

FILED
THIS DATE
OCT 26 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Km. Sewer* D.C.

LAST WILL AND TESTAMENT *2007-996*
OF
SARA DEWEES RAYMOND

I, SARA DEWEES RAYMOND, an adult resident of Madison, Madison County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

I have one (1) child now living, MARGURETTE RAYMOND MCGUFFIE

ITEM I.

I appoint my daughter, MARGURETTE RAYMOND MCGUFFIE, Executor of my estate under this Will. In the event MARGURETTE RAYMOND MCGUFFIE is or becomes unable or unwilling to serve as an Executor, I appoint my grandchildren, ERIN BREE MCGUFFIE GALL and MASON BRYNN MCGUFFIE, to serve jointly as successor Executor.

ITEM II.

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

FOR IDENTIFICATION:

SAR

reimbursement or adjustment of the estate accounts or the amounts to which the beneficiaries of my estate may otherwise be entitled.

ITEM III.

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

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

ITEM IV.

If my daughter, MARGURETTE RAYMOND MCGUFFIE, survives me, I give, devise and bequeath to her my entire estate, real and personal, of whatsoever kind or character and wheresoever situated

ITEM V.

If I am not survived by MARGURETTE RAYMOND MCGUFFIE, I give, devise and bequeath my entire estate, real and personal, of whatsoever kind or character, and wheresoever located, to my grandchildren, ERIN BREE MCGUFFIE GALL and MASON BRYNN MCGUFFIE, in equal shares. In the event one or more of my grandchildren is not then living, that deceased grandchild's share shall go to his or her descendants per stirpes.

ITEM VI.

My residuary estate shall be charged with the payment of all funeral expenses, all expenses of administering my estate, any estate, inheritance or other

FOR IDENTIFICATION:

SAR

death taxes payable by reason of my death, and any other proper claims against my estate.

I recognize the possibility that the amount of taxes 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 of this ITEM shall be construed to waive such right of recovery. Any amounts so recovered shall constitute a part of my estate and shall pass to the beneficiaries of my estate as provided under this Will.

No payment of any funeral expenses, expenses of administering my estate, estate, inheritance or other death taxes payable by reason of my death or any other proper claims against my estate shall be made from funds held in any qualified retirement plan, annuity contract or custodial account described in Section 403(b), or individual retirement account, or from any distributions from any such plan, contract or account or the income therefrom or proceeds of any reinvestment thereof.

My Executor shall have no right to recover any funeral expenses, any expenses of administering my estate, any estate, inheritance, or other death taxes payable by reason of my death or any other proper claims against my estate from a person who held property as a joint tenant with right of survivorship with me, because of the inclusion of such property in my gross estate.

FOR IDENTIFICATION

SAR

ITEM VII. BOOK 0111 PAGE 0103

Any recipient of property hereunder, or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have devised or bequeathed to him or her. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under Section 2518. Any such disclaimer shall be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor. If my daughter, MARGURETTE RAYMOND MCGUFFIE, disclaims any portion of a bequest, I give, devise and bequeath the property disclaimed to her children, ERIN BREE MCGUFFIE GALL and MASON BRYNN MCGUFFIE, in equal shares. In the event one or more of my grandchildren is not then living, that deceased grandchild's share shall go to his or her descendants per stirpes.

ITEM VIII.

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

FOR IDENTIFICATION:

SDR

requirement that my Executor, or any successor Executor or Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. I authorize my Executor to exercise, at such times and in such manner as my Executor shall deem appropriate, any rights of election or other rights which are available to me or my estate in respect of the provisions of the Internal Revenue Code or of any other tax law.

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

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

FOR IDENTIFICATION:

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Executor may continue to act as partner, engage in any partnership, and take all actions with regard to any partnership my Executor deems advisable.

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 14 day of October, 2005.

Sara Dewees Raymond
Sara Dewees Raymond

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

Leonard C. Martin

Jackson, Miss
Address

Angie Williams

Rogerson, Miss
Address

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI

COUNTY OF HINDS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the individuals whose signatures appear below (the "Affiants"), who being by me first duly sworn according to law stated on oath:

- (1) That each of the Affiants is one of the subscribing witnesses to the foregoing Last Will and Testament of SARA DEWEES RAYMOND, who is personally known to each Affiant, and whose signature is affixed to the foregoing Last Will and Testament.
- (2) That on the date specified below, the testator signed, published and declared the foregoing instrument of writing as the testator's Last Will and Testament, in the presence of both Affiants who acted as subscribing witnesses.
- (3) That the testator was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.
- (4) That the Affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the testator and in the presence of each other

Leonard C. Martin
Signature

Leonard C. Martin
4268 I-55 North
Jackson, MS 39211

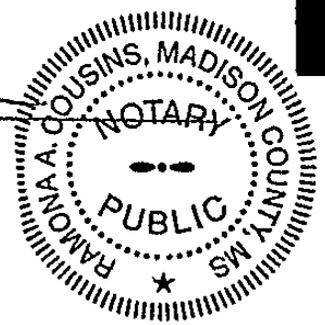
Ginger Williamson
Signature

Ginger Williamson
304 Steeple Ridge
Ridgeland, MS 39157

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

Arthur Johnston
Notary Public

My Commission Expires. MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES AUG 9, 2009 *rc*
BONDED THRU STEGALL NOTARY SERVICE



FILED
THIS DATE
OCT 30 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY L. Jones D.C.

BOOK 0042 PAGE 0107

LAST WILL AND TESTAMENT

OF

ELMER E. JORDAN

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

ITEM I.

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

ITEM II.

I hereby nominate, constitute and appoint my daughter, Martha J. Cain, as Executor of this my Last Will and Testament without the necessity of an accounting, and I hereby specifically relieve the said Executor of giving bond or other security, as required by law.

ITEM III.

I leave all of my estate consisting of all of my property of every kind and character, whether real, personal or mixed, and wherever situated, to my wife, Marjorie W. Jordan, and, if she should predecease me, to my children in equal shares.

IN WITNESS WHEREOF, I have hereunto subscribed my name in the presence of all subscribing witnesses, each of whom I

have requested to subscribe his or her name in the presence of each other and in my presence.

This 28th day of April, 2002.

Elmer E. Jordan
ELMER E. JORDAN

Barbara Tompkins
WITNESS

Ormett M Callaway
WITNESS

ATTESTATION

We, each of the subscribing witnesses to the last will and testament of Elmer E. Jordan, do hereby certify that said Elmer E. Jordan declared this will to be his last will and testament and executed the will in our presence and we each signed as subscribing witnesses to said will at the request of Elmer E. Jordan, in his presence and in the presence of each other.

This 28th day of April, 2002.

WITNESSES:

ADDRESS OF WITNESSES:

Barbara Tompkins

2035 Tidewater Lane

Madison, MS 39110

Ormett M Callaway

2041 Tidewater Lane

Madison, MS 39110

AFFIDAVIT OF WITNESS TO LAST WILL AND

TESTAMENT OF ELMER E. JORDAN

Personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, one of the subscribing witnesses to the Last Will and Testament of Elmer E. Jordan, who having been by me duly sworn on his/her oath states:

That he/she is a subscribing witness to the Last Will and Testament of Elmer E. Jordan, which was executed by Elmer E. Jordan in my presence and in the presence of the other witness on the 28th day of April, 2002; that Elmer E. Jordan requested said Affiant and the other witness to witness the execution of his Last Will and Testament and we did so in his presence and in the presence of each other; and that Elmer E. Jordan was of sound and disposing mind and memory at the time he executed his Last Will and Testament.

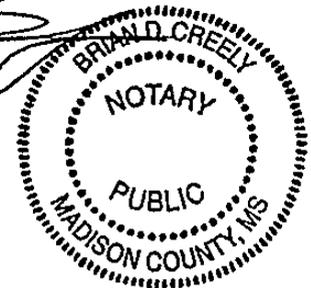
Beverly Tompkins
WITNESS

SWORN TO AND SUBSCRIBED before me, this the 2 day of May, 2002.

[Handwritten Signature]

NOTARY PUBLIC
Notary Public State of Mississippi At Large
My Commission Expires: February 25, 2008
Bonded Thru Helden, Brooks & Garland, Inc.

My Commission Expires: _____



AFFIDAVIT OF WITNESS TO LAST WILL AND

TESTAMENT OF MARJORIE W. JORDAN

Personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, one of the subscribing witnesses to the Last Will and Testament of Marjorie W. Jordan, who having been by me duly sworn on his/her oath states:

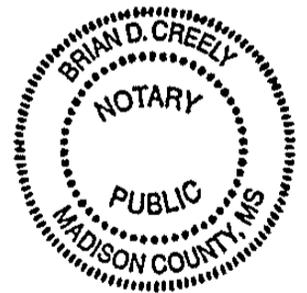
That he/she is a subscribing witness to the Last Will and Testament of Marjorie W. Jordan, which was executed by Marjorie W. Jordan in my presence and in the presence of the other witness on the 28th day of April, 2002; that Marjorie W. Jordan requested said Affiant and the other witness to witness the execution of his Last Will and Testament and we did so in her presence and in the presence of each other; and that Marjorie W. Jordan was of sound and disposing mind and memory at the time she executed her Last Will and Testament.

Barbara Thompson
WITNESS

SWORN TO AND SUBSCRIBED before me, this the 2 day of May, 2002.

Brian D. Creely
Notary Public, State of Mississippi At Large
My Commission Expires: February 25, 2006
Bonded Thru Heiden, Brooks & Garland, Inc.

My Commission Expires: _____



MADISON COUNTY MS This instrument was filed for record Oct. 30, 2007.

- 2 -
Book 42 Page 107
ARTHUR JOHNSTON, C. C.
BY: L. Jones D.C.

Last Will and Testament

OF

ELLIE MAE BRASELL

I, ELLIE MAE BRASELL, an adult resident of Grenada, Grenada County, Mississippi, make this my Will and revoke all prior Wills and Codicils

ITEM I

My husband's name is BERT GASTON BRASELL, and he is herein referred to as "my husband." I have three (3) adult children now living as follows: BERT GASTON BRASELL, JR.; BETSY CAROLE BRASELL POSS; and BONNIE CLAIRE BRASELL DALTON

The words "child" or "children" as used herein shall include any children hereafter born to my husband and me. The words "child," "children," "grandchild," or "grandchildren" as used herein shall include any children hereafter born to any of my children and "descendants" shall include any person hereafter born to any of my descendants. Each of the words "child,"

FOR IDENTIFICATION:

Ellie M. B.

"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 daughter, BETSY CAROLE BRASELL POSS, Executrix of my estate under this Will. In the event she becomes unable or unwilling to serve as an Executrix, I appoint ~~BONNIE CLAIRE BRASELL DALTON as successor Executrix. In the event that~~ neither BETSY CAROLE BRASELL POSS or BONNIE CLAIRE BRASELL DALTON is able or willing to serve as Executrix, then, and in that event, I appoint BERT GASTON BRASELL, JR. as successor Executor.

ITEM III.

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

FOR IDENTIFICATION:

E. M. P.

ITEM IV

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

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

ITEM V.

I give, devise and bequeath my entire estate, real and personal, of whatsoever kind or character, and wheresoever located, to my children, BERT GASTON BRASELL, JR , BETSY CAROLE BRASELL POSS, and BONNIE CLAIRE BRASELL DALTON, in equal shares. In the event one or more of my children is not then living, that deceased child's share shall be distributed to his or her descendants per stirpes. In the event one or more of my children is not then living and is not survived by descendants, that deceased child's share shall be distributed in equal shares to my surviving children per stirpes.

FOR IDENTIFICATION:

E. M. B.

ITEM VI.

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

ITEM VII.

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

ITEM VIII.

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

FOR IDENTIFICATION.

E. M. B.

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

Except where specific property is devised or bequeathed, my Executor shall have discretion to select property to be distributed in satisfaction of any devise or bequest provided in this Will. In making a selection, my Executor is excused from any duty of impartiality with respect to the income tax basis of the property. 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

FOR IDENTIFICATION:

E. M. B.

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.

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,

FOR IDENTIFICATION.

E. M. B.

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

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

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 27th day of June, 1997.

Ellie Mae Brasell
ELLIE MAE BRASELL

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

Lynn O. Cox

2008 Fox Hill Lane
Jackson, MS 39212
Address

Andrea R. Nelson

440 Jordan Ridge
Madison, MS 39110
Address

MADISON COUNTY MS This instrument was
filed for record Nov 7 2007.
Book 42 Page 111
ARTHUR JOHNSTON, C. C.
BY: Clark D.C. 

FOR IDENTIFICATION:

Ex 711.12.

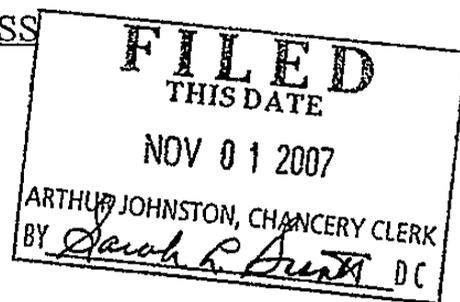
IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF

ELLIE MAE, DECEASED

CAUSE NO 2007-950

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 (HOLDER), who, after being duly sworn, on oath stated as follows:

That the Last Will and Testament of ELLIE MAE BRASELL, dated the 27th day of June, 1997, was exhibited by ELLIE MAE BRASELL, to Affiant as her Last Will and Testament and was signed by her on said date in the presence of Affiant and in the presence of SANDRA A. NABORS, as the other subscribing witness, declaring the same to be the Last Will and Testament of ELLIE MAE BRASELL, and at her request and in her presence and in the presence of SANDRA A. NABORS, the Affiant signed the same as witness thereto, that ELLIE MAE BRASELL, on the 27th day of June, 1997, was of sound and disposing mind, memory and understanding and was mentally capable of recognizing and was actually conscious of the act of making, executing, declaring, attesting and publishing the said instrument of writing as her

Last Will and Testament, and that she was under no duress or undue influence perceptible to Affiant and was over the age of eighteen (18) years.

