that Bettye B. Mathews signed and published a First Codicil to the Will of Bettye B. Mathews. I am of sound mind.

(2) That this Affiant is one of the subscribing witnesses to an instrument of writing recorded to be the First Codicil to the Will of Bettye B. Mathews, Deceased, who was personally known to the Affiant, and whose signature is affixed to said First Codicil to the Will of Bettye B. Mathews, which First Codicil to the Will of Bettye B. Mathews was dated, signed and witnessed on the 11<sup>th</sup> day of July, 1994.

(3) That on the 11<sup>th</sup> day of July, 1994, the said Bettye B. Mathews, signed, published and declared said instrument of writing as her First Codicil to the Will of Bettye B. Mathews, in the presence of this Affiant and in the

**FILED**  
THIS DATE  
OCT 11 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Arnes D.C.

presence of Thomas R. Buckner, the other subscribing witness to said instrument.

(4) That the said Bettye B. Mathews was then and there of sound and disposing mind and memory, and well above the age of twenty-one years.

(5) That this Affiant, together with Thomas R. Buckner, subscribed and attested to said instrument, as witnesses to the signature and publication derived, at the special instance and request, and in the presence of said Bettye B. Mathews and in the presence of each other.

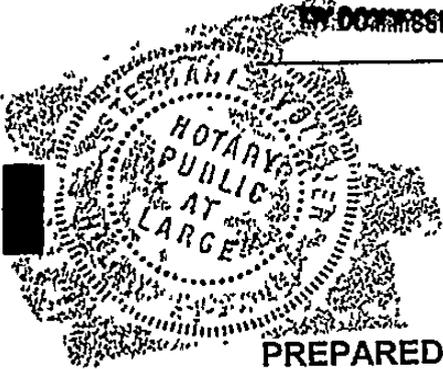
*Linda Thrasher*  
LINDA THRASHER, f/k/a LINDA H. TURNER

SWORN TO AND SUBSCRIBED, this 1 day of August, 2005.

My Commission Expires:

*Stephanie Colman*  
NOTARY PUBLIC

~~MY COMMISSION EXPIRES MARCH 23, 2006.~~



PREPARED BY:

RINGER & SIMMONS  
DAVID RINGER, MSB# 5364  
125 EAST MAIN STREET  
POST OFFICE BOX 737  
FLORENCE, MISSISSIPPI 39073  
(601) 845-7349/FAX (601) 845-6799  
G:\RLFSVR\ESTATES\EXECUTOR\MATHEWS\TURNAFF2.WPD

2

MADISON COUNTY, MS THIS instrument was filed for record Oct 11, 2005

Book 39 Page 324  
ARTHUR JOHNSTON, CC

BY Colman DC



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 2005-807

OATH OF CO-EXECUTOR

I, RORY LEE, do swear that the writings exhibited by me are the true last will and testament and first codicil to the will of Bettye B. Mathews, as far as I know and believe, and that I, if and when appointed as Co-Executor, will well and truly execute the same according to its tenor, and discharge the duties required by law.

Rory Lee  
RORY LEE

SWORN TO AND SUBSCRIBED before me, this the 25<sup>th</sup> day of August, 2005.

My Commission Expires:

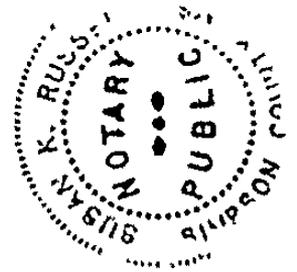
Dec. 2, 2007

Susan A. Russell  
NOTARY PUBLIC

MADISON COUNTY, MS This instrument was  
filed for record Oct. 11, 2005

Book PP Page 1  
ARTHUR JOHNSTON, CC

BY Agnes DC



**FILED**  
THIS DATE  
OCT 11 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Agnes D.C.

WRONG Book + Page  
MADISON COUNTY, MS This instrument was  
filed for record Oct. 11, 2005.

Book 39 Page 326  
ARTHUR JOHNSTON, C.C.

BY Agnes D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 2005-807

OATH OF CO-EXECUTRIX

I, BETTYE BRINSON LOGAN, do swear that the writings exhibited by me are the true last will and testament and first codicil to the will of Bettye B. Mathews, as far as I know and believe, and that I, if and when appointed as Co-Executor, will well and truly execute the same according to its tenor, and discharge the duties required by law.

Bettye Brinson Logan  
BETTYE BRINSON LOGAN

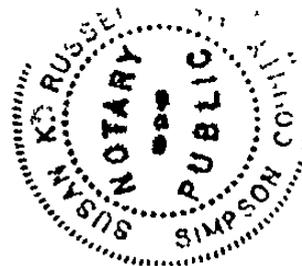
SWORN TO AND SUBSCRIBED before me, this the 25<sup>th</sup> day of

August, 2005.

My Commission Expires:

Dec. 2, 2007

Susan K. Russell  
NOTARY PUBLIC



MADISON COUNTY, MS This instrument was  
filed for record Oct. 11, 2005

Book PP Page 2  
ARTHUR JOHNSTON, C.C

BY: Lognes DC



Wrong Book + Page  
MADISON COUNTY, MS This instrument was  
filed for record Oct. 11, 2005

Book 39 Page 327  
ARTHUR JOHNSTON, C.C

BY: Lognes DC



**FILED**  
THIS DATE  
OCT 11 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY: Lognes DC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
BETTYE B. MATHEWS, DECEASED

CAUSE NO. 2005-807

LETTERS TESTAMENTARY

THE LAST WILL AND TESTAMENT OF BETTYE B. MATHEWS, Deceased, having been duly proven and admitted to record in the Chancery Court of Madison County thereof, Letters Testamentary are hereby issued to RORY LEE and BETTYE BRINSON LOGAN.

THEREFORE, the said RORY LEE and BETTYE BRINSON LOGAN, are hereby fully empowered and required to administer all singular the goods, chattels and credits of the Testator in this State; to take the same into their hands, to ask, levy, recover and receive the same; to make a true and perfect inventory and inventories of all the said goods, chattels and credits which shall come to their hands, possession or knowledge, or into the hands or possession of any other person or person, for them; to return into our said Court, when required, a just and true account or accounts of their actings and proceedings in the premises, and duly pay and deliver the legacies specified in said Will, so far as said goods, etc., may extend, according to the value thereof, and as the law shall charge them; and in all things, according to the law, to exert the rights and perform the duties of the trust conferred upon them.

**FILED**  
THIS DATE  
OCT 11 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Arthur Johnston* D.C.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court, of Madison County.

ISSUED this 11<sup>th</sup> day of Oct., 2005.



ARTHUR JOHNSTON, CHANCERY CLERK

BY: Capner D.C.

RINGER & SIMMONS  
DAVID RINGER, MSB #5364  
125 EAST MAIN STREET  
POST OFFICE BOX 737  
FLORENCE, MS 39073  
(601)845-7349/FAX (601)845-6799  
G:\RLFSV\RIESTATES\EXECUTOR\MATHEWS\LTRSTEST.WPD

MADISON COUNTY, MS This instrument was filed for record Oct. 11, 2005.

Book PP Page 3  
ARTHUR JOHNSTON, C.C.

BY: Capner DC



~~WRONG Book + Page~~  
MADISON COUNTY, MS This instrument was filed for record Oct. 11, 2005

Book 39 Page 328  
ARTHUR JOHNSTON, C.C.

BY: Capner DC



2005-817

**LAST WILL AND TESTAMENT  
OF  
CAROLYN TROLIO NOBLE**

I, Carolyn Trolio Noble, an adult resident citizen of Madison County, Mississippi, and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my last will and testament, and by so doing I do hereby revoke any and all prior wills and codicils thereto, heretofore made by me,

Witnesseth:

**ITEM 1:** I do hereby give and devise the North one-half of my commercial lot and building, situated on the West side of the square in Canton, Mississippi, and in which building Noble-Watts Jewelry Store is presently located, to my son, John Charles Noble, for life with remainder to my daughter, Rose Mary Noble Bassett.

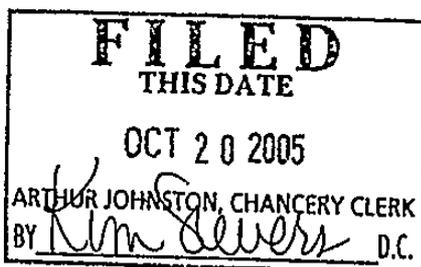
**ITEM 2:** I do hereby give and devise the South one-half of my commercial lot and building, situated on the West side of the square in Canton, Mississippi, and in which building Noble's Drug Store was formerly located, to my daughter, Rose Mary Noble Bassett.

**ITEM 3:** I do hereby give, devise and bequeath all of the rest, residue and remainder of all of my real and personal property, of every nature and description and wheresoever located, unto my daughter, Rose Mary Noble Bassett.

**ITEM 4:** Should any person or persons contest all or any portion of this Will, I direct that such contestant or contestants shall not take or receive anything under this will or from my estate under the laws of descent and distribution

**ITEM 5:** I do hereby name, constitute and appoint my daughter, Rose Mary Noble Bassett, to serve as the executrix of my estate, without bond, and to the fullest extent allowed

Initials: CTN



by law, I do hereby waive and release my said executrix from the requirement of having to make and file any inventory, appraisal or accounting in connection with her administration of my estate.

WITNESS MY SIGNATURE, this the 25 day of July, 2005.

Carolyn Trolio Noble  
CAROLYN TROLIO NOBLE

**Witness Attestation**

On July 25, 2005, the above and foregoing written instrument was signed, published and declared by Carolyn Trolio Noble to be her last will and testament in our presence, and we, at her request, and in her presence, and in the presence of each other, subscribed our names as witnesses to her execution of such written instrument

THIS, the 25 day of July, 2005.

J. M. Ritchey, whose address is 133 S. Union St  
Canton, MS 39046

Rita C. James, whose address is 376 Old Yazoo City Road  
Canton, MS 39046

NobleCar.lwt

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF CAROLYN T. NOBLE, DECEASED

NO. 2005-817

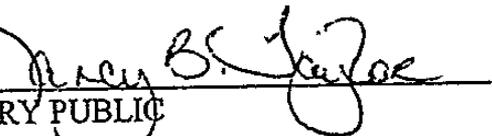
AFFIDAVIT OF J. M. RITCHEY

STATE OF MISSISSIPPI  
COUNTY OF \_\_\_\_\_

THIS DAY personally appeared before me, the undersigned authority in and for the said jurisdiction, J.M Ritchey, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Carolyn Trolio Noble, deceased, late of Madison County. J. M Ritchey, having been duly sworn, makes oath that Carolyn Trolio Noble, signed, published and declared said instrument as her Last Will and Testament on the 25<sup>th</sup> day of July, 2005 in the presence of this Affiant and Reita C Jerome, the other subscribing witness to said instrument. Said testator was then of sound and disposing mind and memory and over the age of twenty-one (21) and that I, J. M. Ritchey, the Affiant, and Reita C Jerome, subscribed and attested said instrument as witnesses to the signature of the Testator and the publication thereof at the special instance and request and in the presence of said Testator in the presence of each other.

  
\_\_\_\_\_  
J. M. RITCHEY

SWORN TO AND SUBSCRIBED before me, this the 7<sup>th</sup> day of September, 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:  
April 17, 2007

**FILED**  
THIS DATE  
OCT 20 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Kim Newers D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF CAROLYN T. NOBLE, DECEASED

NO. 2005-817

AFFIDAVIT OF REITA C. JEROME

STATE OF MISSISSIPPI  
COUNTY OF Madison

THIS DAY personally appeared before me, the undersigned authority in and for the said jurisdiction, Reita C. Jerome, one of the subscribing witnesses to a certain instrument in writing purporting to be the Last Will and Testament of Carolyn Trolio Noble, deceased, late of Madison County. Reita C. Jerome, having been duly sworn, makes oath that Carolyn Trolio Noble, signed, published and declared said instrument as her Last Will and Testament on the 25<sup>th</sup> day of July, 2005 in the presence of this Affiant and J. M. Ritchey, the other subscribing witness to said instrument. Said testator was then of sound and disposing mind and memory and over the age of twenty-one (21) and that I, Reita C. Jerome, the Affiant, and J. M. Ritchey, subscribed and attested said instrument as witnesses to the signature of the Testator and the publication thereof at the special instance and request and in the presence of said Testator in the presence of each other.

Reita C. Jerome  
REITA C JEROME

SWORN TO AND SUBSCRIBED before me, this the 6 day of September, 2005

J. M. Ritchey  
NOTARY PUBLIC

My Commission Expires

6-23-09

MADISON COUNTY, MS. This instrument was  
filed for record Oct. 20, 2005  
Book 39 Page 330  
ARTHUR JOHNSTON, C.C.  
BY: K. Sewers DC



**FILED**  
THIS DATE  
OCT 20 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY: K. Sewers DC

LAST WILL AND TESTAMENT OF  
DOROTHY YOUNG THOMPSON

I, DOROTHY YOUNG THOMPSON, a resident citizen of Leflore County, Mississippi, being above the age of twenty-one (21) years and of sound and disposing mind and memory, do make, ordain, declare and publish this, my last Will and Testament, hereby revoking all Wills and codicils theretofore made by me.

I

I give, devise and bequeath unto my husband, Hugh Roger Thompson, my legal and equitable interest in my residence and all furnishings and fixtures situated at 418 Rising Sun Circle, Leflore County, Mississippi, and described as:

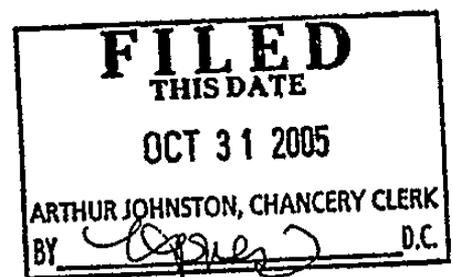
Lot 12 in Rising Sun Addition No. 3, as said lot is shown upon the map of said Addition recorded in Plat Book 6, at page 12 of the Records of Maps of Leflore County, Mississippi.

