

MISSISSIPPI, MADISON COUNTY

2007-111

LAST WILL AND TESTAMENT

I, EVELYN BENNETT CLAY, an adult resident of said State and County, being of sound and disposing mind and memory, do hereby make, publish and declare this my Last Will and Testament, hereby revoking and annulling all prior Wills or Codicils heretofore made by me.

ITEM I

I desire and direct that my body be buried in a Christianlike manner, in keeping with my position in life.

ITEM II

I desire and direct that all my just debts be paid, without unnecessary delay, by my Executrix hereinafter named and appointed.

ITEM III

I give, bequeath and devise all of my property, both real and personal, or mixed, of whatsoever kind or character, and wherever located, to my husband, WILLIAM DONALD CLAY, to be his absolutely and in Fee Simple.

ITEM IV

In the event my husband should predecease me, or in the event we die simultaneously as the result of a common disaster, I hereby give, bequeath and devise all of my property, both real and personal, or mixed, of whatsoever kind or character, and wherever located, to my daughter, PEGGY CLAY NEWTON, to be hers, absolutely and in Fee Simple.

**FILED**  
THIS DATE  
FEB 27 2007  
ARTHUR JOHNSON, CHANCERY CLERK  
BY *Arthur Johnson* D.C.

EAC  
Initials

ITEM V

I hereby name, constitute and appoint as Executrix of this Will and of my estate, my daughter, PEGGY CLAY NEWTON. Said Executrix is hereby relieved from making any bond. To the extent permissible by law, I waive the requirement that my Executrix, or any successor Executrix or Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court. Said Executrix is hereby given the power to sell any part of my estate at public or private sale, with or without any order of court, making good and sufficient conveyance to the purchasers thereof. Said Executrix is further given the power to borrow money in any instance deemed necessary and to secure the same by any form of security to or upon any part of said estate and without any order of court. Said Executrix is also given the power to invest and re-invest any part of said estate.

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament, this 21<sup>st</sup> day of April, 1993.

Evelyn Bennett Clay  
 EVELYN BENNETT CLAY

Signed, published and declared by EVELYN BENNETT CLAY, as her Last Will and Testament in our presence and we, at her special instance and request, in her presence and in the presence of each other, have subscribed our names as witnesses the day and year set out.

Mary Kay Davis  
 Name

201 N. Wheatley St.  
 Address

Renee R Dennis  
 Name

101 Sunnycrest Dr.  
 Address

STATE OF MISSISSIPPI

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the above mentioned jurisdiction, the within named Renee R Dennis, who acknowledged that he/she witnessed and signed the above and foregoing document on the day and year therein mentioned.

Given under my hand and official seal, this the 21<sup>st</sup> day of April, 1993.

Mary Kay Dennis  
Notary Public

My commission expires:

My Commission Expires Nov 13 1996

STATE OF MISSISSIPPI

COUNTY OF \_\_\_\_\_

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the above mentioned jurisdiction, the within named \_\_\_\_\_, who acknowledged that he/she witnessed and signed the above and foregoing document on the day and year therein mentioned.

Given under my hand and official seal, this the \_\_\_\_\_ day of \_\_\_\_\_, 1993.

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

My commission expires:

\_\_\_\_\_

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

THIS date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Renee R Dennis who being by me first duly sworn according to law, says on oath:

- (1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of Evelyn Bennett Clay, who was personally known to this affiant, and whose signature is affixed to said Last Will and Testament, which is dated the 21<sup>st</sup> day of April, 1993.
- (2) That on the 21<sup>st</sup> day of April, 1993, the said Evelyn Bennett Clay, signed, published and declared said instrument of writing as her Last Will and Testament in the presence of the affiant and in the presence of Kym M. Davis.
- (3) That said testatrix was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.
- (4) That this affiant and Kym M. Davis subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said testatrix, and in the presence of each other.

Renee R Dennis

SWORN TO AND SUBSCRIBED BEFORE ME, this the 21<sup>st</sup> day of April, 1993.

Mary Kym Davis  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

My Commission Expires Nov 13 1996

MADISON COUNTY MS This instrument was  
filed for record February 27, 2007.  
Book 41 Page 198  
ARTHUR JOHNSTON, C. C.  
BY K. S. Smith p.c. 

STATE OF NORTH CAROLINA  
COUNTY OF MECKLENBURG

**FILED**  
THIS DATE  
**FEB 28 2007**  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY W. Jones D.C.

B 41 P 202  
2007-144  
FEB 28 2007  
8:31  
N.C.S.C.

WILL OF  
HILDA O. PAYNE

I, HILDA O. PAYNE, of Mecklenburg County, North Carolina, declare this to be my will and revoke all earlier wills and codicils.

**ARTICLE I  
DISPOSITION OF ESTATE**

A. Gift of Tangible Personal Property. I give all my tangible personal property that was not held by me solely for investment purposes, including, but not limited to, my automobiles, household furniture and furnishings, clothing, jewelry, collectibles and personal effects, to my children, SHIRLEY ELIZABETH PAYNE and THOMAS R. PAYNE, JR., if both of them survive me in shares of equal value or to the survivor of my children if but one of them survives me.

B. Gift of Residuary Estate I give my residuary estate, being all my real and personal property, wherever located, not otherwise effectively disposed of, but without exercising any power of appointment over property which I may have, to the Trustee acting under that trust instrument previously executed on the 25<sup>th</sup> day of October, 2001, by and between me, as Grantor, and DENNIS L. HORN, as Trustee, to be added to and disposed of as part of the trusts created under the provisions of that trust instrument, including any amendments to it in effect at the time of my death

**ARTICLE II  
PAYMENT OF DEBTS, EXPENSES AND DEATH TAXES**

A. Payment of Debts and Expenses. All my debts, health care expenses, funeral expenses and the administration expenses of my estate shall be paid out of my residuary estate. I authorize my Executors, in their discretion, to spend more than is otherwise allowed by law for a suitable gravestone and for perpetual care of the lot upon which my grave is located.

B. Payment of Death Taxes. All death taxes (other than death taxes which are paid from property passing outside of this will pursuant to the terms of the governing instrument) shall be paid out of my residuary estate as an administration expense and shall not be charged against or recovered from any recipient or beneficiary of the property taxed, except that my Executors shall recover as provided by law any death tax attributable to property (i) over which I have a power of appointment, (ii) in which I have a qualifying income interest for life or

HOP

(iii) in which I have a retained interest for life to the extent that any death tax recoverable by law is not otherwise paid out of such property.

C. Payment of Debts, Expenses and Death Taxes Out of Trust if Residuary Estate Insufficient. If my residuary estate is insufficient, either in whole or in part, to pay all of my debts, health care expenses, funeral expenses, the administration expenses of my estate and the death taxes payable out of my residuary estate, my Executors shall certify to the Trustee acting under the trust instrument referred to in the Paragraph of Article I of this will entitled "Gift of Residuary Estate" the amount of the insufficiency which amount shall be paid out of the property of the trust as provided in that instrument.

### ARTICLE III THE EXECUTORS

A. Appointment of Executors. I appoint my children, SHIRLEY ELIZABETH PAYNE and THOMAS R. PAYNE, JR., to be my Executors. If it becomes necessary for a representative of my estate to qualify in any jurisdiction other than the State of North Carolina in which my Executors shall be unable or unwilling to qualify as Executors, then my Executors shall have the right to appoint an individual or corporate representative of my estate in such jurisdiction.

B. Waiver of Bond and Court Supervision. No bond or other security shall be required from any Executor. Any Executor may act without qualifying before any court or filing with any court any inventory, accounting or other report relating to the administration of my estate unless otherwise required by law to do so.

C. Compensation of Executors. An individual Executor may receive that compensation for such Executor's services which is allowed by law at the time the services under this will are rendered. A corporate Executor may receive compensation for its services in accordance with its published schedule of fees in effect at the time the services under this will are rendered.

### ARTICLE IV ADMINISTRATIVE POWERS OF EXECUTORS

In addition to the powers conferred by law or elsewhere in this will, I grant to my Executors with respect to the property in my estate, regardless of whether title to any real property passing under this will is vested in my Executors, the discretionary powers set forth below to be exercised without court order for any purpose that my Executors may deem advisable:

A. Investments. The power to acquire and retain for any period of time as investments, without diversification as to kind or amount, any real or personal property, or interest in such property (including an undivided, temporary or remainder interest), whether or

not originally a part of my estate or subsequently acquired, income or non-income producing, or located within or outside the United States, and including, but not limited to, notes, bonds, debentures, mortgages and other obligations, secured or unsecured, common and preferred stocks, mutual funds (including mutual funds administered or advised by any corporate Executor acting under this will or affiliate of such corporation), common trust funds, general and limited partnership interests, membership interests in limited liability companies and leases;

B. Sale or Other Disposition of Property The power to sell, exchange, convert, partition or abandon or otherwise dispose of, or grant options with respect to, any real or personal property at public or private sale or otherwise, upon any terms and conditions, including credit, with or without security,

C. Management of Property. The power to take possession, custody, control and otherwise manage any real or personal property, including, but not limited to, the power (i) to protect, develop, subdivide and consolidate such property, (ii) to lease such property upon any terms and conditions including options to renew or purchase and for any period or periods of time although such period or periods may extend beyond the administration of my estate, and to modify, renew or extend any existing leases, (iii) to erect, repair, or make improvements to any building or other property and to remove existing structures, (iv) to establish and maintain reserves for the maintenance, protection and improvement of such property and for other purposes, (v) to initiate or continue farming, mining or timber operations on such property, (vi) to purchase and carry casualty and liability insurance, (vii) to grant or release easements with respect to such property, (viii) to dedicate or withdraw from dedication such property for public use, and (ix) to join with co-owners in exercising any such powers;

D. Business Interests. The power to continue to own, or to form initially, and operate any business interest, whether in the form of a proprietorship, corporation, general or limited partnership, limited liability company, joint venture or other organization, including, but not limited to, the power (i) to effect incorporation, dissolution or other change in the form of the organization of such business interest, (ii) to dispose of any part of such business interest or acquire the interest of others, (iii) to continue, enter into, modify or terminate any agreements relating to any such business interest, (iv) to invest capital or additional capital in or lend money to such business interest, and (v) to exercise powers concerning such business interest notwithstanding the fact that a conflict of interest as a fiduciary and as an individual may exist;

E. Borrowing Money. The power (i) to borrow money for the benefit of my estate from the Executors individually or from others, upon any terms and conditions, (ii) to secure the payment of any amount so borrowed by mortgaging, pledging or otherwise encumbering any real or personal property, and (iii) to modify, renew or extend the time for payment of any obligation, secured or unsecured, payable by my estate, for any period or periods of time, and upon any terms and conditions;

F. Lending Money. The power (i) to lend money to any person upon any terms and conditions, (ii) to modify, renew or extend the time for payment of any obligation, secured or unsecured, payable to my estate for any period or periods of time and upon any terms and conditions, (iii) to foreclose as an incident to the collection of any obligation, any deed of

trust or other lien securing such obligation, and (iv) to bid on the property at such foreclosure sale or otherwise acquire the property without foreclosure and to retain the property so obtained,

G. Holding Property in Nominee Form The power to register and hold any securities or other property in the name of a nominee or in any other form without disclosure of the fiduciary relationship, or to hold the same unregistered in such form that they will pass by delivery, but no such registration or holding shall relieve my Executors from responsibility for the acts of the nominee;

H. Exercise of Security Rights. With regard to securities, including stocks, bonds and any evidence of indebtedness, the power (i) to vote any such securities in person or by special, limited or general proxy at any shareholders' meeting, with or without the power of substitution, (ii) to consent to or participate in any contract, lease, mortgage, foreclosure, voting trust, purchase, sale or other action by any corporation, company or association, (iii) to consent to, participate in, facilitate or implement any plan of incorporation, reincorporation, reorganization, consolidation, merger, liquidation, readjustment or other similar plan with respect to any such corporation, company or association, and (iv) to exercise all options, rights and privileges, including the exercise or sale of conversion, subscription or other rights of whatever nature pertaining to any such securities and to subscribe for additional securities or other property;

I. Banking Transactions The power (i) to open, deposit cash or other assets to the credit of and maintain one or more checking, savings, cash, margin or other account in any banking, trust, brokerage or investment institution including any corporate Executor, (ii) to exercise any right, option, or privilege pertaining to any such account, and (iii) to lease one or more safe deposit boxes for safekeeping of estate assets;

J. Collection of Death Benefits. The power (i) to collect the proceeds of any life insurance policy or other contract providing for death benefits, including individual retirement accounts and qualified plans, and (ii) to elect any mode of payment available under any such policy or contract,

K. Action on Claims. The power to compromise, settle, adjust or arbitrate, sue on, recover damages for, defend, abandon or otherwise deal with any claim or demand in favor of or against my estate upon any terms and conditions;

L. Employment of Advisors The power to employ persons, firms and corporations to advise or assist in the proper administration of my estate or otherwise, including, but not limited to, agents, accountants, auditors, brokers, attorneys-at-law, attorneys-in-fact, custodians, investment counsel, rental agents, realtors, appraisers and tax specialists, and to charge the expense of such employment to my estate;

M. Dealing With Estates and Trusts. The power to lend money to, borrow money from, purchase real or personal property from, sell such property to, or exchange such property with the fiduciary of any estate or trust, including the estate of any issue of mine, or any

trust established by me or my issue, upon any terms and conditions, regardless of whether or not such fiduciary may be an Executor under this will;