Lynn O. Cox Holder
LYNN O. COX (HOLDER)

SWORN TO AND SUBSCRIBED before me, this the 2nd day of Oct, 2007.

[Signature]
NOTARY PUBLIC
MADISON COUNTY, MISSISSIPPI

My Commission Expires:
Notary Public State of Mississippi At Large
My Commission Expires September 2, 2009
Bonded Thru Heiden, Brooks & Garland, Inc

Prepared By.

WISE CARTER CHILD & CARAWAY, P.A.
401 East Capitol Street, Suite 600
Post Office Box 651
Jackson, Mississippi 39205-0651
Telephone: 601/968-5500

By: [Signature]
Barry K. Jones (MB #3183)

Attorneys for the Estate and the Executrix

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

Book 42 Page 119
ARTHUR JOHNSTON, C. C.
BY [Signature] D.C.

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI
IN THE MATTER OF THE ESTATE OF
ELLIE MAE BRASELL, DECEASED CAUSE NO.2007-950

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI
COUNTY OF MADISON

FILED
THIS DATE
NOV 01 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Sarah R. Smith* DC

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid SANDRA A NABORS, who, after being duly sworn, on oath stated as follows:

That the Last Will and Testament of ELLIE MAE BRASELL, dated the 27th day of June, 1997, was exhibited by ELLIE MAE BRASELL, to Affiant as her Last Will and Testament and was signed by her on said date in the presence of Affiant and in the presence of LYNN O. COX (HOLDER), as the other subscribing witness, declaring the same to be the Last Will and Testament of ELLIE MAE BRASELL, and at her request and in her presence and in the presence of LYNN O COX (HOLDER), the Affiant signed the same as witness thereto; that ELLIE MAE BRASELL, on the 27th day of June, 1997, was of sound and disposing mind, memory and understanding and was mentally capable of recognizing and was actually conscious of the act of making, executing, declaring, attesting and publishing the said instrument of writing

as her Last Will and Testament; and that she was under no duress or undue influence perceptible to Affiant and was over the age of eighteen (18) years.

Sandra A. Nabors
SANDRA A. NABORS

SWORN TO AND SUBSCRIBED before me, this the 2nd day of Oct., 2007.

Betty R. Null
NOTARY PUBLIC

My Commission Expires:
7/1/09



Prepared By
WISE CARTER CHILD & CARAWAY, P A.
401 East Capitol Street, Suite 600
Post Office Box 651
Jackson, Mississippi 39205-0651
Telephone: 601/968-5500

By: Barry K. Jones
Barry K. Jones (MB #3183)

Attorneys for the Estate and the Executrix

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

Book 42 Page 121
ARTHUR JOHNSTON, C. C
BY: Charles D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF VERA O'MARA ALLRED, DECEASED

NO. 2007-0126

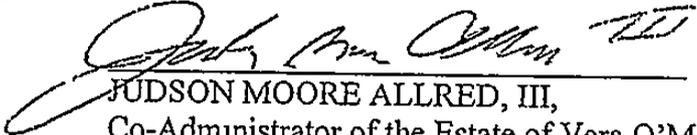
AFFIDAVIT OF CO-ADMINISTRATORS

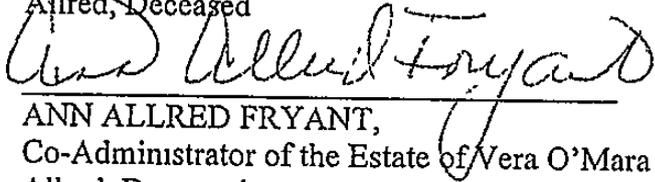
We, JUDSON MOORE ALLRED, III, an adult resident citizen of Madison County, Mississippi and ANN ALLRED FRYANT, an adult resident citizen Rankin County, Mississippi are under no legal disability and are competent to testify to the facts set forth below of which we have personal knowledge.

Pursuant to Mississippi Code Ann §91-7-145(2), we have made reasonably diligent efforts to identify all persons having claims against the Estate of Vera O'Mara Allred, Deceased, and have determined the following persons or entities may have a claim against the Estate:

None

This the 17th day of October, 2007.


JUDSON MOORE ALLRED, III,
Co-Administrator of the Estate of Vera O'Mara
Allred, Deceased

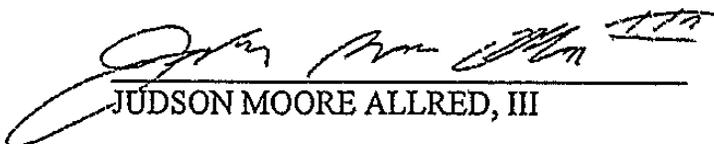

ANN ALLRED FRYANT,
Co-Administrator of the Estate of Vera O'Mara
Allred, Deceased

FILED
THIS DATE
NOV 01 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY  DC

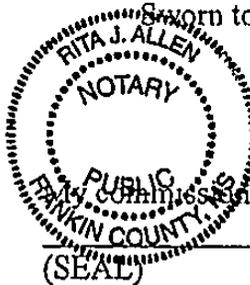
STATE OF MISSISSIPPI
COUNTY OF FRANKLIN

BOOK 11142 PAGE 0124

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named, **JUDSON MOORE ALLRED, III**, who first, being duly sworn on oath by me acknowledged that he executed the above and foregoing affidavit, that he has personal knowledge of the matters and facts set forth therein, and testified that the matters and facts set forth in said affidavit are true and correct to the best of his knowledge, information, and belief


JUDSON MOORE ALLRED, III

Sworn to and subscribed before me this the 17 day of October, 2007.

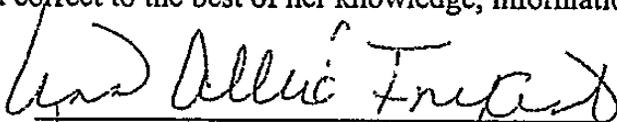


Notary Public State of Mississippi
At Large
My Commission Expires
October 30, 2010
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.


NOTARY PUBLIC

STATE OF MISSISSIPPI
COUNTY OF FRANKLIN

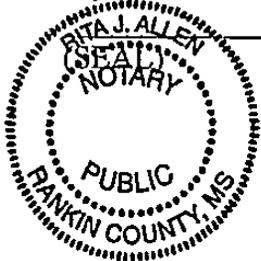
Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named, **ANN ALLRED FRYANT**, who first, being duly sworn on oath by me acknowledged that she executed the above and foregoing affidavit, that she has personal knowledge of the matters and facts set forth therein, and testified that the matters and facts set forth in said affidavit are true and correct to the best of her knowledge, information, and belief.


ANN ALLRED FRYANT

Sworn to and subscribed before me this the 17 day of October, 2007.


NOTARY PUBLIC

My commission expires _____



Notary Public State of Mississippi
At Large
My Commission Expires
October 30, 2010
BONDED THRU
HEIDEN, BROOKS & GARLAND, INC.

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

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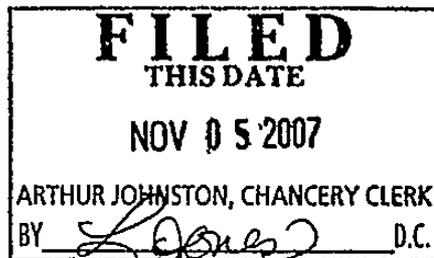
ARTHUR JOHNSTON, C. C.

BY. Clarke DC



THE STATE OF TEXAS

COUNTY OF HARRIS



KNOW ALL MEN BY THESE PRESENTS:

That I, Lois Louise Bussa, of the County of Harris, State of Texas, being of sound mind and disposing memory and above the age of twenty one, and realizing the uncertainty of human life and desiring to make a disposition of my worldly goods and estate to take place upon my death, do hereby make, publish, and proclaim this as my Last Will and Testament, hereby revoking any and all other Wills or Codicils by me at any time heretofore made, and I hereby provide as follows, to-wit:

1.

I desire that my body shall be buried in a decent and Christianlike manner, suitable to my circumstances and conditions in life.

2.

I desire that all of my just debts be paid out of my estate by my Executor to be hereinafter named, including the cost of my funeral expenses and the expenses of my last illness and necessary expenses incident to the probate of my Last Will and Testament, including all State and Federal Taxes.

3.

After the payment of my expenses above set out, it is my will and desire and I so devise, give, bequeath and direct that all of my property, real, personal or mixed, that I now own or may die seized of, wherever the same shall be located and situated, pass to and vest in my beloved husband, Mercer G. Bussa, in fee simple, to dispose of as he shall so desire and direct, without remainder to any one.

4.

In the event my said husband, Mercer G. Bussa, predecease me or should he die simultaneously with me, or should he die within Six (6) months after my death, as a result of injuries he received in a common disaster with me, then and in that event, I hereby will, devise, give and bequeath all of my estate, real, personal or mixed, that I may own at the time of my death or die seized of, to my Daughter, Gwendolyn Bussa, without remainder to any one. Should my



daughter not be living at such time, then and in that event, the same shall vest in the heirs of her body, if any.

5.

I hereby nominate and appoint my husband, Mercer G. Bussa, should he be living at the time of my death, as my Independent Executor of this my Last Will and Testament, and should he not be living at the time of my death or should die as the result of a common disaster as above set out, then and in that event, I hereby nominate and appoint my daughter, Gwendolyn Bussa, as my Independent Executrix and placing perfect confidence in both of them, I so direct that no bond shall be required of either of them, and that no action be had in the Probate Court of any County in relation to the settlement of my estate other than the Probating and recording of this my Last Will and Testament, and return of and filing of the Statutory Inventory and Appraisement and list of all claims in Court as required by law.

6.

I hereby make and publish this as my Last Will and Testament hereunto signing and subscribing my name on this the 21st day of May, A.D. 1965, in the presence of the two attesting witnesses, in my presence, who sign at my request as attesting witnesses.

Lois Louise Bussa
LOIS LOUISE BUSSA

The above instrument was now and here published as the Last Will and Testament of LOIS LOUISE BUSSA, and signed by her, the said LOIS LOUISE BUSSA, in our presence and we at her request and in her presence and in the presence of each other sign and subscribe our names hereto as attesting witnesses.

Helene Palmer
Verna Dent
ATTESTING WITNESSES

THE STATE OF TEXAS *
COUNTY OF HARRIS *

BEFORE ME, the undersigned authority, on this day personally appeared Lois Louise Bussa, Verna Dent and Helen C. Palmer, 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 the said persons being by me duly sworn, the said Lois Louise Bussa, Testator, declared to me and to the said witnesses in my presence that the 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 their oath stated to me, in the presence and hearing of the said Testator that the said Testator had declared to them that 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 Testator and at her request; that she was at that time above the age of twenty one and was of sound mind; and that each of the said witnesses was then at least fourteen years of age.

Lois Louise Bussa
LOIS LOUISE BUSSA

Helen C. Palmer

Verna Dent
ATTESTING WITNESSES

SWORN TO AND SUBSCRIBED before me by the said Lois Louise Bussa, Verna Dent and Helen C. Palmer on this the 2nd day of May, A.D. 1965, to certify which witness my hand and seal of office.

(Bill Palmos) Bill Palmos
NOTARY PUELIC, ROBERTSON COUNTY, TEXAS

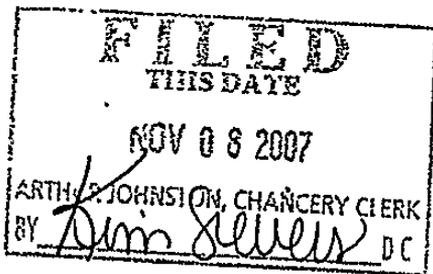


MADISON COUNTY MS This instrument was filed for record Nov 5, 2007.

Book 42 Page 125
ARTHUR JOHNSTON, C. C.

BY L. Jones D. C.





Last Will & Testament
of
Samuel J. Cox

2007-1027

I, SAMUEL J COX, of Madison County, Mississippi, being above the age of eighteen (18) years and being of sound and disposing mind and memory, do hereby make, publish, and declare this to be my Last Will and Testament and hereby revoke all Last Wills and Testaments and Codicils previously made by me

ARTICLE 1
GENERAL DEFINITIONS

1.1 Beneficiary's Representative.

For purposes of this Will, "Beneficiary's Representative" means, in the case of a beneficiary of a devise or bequest made herein or a trust created herein who is under the age of twenty-one (21) years or under any legal disability, a person who is under no legal disability, is not the Executor in case of a devise or bequest or the Trustee in case of a trust, and is, in order of preference, a parent of the beneficiary, if the beneficiary is under the age of twenty-one (21) years, a legal guardian (including but not being limited to a guardian ad litem) or conservator of the beneficiary; or a person related to the beneficiary within the third degree according to civil law. If a person is divorced from a descendant of mine and is otherwise the parent of a beneficiary who is a child of that descendant, for purposes of this Subarticle 1.1 that person shall be considered as a person related to that beneficiary within the third degree according to civil law but not as a parent of that beneficiary.

1.2 Children and Child.

I have two (2) children, who are Lanna Sibley Cox and Corinne Fitzpatrick Cox. For purposes of this Will, "Children" means those two (2) children, any other children of mine under a legal marriage, and any other persons legally adopted by me according to Section A of Subarticle 8.3, and "Child" means one (1) of the Children.