II

I give, devise and bequeath unto my husband, Hugh Roger Thompson, all the rest, residue and remainder of my property, real and personal, of every kind, nature and description of which I may die seized and possessed.

III

In the event my said husband, Hugh Roger Thompson, does not survive me, I give, devise and bequeath unto my children, Rogerick Antonio Thompson, Keith Lewanika Thompson and LaShunda Renee Thompson, my legal and equitable interest in my residence located at 418 Rising Sun Circle, Leflore County, Mississippi, being more fully described in paragraph 1 and all the rest, residue and remainder of my property, real and personal, of every kind, nature and description of which I may die seized and possessed.



## IV

I hereby nominate, constitute and appoint Hugh Roger Thompson executor of this my last Will and Testament, and hereby direct that he shall not be required to give any bond as such executor or be required to make any report of his acts as such executor to any Court.

## V

In the event my husband, Hugh Roger Thompson, should not survive me, then I hereby nominate, constitute and appoint Charlie Mae Morgan executrix of this my last Will and Testament and hereby direct that she shall not be required to give any bond as such executrix or give any report of her acts as such executrix to any Court.

## VI

In the event my husband, Hugh Roger Thompson, does not survive me, I hereby nominate, constitute and appoint Charlie Mae Morgan to be the guardian of the persons of Rogerick Antonio Thompson, Keith Lewanika Thompson and LaShunda Renee Thompson, and hereby direct that she shall not be required to give any bond as such guardian or be required to make any report of her acts as such guardian to any Court.

WITNESS MY SIGNATURE on this the 8<sup>th</sup> day of June, 1984

*Dorothy Young Thompson*  
DOROTHY YOUNG THOMPSON

WITNESSES:

*Betty Glass*  
*J. H. S. [Signature]*

We, the undersigned attesting witnesses to the foregoing Last Will and Testament of Dorothy Young Thompson, do hereby certify that we did, at the request of the said Dorothy Young Thompson, witness the signing of the Last Will and Testament by her, the said Dorothy Young Thompson, who then and there published and declared the same to be her Last Will and Testament and, at the further request of the said testatrix, each of us, signed as a witness thereto in the presence of each other and in the presence of the said testatrix.

Betty Goss  
ATTESTING WITNESS

J. M. V. H. M.  
ATTESTING WITNESS

MADISON COUNTY, MS This instrument was  
filed for record Oct. 31, 2005.

Book 39 Page 334  
ARTHUR JOHNSTON, C.C.

BY: Bones DC



IN THE CHANCERY COURT OF THE JUDICIAL DISTRICT  
OF MADISON COUNTY, MISSISSIPPI

ESTATE OF DOROTHY YOUNG THOMPSON,  
DECEASED

NO 2005-785

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF Marshall

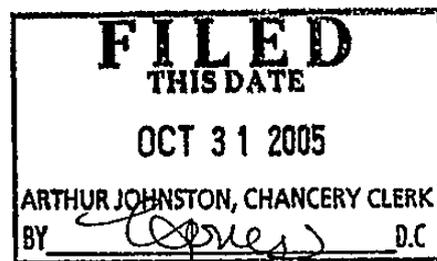
This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named BETTY M GOSS, who being by me first duly sworn according to law, says on oath

1 That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Dorothy Young Thompson, Deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 8th day of June, 1984

2. That on the 8th day of June, 1984, the said Dorothy Young Thompson, published and declared said instrument of writing as her Last Will and Testament, in the present of this affiant and in the presence of Otha Mitchell, the other subscribing witness to said instrument

3 That the said Dorothy Young Thompson was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years

4. That this affiant, together with Otha Mitchell 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 Dorothy Young Thompson and in the presence of each other

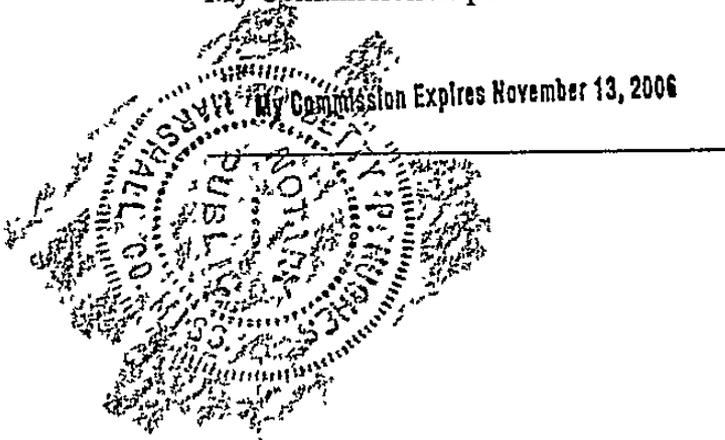


Betty M. Goss  
BETTY M. GOSS  
SUBSCRIBING WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 7<sup>th</sup> day of  
July, 2005.

Betty P. Hughes  
Notary Public

My Commission Expires:



MADISON COUNTY, MD THIS INSTRUMENT WAS  
filed for record Oct 31, 2005.

Book 39 Page 337  
ARTHUR JOHNSTON, CC

BY: Lepus DC



IN THE CHANCERY COURT OF THE JUDICIAL DISTRICT  
OF MADISON COUNTY, MISSISSIPPI

ESTATE OF DOROTHY YOUNG THOMPSON,  
DECEASED

NO 2005-785

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF LEFLORE ::

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

1. That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Dorothy Young Thompson, Deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 8th day of June, 1984

2. That on the 8th day of June, 1984, the said Dorothy Young Thompson, published and declared said instrument of writing as her Last Will and Testament, in the present of this affiant and in the presence of Betty M Goss, the other subscribing witness to said instrument

3 That the said Dorothy Young Thompson was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years

4 That this affiant, together with Betty M Goss 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 Dorothy Young Thompson and in the presence of each other

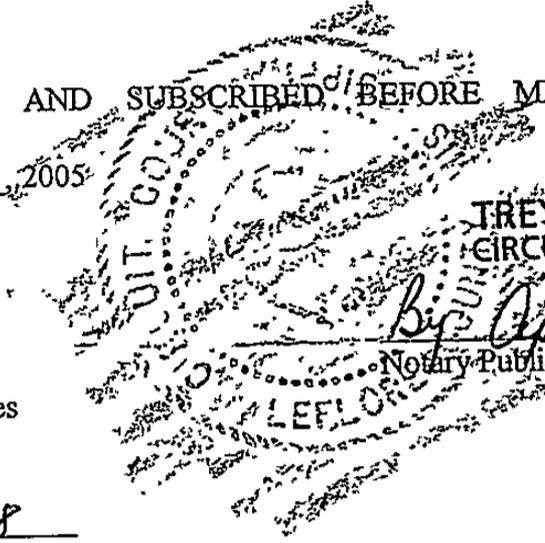
**FILED**  
THIS DATE  
OCT 31 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY [Signature] D.C.

*Otha Mitchell*

OTHA MITCHELL  
SUBSCRIBING WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 5<sup>th</sup> day of

July 2005



TREY EVANS  
CIRCUIT CLERK

*Big Apple Halling, D.C.*  
Notary Public

My Commission Expires

1/1/2008

MADISON COUNTY, MD. This instrument was  
filed for record Oct 31, 2005.

Book 39 Page 339  
ARTHUR JOHNSTON, C.C.

BY. *[Signature]* DC



LAST WILL AND TESTAMENT

OF

ALMA KING SPELL

KNOW ALL MEN BY THESE PRESENTS, That I, ALMA KING SPELL, of the City of Ridgeland, County of Madison, State of Mississippi, being above the age of eighteen years and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

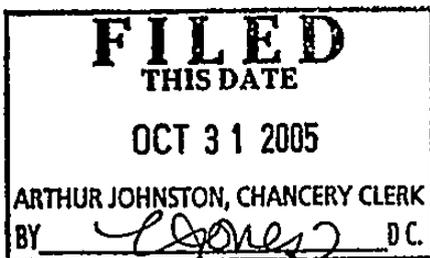
ARTICLE I.

I direct that all of my just debts, all taxes and all expenses of my last illness and funeral be paid as soon after my death as conveniently can be done. I will and direct that the administration of my estate be closed as soon after my death as is reasonably possible.

ARTICLE II.

I hereby direct my Executor to pay all federal and state estate, inheritance, succession, transfer or other death taxes which are assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds or other property which shall be included in my gross estate for the purpose of such taxes, whether or not included in my estate for probate purposes, out of my residuary estate.

Page -1-



*Alma King Spell*  
\_\_\_\_\_  
ALMA KING SPELL

ARTICLE III.

I have two surviving children who are as follows: James M. Spell, Jr., and Helen Spell Ford. I have four surviving grandchildren who are as follows: Carol Ford Stockton, James Randolph Ford, Melinda Spell Nelson, and Melissa Spell Terrell. All references in this will to my children or my grandchildren shall be deemed to refer to the above mentioned children and grandchildren.

ARTICLE IV.

I give and bequeath all of my tangible personal property to my children, in equal shares, to be divided between them as they see fit.

ARTICLE V.

All of the rest, residue and remainder of my property, real, personal and mixed, and wherever situated, including all failed or lapsed legacies, after the payment of taxes as provided under Article II above, shall be referred to in this Will as my "residuary estate."

I hereby give, devise and bequeath my residuary estate as follows: my Executor shall divide said residue into two equal shares, the first such share to be paid over and delivered to my children in equal shares and the second share to be paid over and delivered to my grandchildren in equal shares. If a beneficiary shall predecease me, his or her share shall be divided among his or her then living descendants, per stirpes, the share of a minor beneficiary to be delivered to a

*Alma King Spell*

ALMA KING SPELL

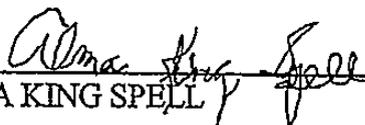
suitable person selected by my Executor as custodian under the Mississippi Uniform Transfers to Minors Act.

## ARTICLE VI.

I hereby nominate, constitute and appoint my son, James Monroe Spell, Jr, and my grandson, James Randolph Ford, as co-Executors of this my Last Will and Testament. If James M. Spell, Jr. is unable or unwilling to serve as co-Executor either before or after entering upon such duties, I appoint my granddaughter, Melinda Spell Nelson, to serve as co-Executor in his stead. If James Randolph Ford is unable or unwilling to serve as co-Executor either before or after entering upon such duties, I hereby appoint my granddaughter, Carol Ford Stockton, to serve as co-Executor in his stead. I hereby relieve my said co-Executors from giving bond, from having an appraisal made of my estate and of making or filing any reports, inventories, returns or accountings of any kind or character to any Court or other tribunal I hereby require and direct that my co-Executors shall act jointly on all matters, neither of them to act independently or alone.

During the period of administration thereof, my estate shall be considered a trust within the meaning of the Uniform Trustees' Powers Act, Section 91-9-101 et seq. Mississippi Code of 1972, and my co-Executors shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended.

Where used herein, the term Executor shall refer to my co-Executors as named herein.

  
ALMA KING SPELL

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Last Will and Testament, consisting of 4 pages on the 11 day of July, 2003.

ALMA KING SPELL  
ALMA KING SPELL

WITNESSES.

Stuart Black A

Marianne B. Bivens

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by ALMA KING SPELL 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 11 day of July, 2003.

Stuart Black B

Marianne B. Bivens

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF MADISON

We, D. CARL BRADY JR and MAXINE B. RIVES, on oath state that we are the subscribing witnesses to the attached written instrument dated the 11 day of July, 2003, which has been represented to be the Last Will and Testament of ALMA KING SPELL, who indicated to us that she is a resident of and has a fixed place of residence in the City of Ridgeland, County of Madison, State of Mississippi. On the execution date of the instrument, the Testatrix, in our presence and in the presence of each of us, signed the instrument at the end thereof and declared the instrument to be her Will, and requested that we attest to the execution thereof whereupon, in the presence of the Testatrix and in the presence of each other, each of us signed our respective names as attesting witnesses. At the time of the execution of the instrument, the Testatrix was over eighteen (18) years of age, and in our opinion was of sound mind, in full possession of her mental faculties, and acting without undue influence, fraud or restraint

DATED this 11 day of July, 2003.

Carl Brady Jr  
Signature of Witness  
1704 Poplar Blvd  
Street Address  
Jackson Ms. 39202  
City and State

Maxine B. Rives  
Signature of Witness  
410 Orchard Park apt 207  
Street Address  
Ridgeland MS 39157  
City and State

Subscribed and sworn to before me on this the 11<sup>th</sup> day of July, 2003.

Molly S Brown  
NOTARY PUBLIC

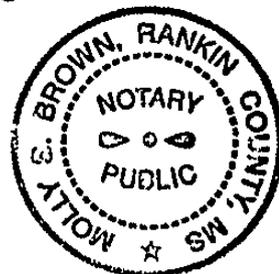
My Commission Expires:

MY COMMISSION EXPIRES SEPT 24, 2006

MADISON COUNTY, MS This instrument was  
filed for record Oct 31, 2005

Book 39 Page 341  
ARTHUR JOHNSTON, CC

BY [Signature] DC



LAST WILL AND TESTAMENT 2005-953

FILED  
THIS DATE  
OCT 31 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Heuler* D.C.

OF

GLORIA LEATRICE WASHINGTON WOODARD

I, GLORIA LEATRICE WASHINGTON WOODARD, also known as Gloria L. Woodard, and formerly known as Gloria Leatrice Cotton, an adult resident citizen of Madison County, Mississippi, being over the age of eighteen years and being of sound and disposing mind and memory, do hereby make, publish and declare this instrument of writing to be my Last Will and Testament, hereby revoking any and all prior wills and codicils thereto heretofore made by me.

ITEM I.

