

2006-901

LAST WILL AND TESTAMENT OF SAM BOULDIN and BOBBIE LEE BOULDIN

We, Sam Bouldin and wife, Bobbie Lee Bouldin, both residents of Madison County, Mississippi, and both being of sound and disposing mind and memory and more than eighteen years of age, do make this our LAST WILL and TESTAMENT especially revoking all prior testamentary documents.

ITEM I. We hereby nominate and appoint the survivor of this, our LAST WILL AND TESTAMENT as executor or executrix of this our last will and testament without bond, we waive an inventory and an appraisement of our estate as required by statute, and relieve said executor or executrix of all duty to account to the courts for his or her acts and doings as such, and do hereby waive all court proceedings whatever in the administration of our estate, save the probate of this, our LAST WILL AND TESTAMENT.

ITEM II. We will, devise and bequeath all our property real, personal and mixed wheresoever located to the survivor during their lifetime and after their death to the following the children, to-wit: Robert Cain, Eddie Lee Cain, Bennie Lue Bouldin, Birlean Bouldin, Sam Bouldin, Jr., Floyd Bouldin, Arthur Lee Bouldin, Earnest Bouldin, Beatrice Bouldin Hart, Judean Bouldin and LeRoy Bouldin, each to share alike.

ITEM III. In the event any of the legatees above named passes before the survivor, then in that event his or her share to go to the is/remaining legatees above named.

WITNESS OUR SIGNATURES, this 25 day of September, 1979.

**FILED**  
THIS DATE

OCT 17 2006

Sam Bouldin (WITNESS)  
SAM BOULDIN

Bobbie Lee Bouldin (WITNESS)  
BOBBIE LEE BOULDIN

ARTHUR JOHNSTON, CHANCERY CLERK

ATTESTATION CLAUSE

We, the undersigned witnesses to the Will of Sam Bouldin and Bobbie Lee Bouldin, do hereby certify that the said Sam Bouldin and Bobbie Lee Bouldin on the day they executed the foregoing will were over the age of eighteen years and of sound and disposing mind and memory; that they signed and subscribed said will and published it as their LAST WILL AND TESTAMENT in our presence and in the presence of each of us and that we at their expressed instance and request signed and subscribed said will as witnesses thereto in their presence and in the presence of each other as an attestation thereof.

WITNESS OUR SIGNATURES, this 25 day of September, 1979.

THIS DAY  
FEB 19 1982  
BILLY V. COOPER  
Chancery Clerk

Josephine Hood (WITNESS)

Patricia Brown (WITNESS)

with a

IN THE CHANCERY COURT OF MADISON COUNTY,

**FILED**  
MISSISSIPPI  
FEB 19 1982  
BILLY V. COOPER  
Chancery Clerk

In The Matter of THE LAST WILL AND TESTAMENT  
of SAM BOULDIN, DECEASED

MRS. BOBBIE LEE BOULDIN, PETITIONER

NO \_\_\_\_\_

STATE OF MISSISSIPPI  
COUNTY OF MADISON

This day personally appeared before me the undersigned authority, in and for the jurisdiction above mentioned, Josephine Hood, who being by me first duly sworn stated upon his oath that Sam Bouldin, late of Madison County, Mississippi, made published and declared his last Will and Testament on September 25, 1979 and that he was one of the attesting witnesses to the Will and that he did so at the request of the said Sam Bouldin, in his presence, and also in the presence of Patricia Brown, the other subscribing witness of said Will, that he has examined the instrument of writing attached to the Petition of Bobbie Lee Bouldin, seeking probation of said Will, and that the instrument aforesaid is the true and genuine Last Will And Testament of Sam Bouldin, deceased.

Josephine Hood

SWORN TO AND SUBSCRIBED before me this the 19 day of

February, 1982.

Billy V. Cooper  
CHANCERY CLERK

By M. Wright, D.C.

MADISON COUNTY, MS This instrument was  
filed for record October 17, 2006

Book 40 Page 700  
ARTHUR JOHNSTON, C.C.

BY L. Jones DC



Exh "03"

STATE OF MISSISSIPPI  
MADISON COUNTY  
I, Arthur Johnston, Chancery Clerk of the above  
named County and State, do certify that the foregoing  
instrument is a true and correct copy of the original.  
Witness my signature and seal of court  
This the 19 day of Feb, 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY: Kim Sellers D.C.

# Last Will and Testament

LAST WILL AND TESTAMENT

2006-921

OF

FRANCES H. BABB

I, FRANCES H. BABB, an adult resident citizen of Hinds County, Jackson, Mississippi, being of sound and disposing mind, memory and understanding and fully able and competent to make a will, and not under the restraint and influence of any person do hereby make, declare, and publish this to be my last will and testament, hereby revoking any and all other wills and codicils heretofore made by me.

I am married to JOHN J. BABB who is also referred to herein as "my husband." We have three (3) children and they are as follows:

a daughter, CAROLINE B. TROPPER, who was born on March 17, 1947; and

a daughter, NANCY B. KEEBLE, who was born on July 23, 1948.

a son (adopted), JOHN H. BABB, who was born on December 12, 1952.

**FILED**  
THIS DATE  
OCT 19 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *[Signature]* D.C.

INITIALED FOR IDENTIFICATION

*F.H.B.*

F.H.B.

They may also be referred to herein as "my daughter", "my son" or "my children". My said husband and children are now living at the time of the execution of this last will and testament and they now comprise the members of my immediate family. The word "descendants" as used in this will shall include any person hereafter born to any of my descendants. Each of the words "child", "children", and "descendants" shall be deemed to include an adopted child or adopted children, irrespective of any provisions of law establishing a contrary.

ARTICLE I.

I nominate and appoint the my husband JOHN J. BABB, as Executor of this my Last Will and Testament but if he should predecease me or be unable or unwilling to serve then the DEPOSIT GUARANTY NATIONAL shall serve as Successor Executor. My Executor shall not be required to enter into any bond to insure the faithful performance of its duties, nor be required to return to any Court any formal appraisal, inventory or accounting, including final accounting, of the administration of my Estate.

The terms "Executor", "Executrix" and "Administrator" may, where used in this Will, be used interchangeably and shall apply to

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JJB

F.H.B.





ARTICLE IV.

A. If my husband, JOHN J. BABB, shall survive me, I give, devise and bequeath to him, outright, an amount equal in value to the maximum allowable marital deduction as finally determined for federal estate tax purposes, diminished by the value for such purposes of all other items in my gross estate which pass or have passed to or for the benefit of my said husband under other provisions of this will or otherwise in such manner as to qualify for and be allowed as a marital deduction, but no greater amount than is necessary to reduce to zero or the smallest possible amount the federal estate tax payable as a result of my death, taking into account all other deductions and the unified credit and the credit for state death taxes provided, however, use of the state death tax credit does not require an increase in the state death taxes paid. In making the computation to determine such amount for the marital deduction, the final determinations in the federal estate tax proceedings shall control.

B. My Executor is authorized to satisfy said bequest in cash or in kind or partly in each; and if wholly or partly in kind, to select, transfer and convey the specific asset or assets so selected; provided, however that any assets transferred in kind to satisfy said bequest shall be valued for that purpose at their fair

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J.J.B.  
F.H.B.





2. The trustee may also, in its sole discretion, distribute income or principal to or for the benefit of any of my children who may incur an extreme financial emergency but I direct the Trustee to consider my husband as the primary beneficiary of this trust. I further direct that, before making any distributions to any of my children, the Trustee shall counsel with my husband to determine the needs of such children, but the decision of the Trustee shall be final as to the amounts and recipients of such distributions.

B. Upon my death or upon the death of my husband, whichever is the last to occur, the remaining trust estate, shall be divided into equal shares for each of my children and shall be distributed to him or her outright, free of any trust with the exception of the share for my daughter, NANCY B. KEEBLE. However, if a child of mine has died, his or her share shall be distributed to my other living descendants, per stirpes. The share for my daughter Nancy B. Keeble, including any share she might be entitled to receive as a result of the death of her brother or sister, shall be distributed to the "JOHN J. BABB IRREVOCABLE TRUST" under agreement dated October 20, 1987 for the benefit of Nancy B. Keeble.

1. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the

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any separate trust created by this instrument whenever the continued management thereof is no longer economical because of the small size of such trust, taking into consideration financial or other special advantages to the beneficiary or beneficiaries of continuing the trust estate. Upon the termination of any trust estate, the then remaining corpus and undistributed income shall be distributed outright and free of trust to the beneficiaries thereof, to a custodian named for a beneficiary under a Mississippi Uniform Transfers to Minors Act, or to the beneficiaries' legal representatives in proportion to their respective interests in the trust or share at the time of such termination. Upon such distribution and delivery, the said trust or share shall terminate and the Trustee shall not be liable or responsible to any person or persons whomsoever for so acting. The Trustee shall not be liable for failing or refusing at any time to terminate the trust or a share thereof as authorized by this paragraph.

B. Notwithstanding any provision herein to the contrary, the Trustee may, without any liability to anyone for so doing or for not so doing, retain in trust for the benefit of any beneficiary, any distribution otherwise required to be made to such beneficiary, if in the Trustee's sole discretion such beneficiary is, at the time the distribution would otherwise be required, involved in a

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lawsuit, addicted to alcohol, drugs, or other chemical substances, is a party to a pending divorce or marital separation proceeding, is in bankruptcy, has judgments pending, or is currently under suit or collection proceedings by creditors, whether or not such beneficiary is in bankruptcy proceedings. As and when the Trustee believes the beneficiary whose distribution was delayed has recovered from, has resolved, or has been relieved of such condition, the Trustee may in its sole discretion, without any liability to anyone for so doing, then make distribution to such beneficiary of the distribution which was delayed by the Trustee in accordance with this provision.

ARTICLE IX.

The trust created by this Will is a private trust. The Trustee shall not be required to obtain the order or approval of any court for the exercise of the Trustee's powers or discretions, but it may seek the aid of the court at its discretion. The Trustee shall not be required to enter into any bond or to file with any court a formal inventory, appraisement or accounting of the Trustee's administration. The Trustee shall render annual accounts to the beneficiaries or to the beneficiary's Guardian of each trust.

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J. H. B.  
F.H.B.



er may be filed with the Chancery Court in which my will is probated. Any property or interest so disclaimed shall be disposed of as if my husband had predeceased me.

ARTICLE XII.

If my husband, JOHN J. BABB, shall die simultaneously with me or under such circumstances as to render it impossible or difficult to determine who predeceased the other, I direct that I shall be deemed to have survived him. The provisions of my will shall be construed upon this assumption notwithstanding the provisions of any law establishing a different presumption of order of death or providing for survivorship for a fixed period as a condition of inheritance of property.

ARTICLE XIII.

The Trustee of the Trusts provided for in this Will may resign at any time, and shall resign if requested in writing by a majority of the living members of my family consisting of my husband and my three (3) children, by giving written notice, specifying the effective date of resignation to the beneficiaries of such trusts. The notice may be made by personal delivery or sent by registered mail. In the event that the Trustee shall resign for any reason,

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mutual fund or other investment vehicle offered, sponsored, or advised for a fee by Deposit Guaranty Corp., Deposit Guaranty National Bank, and any subsidiaries, parents or affiliates of either, or by any successor or assign of Deposit Guaranty National Bank, and any such successor's or assign's subsidiaries, parents or affiliates. This authority shall apply to banks or financial institutions that might become a successor trustee.

