

#2009-122

BOOK 044

PAGE 400

FILED

THIS DATE

JUN 04 2009

ARTHUR JOHNSTON, CHANCERY CLERK

BY *Arthur Johnston* D.C.

LAST WILL AND TESTAMENT

I, MARY VELMA S. MANSELL, a widow, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one years, do hereby make, declare, and publish the following as my Last Will and Testament, revoking all others that I have heretofore made.

CLAUSE I

I give, bequeath, and devise all of my estate and property, real and personal and of whatsoever nature and kind, and wheresoever located, that I may own at the time of my death unto my daughter, Mary Fish Mansell Rogers, if she shall survive me.

CLAUSE II

In the event that my said daughter shall not survive me, then in such event I give, bequeath, and devise all of my estate and property, real and personal and of whatsoever nature and kind and wheresoever located, unto my grandchildren, Andrew Ronald Mansell Rogers and Catherine Hilary Rogers, share and share alike; PROVIDED HOWEVER, that if any person that may be entitled to share in my estate under the provisions of this clause of my will shall not at the time of my death have attained his or her legal majority, then the share of any such person shall pass or be transferred to the Trustee hereunder in trust for the use and benefit of any such person under the provisions of Clause III, hereof.

CLAUSE III

In the event that any person who would otherwise have been entitled under Clause II above to a share of my estate shall not, at my death have attained his or her legal majority, then the share to which such person would have been so otherwise entitled shall go unto my Trustee, hereinafter designated, IN TRUST for the use and benefit of such person, and said property and the proceeds and income therefrom shall be known as and referred to herein as the

Last Will and Testament of Mary Velma S. Mansell - Page 2

trust fund for such person; and the trustee as to each respective trust fund is authorized and empowered to use and expend so much of said trust fund as the trustee may deem necessary or desirable for the care, maintenance and education of such person during his or her minority, and when such person shall have attained his or her legal majority, to pay over and transfer to him or her absolutely the balance of said trust fund, but in the event such person shall die without having attained his or her legal majority, to divide, pay over, and transfer said trust fund to the person or persons who would be legally entitled to the same; I hereby authorize and empower the trustee, without the necessity of Court approval, to sell at public or private sale, lease, mortgage, and encumber any portion or all of the estate real or personal which the trustee may hold under the trusts hereby created, and to execute and deliver good and sufficient deeds and other instruments to convey, mortgage, encumber, and transfer the same for any such purpose, and the trustee is authorized and empowered to invest, collect, convert, and reinvest as the trustee deems best and desirable any or all of the property of such trust fund, and upon any and all sales by the trustee the purchasers shall not be bound to see to the application of the purchase money, and in addition to the foregoing and/or in supplementation thereof said trustee is vested with all statutory powers, including, but not limited to, the powers conferred by virtue of provisions of the "Uniform Trustees' Powers Act" of the State of Mississippi, and said trustee is authorized and empowered to do any and all lawful acts which it may determine to be necessary or proper in the management and control of said trust fund and the accomplishment of the purposes thereof.

CLAUSE IV

I name, constitute, and appoint my daughter Mary Fish Mansell Rogers as executrix of my estate, but should she predecease me or otherwise decline, refuse, or be unable to act in said capacity, then in any such event I name, constitute, and appoint the Canton Exchange Bank of Canton, Mississippi, or its successor, as executor of my estate hereunder. I direct that my executrix and/or executor hereunder as named above be relieved of making bond, of filing an inventory, and of accounting to any Court.

In the event of the necessity of the designation of a Trustee as provided for by the terms and provisions of this Will, then I hereby designate, name, constitute, and appoint the Canton Exchange Bank of Canton, Mississippi, or its successor, as Trustee of any and all trusts as may be created under the terms of this Will, and said Trustee shall not be required to make bond or account to any Court.

WITNESS my signature this the 6th day of January, 1984.

Mary Velma S. Mansell
Mary Velma S. Mansell

The foregoing instrument was, on the date shown above, signed, published, and declared by MARY VELMA S. MANSELL to be her Last Will and Testament in our presence, and we, at her request, have subscribed our names hereto as witnesses in her presence and in the presence of each other.

R. H. Powell
Clara R. Fencher

WITNESSES

BOOK 044 PAGE 403

FILED
THIS DATE
JUN 04 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY Stacy Tolson D.C.

IN THE MATTER OF THE ESTATE OF
MARY VELMA S MANSELL, DECEASED

CIVIL ACTION, FILE NO. 2009-722

AFFIDAVIT

STATE OF MISSISSIPPI
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the above mentioned jurisdiction, Don A. McGraw, Jr., being by me first duly sworn did state as follows:

- 1 That he has reviewed the original Last Will and Testament of MARY VELMA S. MANSELL dated January 6, 1984 and witnessed by R. H. Powell, Jr. and Elsie Fancher. That R. H. Powell, Jr. and Elsie Fancher are now both deceased.
- 2. That the undersigned is familiar with the signature and handwriting of MARY VELMA S. MANSELL and the signatures and handwriting of R. H. Powell, Jr. and Elsie R. Fancher having seen their handwriting and signatures at various times over the last thirty (30) years.
- 3. That the signature of MARY VELMA S. MANSELL is, in fact a true and correct signature of MARY VELMA S. MANSELL and that the signatures of the subscribing witnesses of R H. Powell, Jr and Elsie R. Fancher are the signatures of the said R. H. Powell, Jr. And Elsie R. Fancher

AND, FURTHER affiant sayeth not

[Signature]
Don A. McGraw, Jr.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 22 day of April, 2009.