1.3 Code and Code Section.

For purposes of this Will, "Code" means the Internal Revenue Code of 1986, as amended, "Code Section" means a section, as amended, of the Code, and "Code Sections" means more than one (1) Code Section. If, at the time in question, a Code Section has been renumbered or the Code has been superseded by a subsequent federal tax law, "Code Section" means that Code Section as renumbered in the Code or as recodified in that subsequent federal tax law, and "Code" means that subsequent federal tax law, unless to do so in either particular case would clearly be contrary to my expressed intention in this Will

S. J. Cox
Samuel J. Cox

1.4 Executor.

For purposes of this Will, "Executor" means as provided at Subarticle 9 1

1.5 Family Trust.

For purposes of this Will, "Family Trust" means the Samuel J Cox Family Trust U/W as provided at Sections A and B of Subarticle 6.1

1.6 General Guardian.

For purposes of this Will, "General Guardian" means as provided at Subarticle 12 1

1.7 Marital Trust and Marital Trusts No. 1 and No. 2.

For purposes of this Will, "Marital Trust" means the Samuel J Cox Marital Trust U/W as provided at Section A of Subarticle 7 1, and "Marital Trust No 1" and "Marital Trust No 2" mean the Samuel J Cox Marital Trust No 1 U/W and Samuel J Cox Marital Trust No 2 U/W, respectively, as provided at Section C of Subarticle 7 4

1.8 Per Stirpes.

A. When any devise or bequest made herein or any trust or any item of a trust created herein is to be distributed or allocated "per stirpes" to a person's descendants under this Will, the devise or bequest or the trust or item shall be divided into as many equal shares as there are children of the person who are then living or who are then deceased but have then living descendants. The share of a deceased child with then living descendants shall then be further divided in the same manner. The shares ultimately so divided and determined shall then be distributed or allocated as provided under this Will.

B. When any devise or bequest made herein or any trust or any item of a trust created herein is to be distributed or allocated "per stirpes" to the beneficiaries of the devise or bequest or the trust under this Will, the devise or bequest or the trust or item shall be divided into as many equal shares as there are beneficiaries in the oldest generation who are then living or who are then deceased but have then living descendants. The share of a deceased beneficiary with then living descendants shall then be further divided among those descendants according to Section A. The shares ultimately so divided and determined shall then be distributed or allocated as provided under this Will

1.9 Trustee.

For purposes of this Will, "Trustee" means as provided at Subarticle 10 1

S. C.
Samuel J Cox

1.10 Wife.

For purposes of this Will, "Wife" means the person, if any, to whom I am married at the time of my death. Any question as to whom I am married to at the time of my death shall be determined under the law of my legal domicile at that time.

ARTICLE 2
ADMINISTRATION OF ESTATE

2.1 Payment of Taxes and Expenses.

All of the taxes imposed upon me or my estate and all of the expenses of my last illness and funeral shall be paid as soon as reasonably possible after my death.

2.2 Payment of Debts

All of my debts shall be paid according to their schedules of payment or to the contrary discretion of the Executor. None of my property or properties securing any or all of my debts shall be exonerated from that debt or debts.

2.3 Closing of Estate.

The administration of my estate shall be closed as soon as reasonably possible after my death.

ARTICLE 3
PAYMENT OF DEATH TAXES

3.1 Source of Payment

All of the death taxes assessed by reason of my death shall be paid (1) first from the devise and bequest under Section C of Subarticle 6 I; (2) then from the Family Trust; (3) then from the Marital Trust (and first from the Marital Trust No. 2 and then from the Marital Trust No. 1); (4) then from the devise under Article 5, and (5) then from the bequest under Subarticle 4.1.

3.2 Right of Recovery

I do not waive any right of recovery, including but not being limited to any right of recovery under Code Section 2206, 2207, 2207A, or 2207B or under the Mississippi Uniform Estate Tax Apportionment Act, as amended. For this purpose, "right of recovery" means any right of my estate to be reimbursed by any person for, or otherwise to recover from any person, any death tax assessed by reason of my death.

S. C.
Samuel J. Cox

**ARTICLE 4
BEQUEST OF TANGIBLE PERSONAL PROPERTY**

4.1 Bequest.

I bequeath to my Wife (1) all of my personal belongings, consisting of wearing apparel, sporting equipment, and similar property, (2) all of my automobiles, and (3) all of my interest in the household furniture, furnishings, and effects, including but not being limited to books, crystal, china, silver, linens, rugs, fixtures, portraits, and works of art, that are in and used in connection with my homestead. If my Wife does not survive me, I bequeath all of those foregoing properties to the Children and their descendants who survive me, per stirpes. Those properties shall be divided among them in such a manner as the Executor may determine equitable. If neither my Wife nor any of the Children and their descendants survive me, the bequest under this Subarticle 4.1 shall lapse.

4.2 Delivery to Underaged or Disabled Beneficiaries.

If any beneficiary under Subarticle 4.1 of any property is under the age of twenty-one (21) years or under any legal disability at the time for the delivery of the property to him or her, the Executor may deliver all or any part of the property to the Beneficiary's Representative, for delivery to the beneficiary at the earliest time he or she both has attained that age and is under no legal disability. A delivery by the Executor in this manner shall acquit and relieve the Executor from any further liability with regard to the property so delivered.

**ARTICLE 5
DEVISE OF HOMESTEAD**

If my Wife survives me, I devise to her my interest in my homestead and any land adjacent to and used as part of that homestead. This devise shall lapse if my Wife does not survive me.

**ARTICLE 6
DEVISE AND BEQUEST TO FAMILY TRUST**

6.1 Devise and Bequest

A. If my Wife does not survive me but any of the Children and their descendants survive me, I devise and bequeath to the Trustee all of the rest and residue of my estate. The trust created under this Section B shall be named the Samuel J. Cox Family Trust U/W (the "Family Trust") and shall be administered according to Subarticle 6.2.

B. If neither my Wife nor any of the Children or their descendants survive me, I devise and bequeath all of the rest and residue of my estate to my heirs at law at my death under the then statutes of descent and distribution of the State of Mississippi.

S. C.
Samuel J. Cox

6.2 Dispositive Provisions for Family Trust.

A. The Family Trust shall be administered according to this Subarticle 6 2.

B. At the later of my death or the death of my Wife, the Family Trust shall be allocated as follows

(1) If any of the Children or their descendants are then living, at my death the Family Trust shall be allocated in one (1) equal share for each Child who is then living or who is not then living but has then living descendants Each share allocated to a Child who is then living shall be held as a separate trust and administered according to Subarticle 6 3 for his or her benefit. Each share allocated to a Child who is not then living shall be further allocated in one (1) equal share for each descendant of the deceased Child, per stirpes. Each share allocated to a descendant of a deceased Child shall be held and administered according to Subarticle 6.3 for the benefit of the deceased Child's descendant. The Trustee shall appropriately name each separate trust.

(2) If none of the Children or their descendants are then living, at my death the Family Trust shall be distributed to my then heirs at law under the then statutes of descent and distribution of the State of Mississippi.

6.3 Dispositive Provisions for Separate Trust for Child or Descendant of a Deceased Child.

A A separate trust being held for the benefit of a Child or a descendant of a deceased Child shall be administered according to this Subarticle 6 3. For purposes of this Subarticle 6.3 the Child or descendant of a deceased Child, as the case may be, for whom a trust is created under Subsection (1) of Section B of Subarticle 6 2 shall be referred to as the "Beneficiary" of the separate trust

B. The Trustee may distribute all or any part of the income or principal of the separate trust to the Beneficiary in such proportions as the Trustee may determine for the Beneficiary's health, education, or maintenance. In making such distributions, the Trustee may take into consideration the Beneficiary's needs, other incomes and properties, and any other circumstances and factors that the Trustee considers pertinent Any income not distributed according to this Section B shall be accumulated and added to the principal of the trust.

C. Nothing herein shall be construed as a right of any beneficiary to income or principal or a requirement that the Trustee provide support for any beneficiary, all payments of income and/or principal of the trust throughout the term thereof being purely and completely discretionary with the Trustee Any stated standards are merely stated as a guide to the Trustee and are not to be construed as any right of any beneficiary to support from said trust, whether by income or principal.

S. C.
Samuel J. Cox

D Notwithstanding anything above, the Trustee shall distribute all of the principal and accumulated income of the separate trust to the Beneficiary, and the separate trust shall terminate, upon the Beneficiary attaining the age of twenty six (26) or upon the later of the death of me or my Wife if the Beneficiary has already attained twenty six (26) at that time

E. The Trustee shall have the sole and unlimited discretion to determine the property, the proportion of property, and the value of the property involved, in order to determine what property shall comprise the portions to be paid to any beneficiary hereunder

F. Upon the Beneficiary's death, the portion of the trust not already distributed according to the provisions above shall be distributed as follows:

(1) If any of my descendants are then living at the Beneficiary's death, the trust shall be distributed as follows:

(a) If the Beneficiary dies with any then living descendants, at the Beneficiary's death the trust shall be divided into separate equal shares to be held as separate trusts as if separate trusts were allocated to those descendants under Subsection (1) of Section B of Subarticle 6.2 and as if my death had occurred at the Beneficiary's death. Each trust created under this paragraph (a) shall be administered according to Subarticle 6.3 for the benefit of the descendant for whom the trust is created

(b) If the Beneficiary dies without any then living descendants, at the Beneficiary's death the trust shall be administered according to Subsection (1) of Section B of Subarticle 6.2, as if the trust were the Family Trust and as if my death had occurred at the Beneficiary's death

(2) If none of my descendants are then living at the Beneficiary's death, at the Beneficiary's death the trust shall be distributed to my then heirs at law under the then statutes of descent and distribution of the State of Mississippi

**ARTICLE 7
DEVISE AND BEQUEST TO MARITAL TRUST.**

7.1 Devise and Bequest.

A. If my Wife survives me, I devise and bequeath to the Trustee all of the rest and residue of my estate. The trust created under this Section A shall be named the Samuel J Cox Marital Trust U/W (the "Marital Trust") and shall be administered according to this Article 7

S. C.
Samuel J Cox

B. Notwithstanding any provision to the contrary in this Will, there shall not be allocated to the devise and bequest under Section A any properties or the proceeds of any properties that will not qualify for the federal estate tax marital deduction. The devise and bequest under Section A shall be reduced to the extent it would otherwise include an allocation of any such nonqualifying properties or proceeds, and such nonqualifying properties or proceeds shall be added to the Family Trust.

C The devise and bequest under Section A shall lapse if my Wife does not survive me.

7.2 Dispositive Provisions During Wife's Lifetime.

A The Trustee shall, commencing with my death and during my Wife's lifetime, distribute to my Wife all of the income of the Marital Trust in installments no less frequently than annually

B. The Trustee may also distribute all or any part of the principal of the Marital Trust to my Wife as the Trustee may determine for her health, education, support, or maintenance. In making such distributions, the Trustee may take into consideration my Wife's other income and properties (and in the case she remarries after my death, the income and properties of her then husband) and any other circumstances and factors that the Trustee considers pertinent.

7.3 Unproductive Property and Payment of Income to Wife's Estate.

Notwithstanding any provision to the contrary in this Will - -

A if the Marital Trust at any time contains any unproductive property, my Wife may require the Trustee to make such property productive or to convert such property to productive property within a reasonable time; and

B all of the income of the Marital Trust accrued or undistributed at my Wife's death shall be paid to the legal representative of her estate

7.4 Qualification for Marital Deduction.

A The Marital Trust is intended to qualify for the federal and state estate tax marital deductions. The provisions of this Will shall be construed and interpreted accordingly, and no provision in this Will that would prevent the Marital Trust from so qualifying shall apply to the Marital Trust. If the application of a provision would prevent the Marital Trust from qualifying for the federal estate tax marital deduction but not the state estate tax marital deduction, that provision shall not apply to the Marital Trust.

B. The Executor may elect, under the applicable laws, to qualify all or any portion of the Marital Trust for the federal or state estate tax marital deduction. It is anticipated that the Executor will elect in a manner that will result in favorable tax consequences. The Executor's determination to elect or not elect shall be conclusive upon all affected persons.

C. If the entire Marital Trust is not elected to qualify for the federal estate tax marital deduction, the Trustee shall divide the Marital Trust into two (2) trusts, one (1) trust for the percentile portion so qualified and one (1) trust for the percentile portion not so qualified. For purposes of this Will, the division shall be effective as of and shall relate back to the time of my death. The trust for the qualified portion shall be named the Samuel J. Cox Marital Trust No. 1 U/W (the "Marital Trust No. 1"), and the trust for the nonqualified portion shall be named the Samuel J. Cox Marital Trust No. 2 U/W (the "Marital Trust No. 2"). These trusts shall collectively still be named the Samuel J. Cox Marital Trust U/W (the "Marital Trust"). The Trustee shall divide the Marital Trust into the two (2) trusts according to the fair market values of the properties of the Marital Trust at the time of the division. In the division, the Trustee may give to each trust properties of varying or unvarying interests or proportions. Both of the two (2) trusts shall be administered for the use and benefit of my Wife according to this Article 7. However, all distributions of principal to be made from the Marital Trust to my Wife shall be made first from the Marital Trust No. 1 and then, once that trust is depleted, from the Marital Trust No. 2.

D. If the Marital Trust was or is to be divided into Marital Trusts No. 1 and No. 2 under Section C, an election to qualify all or any portion of the Marital Trust for the state estate tax marital deduction shall be made first for the Marital Trust No. 1 and then, to the extent of any remaining portion to be qualified, for the Marital Trust No. 2. If the portion of the Marital Trust elected to qualify for the state estate tax marital deduction is less or greater than the portion elected to qualify for the federal estate tax marital deduction, the Trustee may apply provisions similar to those at Section C in regard to the state election. Any trusts into which a trust is divided under this Section D shall be merged into one (1) trust at my Wife's death.

7.5 Payment of Taxes on Wife's Estate.

All payments by the Trustee pursuant to the exercise of a right of recovery by the legal representative of my Wife's estate shall be made from the Marital Trust (or from the Marital Trust No. 1, if the Marital Trust was divided under Section C of Subarticle 7.4). All such payments shall be considered as made or to be made under this Subarticle 7.5. For this purpose, "right of recovery" means any right of my Wife's estate to be reimbursed by the Marital Trust for, or otherwise to recover from the Marital Trust, any death tax assessed by reason of my Wife's death.

7.6 Division at Wife's Death.

At my Wife's death, the Marital Trust (or each of the Marital Trusts No. 1 and No. 2) shall be administered according to Subarticle 6.2, as if the Marital Trust (or each of the Marital Trusts No. 1 and No. 2) were the Family Trust.