It is my will, and I so direct, that my funeral expenses and expenses of my last illness be paid by my Executor, and that all of my just and lawful debts which are duly probated and allowed, as provided by law, be paid, but I do not make them a charge or lien upon the property of my estate, and no trust is hereby created for the payment of such debts.

ITEM II.

I hereby name, nominate and appoint JOHN M. WOODARD, SR., my husband, to be the Executor of this my Last Will and Testament, to serve as such without bond or any formal appraisal or accounting. In the event that JOHN M. WOODARD, SR., shall be unable or unwilling to serve as my Executor, then I hereby name and appoint CHERYL R. COLLIER, my eldest child, to serve in his stead and under the same terms and conditions as aforesaid.

ITEM III.

I hereby direct that the dark green Chevrolet Suburban be sold and the proceeds of the sale thereof given back to the Ark of Safety Ministry, which purchased said Chevrolet Suburban.

ITEM IV.

I hereby give, devise and bequeath my 349.57 shares of stock and all my interest in Such and Such, Inc., a Mississippi Corporation, to GLEN E. COTTON, my son; CHERYL R. COLLIER, my daughter; CLEMENTINE R. JOHNSON, my daughter; JOHN M. WOODARD, JR., my son, ADRIENNE B. WALLS, my daughter; and SYLVIA D. WOODARD, my daughter, in equal shares, share and share alike, with each of my

Initials *ASW*

named children to receive the number of shares of stock as is set for by his or her name as follows:

GLEN E. COTTON:	58.27 shares;
CHERYL R. COLLIER:	58.26 shares;
CLEMENTINE R. JOHNSON:	58.26 shares;
JOHN M. WOODARD, JR..	58.26 shares;
ADRIENNE B. WALLS:	58.26 shares;
SYLVIA D. WOODARD:	58.26 shares.

ITEM V.

I hereby give and bequeath my long mink coat and matching hat to my daughter, CLEMENTINE R. JOHNSON.

ITEM VI.

I hereby give and bequeath my short mink coat and matching hat and my two Persian rugs to my daughter, ADRIENNE B. WALLS.

ITEM VII.

I hereby give, devise and bequeath the real property with address of 525 Welsh Street, Canton, Mississippi 39046, to CHERYL R. COLLIER and GLEN E. COTTON, share and share alike, per stirpes; and, I hereby give, devise and bequeath the real property known as Mr. Pete Adams' house, and being more particularly described as Lots 23 and 24, Block "A", Northwest Addition to the City of Canton, Madison County, Mississippi to GLEN E. COTTON, per stirpes.

ITEM VIII.

I hereby give and bequeath to my children, GLEN E. COTTON, CHERYL R. COLLIER, CLEMENTINE R. JOHNSON, JOHN M. WOODARD, JR., ADRIENNE B. WALLS, and SYLVIA D. WOODARD, the items of clothing, shoes, earrings, necklaces, watches, diamond pendants, and two diamond rings, to be divided among them equally, or as they may otherwise agree if the majority of them do not wish to sell any of the items in order to achieve an equal distribution among them.

ITEM IX.

I hereby give, devise, and bequeath to my Trustee, JOHN M. WOODARD, SR., those portions of the proceeds from my Prudential Life Insurance policy, my Primerica Life Insurance policy, my Mississippi State Retirement (Public Employees' Retirement System), and my Trustmark National Bank checking account which are specified in said life insurance policies, State Retirement, and checking account to go to the Gloria L. Woodard Trust as beneficiary, or to Jeremy D. L. Woodard as beneficiary, in trust, for the benefit of my son, JEREMY D. L. WOODARD, the Trustee to hold, administer and dispose of the principal, income and assets of the said Trust (the "trust property") upon the following terms and conditions, to wit:

A. The trust shall be known as the GLORIA L. WOODARD TRUST.

Initials JKW

B. For so long as the GLORIA L. WOODARD TRUST shall continue to exist, the Trustee shall hold, manage, and invest the trust property and collect and receive the income therefrom. After the payment of trust management expenses, the Trustee shall pay to my son, JEREMY D. L. WOODARD, during his lifetime so much of the trust principal and income as my Trustee determines to be advisable for his comfort and happiness, and for his funeral expenses upon his death.

C. The Trustee shall apply the principal and income from the trust to the comfort and happiness of my son, Jeremy D. L. Woodard, should he enter a medical institution. Such principal and income shall not be applied to his clothing, food, and shelter. The Trustee shall take into account any assistance or funds which may be available to my son, Jeremy D. L. Woodard, from private or governmental sources, when making such payments.

D. The interest of my son, Jeremy D. L. Woodard, in the trust principal or income shall be free from the control of any creditors or government agency providing aid to my son and shall not be subject to attachment.

E. The Trustee does not have to consider the effect that such distributions of trust principal or income may have upon the interests of the remaindermen.

F. The Trustee shall have regular meetings with my daughter, Sylvia D. Woodard, and/or one or more of my other children, namely Cheryl R. Collier, Glen E. Cotton, Clementine R. Johnson, John M. Woodard, Jr., and Adrienne B. Walls, to determine the needs of my son, Jeremy D. L. Woodard. The Trustee may follow the suggestions given by Sylvia D. Woodard and/or one or more of my said other children in making payments and expenditures on behalf of Jeremy D. L. Woodard. If my son, Jeremy D. L. Woodard, is admitted to a medical institution, the Trustee shall take the steps reasonably necessary, including meeting with personnel of the medical institution, to determine the needs of my son, Jeremy D. L. Woodard.

G. The trust shall terminate upon the death of my son, Jeremy D. L. Woodard, or the depletion of the trust assets or in the event that the terms and conditions of this trust are challenged in court by any governmental agency. The corpus of the trust, along with any accumulated income thereon, shall pass to my other children, namely CHERYL R. COLLIER, GLEN E. COTTON, CLEMENTINE R. JOHNSON, JOHN M. WOODARD, JR., ADRIENNE B. WALLS, and SYLVIA D. WOODARD in equal shares, per stirpes.

H. My Trustee shall not at any time be held liable for any action taken or not taken or for any loss or depreciation in the value of any property in this trust, whether due to an error of judgment or otherwise, if such trustee has exercised good faith and ordinary diligence of a prudent person in the exercise of his duties.

I. My Trustee shall render annually to each beneficiary possessing a vested interest in either income or principal of the trust, or to the guardian or legal representative of any such beneficiary under a legal disability, a statement of account showing in detail receipts, disbursements, and distributions of both principal and income. Unless such account is objected to in writing within 60 days from the rendition thereof, such account shall be deemed approved as stated, and shall be final and binding on all persons, whether in being or not, who are then or thereafter may become entitled to share in either the principal or the income of the trust.

J. For his services as trustee under this will, JOHN M. WOODARD, SR., shall be entitled to receive annual compensation at the rate of 1/2 of 1 percent of the value of the trust principal. The trust principal shall be valued annually (and at the termination of the trust) by such Trustee, and such compensation shall be charged against principal.

Initials MBW

K. The Trustee shall not be required to enter into any bond as Trustee, nor shall he be required to return to any court any periodic formal accounting of his administration of said trust, but said Trustee shall render annual accounts as set forth hereinabove.

L. Should he become unwilling or unable to serve, the Trustee may resign at any time by giving written notice, specifying the effective date of such resignation, by personal delivery or by registered mail, to the beneficiary of the trust and to Sylvia D. Woodard. In the event of such resignation, SYLVIA D. WOODARD shall be appointed Successor Trustee. Any such resignation shall become effective upon the qualification of the successor Trustee and submission of a full accounting by the Trustee being replaced. Any successor Trustee shall be vested with all the rights, powers, duties and discretions herein conferred upon the original Trustee.

M. My Trustee or any successor Trustee shall have the power to exercise any and all powers, discretion and authorities not included herein which are authorized by the provisions of the Mississippi Uniform Trustees Powers Act, §§91-9-101, et seq., Mississippi Code of 1972, as amended, which by reference is specifically incorporated herein as though set forth herein in its entirety, except as may be limited by the provisions of this Trust as stated in this my Last Will and Testament.

## ITEM X.

The income of the trust created hereinabove shall accrue from the date of my death. It is my intention that said Trust be created prior to any final adjudication of my estate, and I direct the Executor to establish the same as soon as is practicable.

## ITEM XI.

I hereby direct my Executor to purchase three cemetery plots at Oneisha Burkes Cemetery, one for my burial, one for John M. Woodard, Sr, and one for Jeremy D. L. Woodard. I further direct my Executor to see that my funeral is carried out as I have discussed with my family. I also direct my Executor to see that Sylvia D. Woodard has access to the key to the safety deposit box located at Trustmark National Bank which I have used jointly with my sister, Minnie G. Hawkins.

## ITEM XII.

I hereby give, devise and bequeath all of the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind and wheresoever situated, to my husband, JOHN M. WOODARD, SR.

IN WITNESS WHEREOF, I have executed this writing as my Last Will and Testament in the presence of two witnesses, each of whom has signed as such at my request and in my presence and in the presence of each other, on this the 8<sup>th</sup> day of September, 2005.

*Gloria Leatrice Washington Woodard*  
 \_\_\_\_\_  
 GLORIA LEATRICE WASHINGTON WOODARD  
 Testatrix

WITNESSES:

Dolores James  
Minnie Hawkins

ATTESTATION CLAUSE

THIS INSTRUMENT OF WRITING, consisting of five (5) type-written pages, was, on the date shown above, signed, published and declared by GLORIA LEATRICE WASHINGTON WOODARD to be her Last Will and Testament in our presence, and, at her special instance and request, we have subscribed our names hereto as witnesses in her presence, and in the presence of each other.

Dolores James Address: 365 Walnut St.  
WITNESS 9/8/05 Canton, Ms. 39046

Minnie Hawkins Address: 1915 US Post  
WITNESS 9/8/05 Box 1

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, Dolores James and Minnie Hawkins, the subscribing witnesses to the above and foregoing Last Will and Testament of GLORIA LEATRICE WASHINGTON WOODARD, who, being first duly sworn, state on their respective oaths that the said GLORIA LEATRICE WASHINGTON WOODARD signed, published and declared said instrument as her Last Will and Testament on the 8th day of September, 2005, the day and date of said instrument, in the presence of these subscribing witnesses, and that said Testatrix was then of sound and disposing mind and memory, and more than eighteen years of age, and having her usual place of abode in Madison County, Mississippi, and that we, Dolores James, Affiant, and Minnie Hawkins, Affiant, subscribed and attested said instrument as witnesses to the signature of the Testatrix and publication thereof, at the special instance of said Testatrix, and in the presence of the said Testatrix and in the presence of each other.

MADISON COUNTY, MS. This instrument was filed for record Oct 31, 2005

Book 39 Page 346

ARTHUR JOHNSTON, CC

BY K. Allen DC



Dolores James  
Minnie Hawkins

SWORN TO AND SUBSCRIBED BEFORE ME, this the 8th day of September, 2005.

Allen Johnston  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
Sept 2, 2006

Initials BJH

LAST WILL AND TESTAMENT

OF

JACK K. MANN

<b>FILED</b>	
THIS DATE	
OCT 31 2005	
ARTHUR JOHNSTON, CHANCERY CLERK	
BY <i>Arthur Johnston</i>	D.C.

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

ITEM I.

I am married to LENORA JANE MANN, and she is herein referred to as "my wife." I have two (2) adult children, now living, as follows: DAVID KENNEDY MANN and GREGORY THOMAS MANN. My son, JEFFRY PAUL MANN, has predeceased me, without issue.

ITEM II.

I hereby nominate, appoint and designate my wife, LENORA JANE MANN, as Executrix of this my Last Will and Testament; or if my wife shall predecease me or be unable or unwilling to serve in said capacity, then I nominate and appoint my son, GREGORY THOMAS MANN, presently of Jackson, Mississippi, as successor Executor. I do hereby waive the necessity of my Executrix (including any successor Executor, as the case may be) entering into any bond as

*Jack K. Mann*  
 \_\_\_\_\_  
 JACK K. MANN

such, and I waive the necessity of any accountings, inventory or formal appraisal of my estate. I do hereby grant my Executrix (including any successor Executor, as the case may be) all the powers set forth in Sections 91-9-101 to 91-9-119 of the Mississippi Code of 1972, as amended, and any others that may be granted by law. I hereby grant to my Executrix (including any successor Executor) the continuing, absolute, discretionary power to deal with any property, real or personal, held in my estate, as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with my Executor hereunder shall be required to inquire into the propriety of any of their actions.

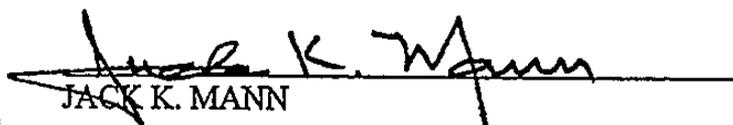
The terms "Executor," "Executrix," and "Executors" as used in this Will or any Codicil hereto, and all references thereto through any type of pronoun, shall include any person or persons, whether male or female, who may be serving hereunder at any time as a personal representative of my estate.

### ITEM III.

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

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

It is my intention, however, that nothing in this ITEM of my Will should be construed as creating an express Trust or fund for the payment of debts and expenses, which would in any way

  
JACK K. MANN

extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

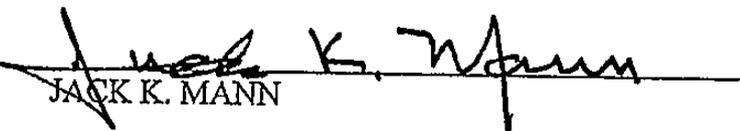
## ITEM IV.