N. Division or Distribution of Assets. Whenever authorized or directed to divide or distribute my estate, the power to make such division or distribution (including the satisfaction of any pecuniary sum) in cash or specific property, real or personal, or an undivided interest in such property, or partly in cash and partly in specific property, without obligation to make pro rata distributions of specific assets and without liability for, or obligation to make compensating adjustments by reason of, disproportionate distributions of unrealized gain or other special tax attributes of such assets, except that any assets so distributed in kind shall be valued at their date or dates of distribution values;

O. Credits or Charges to Income and Principal. The power (i) to determine the manner in which items should be credited or charged to or between income and principal, regardless of whether any item is credited or charged contrary to the provisions of any statute, and (ii) to charge or not charge against income a reasonable allowance for depreciation of property whether or not contrary to the provisions of any statute, except that an Executor shall have the power to allocate receipts and expenses between income and principal in his or her favor only if there is no other Executor who may make such allocation, and, in that event, such power to allocate must be exercised as provided by law;

P. Distributions to or for the Benefit of Beneficiaries. Whenever authorized or directed to distribute property to a beneficiary, whether or not under a legal disability, the power to distribute such property, unless otherwise directed, (i) directly to such beneficiary, including the transfer of property into such beneficiary's name as by depositing cash or registering securities in his or her name, (ii) to a custodian or custodial trustee for such beneficiary under a uniform gifts or transfers to minors act or uniform custodial trust act, including a custodian or custodial trustee designated by my Executors, which may be one of my Executors, (iii) to the guardian or conservator of such beneficiary's estate, or (iv) to any other person, firm or institution for the benefit of such beneficiary, and the receipt of any of the foregoing shall constitute a full acquittance of my Executors to the extent of the distribution so made;

Q. Retention and Acquisition of Bank Securities. The power (i) to retain for any period or periods of time securities which are securities of any corporate Executor acting under this will or of any corporation owning stock of the corporate Executor or of any subsidiary or affiliate of or successor to such corporation, and (ii) to acquire such securities by purchase, exchange or otherwise,

R. Renunciation and Disclaimer. The power to renounce or disclaim in whole or in part the right to succession to any property or interest in property passing to me as heir, beneficiary under a will or contract, or otherwise,

S. Actions Regarding Environmental Law. The power (i) to inspect any property forming a part of my estate, including interests in sole proprietorships, partnerships, limited liability companies or corporations, and any assets owned by any such business

enterprise, to determine compliance with any environmental law affecting such property or to respond to any environmental law affecting property, (ii) to take any action necessary to prevent, abate or otherwise remedy, any actual or threatened violation of any environmental law affecting property prior to or after the initiation of enforcement action by any governmental body, (iii) to disclaim or release any power granted or implied by any document, statute, or rule of law which my Executors determine may cause my Executors to incur personal liability under any environmental law, and (iv) to charge the cost of any inspection, review, prevention, abatement, response, cleanup, or remedial action against estate property. My Executors shall not be personally liable to any beneficiary or other party for any decrease in value of property by reason of my Executors' compliance with any environmental law, specifically including any reporting requirement under such law. Neither the acceptance by my Executors of property or a failure by my Executors to inspect property shall be deemed to create any inference as to whether or not there is or may be any liability under any environmental law with respect to such property. For purposes of this Paragraph "environmental law" means any federal, state or local law, rule, regulation or ordinance relating to protection of the environment or human health, and "hazardous substance" means any substance defined as hazardous or toxic or otherwise regulated by any environmental law; and

T. Execution and Delivery of Documents. The power to execute and deliver, modify or rescind any and all instruments, under seal or otherwise, including, but not limited to, contracts, deeds, leases and notes, to carry out the administration of my estate

#### ARTICLE V EXERCISE OF POWERS BY CO-EXECUTORS

Whenever two individual Executors are acting under this will as co-Executors, the following provisions shall apply:

A. Exercise of Powers by Both Executors Joint or mutual powers given to the Executors, including, but not limited to, the powers concerning investments of estate property, must be exercised by both of the Executors except as provided in Paragraph B of this Article.

B. Executor's Power of Delegation An Executor shall have the power without court order at any time and from time to time to delegate to the other Executor any or all of such Executor's powers as co-Executor unless the other Executor is prohibited from exercising such powers under this will or by law. The power of delegation shall be exercised by the delegating Executor by delivery to the other Executor of written notice specifying the powers delegated. Such delegation shall remain effective for the time specified in the notice or until earlier termination by the delegating Executor by delivery to the other Executor of written notice of termination. The delegating Executor shall not be personally liable with respect to the exercise or nonexercise of powers delegated during the period of such delegation

ARTICLE VI  
PRESUMPTION OF SURVIVORSHIP

For purposes of this will, (i) if any beneficiary under this will and I should die under such circumstances that there is uncertainty as to which person predeceased the other, it shall be conclusively presumed that such beneficiary predeceased me and (ii) if any issue of mine should die within a period of ninety (90) days after the date of my death, it shall be conclusively presumed that such issue predeceased me.

ARTICLE VII  
DEFINITIONS

For purposes of this will,

A. "Executor." The term "Executor" or "Executors" includes any personal representative or representatives of my estate acting under this will such as a successor Executor or Executors and any Administrator with the will annexed. It also includes the term "Executrix" whenever the context requires it.

B. "Death Taxes." The term "death taxes" means inheritance, estate, transfer and succession taxes, and any interest and penalties on these taxes, imposed by reason of my death by any jurisdiction with respect to property passing under or outside of the provisions of this will or any codicil to it which is includible in my estate for the purpose of determining such tax, including, but not limited to, any tax on property includible under section 2036 (relating to transfers with retained life estate), section 2041 (relating to powers of appointment), section 2042 (relating to life insurance proceeds) or section 2044 (relating to qualified terminable interest property) of the Internal Revenue Code of 1986, as amended, or any comparable provision of state law, but excluding, however, any tax imposed by section 2032A(c) (relating to qualified real property), section 2057(f) (relating to qualified family-owned business interest), or chapter 13 (relating to generation-skipping transfers) of the Code, or any comparable provision of state law.

C. "Issue" The term "issue" means lawful lineal blood descendants in any degree of the ancestor designated, but such term shall include any person legally adopted prior to the time that person reaches the age of eighteen (18) and the lawful lineal descendants of any such person, whether of the blood or by adoption prior to such age.

I, HILDA O. PAYNE, the testatrix, sign my name to this instrument this 25th day of October, 2001, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my last will and that I sign it willingly (or willingly direct another to sign it for me), that I execute it as my free and voluntary act for the purposes therein expressed, and that I am eighteen years of age or older, of sound mind, and under no constraint or undue influence.

Hilda O Payne  
HILDA O. PAYNE

We, Rebecca S. Ruff and Margaret S. Dewey, the witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority that the testatrix signs and executes this instrument as her last will in our presence and that she signs it willingly (or willingly directs another to sign it for her), and that each of us, at the request of the testatrix, and in the presence and hearing of the testatrix, and in the presence and hearing of each other, hereby signs this last will as witness to the testatrix's signing, and to the best of our knowledge the testatrix is eighteen years of age or older, of sound mind, and under no constraint or undue influence.

Rebecca S. Ruff  
(Name)

Greenville, SC  
(Residence)

Margaret S. Dewey  
(Name)

Charlotte, NC  
(Residence)

STATE OF NORTH CAROLINA

COUNTY OF Mecklenburg

Subscribed, sworn to and acknowledged before me by HILDA O. PAYNE, the testatrix, and subscribed and sworn to before me by Rebecca S. Ruff and Margaret S. Demery witnesses, this 25th day of October, 2001.

(SEAL)

SIGNED Margaret H. Oliver  
Notary Public

My Commission Expires:

12-22-02

MADISON COUNTY MS This instrument was filed for record February 28, 2007.  
Book 41 Page 202  
ARTHUR JOHNSTON, C. C.  
BY: L. J. 2 D.C. 

Hof

# Last Will and Testament 2004-202

OF

WILLIAM E. LEWIS, JR.

\* \* \* \* \*

**FILED**  
 THIS DATE  
 MAR 01 2007  
 ARTHUR JOHNSTON, CHANCERY CLERK  
 BY *[Signature]* D.C.

I, WILLIAM E. LEWIS, JR., of Madison County, Mississippi, being of sound and disposing mind and memory and of lawful age, do hereby make, publish and declare this as and for my Last Will and Testament, and I hereby specifically revoke any and all former wills and codicils which I have heretofore made.

ITEM I.

I hereby appoint  
 my wife, BETTIE  
 BRIDGES LEWIS,

Executrix of this my Last Will and Testament and my estate. In the event that my said wife is unable or unwilling to serve in such capacity, then and in that event, I appoint my daughter, DELAINE LEWIS STONER, to serve as Executrix of this my Last Will and Testament and my estate. In any event, I direct that no bond, appraisal, inventory or accounting be required of my Executrix insofar as the same may be legally waived.

A.

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

B.

I hereby direct that my Executrix shall not be required to reduce any or all of my personal or real property to cash during the administration of my estate, but in her

discretion may sell only so much of my property as is necessary to obtain adequate cash (in addition to the cash which I leave at the time of my death) to pay taxes, debts, and the costs of the administration of my estate, and after the payment of the said items, my Executrix is authorized in her sole discretion to make distribution to my devisees and legatees either in cash or in kind or in both.

C.

I hereby direct that my Executrix shall have, with reference to my estate, all of the powers during the administration of my estate as are granted to trustees under the Mississippi Uniform Trustees' Powers Law, more specifically §§ 91-9-101 thru 91-9-119, Miss. Code Ann. (1792), in addition to all inherent, implied and statutory powers of an executor, and without in any manner limiting or restricting such powers.

D.

I hereby authorize my Executrix to acquire any necessary cemetery lot or lots for my burial and any appropriate marker for my grave, the expense of such to be paid for out of my estate.

ITEM II.

I give, devise and bequeath to my beloved wife, BETTIE

BRIDGES LEWIS, all of my property and estate of every kind and character and wheresoever situated, whether real, personal or mixed. If my said wife should predecease me, then and in that

event, I give, devise and bequeath all of my property and estate of every kind and character and wheresoever situated, whether real, personal or mixed, unto my children, DELAINE LEWIS STONER and STEVEN KETRON LEWIS, share and share alike, the children of a deceased child taking per stirpes the share to which their deceased parent would have been entitled had he or she survived.

IN WITNESS WHEREOF, I have hereunto set my hand on this, the 22 day of March, 1991.

William E. Lewis, Jr.  
WILLIAM E. LEWIS, JR.

WITNESSES:

Agnie Lee Walker  
Lynn O. Cox  
W. McDonald Nichol

ATTESTATION

We, the undersigned subscribing witnesses to the within and foregoing Last Will and Testament of WILLIAM E. LEWIS, JR., do hereby acknowledge and attest that the same was exhibited to us by the said William E. Lewis, Jr. as his Last Will and Testament, that he signed the same in our presence and in the presence of each of us, and that at his request and in his presence and in the presence of each other, we signed the same as subscribing witnesses thereto.

This the 22<sup>nd</sup> day of March, 1991.

Agnie Lee Walker  
Lynn O. Cox  
W. McDonald Nichol

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN RE: WILL AND ESTATE OF  
WILLIAM E. LEWIS, JR.

NO. \_\_\_\_\_

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid,  
LYNN O. COX, who being by me first duly sworn, on oath stated:

That she is an adult resident citizen of Raymond, Mississippi, and that she knew William E. Lewis, Jr., deceased, who departed this life on January 30, 2007; and

That the attached document entitled "Last Will and Testament of William E. Lewis, Jr." dated March 22, 1991, was exhibited by the said William E. Lewis, Jr. to affiant, Annie Lee Walker and W. McDonald Nichols as his Last Will and Testament and was signed by him on the 22<sup>nd</sup> day of March, 1991, in the presence of affiant, Annie Lee Walker and W. McDonald Nichols, declaring the same to be his Last Will and Testament, and at his request and in his presence and in the presence of each other, the affiant, Annie Lee Walker and W. McDonald Nichols signed the same as witnesses; and

That the signature of the said William E. Lewis, Jr. is his genuine signature and the signatures of the affiant, Annie Lee Walker and W. McDonald Nichols are their genuine signatures; and

That the said William E. Lewis, Jr. was on the 22<sup>nd</sup> day of March, 1991, of sound and disposing mind and memory and was over the age of eighteen (18) years.

Lynn O. Cox  
LYNN O. COX

SWORN TO AND SUBSCRIBED before me, this the 3<sup>th</sup> day of February, 2007.

Pam Clark  
Notary Public

My commission expires:

1-5-2010

wmnp/lewis aff sub 2 M



MADISON COUNTY MS This instrument was  
filed for record March 1, 2007.  
Book 41 Page 214  
ARTHUR JOHNSTON, C. C.  
BY: R. Sewers D.C.



2007-065

LAST WILL AND TESTAMENT

OF

DORIS O'CAIN

**FILED**  
 THIS DATE  
 MAR 01 2007  
 ARTHUR JOHNSTON, CHANCERY CLERK  
 Y. *Y. Johnston* D.C.

I, Doris O'Cain, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all other wills and codicils heretofore made by me.

I.

I hereby appoint my niece, Janie B. Upchurch, as Executrix of this my Last Will and Testament. If the said Janie B. Upchurch be unable or unwilling to serve as Executrix, then and in that event I do hereby appoint my nephew, Chris L. Bilbro, as Successor-Executor of this my Last Will and Testament. I hereby direct that my Executrix (or my Successor-Executor, as the case may be) shall not be required to give any bond, and I hereby waive the necessity of having a formal appraisal made of my estate.