Page 8

S. C.
Samuel J. Cox

ARTICLE 8
SPECIAL DISPOSITIVE PROVISIONS

8.1 Retention of Trust

A If a beneficiary is otherwise entitled, subject to this Subarticle 8.1, to all or any part (the "portion") of a trust created herein and if (1) the beneficiary is under the age of twenty-one (21) years, (2) the beneficiary is under any legal disability, or (3) any other condition exists that causes the Trustee concern and the Trustee determines it is advisable that the portion not be distributed to the beneficiary, the portion shall be held as a separate trust and administered according to this Subarticle 8 1 for the benefit of the beneficiary The Trustee shall appropriately name the separate trust.

B. The Trustee may distribute all or any part of the income or principal of the trust to the beneficiary in such proportions as the Trustee may determine for the beneficiary's health, education, or maintenance Any such distributions shall be made pursuant to Subarticle 8 7 below. In making such distributions, the Trustee may take into consideration the beneficiary's needs, other incomes and properties, and any other circumstances and factors that the Trustee considers pertinent Any income not distributed according to this Section B shall be accumulated and added to principal.

C. All of the trust to which a beneficiary is otherwise entitled but which has been retained under this Article 8 shall be distributed, free of trust, to the beneficiary when he or she has attained the age of twenty-one (21) years, is under no legal disability, and the Trustee determines that none of the other conditions for the retention of the distribution under Section A are present. If the beneficiary dies before the distribution of all of the trust, at that death the trust shall be distributed, free of trust, to his or her estate

8.2 Spendthrift Provision.

Neither the income nor the principal of a trust created herein shall be alienable, through assignment or any other method, by any beneficiary or subject to be taken, through any process whatsoever, by any beneficiary's creditors

8.3 Adopted Children

For purposes of this Agreement - -

A a person who is not otherwise a descendant of mine and is legally adopted by me shall be considered a Child,

B a person who is not otherwise a descendant of mine and is legally adopted by a Child or later descendant of mine shall be considered as a child of the adopting person;

J. C.
Samuel J. Cox

C. a person legally adopted according to Section A or B shall cease, as and from the time of the adoption, to be considered as a child of any other person who is not, at the time of the adoption, the then spouse of the adopting person, and

D. except as otherwise provided in Sections A, B, and C, an adopted person shall not be considered as a child of an adopting person or cease to be considered as a child of any other person

8.4 Simultaneous Death Provisions.

If I and another person die simultaneously or under such circumstances in which it is impossible or difficult to determine who predeceased the other, that person shall be deemed to have survived me if my Wife, but otherwise to have predeceased me. The preceding sentence shall apply notwithstanding any law to the contrary

8.5 When Living and Having Descendants and Heirs

A. Unless otherwise specified herein, a person shall be considered as then living at a specified time for purposes of this Will if that person would be considered as then living under the then statutes of descent and distribution of the State of Mississippi

B. For purposes of this Will, a natural child of a person (including but not being limited to myself) shall be limited to a natural child of that person under a legal marriage

C. For purposes of this Agreement, a living person can have descendants

8.6 Manner of Distribution of Devises and Bequests and Manner of Distribution or Division of Trusts

A. Whenever a devise or bequest is made herein to multiple persons, the Executor shall distribute the devise or bequest according to the fair market values at the time of the distribution of the properties subject to the devise or bequest. In the distribution, unless otherwise specified herein, the Executor may give to each legatee or devisee properties of varying or unvarying interests or proportions

B. Whenever a trust created herein is to terminate and be distributed, free of trust, to multiple persons or is to be divided into multiple separate shares under this Will, the Trustee shall distribute or divide the trust according to the fair market values of the properties of the trust at the time of distribution or division. In the distribution or division, unless otherwise specified herein, the Trustee may give to each distributee or to each share properties of varying or unvarying interests or proportions.

8.7 Distributions on Behalf of Beneficiaries.

A While a beneficiary of a trust created herein is under the age of twenty-one (21) years, under any legal disability, or subject to any condition that causes the Trustee to determine that it is advisable not to make a distribution to the beneficiary pursuant to Section 8.1, the Trustee may make any distributions from the trust for the benefit of the beneficiary or directly to the beneficiary, without the intervention of any person, or to the Beneficiary's Representative. Any amount so distributed to the Beneficiary's Representative must be applied by that person for the sole benefit of the beneficiary and may not be applied in satisfaction of any legal obligation of another to support the beneficiary. All distributions under this Subarticle 8.7 shall be made in accordance with the standards provided in this Will for distributions to the beneficiary and shall be a full acquittance to the Trustee

B Unless otherwise specified in Section A - -

(1) all distributions of income from the Marital Trust (or from the Marital Trust No 1 or No 2) to my Wife shall be made directly to my Wife; and

(2) all other distributions of income or principal from a trust created herein to a beneficiary may be made for the benefit of the beneficiary or directly to the beneficiary.

8.8 Prohibition Against Distribution in Satisfaction of Legal Obligations.

Notwithstanding any provision to the contrary in this Will, no distribution from a trust created herein shall be made in satisfaction of a legal obligation of support of a trustee or beneficiary of that trust

8.9 Death of Person Before Distribution to Him or Her.

If any person is otherwise entitled under this Will to a distribution of all or any part of a trust created herein but dies before the actual distribution of it, the undistributed portion shall be distributed in the manner and to the person or persons it would have been distributed according to the applicable provisions of this Will if the time for the distribution of the trust had occurred with that person's death

8.10 Provision for Rule Against Perpetuities.

Notwithstanding any provision to the contrary in this Will, the trusts created herein shall terminate on the date not later than twenty-one (21) years after the death of the last to die of my Wife, the Children, and the persons who are, at my death, then living and the descendants of the Children. Upon that date, unless previously terminated, each trust shall be distributed, per stirpes, free of trust, to the then beneficiaries of that trust

ARTICLE 9
APPOINTMENT AND POWERS OF EXECUTOR

BOOK 0012 PAGE 0139

9.1 Appointment of Executor.

A. My Wife is hereby appointed as the executor of my estate.

B. If my Wife resigns, is removed, or is unable to serve as the executrix, I hereby appoint Joseph Parker Bowen, as successor executor of my estate. If Joseph Parker Bowen resigns, is removed, or is unable to serve as successor executor, I hereby appoint Daniel Powell Bowen, Jr, as successor executor.

C. The representatives named at Sections A and B, but no other legal representatives of my estate, are hereby relieved from giving bond, from having an appraisal made of my estate, and of making or filing any reports, returns, or accountings with any court

D. For purposes of this Will, "Executor" means any legal representative or representatives of my estate.

9.2 Powers of Executor.

A. Unless otherwise specified herein, my estate shall be considered as a "trust" within the meaning of the Mississippi Uniform Trustee's Powers Law, as now or hereafter amended, and the Executor shall have all of the powers afforded to trustees under that Law, as now or hereafter amended

B. Without limiting the powers of the Executor under Section A, the Executor may sell or dispose, for cash or on credit and on such terms and conditions as the Executor may determine, any real or personal property of my estate without the necessity of any court order or joinder of any devisee or legatee herein.

C. Unless specified otherwise herein, any determination or other act permitted but not required to be made or taken by the Executor may be made or taken in the sole discretion of the Executor

ARTICLE 10
APPOINTMENT AND POWERS OF TRUSTEE

10.1 Appointment and Resignation of Trustee.

A. Joseph Parker Bowen is hereby appointed as the trustee of the trusts created herein

J. C.
Samuel J Cox

B Any trustee hereunder may resign at any time by giving sixty (60) days written notice to that effect, specifying the effective date of such resignation, to the beneficiaries of the trust. The beneficiaries may petition the appropriate court for removal of a trustee for cause. Upon resignation of a trustee, or death or removal of the trustee, Daniel Powell Bowen, Jr., shall serve as trustee. In the event there is no trustee left serving under these provisions after the death, resignation or removal of the trustee, any beneficiary may petition the appropriate court for appointment of a trustee.

C Notwithstanding any provision to the contrary in this Will, no beneficiary of a trust created herein shall serve as a trustee of that trust.

D For purposes of this Will, "Trustee" means the trustee or trustees of a trust created herein.

10.2 Accountings and Bond.

A Each year the Trustee shall prepare and deliver an accounting of the administration of each trust created herein to each beneficiary then entitled or permitted to receive the income of that trust but shall not be required to file the accounting with any court. If a beneficiary is under the age of twenty-one (21) years or under any legal disability, the accounting shall instead be delivered to the Beneficiary's Representative.

B No bond shall be required of the Trustee unless ordered by a court.

10.3 Powers of Trustee.

A The trusts created herein are each intended to be a "trust" within the meaning of the Mississippi Uniform Trustees' Powers Law, as amended, and unless otherwise specified herein, the Trustee shall have all of the powers afforded to trustees by that Law, as amended.

B Without limiting the powers afforded to the Trustee under Section A, the Trustee shall also have the following powers:

(1) Unless otherwise specified herein, the Trustee may, as an addition to a trust created herein, receive property transferred in any manner by any person and administer the property according to this Will without regard (a) to whether the property is authorized by law as a trust investment and (b) to the portion that the property and properties of a similar character held by the trust may bear to the total properties of the trust.

(2) Unless otherwise specified herein, the Trustee may acquire properties in a trust created herein from my estate or from a trust created during life or death by me (including but not being limited to a trust created herein) or make loans from a trust created herein to my estate or to a trust created during life or death by me (including but not being limited to a trust created herein), without regard (a) to whether the properties or loans are

authorized by law as trust investments and (b) to the portion that the properties and properties of a similar character or the loans and loans of a similar character held by the trust may vary to the total properties of the trust

(3) Except when otherwise specified herein or otherwise inadvisable, the Trustee may keep some or all of the properties of two (2) or more of the trusts created herein in a consolidated fund or funds, maintaining accurate records of the portion attributable to each trust and not otherwise merged in those trusts

(4) In making any distributions from a trust created herein, the Trustee may distribute cash, partial or whole interest in properties in kind without regard to the income tax basis of the properties, or a combination of cash and interest in properties, and also, when to multiple beneficiaries, properties of varying or unvarying interests or proportions. Any distribution of properties in kind shall be based on their fair market values at the time of distribution

(5) The Trustee may, for a trust created herein, make any election permitted under the Code.

C. Unless otherwise specified herein, any determination or other act permitted but not required to be made or taken by the Trustee may be made or taken in the sole discretion of the Trustee

10.4 Compensation.

The Trustee shall be entitled to receive a reasonable compensation for the services rendered hereunder. That compensation shall be collected by the Trustee from the properties of the trusts created herein for which the Trustee serves as trustee and shall be shown on the Trustee's annual accountings for those trusts

10.5 Merger of Trusts with Substantially Similar Dispositive Provisions.

The Trustee may merge any trust created herein with any and all other trusts created by me of which it is also Trustee and which have substantially the same dispositive provisions, and may administer the merged trusts as one trust, subject to any applicable differences, from which discretionary and mandatory distributions shall be made under said dispositive provisions

S. J. Cox
Samuel J. Cox

ARTICLE 11
DISCLAIMER

If my Wife disclaims her interest in a specific portion of the Marital Trust (or the Marital Trust No 1 or No. 2), the Marital Trust (or the Marital Trust No 1 or No. 2, as the case may be) shall be decreased and the Family Trust increased by that portion. If my Wife disclaims her interest in specific properties of the Marital Trust (or the Marital Trust No. 1 or No. 2), those specific properties shall be removed from the Marital Trust (or the Marital Trust No 1 or No. 2, as the case may be) and added to the Family Trust. Otherwise, a disclaimed devise or bequest made herein or a disclaimed interest in or power over a trust created herein or its properties shall be administered as if the disclaiming devisee or legatee or disclaiming beneficiary had not survived me.

ARTICLE 12
TESTAMENTARY GENERAL GUARDIAN

12.1 Appointment.

A If my Wife does not survive me, I appoint the Trustee of the Family Trust as the legal guardian of the estate of each of the Children who is, at my death, under the age of twenty-one (21) years or under any legal disability. In such event, I appoint Daniel Powell Bowen, Sr., and Anne Rhodes Bowen as co-guardians of the person of such minor or legally disabled children. Upon the death of Daniel Powell Bowen, Sr. or Anne Rhodes Bowen, the survivor of them shall be the guardian of the person of such minor or legally disabled children. If both Daniel Powell Bowen, Sr., and Anne Rhodes Bowen predecease me, fail to qualify, or otherwise cease to serve, I appoint Joseph Parker Bowen as guardian of the person of such minor or legally disabled children.

B For purposes of this Will, "General Guardian of the Estate" means the legal guardian of the estate appointed according to Section A, and "General Guardian of the Person" means the legal guardian or co-guardians of the person appointed according to Section A.

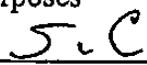
12.2 Waiver of Bond, Inventory and Accounting.

The General Guardian of the Estate and the General Guardian of the Person are hereby relieved from giving any bond, making any inventory of the guardianship, and making or filing with any court any reports, returns or accountings, but the General Guardian of the Estate shall provide annual accountings to the General Guardian of the Person.

12.3 Powers.

A The General Guardian of the Estate may expend a Child's funds, whether received from other sources, for the Child's health, education, support, or maintenance. The General Guardian of the Person may be reimbursed by the General Guardian of the Estate for any of the General Guardian of the Person's funds expended for such purposes.

Page 15



 Samuel J Cox

B. The powers afforded to the General Guardian of the Estate and to the General Guardian of the Person under Section A are in addition to and shall not limit any powers otherwise held by the General Guardian of the Estate and the General Guardian of the Person

**ARTICLE 13
GOVERNING LAW**

All questions about the validity, construction, interpretation, or administration of the trusts created herein and this Will shall be governed by the laws of the State of Mississippi

**ARTICLE 14
HEADINGS**

The headings in this Will are intended solely for convenience of reference and shall be given no effect in the construction or interpretation of this Will

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK.]