I direct that my Executor pay out of my Residuary Estate, without apportionment, all estate, inheritance, succession and other taxes, together with any interest or penalty thereon, (but not including any taxes imposed on generation-skipping transfers under the Federal tax laws) assessed by reason of my death and imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof, in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such governments, whether the property passes under this Will or otherwise, including property over which I have a power of appointment, without contribution by any recipient of any such property

## ITEM V.

All the rest, residue and remainder of the property which I may own at the time of my death, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including all lapsed legacies and devises (but excluding any property over or concerning which I have any power of appointment) I give, devise and bequeath to my wife, LENORA JANE MANN. If my said wife shall not survive me, then and in such event, I give, devise and bequeath all of the aforesaid property, in equal shares to my children, DAVID KENNEDY MANN and GREGORY THOMAS MANN. If either of my said children shall predecease me, then I give, devise and bequeath the share of such deceased child to my remaining child then living. In the event that neither of my children shall survive me, I give, devise and bequeath my residuary estate to my heirs-at-law, as determined in accordance with the intestacy laws then in effect in the State of Mississippi. In the

Page 3 of 5

  
JACK K. MANN

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

ITEM VI.

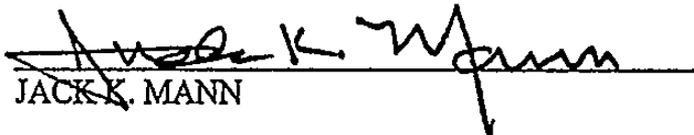
In the event that both my said wife and I should die in a common accident, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that my wife shall be deemed to have survived me, and this Will and all of its provisions shall be construed upon that assumption.

ITEM VII.

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

ITEM VIII.

This Last Will and Testament consists of five (5) typewritten pages, on each of which I have signed my name for greater security and identification.

  
JACK K. MANN

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 26<sup>th</sup> day of August, 2003.

*Jack K. Mann*  
JACK K. MANN

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

WITNESSES:

*Patsy S. Luke*  
NAME 551 Mockingbird Ct  
ADDRESS Brandon MS 39047

*Carolyn M. Barrett*  
NAME 119 Mandan Lane  
ADDRESS Pearl, MS 39208

MADISON COUNTY, MS. This instrument was filed for record Oct 31, 2005

Book 39 Page 351  
ARTHUR JOHNSTON, C C

BY *L. Jones* DC



AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said county and state, Patsy S Luke and Carolyn M. Barrett, two (2) of the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of Jack K. Mann, of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said Jack K. Mann signed, published and declared said instrument as his Last Will and Testament on August 26, 2003, in the presence of Patsy S. Luke and Carolyn M. Barrett, the subscribing witnesses, that said Testator was then of sound and disposing mind and memory and above the age of eighteen years, and the affiants make oath that Patsy S. Luke and Carolyn M. Barrett, the said witnesses, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said Testator, and in the presence of each other.

Patsy S. Luke  
PATSY S. LUKE

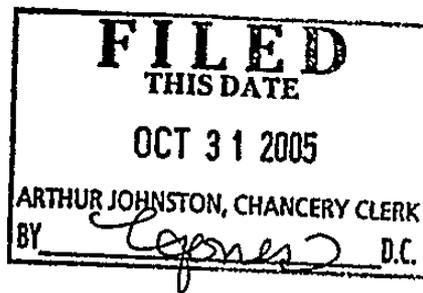
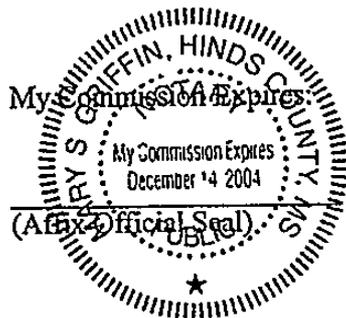
Carolyn M. Barrett  
CAROLYN M. BARRETT

ADDRESS:  
551 Mockingbird Cr.  
Brandon MS 39047

ADDRESS:  
119 Mandon Lane  
Pearl, MS 39208

Sworn to and subscribed before me this, the 26<sup>th</sup> day of August, 2003.

Mary S. Griffin  
NOTARY PUBLIC



MADISON COUNTY, MS This instrument was  
filed for record Oct. 31, 2005.

Book 39 Page 356  
ARTHUR JOHNSTON, C C

BY [Signature] D.C.



## LAST WILL AND TESTAMENT

2005-921

OF

MARY GRAHAM CHAMPION

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

## ITEM I.

EXECUTOR AND SUCCESSORS

I appoint my husband, CECIL LAMAR CHAMPION, JR., as Executor of my Estate under this Will. If CECIL LAMAR CHAMPION, JR. is or becomes unable or unwilling to serve as Executor, I appoint my daughter, CECILE CHAMPION EDWARDS, to serve as successor Executrix. If CECILE CHAMPION EDWARDS is or becomes unable to serve as successor Executrix, I appoint my son-in-law, ARTHUR M. EDWARDS, III, to serve as successor Executor (For convenience, my Executrix shall herein be referred to as "Executor".)

## ITEM II.

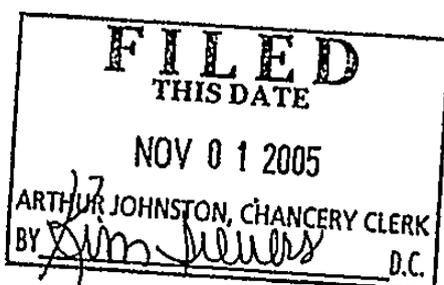
HUSBAND AND CHILDREN

My husband's name is CECIL LAMAR CHAMPION, JR., and he is sometimes referred to herein as "my husband". I have two (2) children now living and they are my son, GRAHAM LAMAR CHAMPION and my daughter, CECILE CHAMPION EDWARDS. They are referred to herein collectively as "my children", or individually as "my son" or "my daughter" respectively.

## ITEM III

PAYMENT OF DEBTS, TAXES AND EXPENSES

I direct my Executor to pay all of my just debts and obligations which are probated, registered and allowed against my estate as soon as may be conveniently done, provided, however, that my Executor shall specifically be authorized to pay any debt of my estate which does not exceed one thousand dollars (\$1,000.00) without the necessity of probating said debt.



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

To the extent such portion of my estate is not adequate for such purposes, said expenses shall be paid out of that portion of my estate which would otherwise pass outright to my husband.

Nothing in this Item of my Will shall be construed as creating an express trust or fund for the payment of debts and expenses, which would in any way extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

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

I direct my Executor to pay all inheritance and estate taxes payable by reason of my death including any interest and penalties thereon. All inheritance and estate taxes payable by reason of my death shall be apportioned in accordance with the Mississippi Uniform Estate Tax Apportionment Act; provided, however, that my personal effects passing under Item IV. of this Will shall bear no share of any such taxes. I specifically do not waive the right of my Executor under Internal Revenue Code (1) section 2206 to recover from the beneficiaries of life insurance policies

on my life the portion of the total estate tax paid as the proceeds of such policies bear to my taxable estate, (2) section 2207B to recover the proportionate share of estate taxes from the recipient of property included in my gross estate under Internal Revenue Code section 2036, and (3) section 2207A to recover the proportionate share of estate taxes from the recipient of property included in my gross estate under Internal Revenue Code section 2044.

ITEM IV.

PERSONAL EFFECTS

A. If Husband Survives Me. I give and bequeath to my husband, CECIL LAMAR CHAMPION, JR., if he survives me, all of my household furniture and furnishings, chinaware, silverware and linens, automobiles, clothing, jewelry, sport equipment and other tangible personal property located in my home, and policies of insurance thereon, but not including cash, bank accounts, securities or intangible property.

B. If Husband Does Not Survive Me If my husband does not survive me, I give and bequeath these items of tangible personal property to my daughter, CECILE CHAMPION EDWARDS, if she survives me. If my daughter, CECILE CHAMPION EDWARDS, should not survive me, then these items shall be distributed to my son, GRAHAM LAMAR CHAMPION.

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

ITEM V.

DISPOSITION OF RESIDUE IF HUSBAND SURVIVES ME

If my husband, CECIL LAMAR CHAMPION, JR., survives me, all the rest, residue and remainder of my estate, real and personal and wherever situated, including lapsed devises, if any, shall be divided into two parts, called the MARITAL PART and the FAMILY PART, respectively

A. Marital Part I give, devise and bequeath the MARITAL PART to my husband, CECIL LAMAR CHAMPION, JR.. My husband shall have the right to disclaim all or any part of

his interest in any property which I have devised or bequeathed to him. Any such disclaimer shall be made in writing, clearly stating the portion or assets disclaimed, and shall be delivered to my Executor within the time period required for the disclaimer to qualify under Section 2518 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any future law. If my husband disclaims in whole or in part, the property in which he disclaims his interest shall be distributed according to the provisions of Item VI. of this Will.

The MARITAL PART shall consist of that fractional share of my residuary estate which is exactly sufficient to reduce the federal estate tax payable by reason of my death to zero or to the lowest possible amount, after taking into account all available credits, including without limitation (1) the unified credit allowable against that tax and (2) the maximum allowable credit for state death taxes (but only to the extent that doing so does not incur or increase state death taxes otherwise payable by my estate.) Provided, however, that there shall not be allocated to such fractional share any asset which does not qualify for the marital deduction for federal estate tax purposes and the amount above determined shall be diminished accordingly if necessary; and provided, further, that in making the computations necessary to determine such fractional share, values as finally determined for federal estate tax purposes shall control. I recognize that no sum may in fact be disposed of by this paragraph.

B. Family Part. I give, devise and bequeath the FAMILY PART to my husband, if he survives me, for his lifetime only.

The FAMILY PART shall consist of the balance of my residuary estate after the MARITAL PART is determined (plus any addition to the FAMILY PART from the MARITAL PART by virtue of disclaimer of the MARITAL PART or a portion thereof). To the extent possible, I direct that the property comprising the FAMILY PART be funded with my interest in the real estate located in Montgomery County, Alabama, consisting of 120 acres, more or less, and referred to by my family as "DAVENPORT."

1. From the FAMILY PART my Executor shall first pay any and all estate or inheritance taxes apportioned to the FAMILY PART under the Mississippi Uniform Estate Tax Apportionment Act. My husband shall be entitled to the unrestricted use, possession,

and occupancy of all property in which he holds a life estate by virtue of this paragraph. He shall not be required to furnish any inventory, bond or accounting or other security for any part of this property or to account to the remainder beneficiaries for any waste, injury or damage to or depreciation of the property. He shall not be liable for the payment of any encumbrances or assessments on the property in which he holds a life interest, all of which shall be paid from principal of the life estate property or by the remaindermen.

2. My husband shall have the power to sell and convey good title to any of the property which passes to him under this paragraph. If my husband sells any of this property, he shall invest and reinvest the proceeds from such sale in such property as he in his absolute discretion deems advisable. My husband shall not be liable for any loss that might result from his reinvestment of the proceeds of sale. However, the proceeds of any such sale shall be kept by my husband in an account separate from any property owned outright by him so as to segregate the principal from his own estate. My husband may not use the proceeds of sale for his own use or benefit. Neither may he use or dispose of the property in any manner that may destroy or detract from the interest of the remaindermen. No part of the principal of the assets conveyed by this paragraph may be appointed by anyone. No one shall question any action taken by my husband with respect to the property conveyed to him hereunder and no further authority or power to dispose of such property, other than this paragraph B. of this Item of my Will, shall be required by persons with whom my husband deals in selling the property or in purchasing other property with the proceeds of such sale.

3. The net income realized from the assets herein conveyed to my husband shall be paid to him in convenient installments and shall be paid at least annually. He shall continue to receive the net income as long as he shall live.

4. Upon the death of my husband, any income earned by the property of this life estate which has not been distributed to my husband shall be distributed to his estate or as he appoints by his Last Will and Testament.

5. Upon the death of my husband, my interest in the real estate located in Montgomery County, Alabama, consisting of 120 acres, more or less, and referred to by my family as "DAVENPORT" shall be paid over and distributed to my grandson, MATTHEW

*msbc*

GRAHAM CHAMPION, if he is then living. If my grandson, MATTHEW GRAHAM CHAMPION, is not then living, this property shall be paid over and distributed according to the provisions of subparagraph 6. of this paragraph B.

6. Upon the death of my husband, all other property conveyed to him under the FAMILY PART, with the exception of DAVENPORT described in the preceding subparagraph 5., in whatever form it may then exist, shall be paid over and distributed to my daughter, CECILE CHAMPION EDWARDS, if she is then living. If my daughter is not then living, this property shall be paid over and distributed as follows:

a One-fourth (1/4) of my property shall be paid over and distributed to my son, GRAHAM LAMAR CHAMPION. If GRAHAM LAMAR CHAMPION is not then living, his share shall be paid over and distributed to his then living descendants, per stirpes. If my son is not then living and if he has no then surviving descendant, his share shall be paid over and distributed to my grandson, ARTHUR MARTIN EDWARDS, IV.

b One-fourth (1/4) of my property shall be paid over and distributed to my grandson, MATTHEW GRAHAM CHAMPION. If MATTHEW GRAHAM CHAMPION is not then living, his share shall be paid over and distributed to his then living descendants, per stirpes. If my grandson, MATTHEW GRAHAM CHAMPION is not then living and if he has no then surviving descendant, his share shall be paid over and distributed to my son, GRAHAM LAMAR CHAMPION. If GRAHAM LAMAR CHAMPION is not then living, his share shall be paid over and distributed to my grandson, ARTHUR MARTIN EDWARDS, IV.

c. One-half (1/2) of my property shall be paid over and distributed to my grandson, ARTHUR MARTIN EDWARDS, IV. If ARTHUR MARTIN EDWARDS, IV, is not then living, his share shall be paid over and distributed to his then living descendants, per stirpes. If my grandson, ARTHUR MARTIN EDWARDS, IV, is not then living and if he has no then surviving descendant, his share shall be paid over and distributed in equal shares to my son, GRAHAM LAMAR CHAMPION and my grandson, MATTHEW GRAHAM CHAMPION.