II.

I hereby direct my Executrix to pay my funeral expenses and all of my just debts which may be probated, registered and allowed against my estate as soon as may be conveniently done.

III.

It is my desire to devise and bequeath all of my estate, real and personal, to my two nieces (Janie Bilbro Upchurch and Marilyn Louise Carpenter) and two nephews (Chris L. Bilbro and James T. Bilbro) in equal proportions subject to the hereinafter conditions:

*D. O.*

A. As a part of their equal portion of my entire estate, I hereby devise that real property which I own in Leake County, Mississippi, to my two nephews, Chris L. Bilbro and James T. Bilbro; or should either or both not survive me, to their heirs, per stirpes, in equal proportions. That property which I own in Leake County, Mississippi, is described as follows:

SW 1/4 of SE 1/4 and 5 acres on the  
South end of the NW 1/4 of the SE 1/4,  
Section 6, Township 10, Range 6,  
subject to a 2.64 acre highway right-  
of-way containing, exclusive of the  
right-of-way, 42 1/2 acres.

This real property shall be appraised as soon after my death as is practically possible and the value thereof taken into consideration in determining the equal proportion of my estate which my nephews are to receive. The value of this real property shall then be deducted from the value of my remaining assets when allocating said property to my two nephews.

B. At the time of the execution of this will, I have other assets which are personalty only and which consist of a checking account, a savings account, a Merrill Lynch, Pierce, Fenter & Smith CMA account, shares of stock and other personal items. The above real property and all other assets belonging to me at the time of my death shall be appraised as soon after my death as practically possible, in order to determine the value of my estate.

C. In the unlikely event that the value of my personal assets referenced hereinabove be less than the value of the Leake County property, then and in such event my two nephews shall pay to my two nieces, Janie Bilbro Upchurch and Marilyn Louise Carpenter, or their heirs, an amount of money which would equal the appraised value of the Leake County property, less an appropriate amount for my nephews' interest in said realty. Otherwise, the real property shall be sold and the proceeds from such sale be divided equally among my nephews and nieces.

A. D.

D. The intent of paragraph C. is to ensure that my estate be divided as equally as possible at my death, yet providing that my two nephews receive that real property in Leake County, Mississippi, if they so desire.

IN WITNESS WHEREOF, I have subscribed my name this the 11 day of March, 2000.

Doris O'cain  
DORIS O'CAIN

WITNESSES:

[Signature]  
NAME

Susan M. Sheldon  
NAME

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

WITNESSES:

*A. J. Fullen*  
NAME

P.O. Box 24297

Jackson, MS 39225-4297  
ADDRESS

*Susan M. Sheldon*  
NAME

1012 Buckley Dr.

Jackson, Ms. 39206  
ADDRESS

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, A. Jerry Sheldon, whose address is P.O. Box 24297, Jackson, and Susan M. Sheldon, whose address is 1012 Buckley Drive, Jackson, MS, who being first duly sworn, state under oath the following:

That on the 11th day of March, 2000,

Doris O'Cain, Testatrix, who is personally known to each of us, in our presence signed, published and declared the foregoing instrument of writing to be her Last Will and Testament; that we at her request and in her presence and in the presence of each other signed our names thereto as witnesses to its execution and publication; that at the time of execution of the instrument the testatrix was over the age of eighteen and was of sound and disposing mind and memory.

Dated this 11th day of March, 2000.

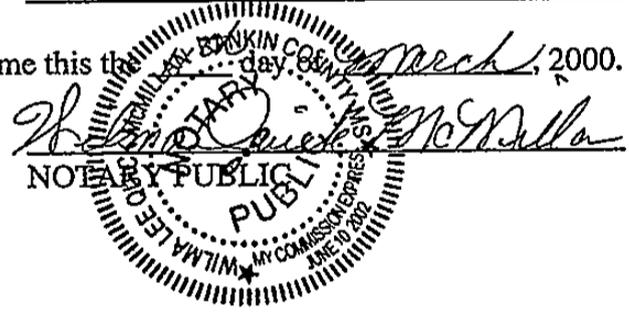
Susan M. Sheldon  
(Witness)

(Address) 1012 Buckley Drive  
Jackson, MS 39206

A. Jerry Sheldon  
(Witness)

(Address) P.O. Box 24297  
Jackson, MS 39225-4297

SWORN TO AND SUBSCRIBED before me this the 11th day of March, 2000.



My Commission Expires: 6/12/2002

MADISON COUNTY MS This instrument was filed for record March 1, 2007.

Book 41 Page 215  
ARTHUR JOHNSTON, C. C.

BY: L. Jones D.C.





## ARTICLE V

A. If my wife, Marilyn L. Norton survives me, I give, devise and bequeath one-half of the rest, residue and remainder of my property, real, personal and mixed, and wherever situated, including all failed and lapsed legacies, to my wife, outright and free of trust.

B. If my wife, Marilyn L. Norton survives me, I give, devise and bequeath the remaining one-half of the rest, residue and remainder of my property to my Trustee hereinafter named, IN TRUST NEVERTHELESS, for the use and benefit of my wife as hereinafter set forth. Such trust shall be known as the Marilyn L. Norton Marital Trust and the trust estate shall be held, administered and distributed in accordance with the provisions of this Article V. My wife may disclaim any part or all of her interest in the Marilyn L. Norton Marital Trust by giving notice of such disclaimer to my Executor. If my wife disclaims in whole or in part, such disclaimed property shall be held and distributed under the terms and provisions of Paragraph D of this Article V.

1. The Trustee shall hold, manage, invest and reinvest the property comprising this trust, shall collect the income thereon, and shall pay to or apply for the benefit of my wife the net income thereof, in convenient installments at least quarterly during her lifetime. In addition, in the event the net income of said trust for any calendar year is less than six percent of the fair market value of the trust as of the close of the last day of the year, the Trustee shall pay to or apply for the benefit of my wife such amount of the principal of said trust, after taking into account the income paid to my wife during the year, equal to the value of the above stated percentage.

2. Notwithstanding any other provision herein to the contrary, I direct that if the Marital Trust at any time contains any unproductive property, my wife may require the Trustee to make such property productive or convert such property to productive property within a reasonable time.

C. Upon the death of my wife, the Trustee shall distribute the trust estate in equal shares to my two children, outright and free of trust. In the event that one or both of my said children should predecease my wife leaving descendants surviving, then the share of my residuary estate that would have passed to my deceased child shall pass in equal shares to the then living descendants per stirpes of such child.

D. In the event that my wife does not survive me, I give, devise and bequeath all of the rest, residue and remainder of my property, real, personal and mixed, and wherever situated, including all failed and lapsed legacies, to my children, in equal shares, outright and free of trust. In the event that one or both of my said children should predecease me leaving descendants surviving, then the share of my residuary estate that would have passed to such predeceased child, under the provisions of this Paragraph D, shall pass in equal shares unto the then living descendants per stirpes of such child.

ARTICLE VI

A. During the continuance of the trust under this Will, my Trustee shall render not less frequently than annually statements of account to the beneficiary then entitled to current income. The statement shall show all receipts and disbursements and a list of all assets held as of the closing dates of the accounting.

B. It shall not be necessary that the Trustee furnish accountings other than provided for above either during the continuance or upon termination of the same, and I expressly waive any requirements of law or otherwise that accountings be filed with any court or public tribunal except upon the written request of the beneficiary or by the voluntary action of the Trustee.

C. No distribution of the principal or income of the trust created herein shall be made in satisfaction of a legal obligation.

ARTICLE VII

A. I hereby nominate, constitute and appoint William Newell Norton as Executor of this my Last Will and Testament. In the event that he should become unable or unwilling to serve in such capacity, either before or after entering upon his duties as such Executor, I hereby appoint Clyde R. Allen, Jr., as successor Executor of this my Last Will and Testament. I hereby appoint William Newell Norton as Trustee of any and all trust created under the terms of this my Last Will and Testament. In the event that he should be or become unable or unwilling to serve as Trustee of the Marilyn L. Norton Marital Trust, I hereby authorize my said wife, Marilyn L. Norton to select a successor trustee as provided in Paragraph B below. I hereby relieve my said Executor, my successor Executor, and my Trustee from giving bond, from having an appraisal made of my estate, and of making or filing any inventories, reports, accountings or returns of any kind or character to any Court or other tribunal.

B. I hereby authorize any income beneficiary or any trust created under this Will to remove any corporate trustee or trustees appointed hereunder, and to appoint a successor trustee from time to time.

C. During the period of administration thereof, my Executor shall have all of the powers with reference to my estate and my estate assets that a trustee has with respect to a trust and trust assets under the said Uniform Trustees' Powers Act, reference to which is hereby made.

D. In addition to the powers afforded to my said Executor by the Uniform Trustees' Powers Act, I specifically give and grant to my Executor the following powers:

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

2. To litigate, compound, or settle inheritance, estate, gift, income or other taxes assessed against my estate.

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

4. To make any and all other elections permitted by any tax law applicable to the estate.

IN WITNESS WHEREOF I have hereunto set my hand and seal to this my Last Will and Testament, consisting of four pages, on the 17 day of January, 2007.

Witnesses:

Lewis A. Watt, Leed [Signature] William L. Norton

Print Name:

Shannon F. Watt, Amanda C. Watt

Print Name:

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by WILLIAM L. NORTON as his Last Will and Testament, that he signed the same in our presence and in the presence of each of us, and that we, at his request, and in his presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 11<sup>th</sup> day of January 2007.

*Laura J. [Signature]*

*Margaret G. [Signature]*

AFFIDAVIT OF WITNESS

Lewis A. Watt, being duly sworn according to law on oath states:

I am a subscribing witness to the written instrument dated January 11, 2007, which purports to be the Last Will and Testament of WILLIAM L. NORTON, Testator, who is personally known to me. On the execution date of the instrument, the Testator, in my presence and in the presence of the other witness, Shannon F. Watt, signed, published and declared the instrument to be his Last Will and Testament, and requested that Shannon F. Watt and I attest his execution thereof. In the presence of the Testator and each other, Shannon F. Watt and I signed our respective names as attesting witnesses. At the time of execution of the instrument the Testator appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud, or restraint

DATED this 2 day of February, 2007.

*Lewis A. Watt*

Lewis A. Watt

643 Wendover Way

(Address)  
Ridge land, MS 39157

STATE OF MISSISSIPPI

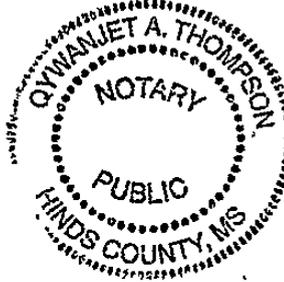
COUNTY OF Hinds

Subscribed and sworn to before me, the undersigned Notary Public, on this the 2 day of February, 2007.

*[Signature]*  
Notary Public

My Commission Expires:

Notary Public State of Mississippi At Large  
My Commission Expires April 28, 2007  
Bonded Thru Helden, Brooks & Garland, Inc.



AFFIDAVIT OF WITNESS

Shannon F. Watt, being duly sworn according to law on oath states:

I am a subscribing witness to the written instrument dated January 11, 2007, which purports to be the Last Will and Testament of WILLIAM L. NORTON, Testator, who is personally known to me. On the execution date of the instrument, the Testator, in my presence and in the presence of the other witness, Lewis A. Watt, signed, published and declared the instrument to be his Last Will and Testament, and requested that Lewis A. Watt and I attest his execution thereof. In the presence of the Testator and each other, Lewis A. Watt and I signed our respective names as attesting witnesses. At the time of execution of the instrument the Testator appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud, or restraint.

DATED this 2 day of February, 2007.

Shannon F. Watt  
Shannon F. Watt

643 Wendover Way  
(Address)  
Ridgeland, MS 39157

STATE OF MISSISSIPPI

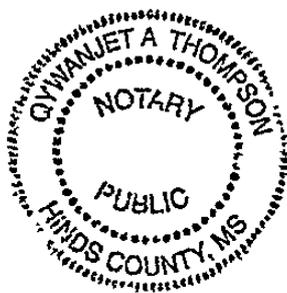
COUNTY OF Hinds

Subscribed and sworn to before me, the undersigned Notary Public, on this the 2 day of February, 2007.

[Signature]  
Notary Public

My Commission Expires:

~~Notary Public State of Mississippi At Large~~  
My Commission Expires April 29, 2007  
Bonded Thru Heiden, Brooks & Garland, Inc.



MADISON COUNTY MS This instrument was filed for record March 1, 2007.

Book 41 Page 220  
ARTHUR JOHNSTON, C. C.

BY: L. Jones D.C.





personal, or mixed to JOHN E. ANTWINE. If he shall predecease me, I give, devise and bequeath all the rest, residue and remainder of all of my estate and property of which I may die seized and possessed, or to which I may be entitled at the time of my death, wherever situated or whatever nature, whether it be real, personal, or mixed to The Catholic Charities, Inc, 748 North President Street, Jackson, Mississippi 39202.

## ITEM IV

Except as otherwise provided in this my Last Will and Testament, I have intentionally omitted to provide herein for any other relatives or for any other persons, whether claiming to be an heir of mine or not. That I leave to my children, Louann Antwine, Harold M, and "Trey" Antwine, III, M.D. nothing but my love and affection.