J. C.
Samuel J. Cox

I hereby execute this my Last Will and Testament on this the 29 day of December, 2006

Samuel J. Cox
SAMUEL J. COX

WITNESSES

James A. Morris III
254 Traceland Dr.
Madison, MS 39110
[Signature]
106 The Hills Dr
Brentwood MS 38842

ATTESTATION

We, the undersigned, as attesting and subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by SAMUEL J. COX, as his Last Will and Testament, that he signed the instrument 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, signed our signatures above as attesting and subscribing witnesses thereto on this the 29th day of December, 2006

James A. Morris III
[Signature]

MADISON COUNTY MS This instrument was
filed for record Nov. 8, 2007.
Book 42 Page 138
ARTHUR JOHNSTON, C. C.
BY: R. Sellers D.C. 

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
SAMUEL J. COX, DECEASED

NO. 2007-1027

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF MADISON

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named JAMES A NORRIS, III, whose address is P O Box 6020, Ridgeland, Mississippi 39158, who being by me first duly sworn according to law, states on oath:

1

That the affiant is one of the subscribing witnesses to that instrument of writing purporting to be the Last Will and Testament of Samuel J Cox

2

That on the 29th day of December, 2006, the said SAMUEL J COX signed, published and declared the instrument of writing to be his Last Will and Testament, in the presence of this affiant and C Ted Sanderson, Jr., the other subscribing witness to the instrument

3

That SAMUEL J COX was then and there of sound and disposing mind and memory and over the age of eighteen (18) years

FILED	
THIS DATE	
NOV 08 2007	
ARTHUR JOHNSTON, CHANCERY CLERK	
BY <i>[Signature]</i>	D.C.

That this affiant, together with C Ted Sanderson, 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 SAMUEL J COX, and in the presence of each other.

James A. Norris, III
JAMES A. NORRIS, III

SWORN TO AND SUBSCRIBED before me on this the 2nd day of November, 2007.

Verna Y. Carledge
NOTARY PUBLIC

My Commission Expires.

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES June 12, 2010
BONDED THROUGH NOTARY PUBLIC UNDERWRITERS

(Affix Seal)

MADISON COUNTY MS This instrument was
filed for record Nov 8, 2007
Book 42 Page 145
ARTHUR JOHNSTON, C C
BY: *E. Steiner* DC 

LAST WILL AND TESTAMENT

BOOK 0042 PAGE 0147

2007-1037

OF

MARTHA BROWN PATTON

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

ARTICLE I.

I direct that all of my just debts, all taxes, and all expenses of my last illness and funeral be paid as soon after my death as conveniently can be done; provided, however, that nothing herein shall be construed to create a constructive trust for the payment of such amounts. I will and direct that the administration of my estate be closed as soon after my death as is reasonably possible.

ARTICLE II.

I give, devise and bequeath all of my property, real, personal and mixed, and wherever situated, to my husband, George East Patton, if he survives me. If my said husband does not survive me, I give, devise and bequeath all of such property to my sons, George E. Patton, Jr. and David Franklin Patton, in equal shares.

ARTICLE III.

I hereby appoint my husband, George East Patton, as Executor of this my Last Will and Testament. Should my said husband be unable or unwilling to serve as such either before or after entering upon his duties, then I appoint my son, George E. Patton, Jr., as alternate Executor of this my Last Will and Testament. I direct that my Executor and/or

FILED
THIS DATE
NOV 08 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY Arthur Johnston D.C.

alternate Executor be allowed to serve as such without bond and without accounting to any Court, and I hereby waive the requirement of an appraisal of my estate.

During the period of the administration thereof, my estate shall be considered as a "trust" within the meaning of the Uniform Trustees' Powers Act, Chapter 372, Mississippi Laws of 1966 (Section 91-9-101, et seq., Mississippi Code of 1972), reference to which is hereby made, and my Executor and/or alternate Executor shall have all of the powers during the period of administration of my estate that are afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended.

WITNESS MY SIGNATURE this the 17 day of February, 1988

Martha Brown Patton
MARTHA BROWN PATTON

WITNESSES:

Betty Lauer
Bob Lauer

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by MARTHA BROWN PATTON as her Last Will and Testament, that she signed the same in our presence, and in the presence of each of us, and that we, at her request, and in her presence, and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the 17 day of February, 1988.

Betty Lauer
Bob Lauer

MADISON COUNTY MS. This instrument was filed for record Nov. 8, 2007.
Book 42 Page 147
ARTHUR JOHNSTON, C. C.
BY: L. Jones D.C.



IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF MARTHA BROWN PATTON

CAUSE NO. 2007-1037

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, **Bob Sauer** (who is one and the same person as Robert Sauer), 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 Martha Brown Patton; that said Martha Brown Patton signed, published and declared said instrument to be her Last Will and Testament on February 17, 1988, in the presence of this affiant and Betty Sauer, the other subscribing witness to said instrument; and that said Testatrix was then of sound and disposing mind and memory, and over the age of eighteen (18) years; that this affiant and Betty Sauer 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.

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

Bob Sauer
BOB SAUER

SWORN TO AND SUBSCRIBED before me, this the 19 day of October

2007.

Drew Levanway
NOTARY PUBLIC

My Commission Expires:
8-7-2011

Jackson 2382038v 1

FILED
THIS DATE
NOV 08 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY L. Jones DC



MADISON COUNTY MS. This instrument was filed for record Nov. 19, 2007.
Book 42 Page 149
ARTHUR JOHNSTON, C C
BY L. Jones DC

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL AND TESTAMENT OF MARTHA BROWN PATTON

CAUSE NO. 2007-1037

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Betty Sauer, 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 Martha Brown Patton; that said Martha Brown Patton signed, published and declared said instrument to be her Last Will and Testament on February 17, 1988, in the presence of this affiant and Bob Sauer, the other subscribing witness to said instrument; and that said Testatrix was then of sound and disposing mind and memory, and over the age of eighteen (18) years; that this affiant and Bob Sauer 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.

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

Betty Sauer
BETTY SAUER

SWORN TO AND SUBSCRIBED before me, this the 19 day of October

2007.

Drew Levanway
NOTARY PUBLIC

My Commission Expires: 8-11-2011

Jackson 2382016v 1

FILED
THIS DATE
NOV 08 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C.



MADISON COUNTY MS. This instrument was filed for record Nov. 8, 2007.

Book 42 Page 150
ARTHUR JOHNSTON, C. C.
BY: [Signature] D.C.

LAST WILL AND TESTAMENT

OF

MARY WALKER HALL

KNOW ALL MEN BY THESE PRESENTS, That I, Mary Walker Hall, a resident of Canton, Madison County, Mississippi, being above the age of eighteen years and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

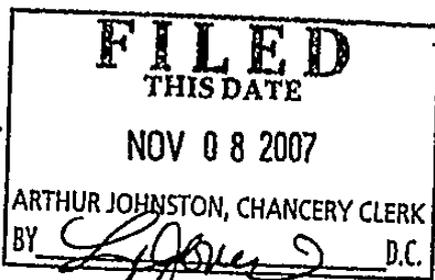
ARTICLE I.

I direct that all of my just debts (except for debts secured by a mortgage or deed of trust on real property), all expenses of my last illness, my funeral expenses, and the expense of erecting a grave marker at my grave, be paid as soon after my death as conveniently can be done.

ARTICLE II.

I hereby direct my Executor to pay all federal and state estate, inheritance, succession, transfer or other death taxes (singularly and collectively the "Death Taxes") which are assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds or other property which shall be included in my gross estate for the purpose of such taxes, whether or not included in my estate for probate purposes, out of my residuary estate passing under Article VI hereof. Notwithstanding the foregoing, my direction that Death Taxes be paid from my residuary estate shall not apply to any tax imposed as a result of Section 2041 or 2044, or

Page 1.



Mary Walker Hall

MARY WALKER HALL

Chapter 13 of the Internal Revenue Code of 1986, as amended, or any corresponding provision of state law.

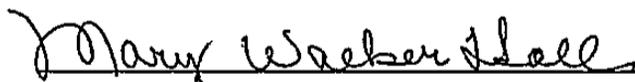
ARTICLE III.

My husband, Toxey W. Hall, has predeceased me. I have two children, and they are Toxey Hall III and Mary Neal Hall Sumner. All references in this Will to "my children" or "said children" shall be deemed to refer to the above-mentioned children.

ARTICLE IV.

A. I give and bequeath unto my children, in equal shares, all of my strictly personal belongings, consisting of jewelry, clothing, other wearing apparel, and similar tangible property owned by me at the time of my death. I also give and bequeath unto my children, in equal shares, any automobile and equipment thereof owned by me at the time of my death. I also give and bequeath unto my children, in equal shares, all of my interest in the household furniture, furnishings and effects, including but not limited to chinaware, silverware, glassware, linens, rugs, fixtures, portraits and works of art, which are in or used in connection with my homestead. All such personal property described in this Article and owned by me at the time of my death shall be divided between my children as they may agree, or to the survivor thereof. In the event that either of my children should predecease me, it is my precatory desire that my surviving child share certain of the tangible personal property described in this Paragraph A with the child or children of the other deceased child of mine.

B. In the event the beneficiaries hereunder shall be unable or unwilling, for any reason, to agree upon a division of said personal property, my Executor shall have full power and authority to make division thereof, or to prescribe the method of making


MARY WALKER HALL

division thereof, in such manner as the Executor shall deem equitable in the Executor's sole and absolute discretion.

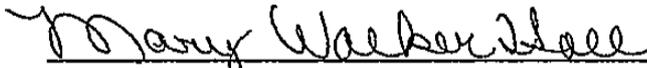
ARTICLE V.

I give and devise any interest in my homestead, presently located at Canton, Mississippi, which I may own at the time of my death, including in this devise any land adjacent to said homestead and used as a part thereof, and all of my interest in any insurance policies insuring the home and the household furniture and furnishings located therein, in equal shares, to my children or to the survivor thereof.

ARTICLE VI

A. 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, Toxey Hall III and Mary Neal Hall Sumner, in equal shares, outright and free of trust.

B. In the event that my son, Toxey Hall III, predeceases me leaving descendants surviving, then his share shall pass in equal shares to Karon B. Hall and Lisa Louise Hall Norton, or the survivor thereof. In the event that my daughter, Mary Neal Hall Sumner, predeceases me leaving descendants surviving, then her share shall pass unto her then living descendants, in equal shares, per stirpes. In the event that a child predeceases me without leaving descendants surviving, then his or her share shall pass to my surviving child. The distribution of such property under this paragraph B to any descendants of my said children shall be subject to the terms and provisions of paragraph C, subparagraph 1, below.



MARY WALKER HALL

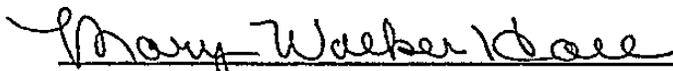
C. 1. If any beneficiary more remote than my children becomes entitled to distributions of all or a portion of the property bequeathed under paragraph B above, and shall be under the age of twenty-five (25) years or be under any legal disability, his or her share shall be vested in him or her but distribution shall be postponed until he or she attains such age, or until such legal disability is removed. The Trustee shall pay to or for the benefit of such descendant such part of the income and principal of the retained share as the Trustee considers necessary for his or her health, education, support and maintenance and may add to the principal any income not so expended. If such beneficiary dies before attaining the age of twenty-five (25) years, the Trustee shall distribute the then principal of said trust to the executor or administrator of such beneficiary's estate to be held, administered and distributed as a part thereof.

2. For purposes of this Will, a person legally adopted prior to attaining the age of eight (8) years shall be considered in all respects as a natural child of the adopting parents.

ARTICLE VII.

A. 1. The trusts specified herein are intended to be within the definition of a "trust" as set forth in the Uniform Trustees' Powers Act, Chapter 372, Mississippi Laws of 1966 (Section 91-9-101, et seq., Mississippi Code of 1972), and the said Trustee shall have all of the powers afforded to trustees in and by the terms and provisions of said statute, as now or hereafter amended, reference to which statute is hereby made for all purposes.

2. Notwithstanding any other provision contained in this Will to the contrary, I hereby authorize and empower my Executor to sell any real property or personal property owned by me at the time of my death except such real or personal property as


MARY WALKER HALL

may be specifically devised or bequeathed hereinabove in this Will. My Executor is hereby authorized and empowered to determine whether to sell any such property, and if so, the terms and conditions of such sale. In the event of any such sale it shall not be necessary for my Executor to give notice to any beneficiaries under this Will nor to any Trustee of any trust created hereunder, nor to any beneficiaries of any trust created hereunder, it being my intention and direction that my Executor be authorized and empowered to sell any such property without the necessity of notice to, or joinder by, any beneficiary under this Will or any beneficiary of any trust created under this Will.

B. None of the beneficiaries hereunder shall have any power to sell, transfer, convey, or in any other manner alienate their interest in either the income or principal of this estate or of any trust created hereunder. In addition, all sums payable to such beneficiaries hereunder, whether income or principal, shall be free and clear of the debts, contracts, alienations and anticipations of the beneficiaries and shall not be subject to be taken, by any process whatsoever, by the creditors of any beneficiary.

C. Anything herein to the contrary notwithstanding, any beneficiary or the duly appointed personal representative of the estate of any beneficiary of my estate or any trust estate hereunder shall have the right and power to disclaim irrevocably such beneficiary's interest in my estate or such trust estate, by written notice delivered to the holder of the legal title to the property to which such interest relates at any time prior to the acceptance by or on behalf of such beneficiary of such interest or any of its benefits; and, upon receipt of such written notice, such interest shall be administered in accordance with the provisions hereof as though such beneficiary had predeceased me or as otherwise provided in this Will.

Mary Walker Hall
MARY WALKER HALL

D. No distribution of the principal or income of the trusts as created herein shall be made in satisfaction of a legal obligation, including, but not limited to, a legal obligation of support, of the parent of any trust beneficiary, or of a Trustee.