7. If upon the death of my wife, I have no then living descendant, this property shall be paid over and distributed as follows.

a. One-half (1/2) of this property shall be paid over and distributed to ST. CATHERINE'S VILLAGE of Madison, Mississippi.

b. One-half (1/2) of this property shall be paid over and distributed to BRIARWOOD PRESBYTERIAN CHURCH of Jackson, Mississippi.

ITEM VI

DISPOSITION OF RESIDUE IF HUSBAND DOES NOT SURVIVE ME

If my husband, CECIL LAMAR CHAMPION, JR, does not survive me, I give, devise and bequeath all the rest, residue and remainder of my estate, real and personal and wherever situated, including lapsed devises, if any (the "Residue"), as follows:

A. Bequest to Son. I give and bequeath the sum of ten thousand dollars (\$10,000) to my son, GRAHAM LAMAR CHAMPION. If my son predeceases me, this bequest shall lapse.

B. St. Catherine's Refund to Daughter I give and bequeath any refund, deposit or other amounts due me or my estate from St. Catherine's Village to my daughter, CECILE CHAMPION EDWARDS. If my daughter predeceases me, I give, devise and bequeath such property to my grandson, ARTHUR MARTIN EDWARDS, IV.

C. Note to Matthew. At the date of execution of this Will, my husband and I hold a promissory note made in our favor by our son, GRAHAM LAMAR CHAMPION, as maker. This promissory note was received by us as part consideration when we sold our Alabama residence to our son. If at the time of my death this promissory note has not been fully satisfied, then I give, devise and bequeath all of my interest in such promissory note to my grandson, MATTHEW GRAHAM CHAMPION. If MATTHEW GRAHAM CHAMPION should predecease me, I give, devise and bequeath such note to his then surviving descendants, per stirpes. If MATTHEW GRAHAM CHAMPION should predecease me leaving no surviving descendant, this bequest shall lapse.

D. Davenport to Matthew. I give, devise and bequeath my interest in the real estate located in Montgomery County, Alabama, consisting of 120 acres, more or less, and referred to by my family as "DAVENPORT" to my grandson, MATTHEW GRAHAM CHAMPION. If

*mbe*

MATTHEW GRAHAM CHAMPION predeceases me, this property shall be paid over and distributed according to the provisions of paragraph E of this Item.

E. Remainder to Daughter. I give, devise and bequeath all the Residue remaining after the bequests and devises in paragraphs A. through D. of this Item, to my daughter, CECILE CHAMPION EDWARDS If my daughter predeceases me, this property shall be paid over and distributed according to the provisions of paragraph B.6. of Item V. of this Will.

F. Alternate Distribution If at my death, I have no then living descendant, I give, devise and bequeath the Residue according to the provisions of paragraph B. 7. of Item V. of this Will.

ITEM VII.

MINOR'S SHARE

Should any descendant of mine be a minor at my death or at such time as property would be distributed to him or her under the terms of this Will, then any share of my estate to which such descendant is entitled shall not be distributed to such descendant, but shall be held by my daughter, CECILE CHAMPION EDWARDS, as custodian for the benefit of such descendant pursuant to the Mississippi Uniform-Transfers to Minors Act. If my daughter should at any time die, be ineligible to serve, or resign or for any other reason fail to serve as custodian, then I appoint my son-in-law, ARTHUR M. EDWARDS, III, to serve as such custodian.

ITEM VIII.

SIMULTANEOUS DEATH

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

My husband (or his duly appointed personal representative) shall have the right, by an instrument signed and delivered to my Executor within nine (9) months following my death, to disclaim his interest in all or any specific portion of the MARITAL PART, or any other interest passing to him or for his benefit under this Will, in which event as to the interest or portion thereof

which is the subject of such disclaimer, the provisions of this Will shall be given effect as though my husband had predeceased me; except that any disclaimed interest or portion thereof in the MARITAL PART shall pass and be added to the FAMILY PART. (The preceding sentence shall not be deemed to negate or preclude any other right or method of disclaimer accorded by law to my husband or any other person.

#### ITEM IX.

##### DEFINITIONS

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

B. Children and Descendants. References in this Will to "my children" mean my children as defined in Item II. of this Will. Other references in this instrument to "child" or "children" mean lawful blood descendants in the first degree of the parent designated. References to "descendants" mean lawful blood descendants in the first, second or any other degree of the ancestor designated, provided always, however, that an adopted child (other than my son GRAHAM LAMAR CHAMPION) and such adopted child's descendants (other than the lawful blood descendants of my son, GRAHAM LAMAR CHAMPION) shall not be considered in this Will as lawful blood descendants of the adopting parent or parents.

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

#### ITEM X

##### EXECUTOR POWERS

A. Successor Executor to Have Powers and Duties of Original Executor All rights, powers, duties and discretions granted to or imposed upon my Executor shall be exercisable by and imposed upon any successor Executor or Administrator. Where used throughout this Will, the terms

*rsbc*

"Executor" and "Administrator" may be used interchangeably and shall apply to whoever may be serving as personal representative of my estate, whether one or more than one.

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

C. Discretion to Select Property to be Distributed. My Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. My Executor may satisfy any pecuniary bequest provided in this Will in cash or in kind or partly in cash and partly in kind; however, any asset distributed in kind shall be valued at its date of distribution value. My Executor shall not exercise this discretion in any manner which will result in a loss of or decrease in the marital deduction otherwise allowable in determining the federal estate tax due by my estate.

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

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

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

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

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

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

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

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

L. Right to Comply With My Lifetime Agreements. My Executor shall take all actions necessary to comply with any agreements I have made during my lifetime, including the consummation of any agreements relating to the stock of corporations I own or interests in

*rdw*

partnerships I own whenever the terms of any such agreement obligate my estate or my personal representatives to sell my interest therein. My Executor shall have the power to continue or permit the continuance of any business which I own or in which I have an interest at the time of my death.

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

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

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

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

Q. Distributing Minor's Share In distributing articles of personal or household use or ornament, my Executor shall be authorized to represent a minor in the division thereof, to hold any

part of the minor's share of said articles for the benefit of the minor until the minor attains the age of twenty-one (21) years, or meanwhile to deliver all or any part thereof directly to the minor, or to a person deemed suitable by my fiduciary for the benefit of the minor, or transfer the same to a custodian, selected by my fiduciary, under the Mississippi Uniform Transfers to Minors Act (or any statute of similar import); or add the same to a trust hereunder for such minor; all without the intervention of any guardian or like fiduciary, and without obligation to require bond, to see to the further application thereof, or to sell all or any part thereof and add the proceeds to the principal of the minor's trust.

R. Payment To or on Behalf of Minor My Executor shall be authorized to apply any sum that is payable or appointed to a minor by any one or more of the following methods by payments on behalf of the beneficiary to anyone with whom the beneficiary resides; by payments in discharge of the beneficiary's bills, including for premiums on insurance policies of which the beneficiary is the owner even though the insurance is on the life of another; by paying an allowance to a minor directly; or, with respect to a minor, by transfer, to a custodian selected by my fiduciary, under the Mississippi Uniform Transfers to Minors Act (or any statute of similar import); all without regard to other resources of the beneficiary or the duty of any person to support the beneficiary, without the intervention of any guardian or like fiduciary, and without obligation to require bond, or to see to the further application thereof

S. Tax Returns. My Executor in his or her discretion shall be authorized to join with my husband in income tax returns for any period prior to my death; and also, for federal gift tax purposes, to consent to the splitting of gifts made by him to third persons so that such gifts may be treated for the purpose of computing gift tax as made one-half (1/2) by me; and to pay and apportion such amounts of income or gift tax or refunds including deficiencies, interest and penalties as may result from so doing, even though not attributable to my own income or property, and even to determine that all sums so payable shall be paid out of my estate, without giving or obtaining any consideration therefor.

T. Tax Deductions. My Executor in his or her discretion shall be authorized to claim expenses as either income tax deductions or estate tax deductions when an election is permitted by law; to make such adjustment of tax between income and principal as my Executor deems

*pdbe*

appropriate; and to make such special elections as may be permitted by law with respect to the basis of various assets for income tax purposes, the valuation of assets for estate tax purposes, the taxability or eligibility for any deduction of any assets (or portions thereof) for the estate tax and generation skipping transfer tax purposes, and the time and method of payment of taxes imposed upon my estate or with respect to my death; all without regard to the relative interests of the beneficiaries.

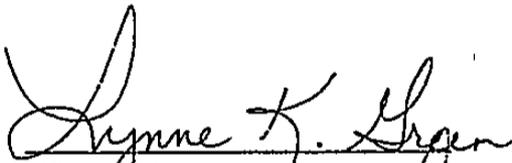
U. Enter into Transactions. My Executor shall be authorized to enter into transactions with any other decedent's estate or any living or testamentary trust in which my husband or issue or any of them have beneficial interests, even though any executor of such other estate or trustee of such other trust is also a fiduciary under this Will.

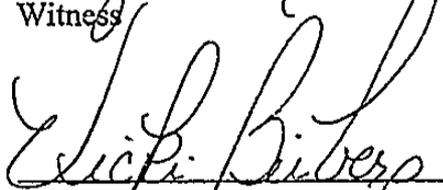
V. Property Descriptions. My Executor shall be authorized to determine what property is covered by general descriptions contained in this Will.

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 2<sup>d</sup> day of May, 1997.

  
MARY GRAHAM CHAMPION

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

  
Witness

  
Witness

PROOF OF WILL

Lynne K. Green and Licki Biebers, being duly sworn according to law on oath state:

Each of us is a subscribing witness to the attached written instrument dated May 2, 1997, which purports to be the Last Will and Testament of MARY GRAHAM CHAMPION, Testatrix, who is personally known to each of us. On the execution date of the instrument, the Testatrix, in our presence, signed, published and declared the instrument to be her Last Will and Testament, and requested that we attest her execution thereof. In the presence of the Testatrix and each other, each of us signed our respective names as attesting witnesses. At the time of execution of the instrument the Testatrix appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud, or restraint

DATED this 2 day of May, 1997.

Lynne K. Green  
(Witness)

217 Lamsworth Lane  
(Address)

Madison, MS 39110

Licki Biebers  
(Witness)

109 Lane St  
(Address)

Clinton MS 39056

STATE OF MISSISSIPPI

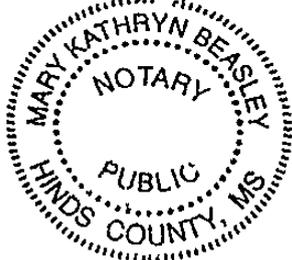
COUNTY OF Hinds

Subscribed and sworn to before me, the undersigned Notary Public, on this the 2<sup>nd</sup> day of May, 1997.

Mary Kathryn Beasley  
Notary Public

My Commission Expires

~~Notary Public State of Mississippi At Large~~  
~~My Commission Expires March 26, 2000~~  
~~BONDED THRU HEIDEN-MARCHETTI, INC.~~



MADISON COUNTY, MS This instrument was filed for record NOV. 1, 2005

Book 39 Page 357

ARTHUR JOHNSTON, CC  
BY K. Siewers DC



2005-966

Date: \_\_\_\_\_ 19\_\_\_\_

702 Hart Street

Canton, MS. 39046

I, John Choice Culipher, being of sound mind, declare this to be my last will and testament. I leave all of my estate and property both real and personal, community or separate, to my wife, Florence Estella Culipher.

If my wife, Florence Estella Culipher, should predecease me, or we should both die of a common calamity, I then leave all of my property to my daughter, Susan Roberta Culipher, and also wish to have her as Executrix of my will.

If my daughter should predecease me, or my wife, and I die of a common calamity, I then leave all of my property to my grandchildren, Johnna Laurin Culipher and John Barry Mc Crady, or their heirs. If this should be the case, I wish my granddaughter to be Executrix of my will.

Witness: Mrs. Edna Coe

*John Choice Culipher*

THIS THE 14<sup>th</sup> DAY OF DECEMBER, 2000.

*Arthur K. Kuhn*  
NOTARY

MY COMMISSION EXPIRES 3-8-04



**FILED**  
THIS DATE  
NOV 01 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Gene D.C.

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

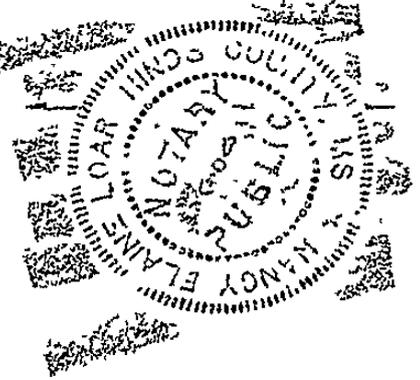
PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Patricia K Kuhn, Notary Public, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of John Choice Culipher, who, being duly sworn, deposed and said that John Choice Culipher signed, published and declared said instrument as his Last Will and Testament on December 14, 2000, in the presence of this deponent, and in the presence of Mrs. Edna Cauthen, the other subscribing witness, and that John Choice Culipher was then of sound and disposing mind and memory, and more than twenty-one years of age, and this deponent and Mrs. Edna Cauthen subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of John Choice Culipher, and in the presence of John Choice Culipher and in the presence of each other, on the day and year of the date of said instrument

*Patricia K. Kuhn Rees*  
Patricia K Kuhn

SWORN TO AND SUBSCRIBED before me this 17<sup>th</sup> day of

May 2005

*[Signature]*  
Notary Public



My Commission Expires.

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES Mar 4, 2006  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

**FILED**  
THIS DATE  
NOV 01 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *[Signature]* DC

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Mrs Edna Cauthen, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of John Choice Culipher, who, being duly sworn, deposed and said that John Choice Culipher signed, published and declared said instrument as his Last Will and Testament on December 14, 2000, in the presence of this deponent, and in the presence of Patricia K. Kuhn, Notary Public, the other subscribing witness, and that John Choice Culipher was then of sound and disposing mind and memory, and more than twenty-one years of age, and this deponent and Patricia K. Kuhn, Notary Public subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of John Choice Culipher, and in the presence of John Choice Culipher and in the presence of each other, on the day and year of the date of said instrument.