## ITEM V

In the event Con Maloney cannot serve as Executor of this my Last Will and Testament, I do hereby name, appoint and constitute John R. Stringer, of Jackson, Mississippi, as Successor Executor of my Last Will and Testament, who shall serve upon the same terms and conditions without bond as my Executor first appointed herein. My Successor Executor shall have full and plenary power to do and perform any act deemed by him to be for the best interest of my estate without any limitations whatsoever.

*Harold Melville Antwine, Jr.*  
HAROLD MELVILLE ANTWINE, JR.

Page 2 of 4

*7-25-02*  
DATE

IN WITNESS WHEREOF, I have signed and sealed this instrument on the 25<sup>th</sup> day of July, 2002, having also written my name on the two pages hereof.

Harold Melville Antwine, Jr.  
HAROLD MELVILLE ANTWINE, JR.

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This instrument was, on the day and date hereof, signed, published and declared by the said testator, HAROLD MELVILLE ANTWINE, to be his Last Will and Testament, in the presence of us, who, at his request, have subscribed our names hereto as witnesses in his presence and in the presence of each other.

WITNESS OUR SIGNATURES on this the 25<sup>th</sup> day of July, 2002.

WITNESSES:

Billy W. Jones

Thomas M. Buser

Harold Melville Antwine, Jr.  
HAROLD MELVILLE ANTWINE, JR.

AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named HAROLD MELVILLE ANTWINE, JR., Billy W. Keyes and THOMAS M. Bryson, known to me to be the testator and the witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and all of said persons being by me duly sworn, the said HAROLD MELVILLE ANTWINE, JR., testator, declared to me and to the said witnesses in my presence that the said instrument is his Last Will and Testament and that he has willingly made and executed it as his free act and deed for the purposes therein expressed, and the said Billy W. Keyes and Thomas M. Bryson, witnesses, each on their oath, stated to me in the presence and hearing of the testator, that the said testator had declared to them that said instrument is his Last Will and Testament, and that he executed the same as such and wanted each of them to sign it as a witness; and, upon their oath, each witness stated further that they did sign the same as witnesses in the presence of the said testator and at his request and signed the same as witnesses in the presence of each other; and, at the time of executing said Last Will and Testament, the testator and all witnesses were at the age of majority, and the testator appeared to be of sound and disposing mind and not acting under duress, menace, fraud, undue influence, or misrepresentation.

Harold Melville Antwine, Jr.  
HAROLD MELVILLE ANTWINE JR.

WITNESSES:

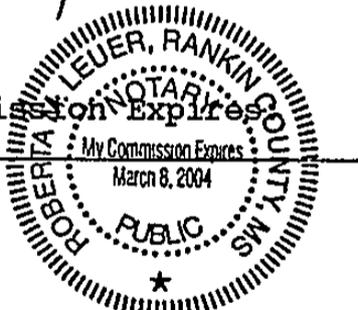
Billy W. Keyes  
2202 COX FERRY ROAD  
FLORA, MS. 39071

Thomas M. Bryson  
AS Her. Exp. Ct  
Tadlow MS 39127

SWORN TO AND SUBSCRIBED BEFORE ME on this the 25th day of JULY, 2002.

Roberta M. Leuer  
NOTARY PUBLIC

My Commission Expires



MADISON COUNTY MS This instrument was filed for record March 1, 2007.

Book 41 Page 227  
ARTHUR JOHNSTON, C. C.  
BY: L. Jones D.C.

Harold Melville Antwine, Jr.  
HAROLD MELVILLE ANTWINE, JR.

7-25-02  
DATE

## LAST WILL AND TESTAMENT

OF

2007-142

## ALBENA PIERCE HILL DE CORDOVA

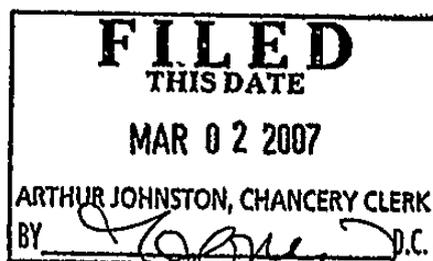
I, ALBENA PIERCE HILL DE CORDOVA, of the County of Madison, State of Mississippi, being above the age of eighteen years and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament hereby revoking any other Wills and Codicils heretofore made by me.

1. **DEBTS, FUNERAL EXPENSES, AND TAXES.** I direct that all my debts, funeral expenses, and the expenses of my last illness be paid from my estate. I further direct that my Executrix, hereinafter named, pay all estate, inheritance, and similar taxes imposed by the United States of America, or any state or subdivision with respect to my estate, including not only property passing under this Will (which term shall include any Codicil) but also any other property or interest of any character taxable in my estate, and that all such taxes so paid by my Executrix be paid as administration expenses.

2. **BEQUEST AND DEVISE TO CHILDREN.** I hereby bequeath and devise my entire estate, both real and personal, including all property acquired by me or to which I may become entitled after the execution of this Will, and all property over which I now have or may hereafter acquire any power of appointment to my children, Harold S. Hill, Donald E. Hill, Sandra H. Nelson and Milton Gayle Hill, share and share alike. In the event any child of mine has predeceased me, that child's share shall be distributed as follows: Harold's share to his son Mark, Donnie's share to his daughter Cindy, Sandy's share to her daughter Kimberly and Gayle's share to his son Slade.

3 **PERSONAL PROPERTY LIST.** Should I prepare a personal property list designating specific items of personal property and the recipients thereof, I hereby request that my Executrix comply with said list.

*Albena Pierce Hill de Cordova*  
ALBENA PIERCE HILL DE CORDOVA



4. **AUTHORITY AS TO TAXES.** I authorize my Executrix, to elect

(a) To value my gross estate for federal estate tax purposes as of the date of my death or as of the alternate valuation date as allowed for such purposes;

(b) To claim as income tax deductions expenses that would otherwise qualify as estate tax deductions; and

(c) To make the such elections provided for in the Internal Revenue Code, with respect to all or any part of my assets as she deems appropriate; and I authorize such adjustment or apportionment as my Executrix may deem equitable.

6. **APPOINTMENT OF EXECUTRIX.** I appoint my daughter, Sandra H. Nelson of Jackson, Mississippi, to be the Executrix of my Will. No bond or other security shall be required in any jurisdiction of my Executrix.

IN WITNESS WHEREOF, I have this 24 day of May, 2005 set my hand upon the foregoing instrument, each page signed by me as my Last Will and Testament, consisting of 3 pages including the Attestation page, in the presence of each and all of the subscribing witnesses, each of whom I have requested in the presence of each of the others to subscribe their name as an attesting witness, in my presence and in the presence of the other witnesses.

*Albena Pierce Hill de Cordova*  
ALBENA PIERCE HILL DE CORDOVA

WITNESSES:

*Alpaw Land*  
*Gayla Mitchell*

ATTESTATION

.B 41 . P 233

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was submitted to us by Albena Pierce Hill de Cordova, as her Last Will and Testament, that she signed the same in our presence and in the presence of each of us, and that we, at her request, and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 24 day of May, 2005.

Laura Mitchell  
Signature

Allyson Land  
Signature

Laura Mitchell  
NAME

Allyson Land  
NAME

410 Mockingbird Cir.  
ADDRESS

157 W. Madison St  
ADDRESS

Brandon, MS 39047

Durant, MS 39063

Albena Pierce Hill de Cordova  
ALBENA PIERCE HILL DE CORDOVA

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid Layla Mitchell and Alyson Land, credible and competent subscribing witnesses as to the foregoing instrument of writing dated May 24, 2005, purporting to be the Last Will and Testament of ALBENA PIERCE HILL DE CORDOVA, each of whom having been first duly sworn, state on oath that the said ALBENA PIERCE HILL DE CORDOVA, signed, made, published and declared said instrument as her Last Will and Testament on the 24<sup>th</sup> day of May, 2005, the date of said instrument, in the presence of these affiants; that the Testatrix was then of sound and disposing mind and memory, and above the age of twenty-one (21) years; that the Testatrix was acting voluntarily without undue influence, fraud or restraint; that the affiants subscribed and attested said instrument as witnesses to the signature and application thereof, at the special instance and request of ALBENA PIERCE HILL DE CORDOVA and in the presence of ALBENA PIERCE HILL DE CORDOVA and in the presence of each other; that the Testatrix at the time of the attestation was mentally capable of recognizing, and actually conscious of said act and attestation; that the subscribing witnesses were, at the time of said attestation, competent witnesses under the laws of the State of Mississippi; that at the time of said attestation the Testatrix, ALBENA PIERCE HILL DE CORDOVA, indicated to the affiants that she was a resident of and had a fixed place of residence in the City of Ridgeland, Madison County, State of Mississippi; and that this Proof of Will is attached to the original of that certain foregoing written instrument signed, made, published and declared by the said Testatrix, ALBENA PIERCE HILL DE CORDOVA, as her Last Will and Testament on this the 24<sup>th</sup> day of May, 2005.

Layla Mitchell

Alyson Land

SWORN TO AND SUBSCRIBED before me on this the 24<sup>th</sup> day of May, 2005.

[Signature]



MY COMMISSION EXPIRES:  
MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES MAY 21, 2007  
BONDED THRU STEGALL NOTARY SERVICE

MADISON COUNTY MS This instrument was  
filed for record March 2, 2007.

Book 41 Page 231  
ARTHUR, JOHNSTON, C. C.

BY: [Signature] D.C.



**FILED**  
THIS DATE  
MAR 02 2007  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Silvers* D.C.

LAST WILL AND TESTAMENT 2007-208  
OF  
BURTON F. PLATT

I, BURTON F. PLATT, an adult resident of Jackson, Hinds County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My wife's name is ELSIE S. PLATT, and she is herein referred to as "my wife" I have two (2) adult children now living, STEPHEN L. PLATT and ANN PLATT NECAISE, and I have one (1) child now deceased, BURTON F. PLATT, JR.

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

ITEM II.

I appoint my children, STEPHEN L. PLATT and ANN PLATT NECAISE, to serve jointly as Executor of my estate under this Will. In the event either of STEPHEN L. PLATT or ANN PLATT NECAISE is or becomes unable or unwilling to serve, the survivor shall serve alone as Executor of my estate.

FOR IDENTIFICATION:

*B.F. Platt*

## ITEM III.

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

## ITEM IV.

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

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

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

FOR IDENTIFICATION:

      BAP

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

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

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

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

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

## ITEM VI.

I give, devise and bequeath to STEPHEN L. PLATT and ANN PLATT NECAISE, jointly as Trustee under the terms set forth in this Will, an amount of property equal to the largest amount, but no more, that can pass free of federal estate tax by reason of the unified credit available at the date of my death provided under Section 2010 and that portion of the state death tax credit allowable to my estate under Section 2011 which does not cause an increase in state death taxes. However, the amount of this bequest shall be reduced by the value of insurance proceeds and any other property which passes at any time during my life or at my death, either under any other ITEM of my Will or outside of my Will, in such

FOR IDENTIFICATION:

MAP



amounts and at such intervals as the Trustee determines. Any income not distributed shall be added to principal and distributed in accordance with subsequent provisions.

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

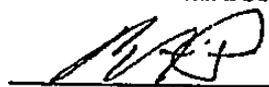
amounts and at such intervals as the Trustee determines. Any income not distributed shall be added to principal and distributed in accordance with subsequent provisions.

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

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

C. Upon my wife's death, the Trustee shall divide this trust into two (2) separate trusts. There shall be a separate trust for each of my then living children and his or her children (being my grandchildren by that child) and one trust for the then living children, collectively, of each deceased child of mine other than BURTON F. PLATT, JR. (being my grandchildren by that deceased child). These trusts shall be equal in amounts. The Trustee shall distribute outright to each of my then living children, that child's trust estate. In the event of the death of STEPHEN L. PLATT and/or ANN PLATT NECAISE after division of this trust into separate trusts and prior to receipt by that child of his or her entire trust estate, the balance in the trust of such deceased child shall be retained in trust for the benefit of such deceased child's then living children (being my grandchildren by that deceased child). The Trustee shall hold, administer and distribute the funds of each trust for the then living children,

FOR IDENTIFICATION:

  
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collectively, of a deceased child of mine other than BURTON F. PLATT, JR, (being my grandchildren by that deceased child) under the following provisions.

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

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

3. After the death of my wife, the assets of a trust for the children of a deceased child of mine (being my grandchildren by that deceased child) shall be distributed, in equal shares, to the children of such deceased child when the youngest living child of a deceased child of mine attains the age of twenty-five (25) years, except that the then living descendants of a deceased grandchild of mine shall take, per stirpes, the share the grandchild would have taken if living.

4. If at the death of a child of mine (other than BURTON F. PLATT, JR.), he or she leaves no surviving descendants, that deceased

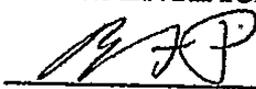
FOR IDENTIFICATION:



child's trust estate shall be paid over and added to the trust created herein for my other child and his or her descendants to be held, administered and distributed in accordance with the provisions of such trust or shall be distributed outright to a beneficiary who had previously reached the age to have received a distribution of his or her trust estate.

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

FOR IDENTIFICATION:



E. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the distribution of all trust assets, the trust assets shall be distributed, in equal shares, to:

1. FOREIGN MISSIONS, PRESBYTERIAN CHURCH OF AMERICA;
2. FRENCH CAMP ACADEMY, French Camp, Mississippi; and
3. PALMER HOME, a Presbyterian children's home located in Columbus, Mississippi.