E. To the extent that stock or other interests in businesses or partnerships owned in common with other family members, including my children and more remote descendants, is included in my estate, it is my opinion, based upon facts and circumstances known to me at this time, that my Executor should continue to retain such assets in my estate until a significant change in circumstances occurs which would dictate the disposition of such assets.

ARTICLE VIII.

If any legatee or devisee shall die simultaneously with me or under such circumstances as to render it difficult or impossible to determine who predeceased the other, I hereby declare that I shall be deemed to have survived such legatee or devisee. The provisions of my Will shall be construed upon these assumptions, notwithstanding the provisions of any law establishing a different presumption of order of death or providing for survivorship for a fixed period as a condition of inheritance of property.

ARTICLE IX.

A. I hereby nominate, constitute and appoint my son, Toxey Hall III, as Executor of this my Last Will and Testament. In the event that he should be or become unable or unwilling to serve in such capacity, either before or after entering upon his duties as such Executor, I hereby appoint my daughter, Mary Neal Hall Sumner, as successor Executrix of this my Last Will and Testament. I hereby appoint my daughter-in-law, Karon B. Hall, as Trustee of any trust created for the descendants of my son, Toxey Hall III, under

Mary Walker Hall
MARY WALKER HALL

the terms and provisions of Article VI, of this my Last Will and Testament. I hereby appoint my son-in-law, John M. Sumner, as Trustee of any trust created for the descendants of my daughter, Mary Neal Hall Sumner, under the terms and provisions of Article VI, of this my Last Will and Testament. I hereby relieve my said Executor, my successor Executrix, and my Trustees from giving bond, from having an appraisal made of my estate and of making or filing any inventories, reports, returns or accountings of any kind or character to any Court or other tribunal.

B. 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 again hereby made, as such statute may now or hereafter be amended.

C. In addition to the powers afforded to my said personal representative by the Uniform Trustees' Powers Act, I specifically give and grant to my Executor the following powers, by way of illustration and not of limitation:

1. To pay, settle or compound any and all rights, debts, demands, 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, transfer or succession taxes assessed by reason of my death, and gift, income or other taxes assessed against me or my estate; and to make deposits to secure the payment of any inheritance tax, which deposits shall be conclusive upon all persons.



MARY WALKER HALL

3. To claim expenses as either income or estate tax deductions when an election is permitted by law and in the discretion of the Executor to make such adjustment of tax between income and principal as the Executor shall deem proper. The decision of my Executor shall be binding and conclusive on all persons.

4. 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.

5. To make any and all other elections permitted by any tax law applicable to the estate and in the discretion of the Executor to make or not make adjustments among the beneficiaries as to the income or principal of the estate as a result of the exercise of such election(s).

D. Neither my Executor nor my successor Executrix shall receive a fee for the performance of his or her duties, but shall be entitled only to reimbursement of expenses incurred in the performance of his or her duties.

ARTICLE X.

A. Throughout this Will, the masculine gender shall be deemed to include the feminine, and the singular, the plural, and vice versa.

B. The term "Executor" as used herein shall be deemed to refer to my Executor and any successor Executrix.

Mary Walker Hall
MARY WALKER HALL

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Last Will and Testament, consisting of 9 pages, on the 3rd day of November, 1998.

Mary Walker Hall
MARY WALKER HALL

WITNESSES:

Paul S. Herman 447 E. Academy St.
Canton, MS 39046

Barbara Swender 263 LAVENDER ROAD
CARTHAGE, MS. 39051

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by MARY WALKER HALL as her Last Will and Testament, that she signed the same in our presence and in the presence of each of us, and that we, at her request, and in her presence and in the presence of each other, hereto affixed our signatures as subscribing witnesses thereto, this the Third day of November, 1998.

Paul S. Herman
Barbara Swender

PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF Madison

We, Paul D. Heerman and Barbara Lavender, on oath state that we are the subscribing witnesses to the attached written instrument dated the 3rd day of November, 1998, which has been represented to be the Last Will and Testament of MARY WALKER HALL ("Testatrix"), who indicated to us that she is a resident of and has a fixed place of residence in Canton, Madison County, Mississippi. On the execution date of the instrument, the Testatrix, in our presence and in the presence of each of us, signed the instrument at the end thereof and declared the instrument to be her Will, and requested that we attest to the execution thereof whereupon, in the presence of the Testatrix and in the presence of each other, each of us signed our respective names as attesting witnesses. At the time of the execution of the instrument, the Testatrix was over eighteen (18) years of age, and in our opinion was of sound mind, in full possession of her mental faculties, and acting without undue influence, fraud or restraint.

DATED this 3rd day of November, 1998.

MADISON COUNTY MS This instrument was filed for record Nov. 8, 2007.

Book 42 Page 151
ARTHUR JOHNSTON, C C

BY L. Jones D.C.



Paul D Heerman
Signature of Witness
447 East Academy St
Street Address
Canton, MS 39046
City and State

Barbara Lavender
Signature of Witness
263 Lavender Road
Street Address
Carthage, Ms. 39051
City and State

Subscribed and sworn to before me on this the 3rd day of November, 1998.

Rita H. Harrison
NOTARY PUBLIC

My Commission Expires:

Jan. 5, 2000

IN THE CHANCERY COURT OF MADISON COUNTY
STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
MARY WALKER HALL, DECEASED

CAUSE NO 2007-1038

AFFIDAVIT

COMES NOW, Toxey Hall, III, Executor of the Estate of Mary Walker Hall,
Deceased, who, on oath, states the following facts, to-wit:

1. That I, Toxey Hall, III, am the duly appointed Executor of the Estate of Mary
Walker Hall, Deceased, Letters Testamentary having been issued on the ___ day of
November, 2007

2. As Executor of the Estate of Mary Walker Hall, Deceased, I have made reasonably
diligent efforts to identify persons having claims against the Estate of Mary Walker Hall,
Deceased. As a result of such inquiry, I have ascertained that there are no known creditors
who may have a claim against the Estate of Mary Walker Hall, Deceased.

WITNESS my signature, this the 8th day of November, A D , 2007.

FILED
THIS DATE
NOV 08 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY L. Jones D.C.

Toxey Hall III
TOXEY HALL, III

SWORN TO AND SUBSCRIBED before me, this the 8th day of November, A D ,
2007.

My Commission Expires
My Commission Expires
January 7, 2008



Arthur Johnston Chancery Clerk
NOTARY PUBLIC
By L. Jones D.C.

MADISON COUNTY MS. This instrument was
filed for record Nov 8, 2007
Book 42 Page 161
ARTHUR JOHNSTON, C C
BY. L. Jones D.C.



2007-925

LAST WILL AND TESTAMENT

OF

TOMMIE LEE WHALEN.

I, Tommie Lee Whalen, of Madison County, Mississippi, being over the age of twenty-one (21) years and of sound and disposing mind and memory, do make, publish and declare this to be my Last Will and Testament, hereby revoking all previous Wills and Codicils.

I

I appoint as the Executrix of my Estate, my wife, Katherine O. Whalen, to serve without bond and to act as her good judgment and discretion will determine; and she shall not be required to file any accounting annual or final, to any Courts of her actions as Executrix.

II

I give, devise and bequeath to my wife, Katherine O. Whalen, the one (1) acre of land and house located on David Brown Road, to use during her lifetime, then the same is to pass to my daughter, Nakita Whalen as the sole lawful owner.

III

I give, devise and bequeath to my wife, Katherine O. Whalen, at the time of my death, the residue of my Estate, after the payment of all my just debts, funeral expenses and the expenses of administration

IN WITNESS whereof I have hereunto set my signature, in the presence of two witnesses, each of whom has signed as such at my request and in my presence and in the presence of each other, on this the 16th day of May, 1994.

FILED
THIS DATE
NOV 14 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY [Signature] D.C

[Signature]
TOMMIE LEE WHALEN

WITNESSES

[Signature]
[Signature]

STATE OF MISSISSIPPI
 COUNTY OF MADISON

WE, the undersigned, do hereby certify that we have subscribed our signatures as attesting witnesses to the above and foregoing instrument on the date therein stated at the request of TOMMIE LEE WHALEN, who declared the said instrument to be her Last Will and Testament, and who signed said instrument in our presence and that at her request we affixed our signatures hereto as attesting witnesses in her presence and in the presence of each other.

WITNESS OUR HANDS, this 16th day of May, 1994 .

NAME

ADDRESS

Tracy Thompson
Bessie Grant

416 S. Martin L. King Dr.
Canton, MS 39046
113 Royal oak Rd
Canton, MS. 39046



LAST WILL AND TESTAMENT
OF
JO ANN PITTMAN KASSEL

2007-1057-B

I, JO ANN PITTMAN KASSEL, (also known as JO ANN MORVANT KASSEL) an adult resident of Canton, Madison County, Mississippi, make this my Will and revoke all prior Wills and Codicils.

ITEM I.

My husband is JOHN IRWIN KASSEL, and he is herein referred to as "my husband." I have five (5) adult children now living, as follows:

KAREN ELIZABETH KASSEL WILDER;
CAROLYN KASSEL LYON;
JOHN GREGORY KASSEL;
GAIL MARIE KASSEL WALTER; and
DAVID ALAN KASSEL.

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

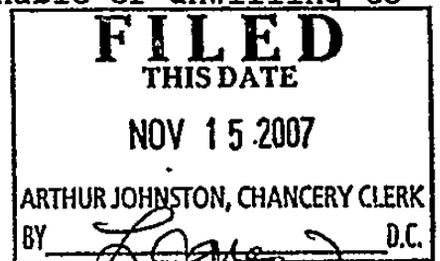
ITEM II.

I appoint my husband, JOHN IRWIN KASSEL, as Executor of my estate under this Will. In the event my husband is or becomes unable or unwilling to serve as Executor, I appoint JOHN GREGORY KASSEL and KAREN ELIZABETH KASSEL WILDER to serve jointly as successor Executor. In the event either of JOHN GREGORY KASSEL or KAREN ELIZABETH KASSEL WILDER is or becomes unable or unwilling to

FOR IDENTIFICATION:

JK.

Page 1 of 22



serve, the other shall serve alone. In the event JOHN GREGORY KASSEL and KAREN ELIZABETH KASSEL WILDER are both unable or unwilling to serve, I appoint TRUSTMARK NATIONAL BANK, Jackson, Mississippi, to serve as Executor of my estate under this Will.

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

FOR IDENTIFICATION:

JK

my estate, whether one or more than one, and to any successor Executor or Administrator.

ITEM V.

To my husband, JOHN IRWIN KASSEL, if he survives me, I give and bequeath the following:

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

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

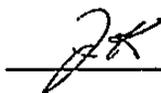
If my husband does not survive me, I give and bequeath the assets described in Paragraphs A and B, to my children in substantially equal shares, to be divided among them as they agree, or in the absence of such agreement, as the Chancery Court administering my estate may determine.

ITEM VI.

I give and bequeath outright any and all stock I own or interest in any such stock which I may own at my death in KASSEL TILE, INC., a Mississippi corporation, as follows:

A. To my husband, JOHN IRWIN KASSEL, if he survives me, an amount of such stock which when added to the amount of stock of KASSEL TILE, INC. owned by my husband at the date of my death, whether owned by my husband outright or by beneficial ownership in trust, will provide my husband with ownership of a majority of the then issued and outstanding stock of KASSEL TILE, INC. as such term "majority" is defined under state law to provide voting control of management, liquidations, and distributions of the corporation; and

FOR IDENTIFICATION:



B. To my son, JOHN GREGORY KASSEL, outright if he is then living, and to my daughter, KAREN ELIZABETH KASSEL WILDER, outright if she is then living, in substantially equal shares, any and all shares of the stock of KASSEL TILE, INC. remaining after satisfying the bequest to my husband, if he survives me, in Paragraph A of this ITEM.

(1) If JOHN GREGORY KASSEL or KAREN ELIZABETH KASSEL WILDER predeceases me, or in the event of the death of either JOHN GREGORY KASSEL or KAREN ELIZABETH KASSEL WILDER prior to receipt by that child or his or her share of the bequest in this ITEM of my Will, if such deceased child has descendants surviving the share of such deceased child shall be distributed to the survivor of JOHN GREGORY KASSEL or KAREN ELIZABETH KASSEL WILDER as Trustee to be held in trust for the benefit of the deceased child's then living children (being my grandchildren by that deceased child).

(2) The assets of a trust created under this ITEM of my Will for the children of a deceased child of mine 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. Prior to distribution of the assets of a trust created under this ITEM of my Will, the Trustee shall distribute income and principal among such surviving grandchildren who are beneficiaries of the trust as the Trustee in the Trustee's discretion deems necessary to provide for the proper education, support, maintenance and health of said beneficiaries.

FOR IDENTIFICATION:

JK

C. If my son, JOHN GREGORY KASSEL, predeceased me with no descendants surviving, the bequest to him in this ITEM of my Will shall lapse.

D. If my daughter, KAREN ELIZABETH KASSEL WILDER, predeceased me with no descendants surviving, the bequest to her in this ITEM of my Will shall lapse.

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

F. Any trust created under this ITEM of my Will shall be designated and known by the name of my deceased child whose descendants are beneficiaries of the trust.

ITEM VII.

I give, devise and bequeath to KAREN ELIZABETH KASSEL WILDER Jackson, Mississippi, 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 or has passed at any time during my life or at my death, either under any other ITEM of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under federal estate 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.

FOR IDENTIFICATION:

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Except where specific property is bequeathed, my Executor shall select and distribute to the Trustee the cash or other property to be placed in this trust, and the property so selected shall be valued at the value thereof as of the date or dates of distribution to the trust. This trust shall be for the benefit of my husband, my children, and my grandchildren. If property passes to this trust which any beneficiary (other than my husband) has disclaimed under Section 2518 that beneficiary shall be treated as if deceased on the day before the date of my death and shall not be a beneficiary of this trust, but the children of that beneficiary shall continue as beneficiaries.

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.