F. To borrow money from Deposit Guaranty National Bank, or other financial institutions or any individuals, to pay taxes; to exercise subscriptions, rights and options; to pay assessments; to accomplish any other purpose of any nature incidental to the administration of my estate and any trust established by this will; and to pledge any securities or other assets as security for such loan. This authority shall apply to banks or financial institutions that might become a successor trustee.

G. To execute and deliver oil, gas and other mineral leases containing such utilization of pooling agreements and other provisions as the Trustee deems advisable; to execute mineral and royalty conveyances; to purchase leases, royalties and any type of mineral interests; to own, hold, acquire and dispose of working interest and royalty interest in properties held in trust and to expend funds of a trust necessary with respect to the ownership of

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JFB  
F.H.B.





N. To vote in person at meetings of stock or security holders, or any adjournment of such meetings, or to vote by general or limited proxy with respect to any such shares of stock or other securities held by the Trustee.

O. To hold securities in the name of a nominee without indicating the Trust character of such holding, or unregistered, or in such form as will pass by delivery.

P. To pay, compromise, compound, settle, adjust, submit to arbitration, sell or release any claims or demands of the Trust Estate, or any Trust created hereunder, against others or of others against the same as the Trustee may deem advisable, including the acceptance of deeds of real property in satisfaction of bonds and mortgages, and to make any payments in connection therewith which the Trustee may deem advisable.

Q. To possess, manage, insure against loss by fire or other casualties, develop, subdivide, control, partition, mortgage, lease or otherwise deal with any and all real property; to satisfy and discharge or extend the term of any mortgage thereon; to execute the necessary instruments and covenants to effectuate the foregoing powers, including the giving or granting of options in connection therewith; to make improvements, structural or otherwise, or abandon the same if deemed to be worthless or not of sufficient

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J.F.B.  
F.H.B.



other person, whether inter vivos or by Last Will and Testament, if the beneficiary or beneficiaries are the same and the terms of the other Trust are substantially the same.

U. To make any distribution or division of the trust property in cash or in kind or both and allot to any separate trust or fund established hereunder an undivided interest in any part or all of the trust estate.

V. To invest trust funds in a savings or other types of accounts or certificates of deposit with any federally insured bank, including a successor trustee, or federally insured savings and loan association.

W. To hold for the benefit of any minor beneficiary of this trust or for an adult beneficiary who is incapable of handling his or her property, any personal effects, automobiles, jewelry and other objects, particularly household contents, antiques, silver, crystal and the like, that are bequeathed to any such beneficiary of this trust until the beneficiary attains the age of twenty-one (21) years or in the case of an adult beneficiary incapable of handling his or her property until such time as, in the sole discretion of the Trustee, that beneficiary is capable of handling his or her property. The Trustee shall have the authority to give

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JHB  
F.H.B.



of 26 pages, in the presence of two (2) witnesses, who have attested the same in my presence, and at my request and in the presence of each other, on this the 10<sup>th</sup> day of November, 1997.

Frances H. Babb  
FRANCES H. BABB

WITNESSES:

Lowell F. Stephens

Myra Ritchie

ATTESTATION

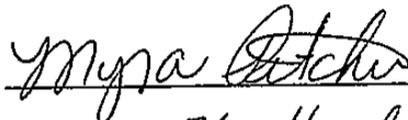
We, Lowell F. Stephens and Myra Ritchie, the subscribing witnesses to the above and foregoing last will and testament of FRANCES H. BABB, certify that the said Testatrix declared to us that the above and foregoing instrument is her true last will and testament and that she especially requested us to act as subscribing and attesting witnesses thereto; that said Testatrix signed said instrument in our presence on the day and year therein mentioned; that we signed said instrument as attesting witnesses on said day and year in the presence of said Testatrix, and in the presence of each other; and that to the personal knowledge of each of us the said Testatrix was

at such time above the age of eighteen (18) years and of sound and disposing mind, memory and understanding.

This the 10<sup>th</sup> day of November, 1997.



Address 1780 Pinehauw Dr.  
Clinton, MS 39056



Address 360 Hanley Circle  
Brandon, MS 39046

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF HINDS

We Lowell F. Stephens and Myra Ritchie on oath state that we are the subscribing witnesses to the attached written instrument dated the 10<sup>th</sup> day of November, 1997, which purports to be the Last Will and Testament of FRANCES H. BABB, who indicated to us that she is a resident of and has a fixed place of residence in the County of Hinds, 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 the 10<sup>th</sup> day of November, 1997.

[Signature]

Myra Ritchie

Subscribed and sworn to before me on this the 10<sup>th</sup> day of November, 1997.

Shirley Ducote Caldecott  
NOTARY PUBLIC

My Commission Expires:  
November 21, 1997

MADISON COUNTY, MS This instrument was  
filed for record October 19, 2006.  
Book 40 Page 702  
ARTILLER JOHNSTON, C.C.  
BY K. Sewers DC



2006-921

CODICIL

I, FRANCES H. BABB, an adult resident citizen of Madison, Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be the second codicil to the Last Will and Testament executed by me on November 10, 1997. I do hereby revoke the first codicil which was dated August 1, 2002, and I hereby make the following changes to my said Last Will and Testament.

ITEM I

The opening paragraph of my said Will states that I am resident of Hinds County, Jackson, Mississippi. I am now a resident of Madison, Madison, Mississippi and I do hereby so affirm my Madison County, Mississippi residency.

ITEM II

I hereby revoke Article V of my said Will and in lieu thereof, I hereby substitute language as follows:

A. I give, devise and bequeath all fo the rest, residue and remainder of my property of every kind and description, real and personal, tangible and intangible, wheresoever situated and howsoever held, including lapsed legacies and devises, and whether acquired before or after the execution of this Will, to AMSOUTH BANK, as Trustee, in trust for the use and benefit of my husband. The trust created in this Article shall be known as "THE JOHN J. BABB FAMILY TRUST." The Trustee shall hold, manage, invest, and reinvest the assets thereof and shall

**FILED**  
THIS DATE  
OCT 19 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *[Signature]* D.C.

administer the trust in the following manner and upon the following terms and conditions:

1. Commencing with my death, the Trustee in its sole discretion shall distribute to my husband, or apply for his benefit, during his lifetime, income or principal of the trust as the Trustee deems desirable for her maintenance, health, including any hospital or other institutional care, and for the maintenance of his accustomed standard of living at the time of my death. In the exercise of this discretion, I request that my Trustee shall generously provide for the needs of my husband within the means of the Trust Estate and considering the funds available to him from other sources.

2. The Trustee may also, in its sole discretion, distribute income or principal to or for the benefit of either of my two daughters, CAROLINE B. TROPPER or NANCY B. KEEBLE, or CATHERINE SHACKLFORD BABB DINKINS, the wife of my deceased son, JOHN H. BABB, who may incur an extreme financial emergency, but I direct the Trustee to consider my husband as the primary beneficiary of this trust. I further direct that, before making any distributions to any of the children, the Trustee shall counsel with my husband to determine the needs of such children, if he is available, but the decision of the Trustee shall be final as to the amounts and recipients of such distributions.

B. 1. Upon my death or upon the death of my husband, whichever is the last to occur, the remaining trust estate shall be divided into three (3) equal shares for my two daughters, CAROLINE B TROPPER and NANCY B. KEEBLE and CATHERINE SHACKLEFORD BABB DINKINS, the wife of my deceased son, JOHN H. BABB, and shall be distributed to them outright,

free of any trust with the exception of the share for my daughter, NANCY B. KEEBLE. However, if any of the said beneficiaries have died, her share shall be distributed to the other said surviving beneficiaries. The share for my daughter, NANCY B. KEEBLE, including any share she might be entitled to receive as a result of the death of the other two said beneficiaries, shall be distributed to the "JOHN J. BABB IRREVOCABLE TRUST" under agreement dated October 20, 1987, for the benefit of NANCY B. KEEBLE.

2. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the distribution of all trust assets, upon the death of the survivor of them, the assets shall be distributed free of this trust to my heirs at law, according to the laws of descent and distribution in effect in the State of Mississippi at the time of my death; provided, however, if any such heirs at law shall become entitled to distribution of all or any portion of the trust estate hereunder and such person shall be under the age of twenty-one (21) years, his or her share shall be vested in him or her, but distribution thereof shall be postponed until he or she attains such age. However, the Trustee shall, during each person's minority, distribute to or for the benefit of any such person income and principal from the retained share as the Trustee considers necessary of his or her support, education, medical care, and welfare and may add to principal any income not so expended

### ITEM III

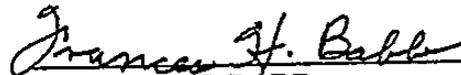
The DEPOSIT GUARANTY NATIONAL BANK is named as Executor and Trustee in my said Will. Since the date of that Will, DEPOSIT GUARANTY NATIONAL BANK through mergers has been succeeded by AMSOUTH BANK. All references in my said Will to DEPOSIT

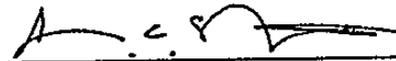
B 40 P 732

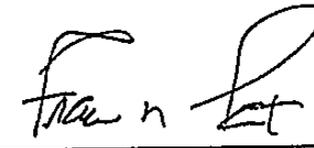
GUARANTY NATIONAL BANK shall now be to AMSOUTH BANK.

In all other respects, I hereby ratify and confirm all of the provisions of my said Last Will and Testament dated November 10, 1997.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this instrument to be the second Codicil to my Last Will and Testament this the 13<sup>th</sup> day of October, 2004.

  
FRANCES H. BABB

  
WITNESS

  
WITNESS

ATTESTATION

We, Frank R and Craig C. Stephens the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by FRANCES H. BABB, as her second Codicil to 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, hereunto affixed our signatures as subscribing witnesses thereto, this the 13<sup>th</sup> day of October, 2004.

FRANK W. PARROT

Address 1468 Mossburne Dr.

JACKSON, MS 39211

CRAIG C. STEPHENS

Address 102 Chestnut Dr.

Clinton, MS 39056

PROOF OF CODICIL

STATE OF MISSISSIPPI

COUNTY OF Hinds

We Frank U. Parent and Craig C. Stephens on oath state that we are the subscribing witnesses to the attached written instrument dated the 13<sup>th</sup> day of October, 2004, which purports to be the second Codicil to the Last Will and Testament of FRANCES H. BABB, who indicated to us that she is a resident of and has a fixed place of residence in the City of Madison, 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 a Codicil to 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 the 13<sup>th</sup> day of October, 2004.

Frank U. Parent

Craig C. Stephens

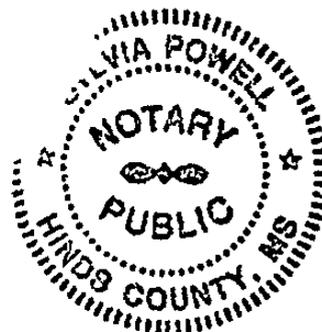
Subscribed and sworn to before me on this the 13<sup>th</sup> day of October, 2004.