F. The Trustee shall permit each beneficiary to elect by written direction to the Trustee, at the time all or any portion of his or her trust is to be distributed to him or her, to have such property remain in trust under the terms and provisions hereof for the balance of his or her life or until such time as such beneficiary shall request that the trust assets, or any part thereof, be distributed to him or her outright. In the event of the death of a beneficiary during the period in which the trust is so continued, the Trustee shall make immediate distribution of that beneficiary's trust assets to his or her estate.

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

FOR IDENTIFICATION:

BAJ

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

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

J. This trust shall be designated and known as the "B. F. Platt Family Trust."

ITEM VII.

If my wife, ELSIE S. PLATT, 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.

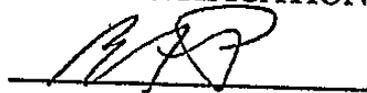
ITEM VIII.

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, to the Trustee of the "B. F. Platt Family Trust" created by ITEM VI of this Will to be held, administered and distributed as provided in said trust.

ITEM IX.

In making distributions for beneficiaries from any trust created under this Will and especially where such beneficiaries are minors, or incapable of transacting business due to

FOR IDENTIFICATION:



illness, the Trustee, in the Trustee's discretion, may make distributions either (a) directly to the beneficiary; (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary, (d) to a Custodian for a minor beneficiary under the Mississippi Uniform Transfers to Minors Act, or (e) by applying the distributions for the benefit of the beneficiary by paying expenses directly. In any event the Trustee shall require such reports and take such steps as the Trustee deems requisite to assure and enforce the application of such distributions for the exclusive benefit of the beneficiary.

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

ITEM X.

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

The Trustee shall not be required to make physical division of the trust property comprising the "B. F. Platt Family Trust," except when necessary for the purposes of

FOR IDENTIFICATION:

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distribution, but may, in the Trustee's discretion, keep the trusts in one or more consolidated funds. As to each consolidated fund, the division into the various shares comprising such fund need be made only on the Trustee's books of account, in which case each trust shall be allotted its proportionate part of the principal and income of the fund and charged with its proportionate part of expenses thereof.

ITEM XI.

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

ITEM XII.

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

ITEM XIII. <sup>3</sup>

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

FOR IDENTIFICATION:

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

ITEM XIV.

A Trustee may resign and cease to act at any time by giving written notice specifying the effective date of such resignation, by personal delivery or by registered mail, to those persons who are income beneficiaries of each trust at that particular time.

If either STEPHEN L. PLATT or ANN PLATT NECAISE is or becomes unable to serve as Trustee of any trust created by this Will, the other shall serve alone as Trustee of such trust.

The Trustee or any successor Trustee of any trust created by this Will may be removed by and a successor Trustee appointed by a majority vote of a committee consisting of STEPHEN L. PLATT, ANN PLATT NECAISE, JEFFREY NECAISE and REBECCA L. PLATT. In the event of the death, incapacity, or unwillingness to serve of a committee member, the other three (3) committee members shall select a replacement. In any event, any successor Trustee shall be a bank possessing trust powers or a trust company. The removal of a Trustee or successor Trustee and the appointment of a successor Trustee shall be effective upon written notice to the Trustee or successor Trustee removed or appointed.

The resigning or removed Trustee shall deliver all trust assets to the successor Trustee on the effective date of the resignation or removal, and shall, within sixty (60) days of such date, submit a full and final accounting to the successor Trustee and to the income

FOR IDENTIFICATION:

  
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beneficiaries of the trust. Any successor Trustee shall be vested with all the rights, powers, duties and discretions conferred on the original Trustee.

ITEM XV.

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

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

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

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

FOR IDENTIFICATION:

RAP

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

E. To retain or invest trust assets in a common fund established by a corporate Trustee pursuant to the Uniform Common Trust Fund Law of Mississippi or in any investment account, mutual fund, or other investment vehicle offered, sponsored, or advised for a fee by any corporate Trustee, or any subsidiary, parent or affiliate of such corporate Trustee or any successor or assign, or subsidiary, parent or affiliate of any successor or assign, to such corporate Trustee.

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

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

H. To hold for the benefit of any minor beneficiary of a 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 a 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 may permit such items to remain in the residence in which the beneficiary resides or in such other storage facility as the Trustee

FOR IDENTIFICATION:





right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her whether outright or in trust or all or any part of his or her interest in any trust created herein. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor. If my wife or any other person or a Trustee disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed to the Trustee of the "B. F. Platt Family Trust" created by ITEM VI of this Will to be held, administered and distributed as provided herein.

## ITEM XVIII.

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

FOR IDENTIFICATION:



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

BARP

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

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 27 day of ~~December~~ <sup>November</sup>, 1995.

Burton F. Platt  
Burton F. Platt

This instrument was, on the day and year shown above, signed, published and declared by BURTON F. PLATT 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.

William E. Dessett

Judgeland, Ms.  
Address

Marilyn K. Summitt

Brandon MS  
Address

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said county and state, WILLIAM E. DOSSETT, a subscribing witness to a certain instrument of writing purported to be the Last Will and Testament of BURTON F. PLATT of the County of Madison, State of Mississippi, who having been by me first duly sworn, makes oath that the said BURTON F. PLATT signed, published and declared said instrument as his Last Will and Testament on November 27, 1995, in the presence of MARILYN K. SUMMITT 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 years, and the affiant makes oath that MARILYN K. SUMMITT 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.

WITNESS SIGN NAME:

William E. Dossett

WILLIAM E. DOSSETT

Print Address of Witness:

112 Castle Ridge Cove

Madison, Ms. 39110

Sworn to and subscribed before me this, the 27<sup>th</sup> day of February, 2007.

Patsy S. Luke (Murphy)

NOTARY PUBLIC



Commission Expires:  
Notary Public State of Mississippi  
At Large  
My Commission Expires  
September 6, 2006  
BONDED THRU  
HEIDEN, BROOKS & GARLAND, INC.

MADISON COUNTY MS This instrument was  
filed for record March 2, 2007.  
Book 41 Page 235  
ARTHUR JOHNSTON, C. C.  
BY: R. Summo D.C. 

2007-200

**FILED**  
THIS DATE  
MAR 05 2007  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Kim Sullivan* D.C.

LAST WILL AND TESTAMENT  
OF

HELEN BERNICE HADAWAY BAIRD

I, HELEN BERNICE HADAWAY BAIRD, a resident of and domiciled in Madison County, Mississippi, being over the age of eighteen (18) years and of sound and disposing mind and memory, and in all respects competent and qualified, do hereby make, publish and declare this to be my true Last Will and Testament, and hereby revoking all previous wills and codicils heretofore made by me.

ARTICLE I  
FAMILY MEMBERS

My husband's name was Robert R. Baird, Jr., and he predeceased me, having died on May 19, 1980. I have no children or descendants of children, either living or who have predeceased me.

ARTICLE II  
PAYMENT OF EXPENSES AND DEBTS

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

ARTICLE III  
CASH BEQUESTS

I give and bequeath unto my nephew, JOE R. BRIDGES, JR., the sum of Ten Dollars (\$10.00). The bequest of this sum does not reflect a lack of love and affection for my nephew, but for reasons personal to me.

ARTICLE IV  
RESIDUARY ESTATE

If my friend, GARY D. WINDHAM, survives me, I will, devise and bequeath unto him all of the rest, residue and remainder of my estate, whether real, personal or mixed, and of whatsoever kind or character and wheresoever situated.

If GARY D. WINDHAM predeceases me, then, in that event, I will, devise and bequeath all the rest, residue and remainder of my estate, whether real, personal or mixed, and of whatsoever kind or character and wheresoever situated, unto his daughter, DEVIN LEE WINDHAM (born July 18, 1986).

ARTICLE V  
APPOINTMENT OF FIDUCIARIES

A. Executor. I do hereby appoint my friend, GARY D. WINDHAM, as Executor of this my Last Will and Testament. I hereby expressly give and grant unto said Executor all the rights, powers and discretions described hereinbelow.

B. Successor. In the event that GARY D. WINDHAM predeceases me or is unable or unwilling to act in such fiduciary capacity, a Successor Executor may be appointed on

petition of the beneficiaries by the Chancery Court of Madison County, Mississippi and the Successor Executor shall serve under the same terms and conditions as set forth for the originally named Executor and is given the same rights, powers and discretions herein given the originally named Executor.

ARTICLE VI  
GENERAL PROVISIONS

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

I do hereby grant unto my said Executor, during the administration of my estate, the power to sell any of my estate, whether real, personal or mixed, at public or private sale, to be exercised without any court order and at such price and on such terms and conditions as my Executor, in his sole and absolute discretion, may determine and to execute and deliver any and all instruments in writing which may be advisable to carry out said powers and no party to such instruments in writing, signed by the Executor, shall be obliged to inquire into its validity, or be bound to see to the application by the Executor, pursuant to the terms of any such instrument; to make distribution of my estate in cash or in kind and to employ agents, attorneys, auditors, bookkeepers and depositories, with or without discretionary powers; to exercise in his sole and absolute discretion, all of the powers, rights



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

WITNESSES:

*Alan S. J. [Signature]*

*Sara Jean Price*

ADDRESSES:

*936 Investment Bldg*

*Jackson, Mo. 39201*

*248 E. Capital St. #936*

*Jackson Mo 39201*

PROOF OF WILL

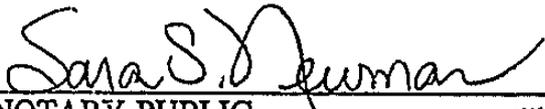
STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Reeve G. Jacobus, Jr., who by me being first duly sworn, deposes and states on oath that he is one of the subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of Helen Bernice Hadaway Baird and that the said Helen Bernice Hadaway Baird signed, published and declared said instrument to be her Last Will and Testament on the 5th day of August, 2002 in the presence of this affiant and Sara Jean Grice, the other subscribing witness to said instrument; and said testatrix was then of sound and disposing mind and memory and over the age of eighteen (18) years; and that this affiant and Sara Jean Grice subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said testatrix, and in the presence of each other.

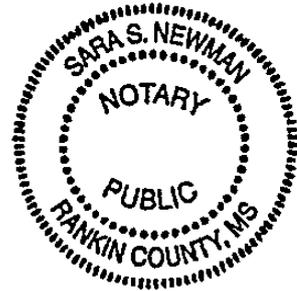
  
\_\_\_\_\_  
REEVE G. JACOBUS, JR.  
248 East Capitol Street, Suite 936  
Jackson, Mississippi 39201

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 5<sup>th</sup> day of August, 2002.

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

My commission expires:

Notary Public State of Mississippi At Large  
My Commission Expires: January 10, 2006  
Bonded Thru Holden, Brooks & Garland, Inc.



PROOF OF WILL

STATE OF MISSISSIPPI

B 41 P 253

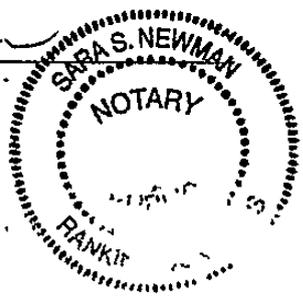
COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Sara Jean Grice, 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 Helen Bernice Hadaway Baird and that the said Helen Bernice Hadaway Baird signed, published and declared said instrument to be her Last Will and Testament on the 5th day of August, 2002 in the presence of this affiant and Reeve G. Jacobus, Jr., the other subscribing witness to said instrument; and said testatrix was then of sound and disposing mind and memory and over the age of eighteen (18) years; that this affiant and Reeve G. Jacobus, Jr. subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request and in the presence of said testatrix, and in the presence of each other.

*Sara Jean Grice*  
SARA JEAN GRICE  
248 East Capitol Street, Suite 936  
Jackson, Mississippi 39201

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 5<sup>th</sup> day of August, 2002.

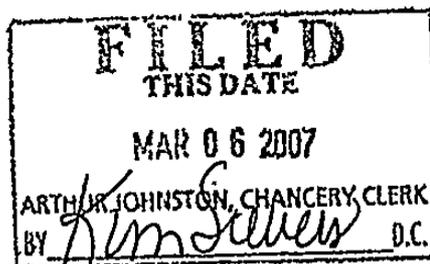
*Sara S. Newman*  
NOTARY PUBLIC



My commission expires:  
Notary Public State of Mississippi At Large  
My Commission Expires January 10, 2006  
Bonded Thru Halden, Brooks & Garland, Inc.

MADISON COUNTY MS This instrument was  
filed for record March 5, 2007.  
Book 441 Page 253  
ARTHUR JOHNSTON, C. C.  
BY: *K. Seivers* DC





STATE OF MISSISSIPPI  
 COUNTY OF HARRISON

LAST WILL AND TESTAMENT

*2000-1096*

KNOW ALL MEN BY THESE PRESENTS:

That I, LOUISE M. AULTMAN, a resident of the city of Gulfport, First Judicial District, Harrison County, Mississippi, being of sound and disposing mind do hereby make, publish and declare this as and for my last will and testament, and hereby revoke all other wills and codicils that I may have made.

I

I do hereby give, devise and bequeath all of my property, real and personal and mixed and wherever situated, in which I may have any interest at the time of my death, including any property over which I may have the power of appointment as follows:

(A) To my husband, TOXEY RAWLES AULTMAN, if he survives me for his life and upon his death to my two children, PEGGY GAUTHE and HENRY L. FRENCH, to share and share alike.

(B) If my husband predeceases me or if he dies in a common accident or disaster simultaneously with me, then to my beloved children, PEGGY GAUTHE and HENRY L. FRENCH, to share and share alike.