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

A. The Trustee shall pay to and among my husband, my children, and my grandchildren (but not necessarily in equal shares) as much of the net income as the Trustee, in the Trustee's discretion, deems advisable for the education, support, maintenance, and health, including any hospital or other institutional care, of these beneficiaries, and for the maintenance of their accustomed standard

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J.K.

of living. These distributions shall be made in such proportions and 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 these beneficiaries, or any of them, (but not necessarily in equal shares) 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 beneficiaries or for the maintenance of their accustomed standard of living at the time of my death. In making principal distributions, the Trustee shall consider the needs of the beneficiaries and the funds available to them from other sources.

In making distributions of income and principal, I direct the Trustee to consider my husband as the primary beneficiary and consider his needs above those of my children and my grandchildren. The Trustee shall see that my husband has sufficient funds to enable him to continue, if possible, his accustomed standard of living at the time of my death. Before making distributions of income or principal to my children or my grandchildren, the Trustee shall counsel with my husband to determine the needs of these beneficiaries, but the decision of the Trustee shall be final as to the amounts and recipients of such distributions.

C. Upon my husband's death, the Trustee shall divide this trust into separate trusts. There shall be a separate trust for each of my then living children and one trust for the then living children, collectively, of each deceased child of mine (being my grandchildren by that deceased child). These trusts shall be equal in amounts. The Trustee shall hold, administer and distribute the funds of each trust under the following provisions.

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(1) Upon the death of my husband, the Trustee shall distribute to my children as equal tenants in common, any and all interest the trust may have at that date in and to the real property and any structures located on such real property which are then being used for the active operation of KASSEL TILE, INC., subject however, to the following limitations:

(a) Such property shall not be sold or partitioned by my children until such property is no longer used by KASSEL TILE, INC. in its active business operations; and

(b) My children, as tenants in common, shall share equally in the rental payments by KASSEL TILE, INC. of the fair rental value of the property which payments shall be adjusted from time to time based on inflation and business standards.

(2) After the death of my husband, the Trustee shall distribute to each of my then living children that child's trust estate.

(3) 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.

(4) 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,

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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.

(5) 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.

(6) In the event of death of any of my children 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 my deceased child shall be retained in trust for the benefit of my deceased child's then living children (being my grandchildren by that deceased child). Income and principal shall be distributed among such surviving grandchildren as the Trustee determines in accordance with the directions and standards previously set forth in Subparagraphs (3) and (4) of this Paragraph C. The trust estate for the children of a deceased child of mine (being my grandchildren by that deceased child) shall be distributed, in equal shares, to the children of such deceased child when the youngest living child of such deceased child attains the age of twenty-five (25) years, except that the then living descendants of a deceased grandchild of mine shall take, per stirpes, the share the grandchild would have taken if living. If at the death of a child of mine, he or she leaves no surviving descendants, that deceased child's trust estate shall be

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paid over and added, in equal shares, to the trusts created for my other child or children and their descendants to be held; administered and distributed in accordance with the provisions of such trusts or shall be distributed outright to a beneficiary who had previously received a distribution of his or her trust estate.

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

E. 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 the children of PHILIP C. KASSEL, JR., or his descendants, per stirpes.

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

FOR IDENTIFICATION:

JK

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 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.

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

J. This trust shall be designated and known as the "Joann Pittman Kassel' Family Trust."

ITEM VIII.

If my husband, JOHN IRWIN KASSEL, survives me, I give, devise and bequeath to him outright the rest and residue of my estate, real and personal, of whatsoever kind, or character and wheresoever situated.

FOR IDENTIFICATION:

JK

ITEM IX.

A. If I am not survived by my husband, I give, devise and bequeath to my children^{as} as equal tenants in common, any and all interest I may own at my death in and to the real property and any structures located on such real property which are then being used for the active operation of KASSEL TILE, INC., subject however, to the following limitations:

(1) Such property shall not be sold or partitioned by my children until such property is no longer used by KASSEL TILE, INC. in its active business operations; and

(2) My children, as tenants in common, shall share equally in the rental payments by KASSEL TILE, INC. of the fair rental value of the property which payments shall be adjusted from time to time based on inflation and business standards.

B. If I am not survived by my husband, I give, devise and bequeath the rest and residue of my estate, real and personal, of whatsoever kind or character, and wheresoever located, subject, however, to the bequests provided in ITEM VI, ITEM VII, and Paragraph A of this ITEM IX of this Will, to my children, if then living, in equal shares. If a child is not then living, then the share such child would receive if he or she were living shall be distributed to the Trustee of the "Joann Pittman Kassel Family Trust" created by ITEM VII of this Will to be held, administered and distributed as provided in said trust, provided further that the share such deceased child would have received if living shall be distributed to the separate share created for his or her descendants under the provisions of Paragraph C of ITEM VII of this Will.

ITEM X.

In making distributions for beneficiaries from any trust created under this Will and especially where such beneficiaries are minors, or incapable of transacting business due to illness, the Trustee, in the Trustee's discretion, may make distributions either

FOR IDENTIFICATION:

J.K.

(a) directly to the beneficiary, (b) to the legal or natural guardian of the beneficiary, (c) to a relative or guardian of the person of the beneficiary who has custody and care of the beneficiary, or (d) by applying the distributions for the benefit of the beneficiary by paying expenses directly. In any event the Trustee shall require such reports and take such steps as the Trustee deems requisite to assure and enforce the application of such distributions for the exclusive benefit of the beneficiary.

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 XI.

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 "Joann Pittman Kassel Family Trust," except when necessary for the purposes of distribution, but may, in the Trustee's discretion, keep the trusts in one or more

FOR IDENTIFICATION:

J.K.

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 XII.

Notwithstanding any provision of this Will to the contrary, the interest of every beneficiary of any trust created by this Will shall vest within the period prescribed by the Rule against Perpetuities 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 XIII.

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 XIV.

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

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

FOR IDENTIFICATION:

J.K.

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 XV.

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. In the event KAREN ELIZABETH KASSEL WILDER is or becomes unable or unwilling to serve as Trustee of any trust created in this Will, I appoint my son, JOHN GREGORY KASSEL, to serve as successor Trustee. In the event JOHN GREGORY KASSEL is or becomes unable or unwilling to serve as Trustee of any trust created in this Will, I appoint TRUSTMARK NATIONAL BANK, Jackson, Mississippi, to serve as successor Trustee.

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 JOHN IRWIN KASSEL, JOHN GREGORY KASSEL, and KAREN ELIZABETH KASSEL WILDER. 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. 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 beneficiaries of the trust. Any successor Trustee shall be vested

FOR IDENTIFICATION:

JK

with all the rights, powers, duties and discretion conferred on the original Trustee.

ITEM XVI.

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 the TRUSTMARK NATIONAL BANK, Jackson, Mississippi, or 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

FOR IDENTIFICATION:

J.K.

estate and whether or not such property is of the class in which Trustees generally are authorized to invest by trust law.

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

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

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 deems appropriate for such items and shall pay all costs of maintaining, storing and insuring the items. The Trustee shall have

FOR IDENTIFICATION:

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the authority to give the Executor or other personal representative of the estate of a decedent a receipt for such objects on behalf of such beneficiary.

I. To retain any interest in oil, gas or other mineral resources received from any source and to acquire and retain other interests in oil, gas or mineral resources; to execute as to those interests any agreements, assignments, contracts, deeds, grants, leases for any term (even though the term may extend beyond the termination of the trust) and any other instruments or documents; to manage, control, operate, explore, mine, develop or take any action for the production, recovery, sale, treatment, storage or transportation of any interest in oil, gas or other mineral resources; to drill, rework or recomplete wells of any type; to conduct or participate in secondary recovery operation; to enter into agreements for pooling or unitization; and to install, operate or participate in the operation of any plant, mine or other facilities. Interests in oil, gas and other mineral resources may be retained and acquired without liability for any loss and without application to any court.

ITEM XVII.

If my husband and I die simultaneously, or under circumstances which make it difficult to determine which died first, I direct that I shall be deemed to have survived my husband for the 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 XVIII.

Any recipient of property or beneficiary of a trust hereunder, or the Executor or other personal representative of the estate of any of them who may be deceased, shall have the right to disclaim all or any part of his or her interest in any property which I have

FOR IDENTIFICATION:

J.K.

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 husband 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 "Joann Pittman Kassel Family Trust" created by ITEM VII of this Will to be held, administered and distributed as provided herein, except that if my husband disclaims any portion of the bequest of shares of stock of KASSEL TILE, INC., I give and bequeath the shares of stock disclaimed, in equal shares, to JOHN GREGORY KASSEL and KAREN ELIZABETH KASSEL WILDER if then living, and if either is not then living such stock shall be distributed to the Trustee of the trust created under the provisions of Paragraph B of ITEM VI of this Will, to be held, administered and distributed as provided therein.

ITEM XIX.

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 attaining 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

FOR IDENTIFICATION:

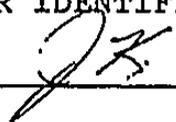
J.K.

Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

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

FOR IDENTIFICATION:



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.

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 held by my estate to KASSEL TILE, INC. or any other corporation under the terms of any stock agreement or stock purchase 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

FOR IDENTIFICATION:

JK

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 26th day of August, 1992.

Jo Ann Pittman Kassel
Jo Ann Pittman Kassel

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

Larry D. Barnes *P.O. Box 2449, Jackson TN 38225*
Address

Marilyn K. Summitt *303-B Bent Creek Circle Brandon, MS 39042*
Address

STATE OF MISSISSIPPI

COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named HARRIS H. BARNES, III, 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 JO ANN PITTMAN KASSEL who is personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 26th day of August, 1992.

(2) That on the 26th day of August, 1992, the said JO ANN PITTMAN KASSEL signed, published, and declared said instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of MARILYN K. SUMMITT, the other subscribing witness to said instrument.

(3) That the said JO ANN PITTMAN KASSEL was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with MARILYN K. SUMMITT, 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 JO ANN PITTMAN KASSEL and in the presence of each other.

Harris H. Barnes III
Harris H. Barnes, III

SWORN TO AND SUBSCRIBED BEFORE ME, this the 8th day of August, 1992.

Sandra Gayle Crandall
Notary Public
My Commission Expires September 13 1993

My Commission Expires: _____

DOSSETT, GOODE, BARNES AND BROOM
Post Office Box 2449
Jackson, Mississippi 39225-2449
Telephone: (601) 948-3160
ATTORNEYS

MADISON COUNTY MS This instrument was filed for record November 15, 2007.

Book 42 Page 186
ARTHUR JOHNSTON, C. C.

BY: Sandra Gayle Crandall D.C.



STATE OF MISSISSIPPI

COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named MARILYN K. SUMMITT, 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 JO ANN PITTMAN KASSEL who is personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 26th day of August, 1992.

(2) That on the 26th day of August, 1992, the said JO ANN PITTMAN KASSEL signed, published, and declared said instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of HARRIS H. BARNES, III, the other subscribing witness to said instrument.

(3) That the said JO ANN PITTMAN KASSEL was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

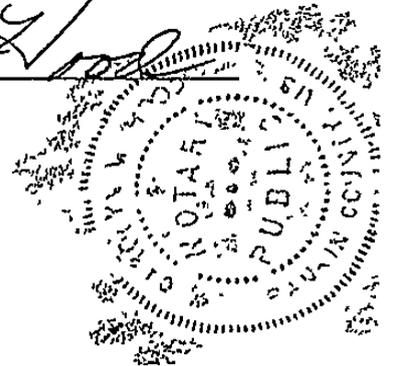
(4) That this affiant, together with HARRIS H. BARNES, III, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said JO ANN PITTMAN KASSEL and in the presence of each other.

Marilyn K. Summitt
Marilyn K. Summitt

SWORN TO AND SUBSCRIBED BEFORE ME, this the 27th day of August, 1992.

Carolyn M. Johnston
Notary Public

My Commission Expires: ~~My Commission Expires~~ May 5, 1993



DOSSETT, GOODE, BARNES AND BROOM
Post Office Box 2449
Jackson, Mississippi 39225-2449
Telephone: (601) 948-3160
ATTORNEYS

MADISON COUNTY MS This instrument was
filed for record November 15, 2007
Book 42 Page 187
ARTHUR JOHNSTON, C C
BY: *Arthur Johnston* c.



IN THE CHANCERY COURT OF
MADISON COUNTY, MISSISSIPPI

ESTATE OF JO ANN PITTMAN
KASSEL, DECEASED

NO. 2007-1057-B

AFFIDAVIT FOR PROVING PHOTOGRAPHIC COPY OF CODICIL

Personally came and appeared before me, the undersigned, JOHN IRWIN KASSEL, an adult resident of Canton, Madison County, Mississippi, who, being first duly sworn, says on oath the following.

That said person is familiar with the Codicil to the Last Will and Testament of Jo Ann Pittman Kassel dated the 24th day of January, 1997, and that said original Codicil to the Last Will and Testament of Jo Ann Pittman Kassel cannot be found, after diligent search and inquiry.

That attached hereto is a photographic copy of said Codicil to the Last Will and Testament of Jo Ann Pittman Kassel, and that said photographic copy is an exact representative of the original Codicil to the Last Will and Testament of Jo Ann Pittman Kassel

Further, affiant saith not



JOHN IRWIN KASSEL

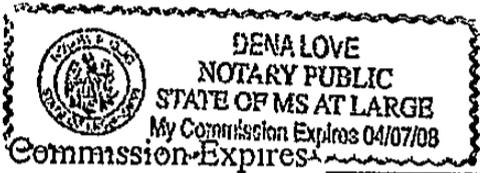
FILED
THIS DATE
NOV 15 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY Legner D.C.

STATE OF MISSISSIPPI

COUNTY OF RANKIN

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said jurisdiction, the within named JOHN IRWIN KASSEL, who acknowledged that the statements contained in the foregoing Affidavit for Proving Photographic Copy of Codicil are true and correct as therein stated.

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 13 the day of November 2007.