Sylvia Powell  
NOTARY PUBLIC

My Commission Expires:  
COMMISSION EXPIRES FEBRUARY 2, 2006

MADE IN MISSISSIPPI COUNTY, MS. This instrument was  
filed in record October 19, 2006

Book 40 Page 729  
ARTHUR JOHNSON, C.C.  
BY K. Siemers DC



LAST WILL AND TESTAMENT

OF

EDWILL RICHARD TRIPLETT

**FILED**  
 THIS DATE  
 OCT 20 2006  
 ARTHUR JOHNSTON, CHANCERY CLERK  
 BY *Kim Stivers* D.C.

I, the undersigned, **EDWILL RICHARD TRIPLETT**, an adult resident citizen of Madison County, Mississippi, being above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all previous wills or codicils thereto heretofore made by me.

ITEM I

I hereby name, constitute and appoint my son, **MICHAEL E. TRIPLETT** as Executor of this my Last Will and Testament. I direct that he be allowed to act in the capacity as Executor without the necessity of posting any type of bond to insure the faithful performance of his duties. Further, I hereby waive inventory, appraisal, and accounting of all assets of my estate. In the event that **MICHAEL E. TRIPLETT** predeceases me, or is unwilling, unable, or incompetent to act as Executor of this my Last Will and Testament, I then hereby name, constitute and appoint my daughter, **DEBORAH LYNN TRIPLETT AMOS** as an alternate Executrix, with the same terms and conditions imposed upon her as were previously imposed upon my son, **MICHAEL E. TRIPLETT**.

ITEM II

I hereby direct the Executor of this my Last Will and Testament to pay all my just debts which may be probated, registered or allowed against my estate as soon after my death as is practical, prior to distribution of the assets of my estate.

ITEM III

I hereby give, devise and bequeath all property owned by me at the time of my death, whether the same is real, personal or mixed, and wheresoever the same may be situated, to my children, **DEBORAH LYNN TRIPLETT AMOS, MICHAEL E. TRIPLETT, and RICHARD H. TRIPLETT**, in equal shares, share and share alike.

ITEM IV

I specifically make no provision herein for my daughter, **CYNTHIA TRIPLETT GARRARD**.

*E. R. J.*

I specifically make no provision for my wife, and, in exchange, by agreement, my wife will make no provisions for me in her Last Will and Testament, as both of us have children born and raised during our previous marriages

IN WITNESS WHEREOF I have hereunto set my hand on this, the 27th day of June, 2006.

Edwill R Triplett  
EDWILL RICHARD TRIPLETT

CERTIFICATE OF WITNESSES

WE, the undersigned subscribing witnesses to the Last Will and Testament of EDWILL RICHARD TRIPLETT, do hereby certify that we witnessed his signature on said instrument at his special instance and request, in his presence, and in the presence of each other. We further certify that when he signed the Last Will and Testament, EDWILL RICHARD TRIPLETT was above the age of twenty-one years and of sound and disposing mind and memory.

WITNESS OUR SIGNATURES on this, the 27th day of June, 2006.

Susan C. Phillips WHOSE ADDRESS IS: P.O. Box 542  
Filona MS 39071

Carol M. Kutz WHOSE ADDRESS IS: P.O. Box 319  
Filona MS 39071

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
EDWILL RICHARD TRIPLETT, DECEASED

CIVIL ACTION NO. 2006-891

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

1. This Affiant is one of the Subscribing Witnesses to an attached instrument of writing purporting to be the Last Will and Testament of EDWILL RICHARD TRIPLETT, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament dated the 27th day of June, 2006.

2. That on the 27th day of June, 2006, EDWILL RICHARD TRIPLETT signed, published and declared the instrument of writing as his Last Will and Testament, in the presence of the undersigned Affiant, and also in the presence of RONALD M. KIRK, the other Subscribing Witness to the instrument.

3. That EDWILL RICHARD TRIPLETT was then and there of sound and disposing mind and memory and well above the age of twenty-one years.

4. That this Affiant and RONALD M. KIRK subscribed and attested said instrument, as witnesses to the signature and publication thereof, and at the special instance and request of, and in the presence of the said EDWILL RICHARD TRIPLETT, and in the presence of each other.

5. And further, your Affiant says naught.

Susan C. Phillips  
SUSAN C. PHILLIPS

SWORN TO AND SUBSCRIBED BEFORE ME on this the 6th day of October, 2006.

Dulma Ross  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

7-14-09



**FILED**  
 THIS DATE  
 OCT 20 2006  
 BY *Arthur Johnston* CHANCERY CLERK  
 D.C.

LAST WILL AND TESTAMENT

2006-917

OF

VIRGIL LEVERETTE HAYES

I, **VIRGIL LEVERETTE HAYES**, an adult resident of Madison County, Mississippi, being over the age of eighteen (18) years and of sound and disposing mind and memory, do hereby make, declare and publish this to be my Last Will and Testament, hereby expressly revoking all former wills and codicils made by me at any time heretofore. My wife, Nancy R. Hayes, born June 23, 1941, and my children, Deborah H. Ozborn, born July 14, 1959, Dianne H. Smith, born December 13, 1962, and Catherine A. Hayes, born July 20, 1967 are living at the time of execution of this will.

I.

I hereby appoint my wife, **NANCY R. HAYES**, as Executrix of this my Last Will and Testament, and it is my desire that my Executrix shall have full and complete power and authority to do and to perform any act deemed by her to be in the best interest of my estate. Should my wife, **NANCY R. HAYES** predecease me or should she be unable or unwilling to serve as Executrix, then I appoint my brother, **FRANCIS EDWARD HAYES**, as Executor of my Estate. I hereby direct that no bond be required of the Executrix or Executor, whichever the case may be, and I further waive the necessity of filing an inventory or having a formal accounting.

II.

I hereby give, devise and bequeath unto my daughters, **DEBORAH H. OZBORN, DIANNE H. SMITH AND CATHERINE A. HAYES**, in equal parts, share and share alike, all the land and real property owned by me at the time of my death, as well as any interest in oil, gas or other mineral rights. It is my intention and I do hereby give devise and bequeath to my three daughters, my present home and lot located at 989 Endris Road, Canton, Mississippi 39046, my former home and lot located at 631 N Kathy Circle, and all my interest in farm or agricultural land located in Madison County, Mississippi and any other land or interest therein that I may own wherever the same may be situated. Should any of the above daughters predecease me, then her entire interest shall go to the surviving issue, if any, of such deceased daughter, and if there be no surviving issue then to my remaining daughters, share and share alike.

Initial *LGH*

B 40 P 740 III.

I give my entire interest in my household goods, furnishings, tools, automobiles, jewelry, clothing and articles of personal nature not otherwise disposed of in this Will by specific bequest to my wife, **NANCY R. HAYES**.

IV.

I hereby give and bequeath to my grandson, **JUSTIN TODD SMITH**, all of the guns and firearms owned by me at the time of my death.

V.

I hereby give and bequeath to my daughter, **CATHERINE A. HAYES**, all of my shares of stock in Merck and Company, Inc.

VI.

I hereby give, devise and bequeath unto my wife, **NANCY R. HAYES**, all of the rest, residue and remainder of my estate including stocks, bonds, bank accounts, and life insurance policies which I own at the time of my death.

VII.

If my wife should predecease me, or we should die simultaneously, then I hereby give, devise and bequeath all the rest and residue of the property comprising my estate, of whatsoever kind or character and wheresoever situated, to my children, **DEBORAH H. OZBORN, DIANNE H. SMITH, AND CATHERINE A. HAYES**, equally, outright, per stirpes. In the event any of my said children shall not be living at the time this distribution is required, the entire interest of such deceased child shall be distributed outright to the surviving issue, if any, of such deceased child and, if there shall be no surviving issue, of such deceased child, then to my surviving daughters, share and share alike.

VIII.

I hereby request that **Lloyd G. Spivey, Jr.**, be the attorney for my estate.

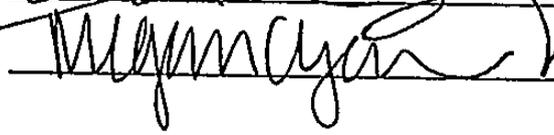
IN WITNESS WHEREOF, I, **VIRGIL LEVERETTE HAYES**, have hereunto set my signature on, and published and declare this to be my Last Will and Testament on this the 4 day of January, 2006, in the presence of two witnesses who

Initial VLH

have each signed as witnesses at my request, in my presence and in the presence of each other.

  
VIRGIL LEVERETTE HAYES

WITNESSES:

Initial VLH

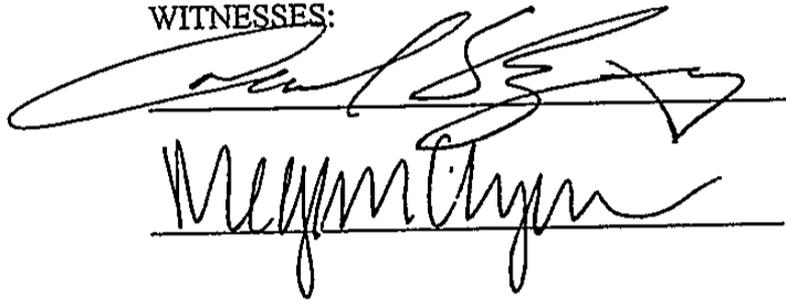
B 40 P 742

ATTESTATION CLAUSE

WE, each of the subscribing witnesses to the Last Will and Testament of VIRGIL LEVERETTE HAYES, do hereby certify that said instrument was signed in the presence of each of us, and that said VIRGIL LEVERETTE HAYES declared the same to be his Last Will and Testament in the presence of each of us, and that we signed as subscribing witnesses to the said Will at the request of VIRGIL LEVERETTE HAYES, in his presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 4<sup>th</sup> day of January, 2006

WITNESSES:



Initial

FLH

AFFIDAVIT OF WITNESSES

B 40 P 743

STATE OF MISSISSIPPI  
COUNTY OF MADISON

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned duly commissioned and qualified Notary Public, acting within and for the State and County, Daniel S. Spivey and Megan C. Lyon, respectively, whose names appear as subscribing witnesses to the foregoing and attached instrument of writing and who after having been duly sworn, say on oath that on the 4<sup>th</sup> day of January 2006, **VIRGIL LEVERETTE HAYES**, in their presence, signed his name thereto, and in their presence declared the same to be his Last Will and Testament; that at his request, in their presence, and in the presence of each other, the said Affiants subscribed their names thereto as witnesses to its execution and publication; that the said **VIRGIL LEVERETTE HAYES**, on the 4<sup>th</sup> day of January, 2006, was of lawful age, was of sound and disposing mind and memory, and there was no evidence of undue influence.

[Signature] residing at 1427 Sunset Drive  
 Canton, MS 39046  
[Signature] residing at 224 Country Club Rd  
 Canton, MS 39040

SWORN TO AND SUBSCRIBED BEFORE ME, this the 4<sup>th</sup> day of January, 2006.

[Signature]  
NOTARY PUBLIC  
My Commission Expires May 20, 2007

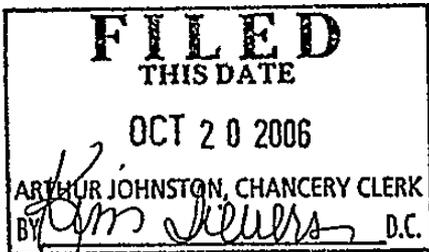
(SEAL)

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MADISON COUNTY, MS. This instrument was  
filed for record October 20, 2006.  
Book 40 Page 739  
ARTHUR JOHNSTON, C C  
BY K. Jewers D.C.