*Mrs Edna Cauthen*  
Mrs. Edna Cauthen

SWORN TO AND SUBSCRIBED before me this 11<sup>th</sup> day of MAY 2005

*[Signature]*  
Notary Public

My Commission Expires: 12/15/08  
**MORGEN H. LEVERITT**  
NOTARY PUBLIC  
MADISON COUNTY, MS  
Dec. 15, 2008

MADISON COUNTY, MS This instrument was  
filed for record Nov. 1, 2005.

Book 39 Page 372  
ARTHUR JOHNSTON, C C  
BY [Signature] DC



**FILED**  
THIS DATE  
NOV 01 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY [Signature] D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE  
LAST WILL AND TESTAMENT OF  
JOHN CHOICE CULIPHER

CIVIL ACTION NO 2005-966

AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for the above state and county, the within named Suzan Roberta Culipher Rowland, who being by me first duly sworn on oath stated:

That affiant is the duly appointed, qualified and acting Executrix of the estate of John Choice Culipher, deceased; that affiant has made reasonably diligent efforts to identify all persons having claims against the above styled and numbered estate and has given notice by mail to persons so identified, at their last known address informing them that a failure to have their claim probated and registered by the Clerk of the Court granting letters within the ninety (90) day period provided by Miss. Code of 1972 Ann., Sec 91-7-145 will bar such claim. The persons so identified and their last known addresses are.

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

**FILED**  
THIS DATE  
NOV 01 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY James J D.C.

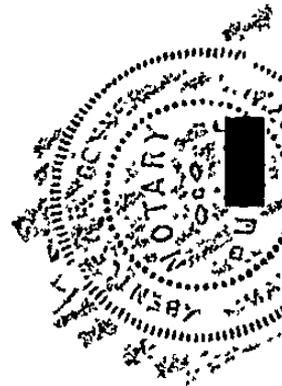
WITNESS MY HAND this 1 day of Nov 2005

Suzan Roberta Culipher Rowland  
Suzan Roberta Culipher Rowland, Executor

SWORN TO AND SUBSCRIBED before me this 1 day  
of Nov, 2005

Sen. De. Elon  
Notary Public

My Commission Expires:  
3-24-2006



MADISON COUNTY, MS This instrument was  
filed for record Nov. 1, 2005

Book 39 Page 375  
ARTHUR JOHNSTON, C C

BY Agnes D.C.



Date: \_\_\_\_\_ 19\_\_\_\_

702 Hart Street

Genton, MS. 39045

**FILED**  
THIS DATE  
NOV 01 2005  
ARTHUR JOHNSON, CHANCERY CLERK  
BY Kim Sellers D.C.

2005-965

I, Florence Estella Gulipher, being of sound mind, declare this to be my last will and testament. I leave all of my estate and all property, both real and personal, community or separate, to my husband, John Choice Gulipher.

If my husband, John Choice Gulipher, should pre-decease me, or we should both die of a common calamity, I then leave all of my property to my daughter, Susan Roberta Gulipher, and also wish to have her as Executrix of my will.

If my daughter should pre-decease me, or my husband and I die of a common calamity, I then leave all of my property to my grandchildren, Johnna Laurin Gulipher, and John Barry Mc Grady, or their heirs. If this should be the case, I wish my granddaughter to be Executrix of my will.

*Florence Estella Gulipher*

Witness: Mrs. Edna Cauthen

**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI, COUNTY OF Madison

THIS DAY personally appeared before me, the undersigned authority in and for said County, the within named

Florence Estella Gulipher who acknowledged

that ~~she~~ ~~has~~ signed and delivered the within and foregoing instrument on the day and year therein mentioned.

GIVEN under my hand and seal of office, this 21 day of October, 1986

*com copies 1-4-88*

Betty V. Cooper  
Chancery Clerk Notary Public

*by R. Wright, D.C.*

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Nita Wright, Notary Public, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of Florence Estella Culpher, who, being duly sworn, deposed and said that Florence Estella Culpher signed, published and declared said instrument as her Last Will and Testament on October 21, 1986, in the presence of this deponent, and in the presence of Mrs. Edna Cauthen, the other subscribing witness, and that Florence Estella Culpher was then of sound and disposing mind and memory, and more than twenty-one years of age, and this deponent and Mrs. Edna Cauthen subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of Florence Estelia Culpher, and in the presence of Florence Estella Culpher and in the presence of each other, on the day and year of the date of said instrument.

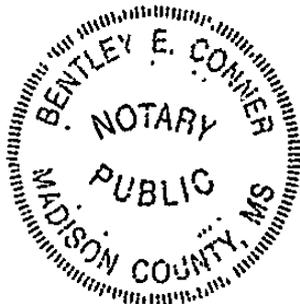
*Nita Wright*  
Nita Wright

SWORN TO AND SUBSCRIBED before me this 25th day of

*June*

*Bentley E. Conner*  
Notary Public

My Commission Expires  
3-24-2000



PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

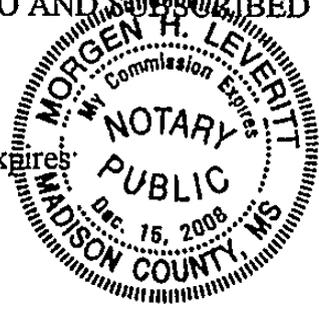
PERSONALLY APPEARED before me, the undersigned authority in and for said county and state, Mrs. Edna Cauthen, one of the subscribing witnesses to a certain instrument of writing, a copy of which is attached hereto, purporting to be the Last Will and Testament of Florence Estella Culipher, who, being duly sworn, deposed and said that Florence Estella Culipher signed, published and declared said instrument as her Last Will and Testament on October 21, 1986, in the presence of this deponent, and in the presence of Nita Wright, Notary Public, the other subscribing witness, and that Florence Estella Culipher was then of sound and disposing mind and memory, and more than twenty-one years of age, and this deponent and Nita Wright, Notary Public subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of Florence Estella Culipher, and in the presence of Florence Estella Culipher and in the presence of each other, on the day and year of the date of said instrument.

Mrs. Edna Cauthen  
Mrs Edna Cauthen

SWORN TO AND SUBSCRIBED before me this 11<sup>th</sup> day of MAY 2005

[Signature]  
Notary Public

My Commission Expires 12/15/08



MADISON COUNTY, MS. This instrument was  
filed for record Nov. 1, 2005  
Book 39 Page 377  
ARTHUR JOHNSTON, C C  
BY K. Newers DC



2005-390

LAST WILL AND TESTAMENT

OF

CHRISTINE S. WORTHY

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

ITEM I

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

ITEM II

All the rest, residue and remainder of my property, real, personal and mixed, of whatsoever kind and nature, and wheresoever situated, including lapsed legacies and bequests, of which I shall die seized and possessed or to which I shall be entitled at the time of my death or over to which I shall have any power of appointment, I do hereby give, devise and bequeath unto my son, PERCY L. WORTHY, and the same shall be his absolutely

ITEM III

I hereby appoint, nominate and constitute my son, PERCY L. WORTHY, as Executor of this my Last Will and Testament. My Executor shall have full and plenary power and authority to do and perform any act deemed by him to be for the best interest of my estate, without any limitations whatsoever, and without surety bond, and said authority shall include, but shall not be limited to the right to take possession, hold, manage, invest and re-invest the same, and to collect the income, dividends, rents, interests and profits therefrom, and to employ and to pay any attorneys, agents or accountants that he may deem necessary and for the best interest of my estate

meh  
DSTH

*Christine S. Worthy*

CHRISTINE S. WORTHY

FILED  
THIS DATE  
NOV 02 2005  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Sellers* D.C.

and to pay unto himself a just and reasonable compensation as Executor

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

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament on this the 21 day of Dec, 1998

*Christine S Worthy* <sup>mech</sup>  
CHRISTINE S. WORTHY <sub>DSH</sub>

STATE OF MISSISSIPPI  
COUNTY OF MADISON

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

Minnie E. Hardy  
ADDRESS: 117 Old York City Rd.  
Canton, MS 39046  
Deidre S. Harris  
ADDRESS: 106 Glenn St.  
Canton, MS 39046

<sup>mech</sup>  
<sub>DSH</sub> Christine S Worthy  
CHRISTINE S. WORTHY

IN THE CHANCERY COURT OF MADISON COUNTY

STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF CHRISTINE S. WORTHY, DECEASED

CIVIL ACTION FILE NO. 2005-390

AFFIDAVIT

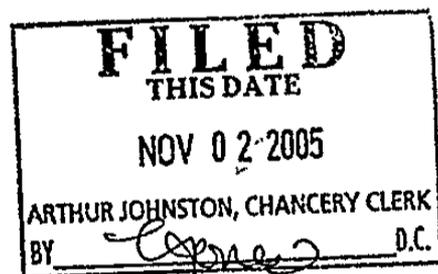
STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for the state and county aforesaid, the within named PERCY L. WORTHY, who, being by me first duly sworn, on oath stated:

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

Citibank USA, N.A.  
c/o BALOGH BECKER, LTD.  
4150 Olsen Highway, Suite 200  
Minneapolis, MN 55422-4811



STATE OF MISSISSIPPI

COUNTY OF Madison

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

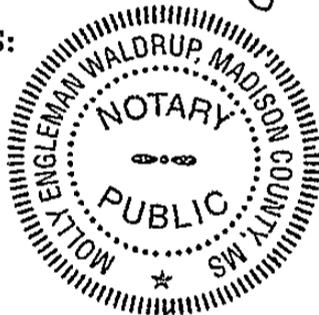
Percy L. Worthy  
PERCY L. WORTHY

SWORN TO AND SUBSCRIBED before me on this the 29<sup>th</sup> day of April, 2005.

Molly Engleman Waldrup  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES JULY 29, 2005  
BONDED THRU STEGALL NOTARY SERVICE  
(SEAL)



MADISON COUNTY, MS This instrument was filed for record Nov. 2, 2005

Book 39 Page 382  
ARTHUR JOHNSTON, C C

BY Legner DC



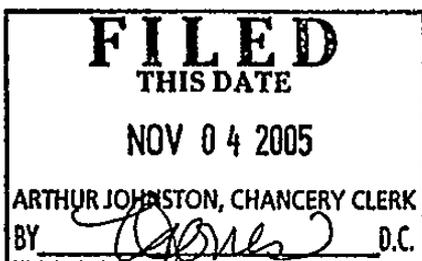
## IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE  
OF OTHA HARRISCIVIL ACTION FILE NO. 2005-0567AFFIDAVITSTATE OF MISSISSIPPI  
COUNTY OF MADISON

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

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

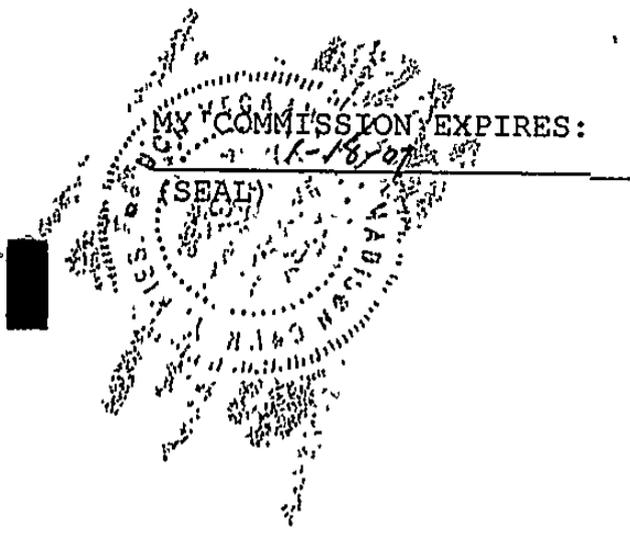
See Exhibit "A" Attached Hereto.

WITNESS MY HAND this the 20 day of Oct, 2005.

(Signature)  
Santa Fe Harris, Administratrix of  
the Estate of Otha Harris

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20 day of Oct, 2005.

*[Signature]*  
NOTARY PUBLIC



Metropolitan Urology, P.A.  
P. O. Box 320609  
Jackson, MS 39232-0609

Canton Discount Drug  
726 East Peace Street  
Canton, MS 39046

Methodist Rehabilitation Center  
1350 East Woodrow Wilson  
Jackson, MS 39216

Family Memorial Funeral Service, Inc.  
326 W. North Street  
Canton, MS 39046

Exhibit "A"

MADISON COUNTY, MS. This instrument was  
filed for record Nov. 4, 2005

Book 39 Page 384  
ARTHUR JOHNSTON, C.C.

BY: Lepner D.C.



B 39 P 387

# Last Will and Testament 2005-981

OF  
GEORGE H. ROBINSON

<b>FILED</b> THIS DATE NOV 14 2005 ARTHUR JOHNSTON, CHANCERY CLERK BY <i>Kim Sellers</i> DC
---

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

### ARTICLE ONE

#### Family Members

At the time of the execution of this Will, I am married to FRANCES I. ROBINSON, and all references in this Will to "my wife" or "said wife" shall be deemed to refer to her. My wife and I have three (3) children, namely: GEORGE H. ROBINSON, JR., JAMES B. ROBINSON and SUSAN R. LANDRUM. All references in this Will to "my children" or "said children" shall be deemed to refer to my above named children.

### ARTICLE TWO

#### Payment of Debts

I hereby direct my Executrix to pay all expenses of my last illness and funeral expenses, and to pay all of my just debts which may be probated, registered and allowed against my estate as soon as may be conveniently done; provided, however, that my Executrix is authorized to pay any debt which I may owe at the time of my death not exceeding Five Hundred Dollars (\$500.00) without the necessity of such debt being probated, registered or allowed against my estate so long as my said Executrix determines that such debt is a valid debt of my estate. It is my intention, however, that nothing in this Article of my Will shall be construed as creating an express trust or fund for the payment of my debts and expenses which would in any way

extend the statute of limitations for the payment of debts, or enlarge upon my duty or the duty of my Executrix to pay any such debt or expense.