Dena Love
Notary Public

Harris H. Barnes, III

HARRIS H. BARNES, III (MSB #2018)
BARNES, BROOM, AND McLEOD, P.A.
5 River Bend Place, Suite A
Flowood, Mississippi 39232-7618
(601) 981-6336

ATTORNEY

MADISON COUNTY MS This instrument was
filed for record November 15, 2007
Book 42 Page 188
ARTHUR JOHNSTON, C C
BY Arthur Johnston



COPY

CODICIL
TO
LAST WILL AND TESTAMENT
OF
JO ANN PITTMAN KASSEL

I, JO ANN PITTMAN KASSEL, an adult resident of Canton, Madison County, Mississippi, make, publish and declare this instrument of writing to be a Codicil to the Last Will and Testament made by me on the 26th day of August, 1992.

I.

I hereby delete and revoke subparagraph (2) of Paragraph B. of ITEM VI of my said Last Will and Testament and substitute in place thereof the following:

(2) There shall be a separate trust for each of the then living children of such deceased child of mine (being my grandchildren by that deceased child) The separate trusts for the then living children of such shall be in equal amounts. The Trustee shall hold, administer and distribute the funds of each trust under the following provisions.

(a) The Trustee shall distribute to, or apply for the benefit of, the sole beneficiary of each separate trust, the greater of all of the trust net income or the amount of income computed under Section 643(b). The net income shall be so distributed or applied in convenient installments, but at least annually

(b) In addition to the income distributions, the Trustee may distribute to or for the benefit of the sole beneficiary of each separate trust, as much principal as the Trustee, in the Trustee's

FOR IDENTIFICATION:

[Signature]

FILED
THIS DATE
NOV 15 2007
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

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. In addition, the Trustee may distribute to the sole beneficiary such amount or amounts of principal from his or her trust as the Trustee in the Trustee's discretion deems necessary for the payment of income taxes payable by the sole beneficiary as a result of a share of corporate income being allocated to the beneficiary from any "S" corporation of which this trust is a shareholder or from the sale of shares of "S" corporation stock.

(c) As and when each child of such deceased child of mine (being my grandchild by that deceased child) attains the age of twenty-five (25) years, the Trustee shall distribute to that grandchild one-half (1/2) of that grandchild's trust estate at that date. Thereafter when each of the children of such deceased child of mine attains age thirty (30) years, the Trustee shall distribute to that grandchild the remainder of that grandchild's trust estate. If at the time of my death, any child of such deceased child of mine has attained the age required herein for distribution of part or all of the principal of his or her trust, such part or all of that principal shall be distributed to that grandchild at that time.

(d) In the event of death of any of my grandchildren after division of this trust into separate trusts and prior to receipt by that grandchild of his or her entire trust estate, any and all undistributed

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income of the separate trust shall be distributed to my grandchild's estate, and the balance in the trust of such deceased grandchild shall be distributed per stirpes to the then living descendants of a deceased grandchild of mine. If at the death of a grandchild of mine, he or she leaves no surviving descendants, any and all undistributed income of the grandchild's separate trust shall be distributed to my grandchild's estate, and the balance of that deceased grandchild's trust estate shall be distributed, in equal shares, to the trusts created for my other grandchildren who are children of the same deceased child or shall be distributed outright to a grandchild who had previously reached the age to have received a distribution of his or her trust estate. If such deceased grandchild has no sisters or brothers surviving, the deceased grandchild's trust estate shall be distributed outright to the survivor of JOHN GREGORY KASSEL or KAREN ELIZABETH KASSEL.

II

I hereby delete and revoke ITEM VII of my Last Will and Testament and substitute in place thereof the following:

ITEM VII

I give, devise and bequeath to KAREN ELIZABETH KASSEL WILDER, Jackson, Mississippi, 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

FOR IDENTIFICATION.



time during my life or at my death, either under any other ITEM of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under federal estate 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. Except where specific property is bequeathed, my Executor shall select and distribute to the Trustee the cash or other property to be placed in this trust, and the property so selected shall be valued at the value thereof as of the date or dates of distribution to the trust. This trust shall be for the benefit of my husband, during his lifetime.

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.

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

FOR IDENTIFICATION

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A. Commencing with my death, the Trustee shall distribute to my husband, or apply for his benefit, the greater of all of the trust net income or the amount of income computed under Section 643(b). The net income shall be so distributed or applied in convenient installments, but at least annually.

B. The Trustee may, in the Trustee's discretion, pay to my husband, or apply for his benefit, as much of the principal of the trust as the Trustee deems desirable for his education, support, maintenance, and health, including any hospital or other institutional care, and for the maintenance of his accustomed standard of living. In the exercise of this discretion the Trustee shall consider the needs of my husband and the funds available to him from other sources. In addition, the Trustee may distribute to my husband such amount or amounts of principal from the trust as the Trustee in the Trustee's discretion deems necessary for the payment of income taxes payable by my husband as a result of a share of corporate income being allocated to my husband from any "S" corporation of which this trust is a shareholder or from the sale of shares of "S" corporation stock.

C. Upon my husband's death, the Trustee shall divide this trust into separate trusts. There shall be a separate trust for each of my then living children and a separate trust for each of the then living children of each deceased child of mine (being my grandchildren by that deceased child). The separate trusts for my then living children shall be equal in amounts, and the separate trusts for the then living children of a deceased child shall share equally the amount that would have been allocated to a trust for such child of mine if he or she were living. The Trustee shall hold, administer and distribute the funds of each trust under the following provisions

(1) Upon the death of my husband, the Trustee shall distribute to my children as equal tenants in common, any and all interest the trust may have at that date in and to the real property and any structures located on such real property which are

FOR IDENTIFICATION

J.F.

then being used for the active operation of KASSEL TILE, INC., subject however, to the following limitations

(a) Such property shall not be sold or partitioned by my children until such property is no longer used by KASSEL TILE, INC. in its active business operations; and

(b) My children, as tenants in common, shall share equally in the rental payments by KASSEL TILE, INC. of the fair rental value of the property which payments shall be adjusted from time to time based on inflation and business standards

(2) After the death of my husband, the Trustee shall distribute to each of my then living children that child's trust estate

(3) The Trustee shall distribute to, or apply for the benefit of, the sole beneficiary of each separate trust, the greater of all of the trust net income or the amount of income computed under Section 643(b). The net income shall be so distributed or applied in convenient installments, but at least annually

(4) In addition to the income distributions, the Trustee may distribute to or for the benefit of the sole beneficiary of each separate trust, 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. In addition, the Trustee may distribute to the sole beneficiary such amount or amounts of principal from his or her trust as the Trustee in the Trustee's discretion deems

FOR IDENTIFICATION

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necessary for the payment of income taxes payable by the sole beneficiary as a result of a share of corporate income being allocated to the beneficiary from any "S" corporation of which this trust is a shareholder or from the sale of shares of "S" corporation stock.

(5) The assets of a separate trust for a child of a deceased child of mine (being my grandchild by that deceased child) shall be distributed to such grandchild of mine when he or she attains the age of twenty-five (25) years

(6) In the event of death of any of my children after division of this trust into separate trusts and prior to receipt by that child of his or her entire trust estate, any and all undistributed income of the separate trust shall be distributed to my child's estate, and the balance in the trust of my deceased child shall be divided into separate trusts for each of my deceased child's then living children (being my grandchildren by that deceased child). These trusts shall be equal in amounts. Income and principal of each separate trust shall be distributed to each grandchild who is the sole beneficiary of the separate trust in accordance with the directions and standards previously set forth in subparagraphs (3) and (4) of this Paragraph C. The separate trust estate for a child of a deceased child of mine (being a grandchild by that deceased child) shall be distributed to such grandchild when he or she attains the age of twenty-five (25) years

If at the death of a child of mine, he or she leaves no surviving descendants, any and all undistributed income of the separate trust shall be paid over and added to my child's estate, and the balance of

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that deceased child's trust estate shall be distributed, in equal shares, to the trusts created for my other children, except that the trusts for the children of a deceased child shall share equally the share a trust for such child of mine would have received, if he or she were living. If a beneficiary has previously reached the age to have received a distribution of his or her trust estate, his or her share shall be distributed to such beneficiary outright.

In the event of death of any grandchildren of mine after division of this trust into separate trusts and prior to the receipt by that grandchild of his or her entire trust estate, any and all undistributed income of the separate trust for such grandchild shall be distributed to my grandchild's estate, and the balance in the trust of my deceased grandchild shall be distributed per stirpes to the then living descendants of a deceased grandchild of mine. If at the death of a grandchild of mine, he or she leaves no surviving descendants, any and all undistributed income of the grandchild's separate trust shall be distributed to my grandchild's estate, and the balance of that deceased grandchild's trust estate shall be distributed, in equal shares, to the trusts created for my other grandchildren who are children of the same deceased child or shall be distributed outright to a grandchild who had previously reached the age to have received a distribution of his or her trust estate. If such deceased grandchild has no sisters or brothers surviving, the deceased grandchild's trust estate shall be distributed, in equal shares, to the trusts for my surviving children, except that the trusts for the children of a deceased child of mine shall share equally the share a trust for such child of mine would have received, if he or she

FOR IDENTIFICATION

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were living. If a beneficiary has previously reached the age to have received distribution of his or her trust estate his or her share shall be distributed to such beneficiary outright.

D. In the event all of the persons and classes designated as beneficiaries of this trust die prior to the distribution of all trust assets, the trust assets shall be distributed in equal shares to the children of PHILIP C. KASSEL, JR., or his descendants, per stirpes.

E. 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.

F. 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 distribute to the beneficiary, or apply for the beneficiary's benefit the greater of all of the trust net income or the amount of income computed under Section 643(b)

G. 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.

FOR IDENTIFICATION

JK

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

I. During the lifetime of my husband, this trust shall be designated and known as the "Jo Ann Pittman Kassel Credit Trust." After the trust is divided into separate trust, each separate trust shall be designated by the name of person who is the sole income beneficiary of such separate trust

III.

The phrase "Jo Ann Pittman Kassel Family Trust," wherever stated in my Last Will and Testament is hereby deleted and revoked and the phrase "Jo Ann Pittman Kassel Credit Trust" is hereby substituted in its place

IV.

I hereby add the following as ITEM XX to my Last Will and Testament

ITEM XX

It is my intention that each trust created herein shall qualify as a "qualified subchapter S trust" as defined in Section 1361(d), and that each beneficiary or his or her legal representative shall make the election to qualify his or her trust as a "qualified subchapter S trust." Accordingly, each trust shall be interpreted, managed, invested, administered and in all other respects governed consistent with my intentions that each trust qualify as a "qualified subchapter S trust," and any provision herein to the contrary shall be void.

FOR IDENTIFICATION

J.K.

Except as amended by the above provision, I republish, reaffirm and readopt my said Last Will and Testament of JO ANN PITTMAN KASSEL.

IN WITNESS WHEREOF, I have signed and declared this to be a Codicil to my Last Will and Testament on this the 24 day of January, 1997.

Jo Ann Pittman Kassel
Jo Ann Pittman Kassel

This instrument was, on the date shown above, signed, published and declared by JO ANN PITTMAN KASSEL to be a Codicil to his Last Will and Testament of JO ANN PITTMAN KASSEL, in our presence, and we, at his request, have subscribed our names hereto as witnesses in his presence and in the presence of each other.

Lewis A. Barnes P.O. Box 13183, Jackson, Ms. 39236
Address

H.E. Gray 5135 GALAXIE BLVD, STE 300C, JACKSON MS
Address 39206

STATE OF MISSISSIPPI

COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named HARRIS H BARNES, III, 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 Codicil to the Last Will and Testament of JO ANN PITTMAN KASSEL, who was personally known to the affiant, and whose signature is affixed to said Codicil to Last Will and Testament, which Codicil to Last Will and Testament is dated the 24th day of January, 1997

(2) That on the 24th day of January, 1997, the said JO ANN PITTMAN KASSEL signed, published and declared said instrument of writing as the Codicil to her Last Will and Testament, in the presence of this affiant and in the presence of H E SPRING, the other subscribing witness to said instrument.

(3) That the said JO ANN PITTMAN KASSEL was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with H. E SPRING, 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 JO ANN PITTMAN KASSEL, and in the presence of each other

Harris H Barnes, III
Harris H Barnes, III

SWORN TO AND SUBSCRIBED BEFORE ME, this the 4th day of February, 1997

Sandra Gayle Crosby
Notary Public

My Commission Expires: 9/12/97

Harris H. Barnes, III (MSB 2018)
DOSSETT, BARNES AND BROOM, PLLC
Attorneys at Law
Post Office Box 13956
Jackson, Mississippi 39236-3956
Telephone: (601) 981-6336
ATTORNEY

STATE OF MISSISSIPPI

COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named H. E SPRING, 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 Codicil to the Last Will and Testament of JO ANN PITTMAN KASSEL, who was personally known to the affiant, and whose signature is affixed to said Codicil to Last Will and Testament, which Codicil to Last Will and Testament is dated the 24th day of January, 1997.

(2) That on the 24th day of January, 1997, the said JO ANN PITTMAN KASSEL signed, published and declared said instrument of writing as the Codicil to her Last Will and Testament, in the presence of this affiant and in the presence of HARRIS H BARNES, III, the other subscribing witness to said instrument

(3) That the said JO ANN PITTMAN KASSEL was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

(4) That this affiant, together with HARRIS H BARNES, III, 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 JO ANN PITTMAN KASSEL, and in the presence of each other

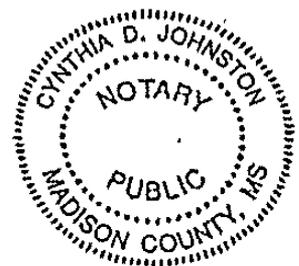
H. E. Spring
H. E. Spring

SWORN TO AND SUBSCRIBED BEFORE ME, this the 4th day of February, 1997.

Cynthia D. Johnston
Notary Public

My Commission Expires Jan 10, 2001

Harris H Barnes, III (MSB 2018)
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MADISON COUNTY MS This instrument was
filed for record November 15, 2007
Book 42 Page 190
ARTHUR JOHNSTON, C. C.
BY: L. Gonzalez