II

I hereby nominate and appoint my husband, TOXEY RAWLES AULTMAN, as executor hereunder. However, if my husband, TOXEY RAWLES AULTMAN, should predecease me or should die in a common accident or disaster with me, then I nominate and appoint my two children, PEGGY GAUTHE and HENRY L. FRENCH, as co-executors hereunder. I further direct that no bond or other securities shall be required of any person acting as executor or co-executors hereunder for the faithful performance of their duties, any law of any state of jurisdiction to the contrary notwithstanding.

*L.M.A.*

III

IN WITNESS WHEREFORE, I, LOUISE M. AULTMAN, have hereunto set my hand and seal and have signed my initials on this page, this the 18 day of June, 1979.

*Louise M. Aultman*  
LOUISE M. AULTMAN

The foregoing instrument was signed, sealed, published and declared by LOUISE M. AULTMAN, the above named testatrix, as and for her last will and testament in our presence, all being present at the same time, and thereupon, we, at her request and in the presence of each other, have initialed each of the pages and have hereunto subscribed our names as witnesses, this the

18 day of June, 1979.

Nellie Blackledge  
WITNESS

200 Ole Buzzard. Gpt. MS.  
ADDRESS

Shirley L. Wagner  
WITNESS

114 Meadowood Dr. Biloxi, MS. 39532  
ADDRESS

MADISON COUNTY MS This instrument was  
filed for record March 6, 2007.  
Book 41 Page 260  
ARTHUR JOHNSTON, C. C.  
BY: Kim Sewell C.C.



LAST WILL AND TESTAMENT 2007-215

OF

RUTH KERR CHRISTY

**FILED**  
THIS DATE  
MAR 06 2007  
ARTHUR JOHNSTON, CHANCERY CLERK  
*Arthur Johnston* D.C.

THE STATE OF TEXAS {}  
COUNTY OF DENTON {}

KNOW ALL MEN BY THESE PRESENTS:

I, RUTH KERR CHRISTY, a resident of Denton County, Texas, being of sound and disposing mind and memory and above the age of eighteen (18) years, do make and publish this my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

1.

PAYMENT OF DEBTS

I direct that all of my just debts be paid out of my estate without delay by my Executor. However, my Executor need not prepay any debts which may not be due at the time of my death.

2.

EXECUTORSHIP

A. Executor. I hereby appoint GEORGE A. CHRISTY as Independent Executor of my Will and Estate. If my Executor does not survive me or does not serve or continue to serve as Executor, then I appoint the J. GORDON CHRISTY as Independent Executor. If neither of the above serve or continue to service as such, I appoint the Trust Department of the WELLS FARGO BANK TEXAS, N.A., Denton, Texas, to be my Independent Executor.

B. Bond. I hereby direct that my Executor shall not be required to furnish bond or other security.

C. Powers. Whether or not my Estate is indebted to any person, I give unto my Executor, from the date of granting of Letters Testamentary until my Estate has been entirely distributed, the same rights, powers, authority, privileges, and discretion with reference to the control; management and disposition of my property as are given to trustees by the provisions of the Texas Trust Code [as it may be amended] in addition to all other powers given to Independent Executors by law or by this

document, and my Executor shall have the power and authority to sell real or personal property whether the estate is indebted or not.

D. Limitation of Court Supervision. I direct that no other action shall be had in the County or Probate Court in relation to the settlement of my Estate than the probating and recording of my Last Will and the return of an Inventory, Appraisement, and List of Claims of my Estate.

3.

DISPOSITION OF MY ESTATE

A. If my husband, GEORGE A. CHRISTY, survives me, I hereby give, devise, and bequeath Five Hundred Thousand Dollars (\$500,000) worth of my property to J. GORDON CHRISTY, in fee simple and absolutely. My Executor shall determine the property to be selected for the above bequest, utilizing date of death values.

B. If my said husband survives me, I hereby give, devise, and bequeath all the rest and remainder of my property to my husband, GEORGE A. CHRISTY, in fee simple and absolutely.

C. If my said husband does not survive me, I give, devise, and bequeath all of my property, whether real, personal, or mixed, to J. GORDON CHRISTY, in fee simple and absolutely.

D. If J. GORDON CHRISTY does not survive me, then I give, devise, and bequeath to my husband's daughter-in-law, SARA HAYNES CHRISTY, all of the property which I have above devised to J. GORDON CHRISTY.

4.

MISCELLANEOUS PROVISIONS

A. Saving Provisions. If any part of this Will shall be inoperative or invalid for any reason, it is my intention that the remaining parts, insofar as possible and reasonable, shall be effective and fully operative. My Executor or other fiduciary may seek and obtain Court instructions for the purpose of carrying out as nearly as may be possible the intention of this Will as shown by all of the terms hereof.

B. Terminology. The term Executor as used shall include both an Executor and Executrix, such term shall include both singular and plural,

and no significance is intended to be placed upon any reference to a particular gender.

C. Headings. The headings which have been used in this Will have been inserted for administrative convenience only and do not constitute matter to be construed in interpreting this Will.

TESTIMONIUM

IN WITNESS WHEREOF I, the said RUTH KERR CHRISTY, Testatrix, hereby set my hand in the presence of the undersigned witnesses, each of whom is of the age of 14 years or over, who at my request, in my presence, and in the presence of each other, sign their names as attesting witnesses on the ~~16th~~<sup>29th</sup> day of September, 2003

*ref*

*Ruth Kerr Christy*  
RUTH KERR CHRISTY  
Testatrix

The above and foregoing instrument was here and now PUBLISHED as her Will and was signed by RUTH KERR CHRISTY, Testatrix, in our presence, and we, at her request and in her presence, and in the presence of each other, sign our names hereto as attesting witnesses on the day last mentioned above.

WITNESSES:

ADDRESSES:

*John Lawhon*  
[Signature]

2810 Carmel  
Denton, Texas 76205

John Lawhon  
[Printed Name]

*Penny Lewis*  
[Signature]

2220 San Jacinto  
Denton, Texas 76205

Penny Lewis  
[Printed Name]

SELF-PROVING AFFIDAVIT

BEFORE ME, the undersigned authority, on this day personally appeared RUTH KERR CHRISTY and the undersigned witnesses, known to me to be the Testatrix and the witnesses, respectively, whose names are subscribed to the annexed or foregoing instrument in their respective capacities, and all of said persons being by me duly sworn, the said RUTH KERR CHRISTY, Testatrix, declared to me and to the said witnesses in my presence that said instrument is her Last Will and Testament, and that she had willingly made and executed it as her free act and deed for the purposes therein expressed; and the said witnesses, each on his oath, stated to me in the presence and hearing of the said Testatrix that the said Testatrix had declared to them that the said instrument is her Last Will and Testament and that she executed the same as such and wanted each of them to sign it as a witness; and upon their oaths each witness stated further that they did sign the same as witnesses in the presence of the said Testatrix and at her request; and that she was at that time eighteen (18) years of age or over and was of sound mind; and that each of said witnesses was then at least fourteen (14) years of age.

Ruth Kerr Christy  
RUTH KERR CHRISTY  
Testatrix

John Lawhon  
Witness

Perry Lewis  
Witness

SUBSCRIBED AND ACKNOWLEDGED before me by the said Testatrix, RUTH KERR CHRISTY, and subscribed and sworn to before me by the said John Lawhon and Ruth Kerr Christy, witnesses, on the 16th day of September, 2003.

Heather Cartey  
Notary Public, State of Texas



MADISON COUNTY MS (This instrument was filed for record March 6, 2007.)  
Book 41 Page 263  
ARTHUR JOHNSTON, C. C.  
BY: R. Stevens C.C.

2007-170

LAST WILL AND TESTAMENT  
OF  
WILLIAM FRED RAWLS

I, WILLIAM FRED RAWLS, an adult resident of Indianola, Sunflower County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My wife's name is SALLY COOKE RAWLS, and she is herein referred to as "my wife."

I have one (1) adult child now living, being MARY ALEX RAWLS, JR.

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

ITEM II.

I appoint my wife, SALLY COOKE RAWLS, as Executor of my estate under this Will.

In the event my Executor is or becomes unable or unwilling to serve, I appoint R. K.

HOUSTON, JR. to serve as successor Executor. Where used throughout this Will, the terms

FOR IDENTIFICATION:

William F. Rawls Page 1 of 20

**FILED**  
THIS DATE  
MAR 09 2007  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY Arthur Johnston D.C.

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

ITEM 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. 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.

ITEM IV.

To my wife, SALLY COOKE RAWLS, I give and bequeath any automobile and any club memberships I may own at my death. If my wife does not survive me, then these assets shall be distributed to my daughter.

FOR IDENTIFICATION:

William J. Rawls

## ITEM V.

I make no disposition of household furniture, ornaments, utensils, equipment and other household chattels located in the residence occupied by my wife and me because all of the same either belong to my wife, since she owned and possessed such items at the time of our marriage, or I have given such items to her subsequent to our marriage. If my wife predeceases me, then the items that belonged to my wife prior to our marriage shall be distributed to the children of my wife, per stirpes, and the assets that belonged to me prior to our marriage shall be distributed to my daughter, per stirpes.

All of my personal effects and personal belongings not previously described in this ITEM V, I give and bequeath to my wife, SALLY COOKE RAWLS, and my daughter, MARY ALEX RAWLS, JR., in substantially equal shares. If either my wife or my daughter predeceases me, then the personal effects and belongings shall be distributed to the survivor of my wife and daughter.

## ITEM VI.

I give, devise, and bequeath outright to my child, MARY ALEX RAWLS, JR., an amount of property equal to the largest amount, but no more, that can pass free of federal estate tax by reason of the unified credit available at the date of my death provided under Section 2010 and that portion of the state death tax credit allowable to my estate under Section 2011 which does not cause an increase in state death taxes. However, the amount of this bequest shall be reduced by the value of insurance proceeds and any other property which passes at any time

FOR IDENTIFICATION:

William A. Rawls

during my life or at my death, either under any other ITEM of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under federal estate tax law or an adjusted taxable gift and for which no marital deduction is allowed under Section 2056 and no deduction for public, charitable or religious purposes is allowed under Section 2055. In computing the dollar amount of property constituting this pecuniary bequest, the values used in finally determining the federal estate tax on my estate shall control. My Executor shall value this distribution at the value thereof as of the date or dates of distribution to my child.

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.

If my daughter predeceases me, the assets she would have received under this ITEM VI shall be distributed to the descendants of my deceased child, per stirpes, or if none as part of the rest and residue of my estate.

FOR IDENTIFICATION:

*William F. Reese*

- Page 4 of 20

If my wife, SALLY COOKE RAWLS, survives me, the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, shall be divided into two (2) shares of substantially equal value and shall be distributed outright, as follows:

(A) I give, devise and bequeath one (1) share (being one-half (½) of the rest and residue of my estate) to RONALD V. DUNCAN, Starkville, Mississippi, as Trustee for my wife. The Trustee shall hold, administer and distribute the funds of the trust under the following provisions.

(1) Commencing with my death, the Trustee shall distribute to my wife, or apply for her benefit, all of the trust net income. The net income shall be so distributed or applied in convenient installments, but at least annually.

(2) The Trustee may, in the Trustee's discretion, pay to my wife, or apply for her benefit, as much of the principal of the trust as the Trustee deems desirable for her education, support, maintenance, and health, including any hospital or other institutional care, and for the maintenance of her accustomed standard of living. In the exercise of this discretion the Trustee shall consider the needs of my wife and the funds available to her from other sources.

(3) Upon the death of my wife, any and all undistributed income of this trust shall be distributed to her estate. Except to the extent that my wife's Will shall by specific reference to this provision direct to the contrary, the Trustee shall pay from the principal of this trust the increase in all estate, inheritance, transfer or other death taxes,

FOR IDENTIFICATION:

William J. Duncan Page 5 of 20

including any interest and penalties thereon, imposed by any taxing authority on the death of my wife by reason of the inclusion in her gross estate for the purposes of any such taxes, interest, and penalties of all or any part of the principal of the trust (such increase being the difference between all such taxes, interest, and penalties actually paid by reason of my wife's death and the taxes, interest, and penalties which would have been payable if such part or all of the principal of this trust had not been included in her gross estate), provided, however, that such payments shall be made only from that portion of this trust which, without regard to the provisions of this paragraph, shall be includible in the gross estate of my wife for federal estate tax purposes. Such payments shall be made either to the Executor or the legal representative of the estate of my wife for payment by such Executor or legal representative of such taxes, interest and penalties or directly to such taxing authorities as the Trustee, in the Trustee's sole and absolute discretion, shall determine. The Trustee may rely solely upon the written certification of the Executor or the legal representative of the estate of my wife as to the amount of such increase payable to each taxing authority, may pay any such increase in one or more installments, and shall have no duty or responsibility to make any further inquiry or take part in the determination or apportionment of such taxes, interest, and penalties. Upon making payment of such increase as the same shall be finally determined, the Trustee shall have no further liability in connection therewith. Payment of such increase in such taxes, interest and penalties shall fully discharge all liability of the trust for such taxes, interest and penalties, it being my intention and direction that my wife not have any power to

FOR IDENTIFICATION.

*William F. Rane*

apportion additional taxes, interest or penalties against this trust.