ARTICLE THREE

Payment of Taxes

I direct my Executrix to pay out of my residuary estate all Federal and State estate, inheritance, succession and other death taxes which are assessed against my estate, or against any beneficiary, if any, including estate and inheritance taxes assessed on account of life insurance proceeds or any other property which shall be included in my estate for the purpose of such taxes, whether or not included in my estate for probate purposes.

ARTICLE FOUR

Specific Bequests of Tangible Personal Property

I make the following specific bequests:

A. To my son, GEORGE H. ROBINSON, JR., if he survives me, I will, give and bequeath:

- (1) My coin collection and camera equipment; and
- (2) Property having a value of Fifteen Thousand and No/100 Dollars (\$15,000.00). This bequest may be satisfied in cash or in other property, or partly in cash and partly in other property, as my Executrix, in her sole discretion, shall determine.

B. To my grandson, CHRISTOPHER ROBINSON, if he survives me, I will, give and bequeath my Remington .22 caliber rifle.

C. To my grandson, SCOTT LANDRUM, if he survives me, I will, give and bequeath my .32 caliber pistol.

D. To my son, JAMES B. ROBINSON, if he survives me, I will, give and bequeath my power tools, drafting equipment and calculator.

E. To my daughter, SUSAN R. LANDRUM, if she survives me, I will, give and bequeath:

- (1) A roseback rocker and a dropleaf sewing table now located in my residence; and

- (2) Property having a value of Fifteen Thousand and No/100 Dollars (\$15,000.00). This bequest may be satisfied in cash, or in other property, or partly in cash or partly in other property, as my Executrix, in her sole discretion, shall determine.

F. To my wife, **FRANCES I. ROBINSON**, if she survives me, I will, give and bequeath the following described tangible personal property:

- (1) All of my personal belongings and effects, including jewelry, clothing and books not otherwise bequeathed under this Article of my Will;
- (2) Any automobile and any other vehicle which I may own at the time of my death and all equipment relating thereto;
- (3) All of my interest in the household furniture, furnishings and effects including, but not limited to, chinaware, silverware, glassware, linens, rugs, fixtures, paintings, portraits and works of art which are in, or are used in connection with, our residence, not otherwise specifically bequeathed under this Article of my Will.

G. To the institutions listed below I make the following specific bequests:

- (1) I will, give and bequeath the sum of Five Thousand and No/100 Dollars (\$5,000.00) to Briarwood United Methodist Church located in Jackson, Mississippi if it is in existence and operating at the time of my death. It is my desire that a committee composed of the senior minister of the church, the chairperson of the administrative board and the chairperson of finance make a recommendation to the administrative board or other governing body of the church as to the use of this bequest for the benefit of the church.
- (2) I will, give and bequeath the sum of Five Thousand and No/100 Dollars (\$5,000.00) to the Earl R. and Martha Lyles Wilson Foundation for the benefit of the Mississippi Methodist Rehabilitation Center. It is my desire that if Briarwood United Methodist Church is not in existence and operating at the time of my death, then the bequest provided for

Briarwood United Methodist Church as set forth in this Article of my Will shall be added to this bequest so that the total bequest to the Earl R. and Martha Lyles Wilson Foundation for the benefit of the Mississippi Methodist Rehabilitation Center will be Ten Thousand and No/100 Dollars (\$10,000.00).

- (3) The foregoing bequests to Briarwood United Methodist Church (if it is in existence and operating at the time of my death) and the Earl R. and Martha Lyles Wilson Foundation for the benefit of the Mississippi Methodist Rehabilitation Center may be satisfied in cash, or in other property, or partly in cash and partly in other property, as my Executrix, in her sole discretion, shall determine.

ARTICLE FIVE

**Specific Bequest of Contract Rights**

At the present time my wife and I are living in The Orchard, located at 600 Pear Orchard Road, Ridgeland, Mississippi 39157. We have no separate homestead at this time. I will, give and bequeath unto my wife, if she survives me, all contract rights and other rights relating to our residence at The Orchard. I also will, give and bequeath unto my wife, if she survives me, all insurance policies and rights thereunder which I may have under any policy of insurance insuring or pertaining to our residence at The Orchard and the contents thereof. If my wife does not survive me, then the bequests provided for under this Article of my Will shall lapse and the property hereinabove described shall be added to and become a part of my residuary estate to be distributed as hereinafter set forth.

ARTICLE SIX

**Residuary Estate**

I will, devise and bequeath all of the rest, residue and remainder of my property and estate, real and personal, of whatever nature and wherever situated, including any lapsed bequest and any other property hereinabove mentioned but not effectually disposed of (my "residuary estate") as follows:

A. If my wife, FRANCES I. ROBINSON, survives me, then I will, devise and bequeath my entire residuary estate, as hereinabove described; to my Trustee, IN TRUST, NEVERTHELESS, to be administered upon the following terms and conditions:

- (1) The Trust shall be named and known as the "George H. Robinson Trust".
- (2) My Trustee shall hold, maintain, invest, reinvest and administer the Trust estate and shall pay all of the net income of the Trust to my wife in convenient installments, periodically, at least as often as quarterly, during her life.
- (3) If the total income of my wife is, in the sole discretion of my Trustee, insufficient to enable her to maintain the standard of living to which she is accustomed at the time of my death, then my Trustee may pay to her out of the principal of the Trust such additional sum or sums as the Trustee shall deem proper to enable my said wife to maintain her accustomed standard of living. In making this determination my Trustee may take into consideration my said wife's assets and income from sources other than this Trust known to my Trustee. My Trustee is also authorized, in its discretion, to pay unto my wife from the principal of the Trust such amounts as may be necessary or proper to maintain her health including, without limitation, costs, fees and expenses incurred in connection with medical, nursing and hospital care as well as the cost of a nursing home or other institutional care facility if such distributions from principal are financially necessary or proper considering my wife's income and assets. No person shall have any power to appoint any part of the property of this Trust to any person other than my said wife during her lifetime.

B. I hereby authorize my Executrix, in her sole discretion, to elect that all or any fractional or percentile share of the "George H. Robinson Trust" be treated as qualified terminable interest property for the purpose of qualifying for the marital

deduction allowable in determining the federal estate tax payable upon my death.

The election made by my Executrix under this Section of this Article of my Will shall not be subject to question by any beneficiary under this Will. Notwithstanding anything to the contrary contained in this, my Last Will and Testament, I direct that:

- (1) My Trustee shall not retain beyond a reasonable time any property which may be or become unproductive property, nor shall my Trustees invest in unproductive property;
- (2) In the event of any uncertainty regarding the interpretation of provisions of this Trust for the benefit of my said wife, it is my intention that its provisions shall be interpreted in the manner which would permit the property of this Trust to qualify for the marital deduction provided for under the Internal Revenue Code of 1986, as now enacted or hereafter amended; and
- (3) None of the powers granted to my Executrix or Trustee by this, my Last Will and Testament, shall be exercised in such a manner as to disqualify this Trust, or any part thereof, from the marital deduction allowable in determining the federal estate tax on my estate.

C. Upon the death of my said wife, my Trustee shall distribute any undistributed income accrued to the date of her death to her estate and shall distribute, pay over, deliver, assign and convey the then remaining balance of the Trust estate as follows:

- (1) My Trustee shall pay to my said wife's estate, or to the appropriate tax authorities, from the balance of the Trust estate remaining at my said wife's death, any estate and inheritance taxes and any other taxes in the general nature thereof (together with any interest thereon) which are payable on account of the Trust property remaining upon the death of my said wife being included in her gross estate for estate tax purposes. The amount of such taxes and interest payable shall be determined by my

Trustee, it being my intention that such amount be representative of the increase in such taxes fairly attributable to the Trust property being included in my wife's estate for estate tax purposes, to the end that the estate and inheritance taxes, and the other taxes in the general nature thereof, paid from my said wife's estate shall not exceed such taxes computed as if the Trust property were not taxable in my wife's estate and, to the extent that other assets of my wife's estate shall not provide sufficient funds, my Trustee may, in its sole discretion, pay any expenses incurred in connection with the administration of the estate of my said wife.

- (2) After distribution of accrued but undistributed income to my said wife's estate, and after payment of taxes and administrative expenses as hereinabove provided, my Trustee shall then divide the balance of the property remaining in the Trust estate into as many equal shares as are necessary to create one equal share for each of my children who are then living and one equal share for each of my grandchildren who are then living: Each of these shares shall be distributed by my Trustee to such children and grandchildren outright, discharged of Trust, provided, however, that in the event any grandchild of mine entitled to the distribution of a Trust share shall not have attained the age of twenty-one (21) years, my Trustee shall distribute such grandchild's share to the natural parent (my child) or other legal guardian (if my child is then deceased or is otherwise unable to act on behalf of my grandchild) of such grandchild of mine to be held and used for the benefit of such grandchild of mine until such grandchild reaches twenty-one (21) years of age. Such distribution to the natural parent or legal guardian of such grandchild of mine shall discharge all responsibility of my Trustee with respect to such Trust share created for my grandchild. Although the gifts to my grandchildren shall be outright and discharged of Trust it is my intent and

desire that said Trust shares be used by my grandchildren for obtaining a college education (including graduate and professional education).

D. In the event that my said wife shall predecease me then, in that event, I will, devise and bequeath my entire residuary estate in equal shares to my children and grandchildren who are surviving on the date of my death. Accordingly my Executrix shall divide my entire residuary estate into as many equal shares as are necessary to create one such equal share for each child of mine who survives me and one such equal share for each grandchild of mine who survives me, and my Executrix shall distribute all such shares to such children and grandchildren outright and in fee simple. Provided, however, that if any grandchild of mine entitled to a share of my residuary estate shall not have attained twenty-one (21) years of age, my Executrix shall distribute such grandchild's share to the natural parent (my child) or other legal guardian (if my child is deceased or otherwise unable to act on behalf of my grandchild) of such grandchild of mine to be held and used for the benefit of such grandchild of mine until such grandchild reaches twenty-one (21) years of age, and such distribution by my Executrix shall discharge her of all responsibility with respect to such share of my residuary estate.

ARTICLE SEVEN

Trust Provisions

To the extent permitted or required by law, it is my intention and I hereby direct, with respect to any trust created under the terms of this, my Last Will and Testament, that:

A. Neither the principal nor the income of any trust created hereunder, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder and no beneficiary hereunder shall have any power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of his or her interest in any trust, or any part of same, or the income produced from said trust, or any part of same. No part of any trust created hereunder, principal, income or increment shall be attachable, assignable, trustable or liable to be taken at law or in equity for or on account of any debt, obligation or contract of the beneficiary hereunder.

- B. Any trust created under this, my Last Will and Testament, shall be a private trust, and the Trustee shall not be required to obtain the order or approval of any Court for the exercise of any power or discretion herein given. The Trustee shall not be required to return to any Court any periodic formal accounting of its administration of any trust, but said Trustee shall render annual accounts to each beneficiary of each trust.
- C. No person paying money or delivering property to the Trustee shall be required to see to its application. No bond or other security shall be required of my Trustee.
- D. Notwithstanding any other provision of this Will to the contrary, I direct that any trust created hereunder shall terminate within twenty-one (21) years after the death of the survivor of my wife, my children, and my grandchildren who are living on the date of my death. I further direct that in the event such termination is required, the principal of any trust then in effect shall be paid over to the primary income beneficiary of such trust, or if there is more than one, then in equal shares to the income beneficiaries, thereby terminating such trust.
- E. At any time during which Dean Witter Trust Company is serving as Trustee of any Trust created hereunder, such Trust shall be deemed to be a New Jersey Trust, and all of the terms and provisions hereof with respect to such Trust shall be interpreted according to the laws of the State of New Jersey. In the event the Dean Witter Trust Company shall not serve as Trustee or, for any reason, shall cease to act or shall resign as Trustee then, in that event, such Trust shall be deemed, from that time forward, to be a Mississippi Trust and all of the terms and provisions hereof with respect to such Trust shall be interpreted according to the laws of the State of Mississippi. To the extent permitted by law it shall be unnecessary for the Trustee or successor Trustee to conduct any formal proceeding for the change of the domicile of any such Trust from the State of New Jersey to the State of Mississippi.

ARTICLE EIGHT

Simultaneous Death Provision

If my death and the death of my wife occur under such circumstances that the order in which our deaths occur cannot be established by proof, it shall be conclusively presumed that my wife survived me, and this presumption shall apply throughout this Will. Further, my wife shall not be required to survive me for any period of time prescribed by statute or otherwise in order to qualify as a beneficiary under this Will, it being my express intention that she be required only to survive me to take hereunder.

ARTICLE NINE

Powers of Executrix and Trustee

I hereby authorize and empower my Executrix, with respect to my estate, and my Trustee, with respect to any trust created hereunder, and any successor or successors thereof, in their sole and absolute discretion, to do the following:

1. To exercise all of the powers, rights and discretions granted by virtue of the "Uniform Trustees' Powers Law", being §§91-9-101 through 91-9-119, inclusive, of the Mississippi Code of 1972, Annotated, as now enacted, or as hereafter amended, which "Uniform Trustees' Powers Law" is hereby incorporated by reference as though fully and completely copied herein. Should said "Uniform Trustees' Powers Law" be repealed, then my Executrix and Trustee herein named shall continue to have all of the powers, rights and discretions granted by said "Uniform Trustees' Powers Law", the same as if it were still in effect.
2. To purchase or otherwise acquire and to retain, whether originally a part of the estate or subsequently acquired, any and all stocks, bonds, notes or other securities, or shares or interests in investment trusts and common trust funds, or in any other property, real, personal or mixed, as they may deem advisable, whether or not such investments or property be of the character permissible by fiduciaries, without being liable to any person for such retention or investment.
3. To pay all necessary expenses of administering the estate and any trust including taxes, trustees' fees, fees for the services of accountants, agents and attorneys, and to reimburse said parties for expenses incurred on behalf of the estate or any trust hereunder.
4. To determine what is principal and what is income with respect to all receipts and disbursements; to establish and maintain reserves for depreciation, depletion, obsolescence, taxes, insurance premiums, and any other purpose deemed necessary and proper by them and to partite and to distribute property of the estate or trust in kind or in undivided interests, and to determine the value of such property. The Trustee is hereby authorized and empowered to hold and invest the assets of any trust created hereunder jointly and in undivided shares or interests.