Initial DS



LAST WILL AND TESTAMENT

2006-938

OF

J. PASCHAL FOSTER

*J. Paschal Foster*  
I, J. Paschal Foster, a resident of Shreveport, Caddo Parish, Louisiana, being of full age, of sound and disposing mind and memory and not under restraint, do hereby make, publish and declare this to be my last will and testament. I hereby revoke all wills and codicils which I have made heretofore.

## ARTICLE 1

1.1 I have been married only one time, and then to Rosalind Bennett Foster, who died on May 16, 1995. Of my marriage to Rosalind Bennett Foster, only three children have been born, namely, Stephen K. Foster on June 25, 1949; Philip T. Foster on September 30, 1952 and Patrice F. Turner on October 19, 1953. I am the father of no other children and have never adopted anyone.

1.2 As herein used, any gender shall include all genders, words used in the singular may include the plural, or the plural may be read as the singular, the term my "estate" shall mean the property, rights and obligations subject to this will that I leave after my death, including, without limitation thereto, my property, rights and obligations as they exist at the time of my death, as well as those accruing after my death, the term "give" shall, where appropriate, include the terms "devise" and "bequeath, the term "executor" shall include every duly qualified executor of this my will, while so acting, with respect to everything under his administration, any reference to a bank, trust company or other corporation entity shall include its successor or successors by merger, conversion or consolidation and the terms "child,"

*J. Paschal Foster*

*J. Paschal Foster*  
 "children" and "descendants" or words of similar import shall include those adopted.

1.3 I intend by this my will to dispose of all property subject thereto belonging to me at the time of my death, of whatever nature or kind, wherever located and however acquired, whether now owned by me or hereafter acquired. Disposition of the proceeds of life insurance policies on my life and payments due under pension or retirement plans (including, without limitation thereto, Individual Retirement Arrangements (IRA's)), shall be governed by the terms of such policies or plans to the fullest extent allowed by law.

#### ARTICLE 2

2.1 I nominate, constitute and appoint Patrice F. Turner executrix of this, my last will and testament, with full seizin and without bond. If Patrice F. Turner fails to qualify or, after qualifying, ceases to act for any reason as my executrix, I appoint Philip T. Foster executor hereunder, with full seizin and without bond. If both of said nominees shall fail to qualify, or, after qualifying, shall cease to act for any reason as my executor, I appoint Stephen K. Foster executor hereunder, with full seizin and without bond.

2.2 Any person appointed as executor by me, while acting as executor, shall have with respect to everything subject to his administration, whether under the laws of the State of Louisiana or elsewhere, all power and authority provided or allowed by the applicable laws. Particularly, but without limitation thereto, such executor shall have full power and authority to sell assets of the estate to pay debts, taxes or expenses, or to effect distribution, or for any other purpose reasonably related to his administration of my estate, together with full power and authority to refuse, renounce or disclaim any legacy, donation or

*J. Paschal Foster*

*J. Paschal Foster*

inheritance, other than those from me to others, in the same manner and to the same full extent as I would have had if living and to make any election required by the Federal Estate tax laws as they may exist at the time of my death. I declare that my executor shall have no liability arising out of any such refusal, renunciation, disclaimer or election and agree to defend and hold him harmless against any such liability.

2.3 With respect to everything in my estate that shall be subject to administration in any jurisdiction other than the State of Louisiana, my executor named herein or appointed as such by a court of competent jurisdiction shall be sole, independent executor hereunder with respect to such portions of my estate, and, insofar as is possible under the laws of that jurisdiction, no action shall be had in any court in any such jurisdiction in relation to the settlement of my estate other than the probating and recording of this my will and the return of inventory, appraisement and list of claims of my estate.

2.4 I regard as my just debts and authorize and direct my executor to pay any and all written subscriptions, pledges or promises to pay made by me to or in favor of any charitable, religious or educational group or body which remain unsatisfied at my death.

2.5 I direct my executor to pay from my estate all of my just debts, all expenses of my last illness, funeral and interment and all the expenses of the probate of this will and the administration of my succession, but nothing herein shall be deemed to require the prepayment or acceleration of maturity of any debt owed by me at the time of my death. All costs of shipping, preparation for shipping and insuring items bequeathed under this will shall be paid as administration expenses of my estate and shall not be charged to the legatees receiving those items.

*J. Paschal Foster*

*J Paschal Foster*

ARTICLE 3

3.1 I give all of the property belonging to me at the time of my death, whether movable or immovable, corporeal or incorporeal and wheresoever situated, (hereinafter referred to as "my Estate") to my children who survive me, in equal shares if more than one shall survive me, or, if only one shall survive me, then entirely to such survivor; provided that, if any child of mine shall predecease me leaving descendants living at the time of my death, then I bequeath that portion of my Estate to which such child would have been entitled under this provision of my will had he or she survived me to such descendants of such predeceased child, per stirpes.

ARTICLE 4

4.1 I have made provision herein for any children I now have and all children of mine who may survive me, and the birth of a child of mine, or the adoption of a child by me, hereafter shall not revoke this will.

4.2 If my death and that of any legatee or devisee hereunder shall occur under any circumstances causing doubt as to which of us survived the other and there is no sufficient evidence that we have died otherwise than simultaneously, then for all purposes hereunder I shall be deemed to have survived said legatee or devisee, and all of my property shall be distributed hereunder in the same manner and to the same beneficiaries as if I had so survived, notwithstanding the provisions of any law establishing a different order of death.

4.3 Each object, term and provision of this will shall be treated as separate and distinct from each and every other object, term and provisions hereof, to the end that no term or provision of this will shall be deemed or declared illegal, invalid or unenforceable by reason of the illegality, invalidity or

*J Paschal Foster*

*J. Paschal Foster*  
 unenforceability of any other term or terms, provision or provisions, of this will, and, in the event one or more of the terms or provisions of this will shall be declared or adjudged illegal, invalid or unenforceable, each and every other term or provision of this will shall continue and remain in full force and effect for all purposes, to all intents, as if the term or terms, provision or provisions, so declared or adjudged to be illegal, invalid or unenforceable had never been contained in this will. Should any provision or provisions of this will be declared or adjudged to be illegal, invalid or unenforceable for any reason, then the executor or trustee may seek and obtain from any court of competent jurisdiction instruments, orders or decrees for the purpose of carrying out as nearly as may be possible the purposes of this will, as shown by the terms herein, including the terms, words or provisions declared or adjudged to be illegal, invalid or unenforceable.

4.4 To the fullest extent allowed by applicable law, all legacies provided for in this my will are made subject to the suspensive condition that the legatee shall survive me for a period of thirty (30) days, to the end that should any such legatee fail to survive me for a period of thirty (30) days, he shall be deemed, for the purposes of this will, to have predeceased me.

IN WITNESS WHEREOF, I publish, sign and declare this instrument, consisting of five (5) and a fraction pages of typewritten material, including the one containing the signatures of the testator and witnesses (each signed by me), as my last will and testament, in the presence of the Notary Public and the three

*J. Paschal Foster*

*J. Paschal Foster*

witnesses hereinafter named and undersigned at Shreveport, Louisiana, on this 9th day of October, 1995.

*J. Paschal Foster*  
J. Paschal Foster

Signed on each page and at the end, as hereinabove shown, by J. Paschal Foster, testator above named, and declared by said testator to be his last will and testament, all in the presence of the undersigned Notary Public and three witnesses, and said testator and said Notary Public and three witnesses at his request, each in the presence of the others, have hereunto subscribed their names on this 9th day of October, 1995, in the Parish of Caddo, State of Louisiana, within and for which the undersigned Notary Public is duly commissioned, qualified and sworn.

*J. Paschal Foster*  
Testator

*Nelle A. Barlow*  
Witness

*Adrienne D. Savell*  
Witness

*Judith H. Kruppendorf*  
Witness

*Paula Hazelrig Hickman*

NOTARY PUBLIC in and for  
Caddo Parish, Louisiana.

PAULA HAZELRIG HICKMAN, NOTARY PUBLIC  
Caddo Parish, Louisiana  
My Commission is for Life

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF J. PASCHAL FOSTER

CAUSE NO. 2006-938

PATRICE F. TURNER, PETITIONER

AFFIDAVIT OF SUBSCRIBING WITNESS

**FILED**  
THIS DATE  
**OCT 20 2006**  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY \_\_\_\_\_ D.C.

STATE OF LOUISIANA

COUNTY OF CADDO

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Judith H. Krippendorf, who by me being first duly sworn, deposes and states on oath that she is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of J. Paschal Foster; that said J. Paschal Foster signed, published and declared said instrument to be his Last Will and Testament on October 9, 1995, in the presence of this affiant, Nelle A. Barlow, and Adrienne D. Savell, the other subscribing witnesses to said instrument; and that said Testator was then of sound and disposing mind and memory, and over the age of eighteen (18) years; that this affiant, Nelle A. Barlow, and Adrienne D. Savell 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.

The original of said Last Will and Testament is attached to this affidavit and this affidavit is executed by this affiant in proof of said Last Will and Testament, and for the purpose of probating the same in the Chancery Court of Madison County, Mississippi.

Judith H. Krippendorf  
JUDITH H. KRIPPENDORF

SWORN TO AND SUBSCRIBED before me, this the 2nd day of October, 2006.

Virginia E. McKnight  
NOTARY PUBLIC

My Commission is for Life

VIRGINIA E. McKNIGHT, 7696  
Notary Public in and for  
Caddo & Bossier Parish, Louisiana  
My Commission is for Life

Jackson 1647605v 1

MADISON COUNTY, MS This instrument was  
filed for record October 20, 2006  
Book 40 Page 744  
ARTHUR JOHNSTON, C C  
BY R. Savell D C



#2006-916

**FILED**  
THIS DATE  
OCT 20 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Sacey T. [Signature]* D.C.

LAST WILL  
OF  
VIRGINIA SMITH

WELLS MARBLE & HURST, PLLC  
Post Office Box 131  
Jackson, Mississippi 39205-0131  
Telephone: (601) 355-8321

# Last Will and Testament

OF

VIRGINIA SMITH

Introductory Clause. I, VIRGINIA SMITH, a United States citizen and a resident of and domiciled in the County of Madison and State of Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils at any time heretofore made by me.

I declare that I am single. I have no children or descendants.

## ITEM I.

Naming an Individual Executor. I hereby nominate, constitute, and appoint as Executor of this my Last Will and Testament my friend, JULIUS ERNEST "BO" BURGHARD. If BO should fail to qualify as Executor hereunder, or for any reason should cease to act in such capacity, I nominate, constitute and appoint my nephew, COLTON M. SMITH, III, as successor Executor. To the extent permissible by law, I waive any requirement that my Executor and any successor Executor post bond, make a formal appraisal, provide an inventory, or file an accounting for my estate with any Court. No persons paying money or delivering property to my Executor shall be required to see to its application.

## ITEM II.

Direction to Pay Debts, Administration Expenses and Death Taxes. I direct that all my legally enforceable debts, secured and unsecured, be paid as soon as practicable after my death; provided, however, that my Executor shall specifically be authorized to pay any debt of my estate which does not exceed \$300 without the necessity of probating said debt. I further direct that 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 be paid 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. If at the time of my death any of the real property herein devised is subject to any mortgage, I direct that the devisee taking such mortgaged property shall take it subject to such mortgage and that the devisee shall not be entitled to have the obligation secured thereby paid out of my general estate. 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 extend the normal statute of limitations for the

payment of my debts or enlarge upon my statutory duty to pay debts. My Executor shall pay any and all estate and inheritance taxes payable by reason of my death out of that portion of my residuary estate which does not qualify for the charitable deduction, without apportionment, regardless of whether such taxes are attributable to property included in my probate estate or to property passing outside of my estate either by operation of law, by contract or otherwise. However, I specifically do not waive the right of my Executor to recover such taxes paid from my probate estate as provided in Sections 2206, 2207, 2207A and 2207B of the Internal Revenue Code.