(4) After the death of my wife and payment of the taxes described in paragraph (3) above, the remaining trust assets shall be distributed outright to my daughter, MARY ALEX RAWLS, JR., if she is then living. If MARY ALEX RAWLS, JR. is not then living, then the remaining trust assets shall be distributed to the children of my wife, per stirpes, and in substantially equal shares.

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

(6) I authorize my Executor to make the election under Section 2056(b)(7) to have this trust or any portion hereof treated as "qualified terminable interest property" for the purpose of qualifying for the marital deduction allowable in determining the federal estate tax upon my estate.

FOR IDENTIFICATION:

William F. Rawls

My Executor shall, in the sole discretion of my Executor, determine whether to elect, under the provisions of the Internal Revenue Code applicable to my estate, to have a specific portion (herein referred to as the "marital deduction portion") or all of this trust, treated as "qualified terminable interest property" for federal estate tax purposes. If an election is made as to less than all of this trust, the specific portion shall be expressed as a fraction, and the value of the marital deduction portion at any time may be determined by multiplying the value of this trust at that time by the fraction. Generally, I anticipate that my Executor will elect to minimize the estate tax payable by my estate. However, I would expect that some consideration be given to the timing of my wife's death and mine and the computation of the combined estate taxes in our two estates, especially if she should die prior to the time the election is made. The determination of my Executor with respect to the exercise of the election shall be conclusive upon all affected persons.

(7) Neither my wife, nor any other person, shall have the right to appoint any part of the income or principal of the trust to any person other than my wife prior to her death.

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

(9) This trust shall be known as the "William Fred Rawls Marital Trust."

B. I give, devise and bequeath outright one (1) share (being the other one-half ( $\frac{1}{2}$ ) of the rest and residue of my estate) to my wife, SALLY COOKE RAWLS, if she is then living. If

FOR IDENTIFICATION:

William F. Rawls

my wife predeceases me, then the assets comprising this bequest shall be distributed as provided in ITEM VIII.

ITEM VIII.

If I am not survived by my wife, the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, shall be divided into two (2) shares of substantially equal value and distributed outright, as follows:

(A) One (1) share shall be distributed outright to my child, MARY ALEX RAWLS, JR. If my child is not then living, her share shall be distributed to her descendants, per stirpes. If my child leaves no surviving descendants, this share shall be distributed to the children of my wife, ALICE GRAY HOUSTON, EARL WIGGERS and CAROLYN WIGGERS DUNCAN, per stirpes and in substantially equal shares.

(B) One (1) share shall be distributed outright to the children of my wife, ALICE GRAY HOUSTON, EARL WIGGERS and CAROLYN WIGGERS DUNCAN, per stirpes and in substantially 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

FOR IDENTIFICATION:

*William F. Rawls*

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 IX.

In making distributions for my wife as beneficiary of the trust created under this Will and especially where she may be incapable of transacting business due to illness, the Trustee, in the Trustee's discretion, may make distributions either (a) directly to my wife, (b) to the conservator of her estate, (c) to a relative who has custody and care of my wife, or (d) by applying the distributions for her benefit by paying expenses directly. In any event the Trustee shall require such reports and take such steps as the Trustee deems requisite to assure and enforce the application of such distributions for the exclusive benefit of my wife.

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

ITEM X.

The Trustee of the trust created herein shall have the authority to distribute income or

FOR IDENTIFICATION:

William J. Paves

Page 10 of 20

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

## ITEM XI.

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

## ITEM XII.

During the administration of my estate and until the trust created herein is funded, I authorize the Trustee, in the Trustee's discretion, to request that my Executor, in which case my Executor may comply with that request, make payments out of my estate to my wife. These

FOR IDENTIFICATION:

William J. Pava

Page 11 of 20

payments shall be an amount which in the judgment of the Trustee and the Executor, jointly, equals the distributions which my wife would receive from the trust had it been established and funded at my death.

ITEM XIII.

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 and discretions.

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

ITEM XIV.

A Trustee may resign and cease to act at any time by giving written notice specifying the effective date of such resignation, by personal delivery or by registered mail, to those persons who are income beneficiaries of each trust at that particular time.

The Trustee or any successor Trustee of any trust created by this Will may be removed by and a successor Trustee appointed by a majority vote of a committee consisting of SALLY COOKE RAWLS, F. EARL WIGGERS, and R. K. HOUSTON, JR. In the event of the death, incapacity, or unwillingness to serve of a committee member, the other two (2) committee members shall select a replacement. The removal of a Trustee or successor Trustee and the

FOR IDENTIFICATION:

William F. Rawls

appointment of a successor Trustee shall be effective upon written notice to the Trustee or successor Trustee removed or appointed.

The resigning or removed Trustee shall deliver all trust assets to the successor Trustee on the effective date of the resignation or removal, and shall, within sixty (60) days of such date, submit a full and final accounting to the successor Trustee and to the income beneficiaries of the trust. Any successor Trustee shall be vested with all the rights, powers, duties and discretions conferred on the original Trustee. Unless otherwise provided, in referring to the Trustee, any neuter terminology also includes the masculine and feminine or vice versa and any reference in the singular shall also include the plural or vice versa.

A Trustee may not distribute to or on behalf of any other beneficiary when such distribution would relieve the Trustee of the support obligation owed a minor child by his or her parent or when such distribution would satisfy any legal obligation of the Trustee.

#### ITEM XV.

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

FOR IDENTIFICATION:

William J. Davis

Page 13 of 20

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

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

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

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

E. To surrender, disclaim, release, relinquish or amend, after providing written notice

FOR IDENTIFICATION:

William F. Beck

to my wife as the income beneficiary, all or any portion of any administrative provision of the trust created herein which causes or may cause adverse or unanticipated tax liability to my estate, the trust, the Trustee, or the beneficiaries.

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

G. To employ, and to delegate any of its discretionary and nondiscretionary powers to agents, including, but not limited to, attorneys, investments advisors, appraisers or accountants as the Trustee deems necessary and proper and to pay for such services from the trust assets.

H. To change the situs of any trust created hereunder from Mississippi, and to cause or permit all or any part of any trust hereunder to be held, maintained or managed in any jurisdiction and to hold any trust property in the name of a Trustee in that jurisdiction appointed for that purpose.

I. To receive reasonable compensation for the Trustee's services hereunder. Such compensation may be collected periodically by the Trustee and shall be shown in the Trustee's annual accounting assets.

FOR IDENTIFICATION:

*William F. Rader*

## ITEM XVI.

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

## ITEM XVII.

Any recipient of property or beneficiary of a trust hereunder, or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her whether outright or in trust or all or any part of his or her interest in the trust created herein. In addition, my wife, or the Executor or Administrator of her estate if she is deceased, shall have the specific right to direct the Trustee of the "William Fred Rawls Marital Trust" to disclaim part or all of any property devised or bequeathed to that trust. On receipt of such direction, the Trustee will have the authority to, and shall, disclaim as directed. 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.

FOR IDENTIFICATION:

William F. Rawls

Page 16 of 20

If my wife disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed outright to my child, MARY ALEX RAWLS, JR. In the event MARY ALEX RAWLS, JR. is not then living, her share of the disclaimed property shall be distributed to her descendants, per stirpes. If my child leaves no surviving descendants, her share of the disclaimed property shall be distributed to the children of my wife, per stirpes, and in substantially equal shares.

## ITEM XVIII.

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

FOR IDENTIFICATION:

Walter J. Rawls

Page 17 of 20

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

FOR IDENTIFICATION:

Walter F. Raulo

Page 18 of 20

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.

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

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 28 day of July, 1998.

  
William Fred Rawls

This instrument was, on the day and year shown above, signed, published and declared by WILLIAM FRED RAWLS 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.

Walter Allen

45 Sunset Dr. Indianola, MS  
Address 38751

Ray H. Lancaster

153 Sandhill Rd, Sunflower, MS  
Address 38778

RAWLS 001

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF SUNFLOWER

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

(1) That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of WILLIAM FRED RAWLS, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament which is dated the 28th day of July, 1998.

(2) That on the 28th day of July, 1998, the said WILLIAM FRED RAWLS signed, published and declared said instrument of writing as his Last Will and Testament in the presence of Weldon Aultman and in the presence of Kay H. Lancaster, the other subscribing witness to said instrument.

(3) That the said WILLIAM FRED RAWLS was then and there of sound and disposing mind and memory and well above the age of twenty-one (21) years.

(4) That Weldon Aultman, together with Kay H. Lancaster, 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 WILLIAM FRED RAWLS and in the presence of each other.

ADISON COUNTY MS This instrument was  
d for record March 9, 2007.

ook 41 Page 267

RTHUR JOHNSTON, C. C.

W. J. Jones D.C.



Weldon Aultman  
Weldon Aultman

SWORN TO AND SUBSCRIBED BEFORE ME, this the 28th day of July, 1998.

Barbara Ann Bingham  
Notary Public

My Commission Expires: 11/7/2000  
RAWLS1 001

#2007-260

|   |
|---|
| <p><b>FILED</b><br/>THIS DATE<br/>MAR 16 2007<br/>ARTHUR JOHNSTON, CHANCERY CLERK<br/>BY <i>Dancy Tolson</i> D.C.</p> |
|---|

LAST WILL AND TESTAMENT  
OF  
JESSIE MAE RICHARDS

I, Jessie Mae Richards, an adult resident and citizen of Madison County, Mississippi, and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my last will and testament, and by so doing, I do hereby revoke any and all other wills heretofore made by me;

Witnesseth:

ITEM 1: I do hereby give and devise a life estate unto my son, Curtis Richards, with remainder to my son, Emeal Richards, in and to the following described real property and upon which my residence is situated, lying and being situated in Madison County, Mississippi, to-wit:

The South One-Half (S 1/2) of the following described tract or parcel of land:

Commence at the Northeast corner of the SW 1/4 of NW 1/4 of Section 27, Township 10 North, Range 2 East, Madison County, Mississippi, and run thence South along the East line of said SW 1/4 of NW 1/4 of said Section 27 for a distance of 610.50 feet to a point; run thence West and parallel to the North line of said forty acre subdivision for a distance of 1320.00 feet, more or less, to a point on the East line of the Old Yazoo City Road; run thence North along the East line of said public road for a distance of 401.79 feet, more or less, to the Southwest corner of the one acre tract conveyed by Bessie Richards to Emeal Richards and wife, Annie Merle Richards, by warranty deed, dated January 28, 1971, and recorded in deed book 121, at page 246, in the office of the Chancery Clerk of Madison County, Mississippi; run thence East along the South line of said one acre lot for a distance of 208.71 feet, more or less, to the Southeast corner of said one acre lot; run thence North along the East line of said one acre lot for a distance of 208.71 feet, more or less, to the Northeast corner of said one acre lot and the North line of said SW 1/4 of NW 1/4 of said Section 27; run thence East along the North line of said SW 1/4 of NW 1/4 of said Section 27 for a distance of 1111.29 feet, more or less, to the point of beginning, containing 17.5 acres, more or less, and all lying and being situated in the SW 1/4 of NW 1/4 of Section 27, Township 10 North, Range 2 East, Madison County, Mississippi.

Initials: *J. M. R.*

**Less and except:** 1.5 acres, more or less, conveyed by me to Emeal Richards and wife, Annie Merle Richards, by that certain Warranty Deed, dated February 12, 1996, and recorded in Deed Book 370, at page 646, in the office of the Chancery Clerk of Madison County, Mississippi.

**Less and except:** 1.05 acres, more or less, conveyed by me to Gregory Richards, by that certain Warranty Deed, dated June 12, 1997, and recorded in Deed Book 398, at page 498, in the office of the Chancery Clerk of Madison County, Mississippi.

**ITEM 2:** I do hereby give and devise unto my son, Emeal Richards, the following described real property, lying and being situated in Madison County, Mississippi, to-wit.

The North One-Half (N 1/2) of the following described tract or parcel of land:

Commence at the Northeast corner of the SW 1/4 of NW 1/4 of Section 27, Township 10 North, Range 2 East, Madison County, Mississippi, and run thence South along the East line of said SW 1/4 of NW 1/4 of said Section 27 for a distance of 610.50 feet to a point; run thence West and parallel to the North line of said forty acre subdivision for a distance of 1320.00 feet, more or less, to a point on the East line of the Old Yazoo City Road; run thence North along the East line of said public road for a distance of 401.79 feet, more or less, to the Southwest corner of the one acre tract conveyed by Bessie Richards to Emeal Richards and wife, Annie Merle Richards, by warranty deed, dated January 28, 1971, and recorded in deed book 121, at page 246, in the office of the Chancery Clerk of Madison County, Mississippi; run thence East along the South line of said one acre lot for a distance of 208.71 feet, more or less, to the Southeast corner of said one acre lot; run thence North along the East line of said one acre lot for a distance of 208.71 feet, more or less, to the Northeast corner of said one acre lot and the North line of said SW 1/4 of NW 1/4 of said Section 27; run thence East along the North line of said SW 1/4 of NW 1/4 of said Section 27 for a distance of 1111.29 feet, more or less, to the point of beginning, containing 17.5 acres, more or less, and all lying and being situated in the SW 1/4 of NW 1/4 of Section 27, Township 10 North, Range 2 East, Madison County, Mississippi.

**Less and except:** 1.5 acres, more or less, conveyed by me to Emeal Richards and wife, Annie Merle Richards, by that certain Warranty Deed, dated February 12, 1996, and recorded in Deed Book 370, at page 646, in the office of the Chancery Clerk of Madison County, Mississippi.