5. To perform such acts, to participate in such proceedings and to exercise such rights and privileges in respect to any property, as if they were the absolute owner thereof, and in connection therewith to enter into and execute any and all agreements binding my estate and any trust created hereunder.
6. To borrow money from such source or sources and upon such terms and conditions as my Executrix or Trustee shall determine, and to give such security therefor as my Executrix or Trustee may determine.
7. To participate in any plan of reorganization, consolidation, dissolution, redemption, or similar proceedings involving assets comprising my estate or any trust created hereunder, and to deposit or withdraw securities under any such proceedings.
8. To compromise, settle or adjust any claim or demand by or against my estate, or any trust, to litigate any such claims, including, without limitation, any claims relating to estate or income taxes, and to agree to any rescission or modification of any contract or agreement.
9. To sell, exchange, assign, transfer and convey any security or property, real or personal, held in my estate, or in any trust, at public or private sale, at such time and price and upon such terms and conditions (including credit) as my Executrix or Trustee may deem advisable and for the best interest of my estate, or any trust. I hereby waive any requirement of issuing summons, giving notice of any hearing, conducting or holding any such hearing, filing bond or other security, or in any way obtaining court authority or approval for any such sale, exchange, assignment, transfer or conveyance of any real or personal property.
10. To lease any real or personal property for such term and upon such terms and conditions and rentals and in such manner as may be deemed advisable (with or without privilege of purchase), and any lease so made shall be valid and binding for the full term thereof even though the same shall extend beyond the duration of the administration of my estate, or any trust created hereunder, all without the approval or authority of any court; and to insure against fire or other risks, to make repairs, replacements and improvements, structural or otherwise, to any real property, to improve any real property and to pay the cost out of principal.
11. Unless otherwise specifically provided, to make distributions (including the satisfaction of any pecuniary bequest) in cash or in specific property, real or personal, or in an undivided interest therein, or partly in cash and partly in other property, and to do so with or without regard to the income tax basis of specific property allocated to any beneficiary and without making pro rata distributions of specific assets.
12. To settle, adjust, dissolve, windup or continue any partnership in which I may own a partnership interest at the time of my death, subject, however, to the terms of any partnership agreement to which I am a party at the time of my death. I authorize my Executrix and Trustee to continue in any partnership for such periods and upon such terms as they shall determine. Neither my Executrix nor my Trustee shall be disqualified by reason of being a partner in such firm from participating on behalf of my estate in any dealings herein authorized to be carried on between my Executrix or Trustee and the partners of any such partnership.
13. To make any elections and to take any actions necessary in connection therewith which are available under the Internal Revenue Code of 1986, as amended, including, but not limited to, Section 2032, Section 2032A, and Section 6166.

14. To disclaim any property which my estate or any trust created hereunder may otherwise be entitled to receive and to take any and all necessary or proper actions to make and fully effectuate a qualified disclaimer or disclaimers under Internal Revenue Code Section 2518, or any similar provision which may be subsequently enacted, and under any disclaimer statute or law which may at any time be in effect under Mississippi law.

All authorities and powers hereinabove granted unto my Executrix and Trustee shall be exercised from time to time in their sole and absolute discretion and without prior authority or approval of any Court, and I intend that such powers be construed in the broadest possible manner.

In addition to the powers hereinabove specifically given to my Executrix, with respect to my estate, and my Trustee, with respect to any Trust created hereunder, I specifically give to Dean Witter Trust Company, while serving as such Trustee of any Trust created hereunder, with respect to any such Trust, the following specific powers:

- A. To invest and reinvest the Trust fund in its discretion. It is acknowledged that Trustee is an affiliate of Dean Witter Reynolds, Inc., and that when Trustee exercises such discretion, Trustee is authorized to engage the services of Dean Witter Reynolds, Inc., or any of its affiliates and to compensate them from the Trust fund. Such services include, but are not limited to, management or advice with respect to investments in mutual funds or other accounts offered or managed by affiliates, acting as broker/dealer to execute transactions and purchasing any securities currently underwritten and/or issued by affiliated corporations.
- B. To execute securities transactions without providing written confirmation thereof to any beneficiary and to execute securities transactions through any broker/dealer, including an affiliate of Trustee, at normal rates of commission.
- C. To delegate discretionary powers to agents (including those affiliated with Trustee); to employ and terminate the employment of legal counsel, accountants, brokers, investment advisors, custodians, managers, and other agents and employees, and to pay them reasonable compensation and their expenses out of the Trust fund.
- D. To retain investment advisors (including those affiliated with Trustee) and to pay the compensation and fees of such investment advisors from the Trust fund, which compensation or fees shall not be charged against the compensation of the Trustee, and to delegate to investment advisors the authority to purchase and sell particular investments.
- E. To divide or distribute principal in kind or in money, or partly in each, or by way of undivided interest, pro rata or non-pro rata, in such manner as Trustee shall deem advisable.
- F. To vote directly or by proxy at any election or stockholders' meeting, any shares of stock held hereunder including shares of any mutual fund for which Trustee, or its affiliate, is advisor.

- G. To hold any or all securities or property in Trustee's name, or as Trustee, or in the name of a nominee or nominee of an affiliate, and in accounts or deposits administered in any location by Trustee or any affiliate of Trustee. In the event the same are held in its own name or in the name of a nominee or nominees, suitable designation is to be made upon the books and records of Trustee that said securities or property are so held as part of any trusts hereunder.

It is my intention that the powers granted to Dean Witter Trust Company in its capacity as Trustee be exercised from time to time in its sole and absolute discretion and without prior authority or approval of any Court, and I intend that such powers be construed in the broadest possible manner.

#### ARTICLE TEN

##### Appointment of Executrix

I hereby appoint my wife, **FRANCES I. ROBINSON**, to be Executrix of this, my Last Will and Testament. In the event that my said wife shall predecease me, or, for any reason, shall fail to qualify or cease to act as my Executrix, then I hereby appoint my daughter, **SUSAN R. LANDRUM**, as successor Executrix of this, my Last Will and Testament, and my estate. In the event that my said daughter shall predecease me, or, for any reason, shall fail to qualify or cease to act as my successor Executrix then I appoint my son, **GEORGE H. ROBINSON, JR.**, as successor Executor of this my Will. Any reference herein to my "Executrix" shall also refer to and include my successor Executrix and successor Executor hereinabove named and I confer upon said successor Executrix and successor Executor all of the rights, powers, duties, discretions and obligations conferred upon my original Executrix hereinabove named. My Executrix and my successor Executrix and successor Executor, hereinabove named, shall serve without any bond, and I hereby waive the necessity of preparing or filing any inventory, accounting or formal appraisal of my estate.

#### ARTICLE ELEVEN

##### Appointment of Trustee

I hereby appoint **DEAN WITTER TRUST COMPANY** to be Trustee of any Trust created under this, my Last Will and Testament. If for any reason **DEAN WITTER TRUST COMPANY** shall be or become unable, unwilling or ineligible to serve as Trustee or for any reason shall discontinue its service or shall resign as Trustee, then I hereby appoint

TRUSTMARK NATIONAL BANK of Jackson, Mississippi to serve as sole successor Trustee of any Trust created hereunder.

My Trustee shall be entitled to receive, out of the income and principal of the Trust fund, compensation for its services hereunder, to be determined from time to time by the application of the schedule of fees as published by the Trustee and in effect at the time such fees are charged for trusts of a similar size and character, and in the event that the Trustee shall be called upon to render any extraordinary services, it shall be entitled to additional compensation therefor.

I acknowledge that I have received a Trustee Fee Schedule from Dean Witter Trust Company. It is further acknowledged that Dean Witter Trust Company and its affiliates are compensated by mutual funds and/or investment accounts for services rendered as investment advisor, administrator, transfer agent and underwriter and that such compensation is described in further detail in the prospectus or disclosure document for such mutual fund or investment account and is in addition to compensation received by Dean Witter Trust Company in its capacity as the Trustee hereunder.

My Trustee may resign by written instrument delivered to any beneficiary of the Trust. Upon such resignation my successor Trustee, hereinabove named, shall be appointed by its acceptance of such appointment without the necessity of any court proceeding. In case of any vacancy in the office of Trustee because of the refusal, failure or inability of my successor Trustee to serve in such capacity, then a successor Trustee may be appointed by a majority of the adult beneficiaries of the Trust or, if they cannot agree, such appointment may be made by any court having jurisdiction and any expenses of petition therefor shall be paid as an expense of the Trust directly from the Trust fund.

No successor Trustee shall be liable for the acts, omissions or defaults of prior Trustees and shall have no responsibility to examine the actions or determine omissions to act by any prior Trustee and each successor Trustee shall have responsibility only with respect to property delivered to it by the predecessor Trustee.

In the event my Trustee is unwilling or unable to act with respect to any Trust property, the Trustee shall have the power to designate in writing an individual, bank, trust department

or trust company to act as an alternate Trustee with respect to any specified Trust property. The alternate Trustee shall administer any such specified property and any income therefrom pursuant to direction by the delegating Trustee. The alternate Trustee shall have all of the Trustee powers with respect to the specified property provided for by this agreement unless otherwise limited in writing by the delegating Trustee. Any alternate Trustee may resign at any time by delivery of an instrument in writing to the delegating Trustee, and the delegating Trustee may at any time remove the alternate Trustee.

ARTICLE TWELVE

**Construction**

Where required by the context thereof, singular nouns and pronouns shall be construed as plural, plural nouns and pronouns shall be construed as singular and the gender of personal pronouns shall be construed as masculine, feminine or neuter. The terms "child", "children", "grandchild" and "grandchildren" when used herein to describe the child or children of a child of mine, i.e. my grandchildren, shall mean and refer to each natural and legally adopted child of my child. The headings used herein are for convenience only and shall not be construed or interpreted as limiting the scope of the Article to which the heading pertains. Unless the context requires otherwise, whenever the term "Trustee" or "Trustees" is used in this Will, it shall mean the Trustee or Trustees then qualified and acting as such.

IN WITNESS WHEREOF, I have hereunto affixed my signature in the presence of Jamie G. Houston, III and Lynn J. Gibbs, whom I have requested to act as subscribing witnesses hereto on this, the 1st day of May, 1996.

*George H. Robinson*  
 GEORGE H. ROBINSON

WITNESS:

*Jamie G. Houston, III*  
 Jamie G. Houston, III

*Lynn J. Gibbs*  
 Lynn J. Gibbs

We, each of the subscribing witnesses to the foregoing last Will and Testament of GEORGE H. ROBINSON, do hereby declare that we have acted as subscribing witnesses

hereto at the request of the said **GEORGE H. ROBINSON**, that he declared this instrument to be his Last Will and Testament to us; that he affixed his signature hereto in the presence of each of us; and that we have affixed our signatures hereto in his presence and in the presence of each other, all on the day and year above written; and that on this occasion the said **GEORGE H. ROBINSON** was of sound and disposing mind and memory.

WITNESS OUR SIGNATURES on this, the 1st day of May, 1996.

WITNESS:

ADDRESS:

Jamie G. Houston, III  
Jamie G. Houston, III

400 East Capitol Street, Suite 300  
Jackson, Mississippi 39201

Lynn J. Gibbs  
Lynn J. Gibbs

400 East Capitol Street, Suite 300  
Jackson, Mississippi 39201

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, **Jamie G. Houston, III**, and **Lynn J. Gibbs**, credible and competent subscribing witnesses to the foregoing instrument of writing dated the 1st day of May, 1996, purporting to be the Last Will and Testament of **GEORGE H. ROBINSON**, each of whom having been first duly sworn, state on oath that the said **GEORGE H. ROBINSON**, signed, made, published and declared said instrument as his Last Will and Testament on the 1st day of May, 1996, the date of said instrument, in the presence of these affiants; that the Testator was then of sound and disposing mind and memory, and above the age of twenty-one (21) years; that the Testator was acting voluntarily without undue influence, fraud or restraint; that the affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of **GEORGE H. ROBINSON**, and in the presence of **GEORGE H. ROBINSON**, and in the presence of each other; that the Testator at the time of the attestation was mentally capable of recognizing, and actually conscious of said act and attestation; that the subscribing witnesses were, at the time of said attestation, competent witnesses under the laws of the State of Mississippi; that at the time of said attestation the Testator, **GEORGE H. ROBINSON**, indicated to the affiants that he was a resident of and had a fixed place of residence in Madison County, State of Mississippi, and that this Proof of Will is attached to the original of that certain foregoing written instrument signed, made, published and declared by the said Testator, **GEORGE H. ROBINSON**, as his Last Will and Testament on this, the 1st day of May, 1996.

Jamie G. Houston, III  
**Jamie G. Houston, III**  
 400 E. Capitol Street, Suite 300  
 Jackson, MS 39201

Lynn J. Gibbs  
**Lynn J. Gibbs**  
 400 E. Capitol Street, Suite 300  
 Jackson, MS 39201

SWORN TO AND SUBSCRIBED before me on this, the 1st day of May, 1996.

Rolene Lowery  
 NOTARY PUBLIC

My Commission Expires July 27, 1996

MADISON COUNTY, MS. This instrument was filed for record Nov. 14, 2005

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 ARTHUR JOHNSTON, CC  
 BY A. Seiver DC