### ITEM III.

Specific Bequests and Devises. I give, devise and bequeath unto the following persons and institutions the money or property set out below, to wit:

- A. To each of my nephews, COLTON M. SMITH, III, BEVERLY E. SMITH, JR. and THOMAS D. SMITH, or their issue, per stirpes, One Hundred (100) shares of BellSouth Stock, or its successor.
- B. To the MISSISSIPPI ANIMAL RESCUE LEAGUE, Jackson, Mississippi, the sum of Five Thousand Dollars (\$5,000.00).
- C. To my yard man, LEO GRAY, the sum of Five Thousand Dollars (\$5,000.00).
- D. To my domestic help, LENORA MALLOY, the sum of Two Thousand Dollars (\$2,000.00).
- E. To W. R. KIMES, of East Point, Georgia, my antique mantle clock.
- F. To the SALVATION ARMY, Jackson, Mississippi, all the rest of my tangible personal property, but excluding my automobile.
- G. To my mechanic, WAYNE THOMAS, of Wayne Thomas Service Station, Jackson, Mississippi, a right of first refusal to purchase my home and lot at Lake Cavalier at its appraised value. My Executor shall cause this property to be appraised by a licensed real estate appraiser for this purpose, and the appraiser's fee shall be an expense of administration.

### ITEM IV.

Disposition of Residuary Estate. I give, devise and bequeath the rest, residue and remainder of my estate (including lapsed legacies and devises, but excluding property over which I may have a power of appointment, it being my intent not to exercise such power) wherever situate and whether acquired before or after the execution of this Will, to the UNIVERSITY OF MISSISSIPPI DEVELOPMENT FOUNDATION, the EPISCOPAL DIOCESE OF MISSISSIPPI and JULIUS ERNEST "BO" BURGHARD, share and share alike. If BO predeceases me, his share shall be added to the shares of the other residuary beneficiaries on a pro rata basis. The charitable bequests shall be used by the recipients' governing bodies as they may determine in their sole discretion, unless I have entered into a separate agreement

with a recipient concerning the use of such funds. My Executor may make distributions or divisions in cash or in kind or partly in each without regard to the income tax basis of such asset. For such purposes, any asset distributed in kind shall be valued at its value as of the date or dates of distribution. I instruct that all of my charitable gifts and bequests shall be made, to the extent possible, from property which constitutes "income in respect of a decedent" to my estate as provided in Section 691 of the Internal Revenue Code.

ITEM V.

Powers for Executor. By way of illustration and not of limitation and in addition to any inherent, implied or statutory powers granted to Executors generally, my Executor is specifically authorized and empowered with respect to any property, real or personal, at any time held under any provision of this my Will to exercise all the powers in the management of my Estate which any individual could exercise in the management of similar property owned in his or her own right, upon such terms and conditions as to my Executor may seem best, and to execute and deliver any and all instruments and to do all acts which my Executor may deem proper or necessary to carry out the purposes of this my Will. Without in any way limiting the generality of the foregoing, 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.

ITEM VI.

Facility of Payment Provision. During the minority or incapacity of any beneficiary to or for whom property of my estate is to be distributed, my Executor may pay, transfer or assign same in any one or more of the following ways: (1) directly to the beneficiary; (2) to the legally appointed guardian of the beneficiary; (3) to a custodian under the Uniform Gifts to Minors Act or the Uniform Transfers to Minors Act of either the state in which the donee or the custodian resides; (4) by additions to existing trusts; (5) to some relative or friend for the health, education, support and maintenance of the beneficiary; (6) by my Executor using such amounts directly for the beneficiary's health, education, support and maintenance.

Testimonium Clause. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 9<sup>th</sup> day of May, 2001.

Virginia Smith  
VIRGINIA SMITH

Attestation Clause. The foregoing Will, consisting of this and the preceding Three (3) pages bearing on the margin the initials of the Testatrix was this 9<sup>th</sup> day of May, 2001, signed, sealed, published and declared by the Testatrix as and for her Last Will and Testament 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 on the above date.

R. James Young  
Witness R. James Young  
Residing at: 758 Arlington St.  
Jackson, MS 39202

Evangeline Moser  
Witness Evangeline Moser  
Residing at: 1641 Suzanna Drive  
Raymond, MS 39154

PROOF OF WILL

We, R. James Young and Evangeline Moser,

being duly sworn according to law on oath state:

Each of us is a subscribing witnesses to the attached written instrument dated May 9, 2001, which purports to be the Last Will and Testament of VIRGINIA SMITH, the 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.

R. James Young  
Witness

Residing at: 758 Arlington St.  
Jackson, MS 39202

Evangeline Moser  
Witness

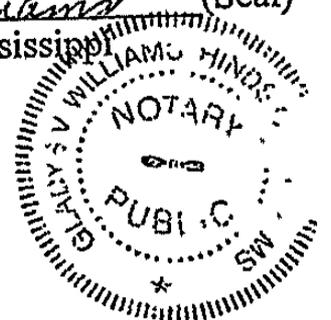
Residing at: 1641 Suzanna Dr.  
Raymond, MS 39154

STATE OF MISSISSIPPI  
COUNTY OF Hinds

Subscribed and sworn to before me, the undersigned Notary Public, on this the 10<sup>th</sup> day of May, 2001.

Gladys V. Williams (Seal)  
Notary Public for Mississippi

My Commission Expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES MAY 5, 2003  
BONDED THROUGH STEGALL NOTARY SERVICE  
F:\Data\CLIENT\Smith.virWill.wpd



#2006-916

**FILED**  
THIS DATE  
OCT 20 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Stacy Tolson* D.C.

**First Codicil to**  
**Last Will and Testament**  
**of**  
**Virginia Smith**

WELLS MARBLE & HURST, PLLC  
Post Office Box 131  
Jackson, Mississippi 39205-0131  
Telephone: (601) 355-8321

**First Codicil to**  
**Last Will and Testament**  
**of**  
**Virginia Smith**

Introductory Clause. I, VIRGINIA SMITH, a United States citizen and a resident of Madison County, Mississippi do hereby make, publish and declare this to be the First Codicil to my Last Will and Testament dated May 9, 2001.

FIRST

Amendment of an Item. I do hereby amend Item III of my Last Will and Testament dated May 9, 2001, so that after amendment it will read as follows:

ITEM III.

Specific Bequests and Devises. I give, devise and bequeath unto the following persons and institutions the money or property set out below, to wit:

- A. To each of my nephews, COLTON M. SMITH, III, BEVERLY E. SMITH, JR. and THOMAS D. SMITH, or their issue, per stirpes, One Hundred (100) shares of BellSouth Stock, or its successor.
- B. To the MISSISSIPPI ANIMAL RESCUE LEAGUE, Jackson, Mississippi, the sum of Five Thousand Dollars (\$5,000.00).
- C. To W. R. KIMES, of East Point, Georgia, my antique mantle clock.
- D. To my neighbor and care giver, NANCY BAUMANN, the sum of Twenty Five Thousand Dollars (\$25,000.00).
- E. To my great nephew, THOMAS WHITMAN SMITH, the sum of Ten Thousand Dollars (\$10,000.00), and my carved oriental chest.
- F. To the SALVATION ARMY, Jackson, Mississippi, all the rest of my tangible personal property, but excluding my automobile.
- G. To my mechanic, WAYNE THOMAS, of Wayne Thomas Service Station, Jackson, Mississippi, a right of first refusal to purchase my home and lot at Lake Cavalier at its appraised value. My Executor shall cause this property to be appraised by a licensed real estate appraiser for this purpose, and the appraiser's fee shall be an expense of administration.

Republication of Will as Amended. I hereby republish and reaffirm my Last Will and Testament as herein modified, amended and supplemented by this First Codicil as if such Will were set out here in full and do incorporate it by this reference thereto, and do hereby republish and declare my Last Will and Testament as amended, modified and supplemented as my Last Will and Testament.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 7<sup>th</sup> day of April, 2006.

Virginia Smith  
VIRGINIA SMITH

Attestation Clause. The foregoing Codicil, consisting of this and the preceding page, was signed, sealed, published and declared by VIRGINIA SMITH as and for the First Codicil to her Last Will and Testament and she did also republish and reaffirm her Last Will and Testament as by this First Codicil amended as and for her Last Will and Testament 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 on the above date.

James Young of 148 Woodland Circle  
Jackson, MS 39216  
(address)  
Constance Webb of 102 Greenfield Dr.  
Madison, MS 39110  
(address)

PROOF OF FIRST CODICIL

We, R. JAMES YOUNG and CONSTANCE WEBB, being duly sworn according to law on oath state:

Each of us is a subscribing witness to the attached written instrument dated April 7, 2006, which purports to be the First Codicil to Last Will and Testament of VIRGINIA SMITH, the 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 First Codicil to 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.

R James Young  
(Witness)

residing at: 148 Woodland Circle

Jackson, MS 39216

Constance Webb

(Witness)

residing at: 102 Briarfield Dr

Madison, MS 39110

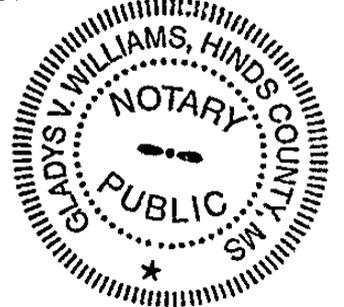
STATE OF MISSISSIPPI  
COUNTY OF Hinds

Subscribed and sworn to before me, the undersigned Notary Public, on this the 7<sup>th</sup> day of April, 2006.

Gladys V Williams  
NOTARY PUBLIC

My Commission Expires:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES MAY 5, 2007  
BONDED THRU STEGALL NOTARY SERVICE

First Codicil to Last Will of Virginia Smith Page 3



MADISON COUNTY, MS This instrument was filed for record October 2006

Book 40 Page 751  
ARTHUR JOHNSTON, C.C.

LAST WILL AND TESTAMENT

B 40 P 761

**FILED**  
THIS DATE  
OCT 26 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Shultz* D.C.

OF

ALMA VAN HOOK COX

2006-923

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

ITEM 1

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

ITEM 2

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

ITEM 3

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

ITEM 4

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

*AVC*

ITEM 5

Any cash, bonds, bank accounts, savings accounts, securities, or other such similar property which I own outright, and which are not by their terms payable to another person, shall be paid to my daughter, JANET MERLE CONNORS of Atlanta, Georgia, and my son, JOHN JOSEPH CONNORS, III, of Falls Church, Virginia, per stirpes.

ITEM 6

I hereby devise the home that I live in at the time of my death, along with any real property I may own, wherever situated, to my daughter, JANET MERLE CONNORS of Atlanta, Georgia, and my son, JOHN JOSEPH CONNORS, III, of Falls Church, Virginia, per stirpes.