Initials

*JMR OR*

Less and except: 1.05 acres, more or less, conveyed by me to Gregory Richards, by that certain Warranty Deed, dated June 12, 1997, and recorded in Deed Book 398, at page 498, in the office of the Chancery Clerk of Madison County, Mississippi.

ITEM 3: I do hereby give and bequeath all of my furniture, household goods and furnishings unto my son, Curtis Richards.

ITEM 4: I do hereby give, devise and bequeath all of the rest, residue and remainder of all of my real and personal property, of every nature and description and whereoever located, unto my sons, Curtis Richards and Emeal Richards, in equal shares, to share and share alike.

ITEM 5: I do hereby name, constitute and appoint my son, Emeal Richards, to serve as the Executor of my estate, without bond, and, to the fullest extent allowed by law, I do hereby waive and release my said Executor from the requirement of having to make and file any inventory, appraisal or accounting in connection with his administration of my estate.

WITNESS MY SIGNATURE, this the 12 day of July, 2006.

Jessie Mae Richards  
JESSIE MAE RICHARDS

Witness Attestation

The foregoing instrument, consisting of this and three preceding typewritten pages, was signed, published and declared by Jessie Mae Richards to be her last will and testament in our presence, and we, at her request, in her presence, and in the presence of each other, have each signed our names as witnesses to her execution thereof.

WITNESS OUR SIGNATURES, this the 12 day of July, 2006.

J. M. Richards whose address is P.O. Box 286  
Canton, MS 39046

Beita Jerome whose address is 376 Old Yocco City Rd  
Canton, MS 39046

RichardJ lwt

**FILED**

THIS DATE

MAR 16 2007

ARTHUR JOHNSTON, CHANCERY CLERK

BY Stacey T. Johnson D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE  
LAST WILL AND TESTAMENT OF  
JESSIE MAE RICHARDS, DECEASED

CIVIL ACTION, FILE NO: 2007-260

PROOF OF WILL

STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the state and county aforesaid, within my jurisdiction, the within named J. M. Ritchey, one of the two subscribing witnesses to the foregoing and annexed instrument of writing purporting to be the last will and testament of Jessie Mae Richards, late of Madison County, Mississippi, who, having been by me first duly sworn, stated and deposed upon his oath that the said Jessie Mae Richards signed, published and declared said instrument to be her last will and testament on the 12th day of July, 2006, being the date of said instrument, in the presence of the deponent and Reita Jerome; that the said Jessie Mae Richards was then and there of sound and disposing mind and memory and was over the age of eighteen years; that the deponent and Reita Jerome, in the presence of each other, subscribed and attested said instrument of writing, as witnesses to Jessie Mae Richards' signature and publication thereof, at the request of and in the presence of Jessie Mae Richards, on the 12th day of July, 2006; that the deponent is not in any way interested in the estate of Jessie Mae Richards; and that the deponent is now and was at the time of his attestation of said written instrument a competent witness under the laws of the state of Mississippi.

WITNESS MY SIGNATURE, this the 15 day of March, 2007.

J. M. Ritchey  
J. M. RITCHEY

SWORN TO AND SUBSCRIBED BEFORE ME, this the 15<sup>th</sup> day of March, 2006.

Arthur Johnston, Chancery Clerk  
NOTARY PUBLIC  
Ex-officio By: Kim Sellers, D.C.

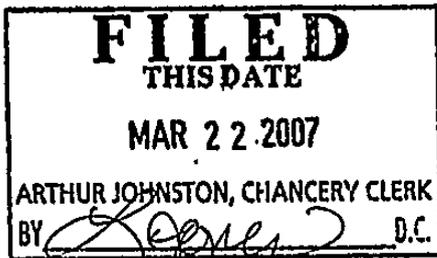
MY COMMISSION EXPIRES:

My Commission Expires  
January 7, 2008

MADISON COUNTY MS This instrument was  
filed for record March 16<sup>th</sup>, 2007.

Book 41 Page 292  
ARTHUR JOHNSTON, C. C.  
BY: Stacey T. Johnson D.C.





## LAST WILL AND TESTAMENT

OF

2007-246

OUIDA JEAN MERRILL

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

**ITEM I.**  
**IDENTIFICATION OF FAMILY MEMBERS**

I am not married and do not have children, naturally, adopted or decedents of such children. My natural heirs at law are my four nieces and nephews, Harriet Robinson Orstad of Hillsboro North Carolina, John W. Robinson of Jackson Mississippi, Tami Metts of Friendswood Texas and Charles Metts of Houston, Texas.

**ITEM II.**  
**PAYMENT OF EXPENSES**

I direct my Executor to pay in full as soon as practical after my death all of my just debts, and obligations which may be probated, registered and allowed against my estate, including the expense of my last illness and funeral, cost of administration and other proper claims against my estate out of the residuary of my estate. My Executor in my Executor's sole discretion is authorized to accelerate the payment of any debt or charitable pledge, payment of which may be due at some future date or which may be payable in installments, upon such terms, as to discount or otherwise, as my Executor may deem advisable. Except as otherwise provided herein, in the event that any real property or interest in real property passing under this Will or by operation of law or otherwise by reason of my death shall be encumbered by a mortgage or lien or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged should be owned by me jointly or individually but excluding from payment under this Item any interest as a shareholder or partner of a corporation or limited partnership or a member in a limited liability company), it is my intention that such indebtedness shall be charged to or paid from my estate, and that the devisee, legatee, beneficiary or joint owner taking by survivorship shall take such property or interest in property free of all encumbrances existing at the time of my death.

**ITEM III.**  
**PAYMENT OF TAXES**

I hereby direct my Executor to pay all "death taxes", together with any interest or penalty thereon, which shall become payable upon or by reason of my death with respect to any property passing by or under the terms of this Will or any Codicil to it hereafter executed by me, out of the residuary of my estate passing to my Spouse. For purposes of this provision, "death taxes"

shall mean all estate, inheritance, succession, transfer, legacy and similar death taxes, including any excise tax which is imposed on my estate pursuant to Section 4980A of the Internal Revenue Code of 1986, as amended, and excluding generation-skipping transfer taxes, which are levied or assessed by reason of my death by any governmental authority, domestic or foreign, with respect to any property, whether that property passes under or apart from this Will.

**ITEM IV.  
BEQUEST OF PERSONAL EFFECTS**

I may, by separate memoranda, dated and signed by me, provide for a specific disposition of certain of my tangible personal property (excluding cash, bonds, notes or stock on hand or on deposit, or any other similar security or investment) and request my Executor to honor such disposition. Such property may include, but shall not be limited to, clothing, household furniture and furnishings, appliances, tools, pictures, silverware, china, glass, books, jewelry, personal automobiles, boats and other vehicles, sporting equipment, and all policies of fire, burglary, property damage, and other insurance on or in connection with the use of this property, or other articles of personal or household use. Any such item of tangible personal property shall pass according to the terms of such memoranda in existence at the time of my death. If no such written memoranda are found or identified by my Executor within ninety (90) days after my Executor's qualification, it shall be conclusively presumed that there are no such memoranda and any subsequently discovered memoranda shall be ineffective. Any item of tangible personal property not disposed of by separate written memoranda as provided herein shall be distributed as otherwise provided in Item VI hereof.

**ITEM V.  
SPECIFIC BEQUESTS OF RESIDUE**

I hereby will, devise and bequeath:

- A. To Jared Williams Stacey, grandchild of my deceased husband, William H. Merrill, Jr., the sum of Twenty Thousand Dollars and 00/100 (\$20,000.00).
- B. To Clinton Stacey, grandchild of my deceased husband, William H. Merrill, Jr., the sum of Twenty Thousand Dollars and 00/100 (\$20,000.00).
- C. To Nicholas Stacey, grandchild of my deceased husband, William H. Merrill, Jr., the sum of Twenty Thousand Dollars and 00/100 (\$20,000.00).
- D. To William H. Merrill, III, as custodian for Summer Lynn Merrill, grandchild of my deceased husband, William H. Merrill, Jr., the sum of Twenty Thousand Dollars and 00/100 (\$20,000.00).
- E. To Maxie Washington the sum of Fifteen Thousand Dollars and 00/100 (\$15,000.00).
- F. To John W. Robinson, my nephew, the sum of Seventy Thousand Dollars and

00/100 (\$70,000.00).

G. To Harriet Robinson Orstad, my niece, the sum of Seventy Thousand Dollars and 00/100 (\$70,000.00).

H. To Tami Metts, my niece, the sum of Seventy Thousand Dollars and 00/100 (\$70,000.00).

I. To Charles Metts, my nephew, the sum of Seventy Thousand Dollars and 00/100 (\$70,000.00).

The foregoing specific bequest to the individuals named above in this Item V is based on a value of my estate (excluding the personal effects subject to Item VI) available for distribution of Three Hundred Seventy Five Thousand Dollars and 00/100 (\$375,000.00). In the event the value of my estate (excluding the personal effects subject to Item VI) available for distribution at the time of my death is less than Three Hundred Seventy Five Thousand Dollars and 00/100 (\$375,000.00) then the distribution to each named individual in this Item V shall be reduced proportionately.

#### ITEM VI. BEQUESTS OF RESIDUE

I hereby will, devise and bequeath all the residue of the property which I may own at the time of my death, real or personal, tangible and intangible, of whatever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including all lapsed legacies and devises, or other gifts made by this Will which fail for any reason (but excluding any property over or concerning which I may have a power of appointment) to my nephew, **JOHN W. ROBINSON**.

#### ITEM VII. APPOINTMENT OF EXECUTOR

I nominate and appoint the following as Executor of my estate:

**JOHN W. ROBINSON**

If the foregoing dies, resigns or is unwilling or unable to serve as Executor, regardless of cause, or serves for period of time and is then unable or unwilling to serve further as Executor, the following shall serve as successor Executrix:

**SYLVIE D. ROBINSON**

I direct that neither my Executor nor my successor Executrix shall be required to make any bond as Executor. To the extent permissible by law, I waive the requirement that my Executor or any successor Executor be required to make a formal appraisal, provide an inventory or file an accounting for my estate with any court in connection with the administration of my estate.

ITEM VIII.  
POWERS OF EXECUTOR

I hereby grant unto my Executor (including any substitute or successor personal representative) all the powers set forth by the Mississippi Uniform Trustee's Powers Act Miss. Code Ann. §91-9-101 through §91-9-109 of 1972, as amended, or its successor laws or which are otherwise conferred upon trustees by law, which shall be exercised in such reasonable manner as may be fair and equitable under the circumstances, without order of or report to any court.

I hereby grant unto my Executor (including any substitute or successor personal representative) continuing absolute discretionary power to deal with any property, real or personal in my estate as freely as I might in the handling of my own affairs. Such power may be exercised independently and without prior or subsequent approval of any court or judicial authority, and no person dealing with the Executor shall be required to inquire into the propriety of any of his actions.

With respect to properties, if any, located outside the State of Mississippi which may become part of the assets of my estate, my Executor (including any substitute or successor personal representative) shall have any additional powers granted to trustees by the laws of the jurisdiction in which such properties are located.

My Executor (including any substitute or successor personal representative) shall neither be charged with any error in judgment in the exercise of any of the rights, powers, duties, authorities, responsibilities or discretions granted to or imposed upon my Executor, nor shall my Executor (including any substitute or successor personal representative) be held accountable for losses, unless such losses shall occur through the Executor's own negligence or willful malfeasance, misfeasance or non-feasance.

SIGNATURE ON FOLLOWING PAGE

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 8 day of September, 2005.

Ouida Jean Merrill  
OUIDA JEAN MERRILL  
TESTATOR

This instrument was, on the day and year shown above, signed, published and declared by OUIDA JEAN MERRILL to be her Last Will and Testament, and at her special instance and request and in her presence and the presence of each other, the undersigned have subscribed our names as witnesses, and we each declare that the Testator was of sound and disposing mind and memory and above the age of eighteen (18) years.

Jennifer Pickett of 715 Rice Rd. 146  
Witness Ridgeland, MS 39157  
Address

Jimmie Hollaway of 4701 Lakeland Dr. 24B  
Witness Flowood, MS 39232  
Address

AFFIDAVIT OF ATTESTATION

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid each of the undersigned Affiants, who being by me first duly sworn to law, say on oath:

(1) The within Last Will and Testament was subscribed in our presence by OUIDA JEAN MERRILL, the within named Testator, on the 8<sup>th</sup> day of September, 2005.

(2) That the Testator was then and there of sound and disposing mind and memory, and above the age of eighteen (18) years.

(3) That each of the undersigned subscribed and attested the within Last Will and Testament as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the Testator, and in the presence of each other.

Signature: Jennifer Pickett

Signature: Tammie Holloway

Name: Jennifer Pickett

Name: Tammie Holloway

Address: 715 Rice Rd 146  
Ridgeland, MS 39157

Address: 4701 Lakeland Dr. 24B  
Flowood, MS 39232

Telephone No.: 601-856-5490

Telephone No.: 601-360-9319

Subscribed and sworn to before me by Jennifer Pickett and Tammie Holloway on this 8<sup>th</sup> day of September, 2005.

MARY K. PAYTON  
NOTARY

My Commission Expires:  
**MISSISSIPPI OFFICIAL NOTARY PUBLIC**  
**MY COMMISSION EXPIRES JAN 22 2008**  
**BONDED THROUGH STATE SERVICE**

MADISON COUNTY MS This Instrument was  
filed for record March 22, 2007.  
Book 41 Page 293  
ARTHUR JOHNSTON, C. C.  
BY: [Signature] D.C.  
JO 99299567-2



Initials: ajm