ITEM 7

I hereby give, bequeath and devise to my daughter, JANET MERLE CONNORS of Atlanta, Georgia, all of my jewelry and my silver Rosepoint flatware. I hereby give bequeath and devise to my son, JOHN JOSEPH CONNORS, III, of Falls Church, Virginia, my Hong Kong bar and my silver Lansdown flatware.

ITEM 8

I hereby give, bequeath and devise all the rest, residue and remainder of my estate, in whatever amount and in whatever form, to my daughter, JANET MERLE CONNORS of Atlanta, Georgia, and my son, JOHN JOSEPH CONNORS, III, of Falls Church, Virginia, per stirpes. Should any of the individual beneficiaries named herein fail to survive me, the legacy, bequest or devise to such individual shall lapse, and the same shall become a part of my residuary estate herein disposed of.

ITEM 9

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

ITEM 10

If I shall leave a signed memorandum with my Will pertaining to the disposition of all or any part of my tangible personal property, I direct that the beneficiaries under this

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Article consent to my Executor's disposition of such tangible personal property in accordance with such memorandum.

IN WITNESS WHEREOF, I have hereunto set my hand this the 9<sup>th</sup> day of March, 2001.

Alma Van Hook Cox  
ALMA VAN HOOK COX

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

[Signature]  
Witness

[Signature]  
Witness

1632 Crisler Rd.  
RAYMOND, MS 39154  
Address

2713 Pinedale street  
JACKSON MS 39204  
Address

**AFFIDAVIT OF WITNESSES TO  
LAST WILL AND TESTAMENT  
OF ALMA VAN HOOK COX**

STATE OF MISSISSIPPI

COUNTY OF Winds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named, BEN HENLEY and Katalba N. Allen, the subscribing witnesses to the Last Will and

avc

Testament of ALMA VAN HOOK COX, who, having been by me first duly sworn, on their oaths state:

That they are the subscribing witnesses to the Last Will and Testament of ALMA VAN HOOK COX, which was executed by her on the 9<sup>th</sup> day of March, 2001, and in their presence and in the presence of the subscribing witnesses; and that they are the witnesses who subscribed their names under said Last Will and Testament of ALMA VAN HOOK COX, in her presence, and in the presence of each other.

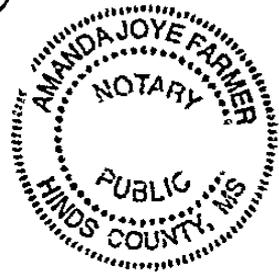
Affiants state that at the time of the execution of said Will and Testament by ALMA VAN HOOK COX, she was over the age of twenty-one years, was of sound and disposing mind and memory, competent to make a will; and that she requested said Affiants to witness the execution of her said Last Will and Testament.

And further, Affiants saith not.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 9<sup>th</sup> day of March, 2001.

*Amanda J. Farmer*  
NOTARY PUBLIC

My Commission Expires:  
Notary Public State of Mississippi At Large  
My Commission Expires. January 6, 2002  
Bonded Thru Heiden, Brooks & Garland, Inc.



awc

MADISON COUNTY 1, MS (this instrument was filed for record October 26, 2006.  
Book 40 Page 761  
ARTHUR JOHNSTON, C.C.  
BY: K. Sewers DC  
MADISON COUNTY 1, MS



LAST WILL AND TESTAMENT

2006-905

OF

FRANCES WARDEN

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

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

ITEM II. I hereby appoint Sister Claudia Murphy and Father Robert Olivier, as Co-Executors. I direct that my Executors be permitted to serve without bond, without inventory, without accounting, and without the necessity of having a formal appraisal of my estate.

-----  
Last Will And Testament Of Frances Warden 1 of 4

**FILED**  
THIS DATE  
NOV 03 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY (Signature) D.C.

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

ITEM IV. I hereby bequeath, grant and convey unto Lambuth College of Jackson, Tennessee, my piano and bench.

ITEM V. I hereby bequeath, grant and convey unto The Cathedral of Saint Peter The Apostle Senior Adult Ministry, and Saint Joseph Church of Gluckstadt, Mississippi, and Father Robert Olivier, in equal shares, all my estate, real, personal and mixed, and wherever situated, which I may own or in which I may have any interest at the time of my death, including lapsed legacies, bequests of which I shall die seized or possessed or to which I shall be entitled at the time of my death, or over which I shall have any power of appointment.

ITEM VI In the event any of the above named beneficiaries predecease me,

or become otherwise dissolved or defunct, then the surviving beneficiaries shall be entitled to the residuary of my estate in equal shares.

IN WITNESS WHEREOF, I have affixed my signature to this my Last Will and Testament on this the 30 day of April, 1997.

Frances Warden  
FRANCES WARDEN

**ATTESTATION OF WITNESSES**

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

WITNESSETH:

Lisa Berry  
Address: 405 Touhy St  
Jackson MS 39201

David A. Kelly  
Address: 405 Touhy St  
Jackson MS 39201

STATE OF MISSISSIPPI  
COUNTY OF HINDS

PERSONALLY APPEARED before me the undersigned authority for the jurisdiction aforesaid, the within named Lisa R. Berry and David N. Gillis who on oath after being sworn by me stated as follows, to-wit:

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

Lisa R. Berry \_\_\_\_\_ David N. Gillis \_\_\_\_\_

SUBSCRIBED TO BEFORE ME, this the 30 day of April, 1997.

George T. Hobbes  
NOTARY PUBLIC

My Commission Expires:  
10-12-2000



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Last Will And Testament Of Frances Warden 4 of 4

MADISON COUNTY, MISSISSIPPI  
This instrument was  
filed for record November 3, 2006  
Book 40 Page 765  
ARTHUR JOHNSTON, C.C.  
BY L. Jones D.C.  
MADISON COUNTY, MISSISSIPPI

LAST WILL AND TESTAMENT 2004-928

OF

AUGUSTUS H. JELKS, JR.

FILED  
THIS DATE  
NOV 03 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Arthur Johnston* D.C.

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

ITEM I.

I am married to ANN V JELKS, and she is herein referred to as "my wife." I have one (1) adult step-daughter from my wife's prior marriage, BONNIE RENEE BALDO ROBERTSON, of Little Rock, Arkansas; and my wife and I have three (3) adult children born of our marriage, as follows: SANDRA ANN JELKS, of Baton Rouge, Louisiana; AUGUSTUS HUFF JELKS, III, of Birmingham, Alabama; and CANDACE JELKS RILEY, of Madison, Mississippi. I have no deceased children. All references herein to "child", "children" and "my children" shall be deemed to refer to BONNIE RENEE BALDO ROBERTSON, SANDRA ANN JELKS, AUGUSTUS HUFF JELKS, III and CANDACE JELKS RILEY. I have seven (7) grandchildren, as follows: three (3) adult grandchildren, AMY CHRISTEN ROBERTSON WHITNEY, CHRISTEN LEIGH ROBERTSON and ANNA KATHERINE JELKS; and four (4) grandchildren who are presently minors, AUGUSTUS HUFF JELKS, IV, ABBY ELIZABETH ROBERTSON, PAUL COLEMAN RILEY, JR., and RYAN PATRICK RILEY All references herein to "grandchild", "grandchildren" and "my grandchildren" shall be deemed to refer to all of my grandchildren named herein and any grandchildren hereinafter born or legally adopted.

*A.H.J.*  
AUGUSTUS H. JELKS, JR

## ITEM II.

I hereby nominate, appoint and designate my wife, ANN V. JELKS, as Executrix of this my Last Will and Testament; or in the event ANN V. JELKS shall predecease me or be unable or unwilling to serve in said capacity, then I nominate and appoint my children, SANDRA ANN JELKS and AUGUSTUS HUFF JELKS, III, as successor Co-Executors of this my Last Will and Testament. If either SANDRA ANN JELKS or AUGUSTUS HUFF JELKS, III, shall predecease me, or shall be unable or unwilling to serve in said capacity, then my daughter CANDACE JELKS RILEY shall serve as successor Co-Executor in his or her place. I do hereby waive the necessity of my Executor or successor Co-Executors entering into any bond as such, and I waive the necessity of any accountings, inventory or formal appraisal of my estate. I do hereby grant my Executor 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 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" and "Co-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, and all powers granted to my Executrix shall also be granted to any successors.

## 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

A.H.J.  
AUGUSTUS H. JELKS, JR.



Executor's absolute discretion, in as nearly equal portions as may be practicable, having due regard for the preferences of my children. In the event that any of my said children shall predecease me leaving issue, then the share of such deceased child I give and bequeath to the issue of such deceased child, per stirpes. If any of my said children shall predecease me without leaving issue, then the share of such deceased child I give and bequeath to my remaining then living children, or to the issue, per stirpes, of a deceased child. In the event that none of my children survive me with issue, this bequest shall lapse and shall pass as part of my Residuary Estate.

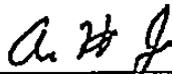
In the division into equal shares, if a beneficiary of mine shall be a minor, such beneficiary's share may be delivered to the person with whom such beneficiary is residing, or to such beneficiary's legal guardian or directly to such beneficiary. The receipt of the guardian or the person with whom such beneficiary resides, or the receipt of such minor beneficiary, shall constitute a full acquittance of my Executor with respect to the legacy so delivered. This authority is given my Executor notwithstanding any statute or rule of law to the contrary.

All of my insurance policies which provide indemnity for the loss of any of my personal or real property by fire, windstorm, or other casualty (including any claim for such loss of any such property which I might have at the time of my death against any insurance company) I give and bequeath respectively to those persons who shall become owners of such properties by reason of my death; whether such ownership be acquired under the provisions of this Will, by survivorship or by other means.

I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereof.

#### ITEM VI.

I give and devise to my wife, ANN V. JELKS, if she survives me, all of my right, title and interest, if any, in and to the house and lot comprising our residence at the time of my death. In the event my said wife shall not survive me, I give and devise said property to my children, BONNIE RENEE BALDO ROBERTSON, SANDRA ANN JELKS, AUGUSTUS HUFF JELKS, III and CANDACE JELKS RILEY, share and share alike. In the event that any

  
AUGUSTUS H. JELKS, JR.

of my said children shall predecease me leaving issue, then the share of such deceased child I give and devise to the issue of such deceased child, per stirpes. If any of my said children shall predecease me without leaving issue, then the share of such deceased child I give and devise to my remaining children then living, or to the issue, per stirpes, of a deceased child. In the event any share or property under this ITEM becomes distributable to a beneficiary who has not attained twenty-one (21) years of age, such share shall be held and distributed as hereinafter provided. In the event that none of my children survive me with issue, this devise shall lapse and shall pass as part of my Residuary Estate.

#### ITEM VII.

In the event my wife, ANN V. JELKS, shall not survive me, I give and bequeath the following:

A. Subject to the terms set forth in paragraph C hereinbelow, I give and bequeath the sum of Five Thousand and No/100 Dollars (\$5,000 00) to each of my grandchildren who shall be living at the time of my death. The bequest under this ITEM to each grandchild who is an adult at the time of my death shall be distributed outright to such grandchild. The bequest under this ITEM to any grandchild who is a minor at the time of such distribution shall be paid to SANDRA ANN JELKS, as Custodian for such minor grandchild under the Mississippi Uniform Transfers to Minors Act.

B. Subject to the terms set forth in paragraph C hereinbelow, if my daughter, SANDRA ANN JELKS, shall survive me and has no issue at the time of my death, I give and bequeath the sum of Fifteen Thousand and No/100 Dollars (\$15,000.00) to SANDRA ANN JELKS.

C. In the event that after payment of expenses and taxes there is insufficient cash in my estate to fund all of such cash bequests to my grandchildren and my said daughter under this ITEM of my Last Will and Testament, my Executor shall reduce the amount to pass to each beneficiary proportionately. In the event any beneficiary under this Item shall predecease me, the bequest to such beneficiary shall lapse and shall pass as a part of my Residuary Estate.

## ITEM VIII.

At the time of the execution of this my Last Will and Testament I own an undivided fractional interest in certain parcels of land located in Hill County, Texas and in Evangeline Parish, Louisiana, referred to generally as the "Henry W. Hayden Estate," and being the same property acquired by my father, AUGUSTUS H. JELKS, from the succession of NATALIE FOURNIER, widow of AUGUST H. JELKS, by Judgment dated September 23, 1935, in No. 214-029 on the Docket of the Civil District Court for the Parish of Orleans, State of Louisiana. In addition, I own an undivided one-half (1/2) interest in the land and duplex thereon generally described as 6103 and 6105 Louis XIV Street, New Orleans, Louisiana, that I inherited from my parents. The other one-half (1/2) interest in said property is owned by my sister BETTY JELKS HAYDEN. If I own any interests in any of said properties or in any other properties or assets comprising a part of the "Henry W. Hayden Estate" at the time of my death, I give, devise and bequeath my undivided fractional interests in said properties to my children, BONNIE RENEE BALDO ROBERTSON, SANDRA ANN JELKS, AUGUSTUS HUFF JELKS, III and CANDACE JELKS RILEY, share and share alike. Such children shall be entitled to the ownership and to be put in possession of my interest in the properties described herein, subject to the following terms and conditions:

A. At the time of the execution of this my Last Will and Testament, I am the manager of all the properties of the Henry W. Hayden Estate for the benefit of the co-owners. Upon my death, it is my wish that my daughter, SANDRA ANN JELKS, shall manage all of said properties for the benefit of all of the co-owners.

B. During the period of her natural life and no longer, my wife, ANN V. JELKS, shall have the use of and income from said properties. My wife shall be entitled to any income from the property during her lifetime, and shall not be liable for the loss or destruction of said property in which she holds a life estate or usufruct by virtue of this my Last Will and Testament, nor for any loss incurred by her. My wife shall not have the power to encumber or to sell and convey title to any property in which she holds a life estate by virtue of this ITEM of my Last Will and Testament. My said wife shall not be required to account for or repair any waste, injury or damage to or depreciation of such property, or to replace any part thereof which may be consumed, used up or destroyed.

C. In the event any of my children shall predecease me leaving issue, then the share of such deceased child I give and bequeath to the issue of such deceased child, per stirpes. If any of my said children shall predecease me without leaving issue, then the share of such deceased child I give and bequeath to my remaining children, if living, or if not then living, to his or her issue, per stirpes. In the event any share or property under this ITEM becomes distributable to a beneficiary who has not attained twenty-one (21) years of age, such share shall be held and distributed as hereinafter provided. In the event that none of my children survive me with issue, this devise shall lapse and shall pass as part of my Residuary Estate.

#### ITEM IX.

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 proceeds of any life insurance policies which are payable to my estate, including all lapsed legacies and devises; I give, devise and bequeath in fee to my wife, ANN V. JELKS, if she survives me. If at the time of my death I hold any certificates of deposits or bank accounts of which my children are co-owners or if my children are named on such accounts as beneficiaries, it is my intent that such certificates of deposit or bank accounts be treated as a part of my Residuary Estate and distributed under this ITEM of my Last Will and Testament.

If my wife, ANN V. JELKS, shall not survive me, I give, devise and bequeath 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 proceeds of any life insurance policies which are payable to my estate, including all lapsed legacies and devises, in equal shares to my children, BONNIE RENEE BALDO ROBERTSON, SANDRA ANN JELKS, AUGUSTUS HUFF JELKS, III and CANDACE JELKS RILEY; provided, however, it being my intent that my children share equally in my estate and my deceased wife's estate, I direct my Executor to divide and distribute my Residuary Estate to my children in a manner to equalize the shares of my estate received by my children,

including any certificate of deposit or bank account which may pass to my child as beneficiary thereof, or as joint owner thereof, at the time of my death or at the time of my wife's death. In the event that any of my said children shall predecease me leaving issue, then the share of such deceased child I give and bequeath to the issue of such deceased child, per stirpes. If any of my said children shall predecease me without leaving issue, then the share of such deceased child I give and bequeath to my remaining children then living, or to the issue, per stirpes, of a deceased child.

In the event any share or property under this ITEM becomes distributable to a beneficiary who has not attained twenty-one (21) years of age, such share shall be held and distributed as hereinafter provided.

#### ITEM X.

In the event any share or property under ITEMS VI, VIII or IX of this my Last Will and Testament becomes distributable to a beneficiary who has not attained twenty-one (21) years of age, such share or property shall immediately vest in such beneficiary, but my Executor shall take and retain possession of such share or property in trust for such beneficiary until such beneficiary attains twenty-one (21) years of age, using so much of the net income and principal of such share or property as my Executor deems necessary to provide for the health, support, maintenance and education of such beneficiary, taking into consideration, to the extent my Executor deems advisable, any other income or resources of such beneficiary or his or her parents known to my Executor. Any income not so paid or applied shall be accumulated and added to principal. Such beneficiary's share or property shall be paid over, distributed and conveyed to such beneficiary upon attaining twenty-one (21) years of age, or if he or she shall die before attaining age twenty-one (21), to his or her executors or administrators. Whenever my Executor determines it appropriate to pay any money for the benefit of a beneficiary for whom a Trust is created hereunder, then such amounts shall be paid out by my Executor in such of the following ways as my Executor deems best: (1) directly to such beneficiary; (2) to the legally appointed guardian of such beneficiary; (3) to some relative or friend for the health, support, maintenance and education of such beneficiary; or (4) by my Executor using such amounts directly for such beneficiary's health, support, maintenance and education

I hereby grant to my Executor as Trustee of any Trust established hereunder (including any substitute or successor Trustee or Ancillary Trustee) the continuing, absolute, discretionary power to deal with any property, real or personal, held in any Trust, as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any judicial authority, and no person dealing with my Executor as Trustee hereunder shall be required to inquire into the propriety of any of such Trustee's actions. I expressly confer upon my Executor as Trustee hereunder the specific powers set forth in Section 91-9-101 through Section 91-9-119 of the Mississippi Code of 1972, as now enacted or hereinafter amended. My Executor as Trustee shall not be required to enter into any bond as Trustee, nor shall such Trustee be required to return to any court any periodic formal accounting.

**ITEM XI.**

For all purposes of this my Last Will and Testament and the disposition of my estate hereunder, the terms "children," "issue," or "descendants" shall be deemed to include persons adopted prior to attaining twenty-one (21) years of age

**ITEM XII.**

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 XIII.**

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

This Last Will and Testament consists of ten (10) typewritten pages, on each of which I have signed my name or initials for greater security and identification.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 12 day of May, 2005.

Augustus H. Jelks, Jr.  
AUGUSTUS H. JELKS, JR.

This instrument was, on the day shown above, signed, published, and declared by AUGUSTUS H. JELKS, JR. 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:

Atty Luke  
NAME  
551 Mackinond Ct.  
ADDRESS  
Bravelon MS 39047

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

Will E. Dossert  
NAME  
112 Castle Ridge Cove  
ADDRESS  
Madison, Ms. 39110

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF HINDS

B 40 P 779

This day personally appeared before me, the undersigned authority in and for said county and state, Carolyn M. Barrett, Patsy Luke and William E. Dossett, the subscribing witnesses to a certain instrument of writing purported to be the Last Will and Testament of AUGUSTUS H JELKS, JR. of Ridgeland, Madison County, State of Mississippi, who having been by me first duly sworn, makes oath that the said AUGUSTUS H. JELKS, JR. signed, published and declared said instrument as his Last Will and Testament on May 12, 2005, in the presence of Carolyn M. Barrett, Patsy Luke and William E. Dossett, the subscribing witnesses, that said Testator was then of sound and disposing mind and memory and above the age of eighteen (18) years, and the affiants make oath that Carolyn M. Barrett, Patsy Luke and William E. Dossett, 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

SIGN NAME OF WITNESS:

Patsy S. Luke

Name & Address of Witness:

Patsy S. Luke  
551 Mockinsbud Ct.  
Brandon, MS 39047

SIGN NAME OF WITNESS:

William E. Dossett

Name & Address of Witness:

William E. Dossett  
112 Castle Ridge Cove  
Madison, MS 39110

SIGN NAME OF WITNESS:

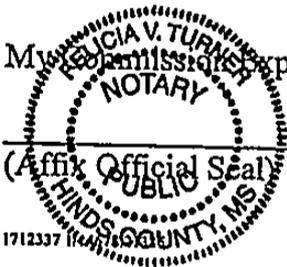
Carolyn M. Barrett

Name & Address of Witness:

Carolyn M. Barrett  
119 Mandor Lane  
Pearl, MS 39208

Sworn to and subscribed before me this, the 12th day of May, 2005.

Delicia V. Turner  
NOTARY PUBLIC



My Commission Expires:  
Notary Public State of Mississippi  
At Large  
My Commission Expires  
May 16, 2007  
BONDED THRU  
HEIDEN, BROOKS & GARLAND, INC.

MADISON COUNTY, MS This instrument was  
filed for record November 3, 2006

Book 40 Page 769  
ARTHUR JOHNSTON, CC  
BY K. Sowers DC



**FILED**

THIS DATE

NOV 06 2006

ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Allen* D.C.

## THE LAST WILL AND TESTAMENT

OF

CHARITY MAE MCCLENTY

2006-974

WHEREAS, I, Charity Mae McCleanty, being an adult resident citizen of Madison County, Mississippi, and being of sound and disposing mind and of testamentary capacity, and not contemplating suicide, and being a widow, do hereby make and publish and declare this to be my Last Will and Testament, hereby revoking any and all wills and Codicils which may have heretofore been made by me.

## I.

I hereby direct that all my just debts for which timely and proper claims are filed against my Estate, including the expense of my last illness and funeral and a grave marker, be paid by my Executor as soon after my death as is convenient, provided however, that this direction shall not authorize the payment of any debts or obligations prior to their maturity in due course nor does this direction authorize the payment of any debt or obligation which has been barred by the Statute of Limitations or discharged in bankruptcy proceedings.

## II.

I hereby appoint my grandson, James Moore, as Executor of my Estate. I direct that no bonds, nor accountings shall be required of any Executor named herein in any proceedings connected with my Estate or the probate thereof.

I hereby waive any requirement for inventory and appraisal of my Estate.

## III.

In the event that my grandson, James Moore, is unwilling or unable to serve as Executor of my Estate, then I nominate and appoint my niece, Inola Hearn, as Substitute Executrix of my Estate. I direct that no bonds, nor accountings be required of Inola Hearn, in her capacity as Substitute Executrix of my Estate.

I hereby waive any requirement for inventory and appraisal of my Estate.

IV.

I hereby devise and bequeath my entire Estate whether real, personal or mixed and wherever situated, unto my grandson, James Moore.

V.

I direct that all estate inheritance, legacies, successions, or other death taxes of any nature which may be assessed, or levied by the United States of America or the State of my domicile or by any other jurisdiction, upon or with respect to property passing by the provisions of this Will, upon or with respect to property not under the provisions of this Will but upon which property such taxes are assessed or imposed, including all such taxes imposed upon the proceeds of any and all policies of insurance upon my life paid out of my residuaries, unless my residual Estate is insufficient to pay those taxes in full, no claim shall be made by my Executor for contribution toward the payment of such taxes against any beneficiary under this Will, other than residual beneficiaries, or against any person who by reason of death receives property outside this Will or any person who receives the proceeds of life insurance contracts.

IN WITNESS WHEREOF, I SIGN, SEAL AND DELIVER THIS MY LAST WILL AND TESTAMENT BEFORE THE WITNESSES HERE AT MY REQUEST THIS THE 6 DAY OF April, 2000.

Charity Mae McElenty  
T E S T A T R I X

WITNESSES:

Dawn Cox

Sheryl Cunningham

ATTESTATION CLAUSE

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

WITNESSES:

Shawna Cox

NAME

Po Box 385

ADDRESS

Flora, MS 39071

Harpl Cunningham

NAME

208 Highway 49 N.

ADDRESS

Jackson, MS 39209



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
CHARITY MAE McCLENTY, DECEASED

CIVIL ACTION NO. 2006-974

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

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

1. This Affiant is one of the Subscribing Witnesses to an attached instrument of writing purporting to be the Last Will and Testament of CHARITY MAE McCLENTY, deceased, who was personally known to the Affiant, and whose signature is affixed to the Last Will and Testament dated the 6th day of April, 2000.

2. That on the 6th day of April, 2000, CHARITY MAE McCLENTY signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of the undersigned Affiant, and also in the presence of SHAWNA COX, the other Subscribing Witness to the instrument.

**FILED**  
THIS DATE  
NOV 06 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Severn* DC

3. That CHARITY MAE McCLENTY was then and there of sound and disposing mind and memory and well above the age of twenty-one years.

4. That this Affiant and SHAWNA COX subscribed and attested said instrument, as witnesses to the signature and publication thereof, and at the special instance and request of, and in the presence of the said CHARITY MAE McCLENTY, and in the presence of each other.

5. And further, your Affiant says naught.

*Hazel Cunningham*  
HAZEL CUNNINGHAM

SWORN TO AND SUBSCRIBED BEFORE ME on this the 26th day of October, 2006.

*Susan Cox Phillips*  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

6/4/2010



**FILED**  
THIS DATE  
NOV 07 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Silver*

LAST WILL AND TESTAMENT  
OF  
JAMES A COOK

I, JAMES A. COOK, an adult resident of Canton, Madison County, Mississippi,  
make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My wife's name is DOROTHY COOK, and she is herein referred to as "my wife."

I have four (4) adult children now living, as follows:

- SALLY COOK,
- RUTH COOK,
- DAVID COOK, and
- PEGGY COOK.

The word "descendants" shall include any person hereafter born to any of my  
descendants. Each of the words "child," "children," and "descendants" shall be deemed  
to include an adopted child or adopted children, irrespective of any provisions of law  
establishing a contrary presumption. Notwithstanding any other provision of this Will,  
the word "daughter" or "daughters" as used herein shall refer only to SALLY COOK,  
RUTH COOK and PEGGY COOK, individually or collectively as the case may be.

FOR IDENTIFICATION:

*James A. Cook*

## ITEM II.

I appoint DAVID COOK and DOROTHY COOK, jointly as Executor of my estate under this Will. In the event one of them is or becomes unable or unwilling to serve, the other shall serve alone as Executor.

## ITEM III.

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

## ITEM IV.

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

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

FOR IDENTIFICATION:



## ITEM V.

To my wife, DOROTHY COOK, if she survives me, I devise and bequeath the following:

A. My interest in our family residence, including the two (2) surrounding acres, subject to any indebtedness thereon.

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

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

If my wife does not survive me, I devise and bequeath my interest in the family residence and the assets described in Paragraphs B and C, to my children in substantially equal shares, to be divided among them as they agree, or in the absence of such agreement, as the Chancery Court administering my estate may determine. It is my intention, but I do not require, that my children keep the residence as a family home available to any of them.

## ITEM VI.

I give and devise outright to my son, DAVID COOK, any and all interests in real property (except for my interest in my personal residence and the appurtenant real property which are devised in ITEM V of this Will) which I own at my death. I further give and bequeath to my son, DAVID COOK, any and all stock that I may own of COOK FARM, INC. or any successor corporation at my death. In the event that DAVID COOK predeceases me or disclaims any property described in this ITEM in accordance with

FOR IDENTIFICATION:

ITEM X of this Will, I give, devise and bequeath the property devised and bequeathed under this ITEM of my Will to my wife, DOROTHY COOK.

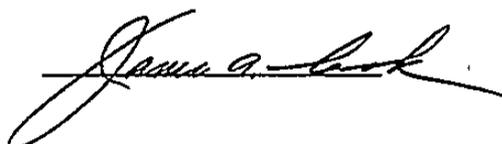
If I am survived by my wife, the assets devised and bequeathed under this ITEM of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, any expenses of my estate not deducted for federal estate tax purposes and any other expenses deducted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

ITEM VII.

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

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

FOR IDENTIFICATION:



## ITEM VIII.

If I am not survived by my wife, I give, devise and bequeath the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, outright to my daughters, SALLY COOK, RUTH COOK and PEGGY COOK, in equal shares.

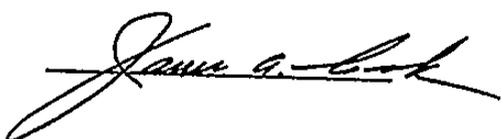
If I am not survived by my wife, the assets devised and bequeathed under this ITEM of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death, any expenses of my estate not deducted for federal estate tax purposes and any other expenses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

In the event a daughter of mine does not survive me, I give, devise and bequeath her share of this bequest to the Trustee of the separate trust for her descendants within the "James A. Cook Irrevocable Trust" created by me on the 1<sup>st</sup> day of Feb, 1996, to be held, administered and distributed as provided in the Trust Agreement.

## ITEM IX.

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

FOR IDENTIFICATION:



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

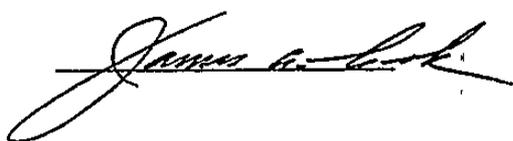
## ITEM X.

Any recipient of property or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor.

In the event my son, DAVID COOK, disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed to my wife.

If my wife disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed outright to my daughters, in equal shares. In the event a daughter of mine is not then living, I give, devise and bequeath her share of the disclaimed property to the separate trust for her descendants within the "James A. Cook Irrevocable Trust," created by me on the 1<sup>st</sup> day of Feb., 1996, to be held, administered and distributed as provided in the Trust Agreement. If a deceased daughter of mine leaves no surviving descendants, I give, devise and bequeath her share of the disclaimed property, in equal shares, to my other surviving daughters, except that the share for a deceased daughter with descendants surviving shall go to the separate trust for her descendants within the "James A. Cook Irrevocable Trust," created by me on the 1<sup>st</sup> day of

FOR IDENTIFICATION:



Feb., 1996, to be held, administered and distributed as provided in the Trust Agreement.

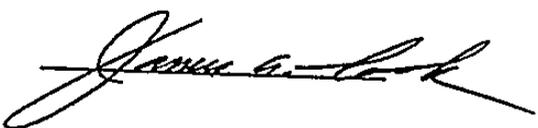
In the event a daughter of mine disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed to the separate trust for her descendants within the "James A. Cook Irrevocable Trust," created by me on the 1<sup>st</sup> day of Feb., 1996, to be held, administered and distributed as provided in the Trust Agreement.

ITEM XI

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

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

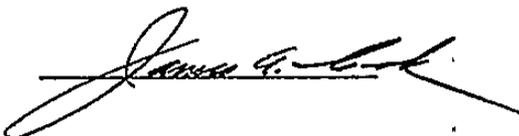
FOR IDENTIFICATION:



of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law. If property is included in my estate which may otherwise qualify, if it passes to a qualified heir, for valuation for federal estate tax purposes under Section 2032A, and my Executor has the discretion to allocate and distribute such property in satisfaction of devises or bequests herein, my Executor shall, in exercising such discretion, allocate and distribute such property to persons or trusts who will be qualified heirs so as to qualify the property for valuation pursuant to Section 2032A. I specifically authorize my Executor to allocate any of my available generation-skipping tax exemptions from the federal generation-skipping tax as allowed by Section 2631 to any property of which I am deemed to be the transferor under Section 2652(a), including any property not in my probate estate and any property transferred by me during life as to which no allocation of the exemption was made prior to my death.

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

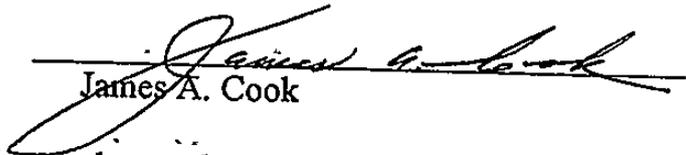
FOR IDENTIFICATION:

A handwritten signature in black ink, appearing to be "James G. ...", written over a horizontal line.

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

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 1 day of Feb., 1996.

  
James A. Cook

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



PO Box 629 Canton MS 39046  
Address



PO Box 629 Canton MS 39046  
Address

PROOF OF WILL

**FILED**  
THIS DATE  
NOV 07 2006  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Kim Siewers D.C.

STATE OF MISSISSIPPI  
COUNTY OF MADISON

COMES NOW THOMAS B. BUTCHART, one of the subscribing witnesses to the instrument filed herein for probate and purporting to be the Last Will and Testament of James A. Cook, deceased, and enters his appearance herein as provided by Section 91-7-7, *Miss. Code Ann.* (1972), as amended, and makes oath before the undersigned authority that James A. Cook, the above named decedent, signed, published and declared said instrument to be his Last Will and Testament on the 1st day of February, 1996, the day of the date of said instrument, in the presence of this deponent and WILLIAM S. ELLZEY, the other subscribing witness, and that said testator was then of sound and disposing mind and memory, more than twenty-one years of age, and having his usual place of abode in Madison County, Mississippi, and that he and WILLIAM S. ELLZEY subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of said testator and in the presence of said testator and in the presence of each other, on the day of the date of said instrument.

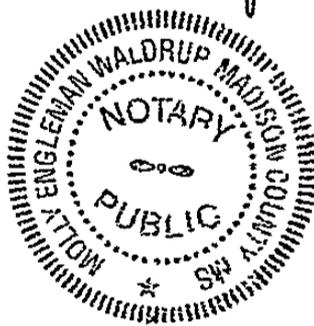
Thomas B. Butchart  
THOMAS B. BUTCHART

STATE OF MISSISSIPPI  
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME on this the 27<sup>th</sup> day of October, 2006.

Molly Engelman Waldrup  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
~~MY COMMISSION EXPIRES AUG 7 2009~~  
BONDED (IF SPECIAL NOTARY SERVICE)



MADISON COUNTY, MS. THIS INSTRUMENT WAS  
filed for record November 7, 2006  
Book 40 Page 785  
ARTHUR JOHNSTON, C.C.  
BY K. Siewers D.C.  
MADISON COUNTY, MS. This instrument was