[Signature]
NOTARY PUBLIC

MY COMMISSION EXPIRES
[SEAL] **STATE OF MISSISSIPPI**
NOTARY PUBLIC
ID No. 29793
Comm. Expires
March 24, 2012
HANKIN COUNTY

L:\DAMP\2008-2009 ACTIVE CASES\ESTATES\Mansell Mary Velma\Pleadings\Affidavit 0331 - file no. 2009- wpd

MADISON COUNTY MS. This instrument was filed for record JUNE 4th, 2009.
Book 44 Page 403
ARTHUR JOHNSTON, C. C.
BY: [Signature] D.C. 

STATE OF MISSISSIPPI)
COUNTY OF JONES)
SECOND JUDICIAL DISTRICT)

LAST WILL AND TESTAMENT

MADISON COUNTY MS This instrument was
filed for record JUNE 4 2009
Book 44 Page 404
ARTHUR JOHNSTON, C. C.
BY: X 1014 X 72477C

KNOW ALL MEN BY THESE PRESENTS: That I, THOMAS CRAWFORD FULLER, JR., of Laurel, Mississippi, being over the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my last will and testament, hereby revoking any and all wills or codicils heretofore made by me.

ITEM I

I hereby direct that all my lawful debts and funeral expenses be paid as soon after my death as is practicable.

ITEM II

I hereby give, devise and bequeath unto my wife, MARGARET ALICE WEST FULLER, all of my property, real, personal and mixed of whatsoever kind and wheresoever situate of which I may die seised or possessed, or to which I may be entitled at the time of my death. In the event, however, my said wife, Margaret Alice West Fuller, predeceases me, or we die as the result of a common disaster, then and in those events I hereby give, devise and bequeath all of my property, real, personal and mixed of whatsoever kind and wheresoever situate of which I may die seised or possessed, or to which I may be entitled at the time of my death, to the children of my marriage with my said wife, Margaret Alice West Fuller, share and share alike, if any.

ITEM III

I hereby nominate and appoint my brother, ROBERT WALDO TURNER, as Executor of this my Last Will and Testament, and he shall not be required to furnish bond for the faithful performance of his duties as such. An appraisal and inventory of my estate are expressly waived, and he shall not be required to report or account to any court. My said executor is hereby given full power and authority in his discretion to sell and convey any or all of my estate for cash or credit, and upon such terms as he shall determine to be in the best interest of my estate.

SIGNED, PUBLISHED AND DECLARED, on this the 2 day of JULY, A. D., 1985.

Thomas Crawford Fuller, Jr.
THOMAS CRAWFORD FULLER, JR.

WITNESSES:
David M. Pettif (Name)
Laurel, Miss (Address)
Halley J. Pettif (Name)
Laurel, Miss (Address)

FILED
THIS DATE
JUN 04 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Karen Trupp* DC

BOOK 044 PAGE 405

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE LAST WILL
AND TESTAMENT AND ESTATE

OF

NO. 2009-725B.

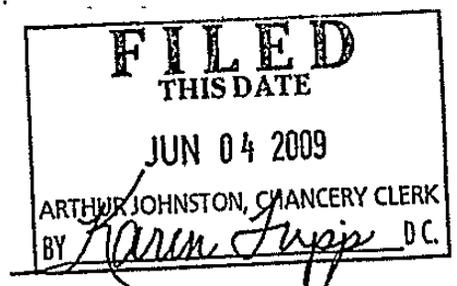
THOMAS CRAWFORD FULLER, JR., DECEASED

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF JONES

Personally appeared before me, the undersigned authority in and for said County and State, David M. Ratcliff, one of the subscribing witnesses to a certain instrument in writing, dated the 2nd day of July, 1995, purporting to be the Last Will and Testament of Thomas Crawford Fuller, Jr., Deceased, who was an adult resident citizen of Madison County, Mississippi, who after being first duly sworn, on oath states that the said Thomas Crawford Fuller, Jr., signed, published, and declared said instrument in writing to be his Last Will and Testament, on the date of said instrument, in the presence of this affiant, and in the presence of Kalford C. Ratcliff, the other subscribing witness thereto. That the said Thomas Crawford Fuller, Jr., was then of sound and disposing mind, memory, and understanding, and was above the age of eighteen (18) years.



That this affiant and the said Kalford C. Ratcliff each subscribed and attested said instrument dated the 2nd day of July, 1985, as witnesses to the signature and publication thereof, at the time Thomas Crawford Fuller, Jr. executed same, at his special instance and request, and in the presence of the said Kalford C. Ratcliff and in the presence of each other, on the date of said instrument.

WITNESS THE SIGNATURE of affiant this the 19th day of May, 2009.

[Signature]
DAVID M. RATCLIFF

SWORN TO AND SUBSCRIBED before me, this 19th day of May, 2009.

[Signature]
NOTARY PUBLIC
My Commission Expires: 12/12/12
ID # 76067
ALICIA D. GRIFFITH
Commission Expires Dec. 12, 2012
JONES COUNTY

JACK G. MOSS
ATTORNEY AT LAW
P.O. DRAWER 49
RAYMOND, MISSISSIPPI 39154
Telephone (601) 857-5022
MSB #3531

MADISON COUNTY MS. This instrument was filed for record JUNE 4, 2009.
Book 44 Page 405
ARTHUR JOHNSTON, C C
BY [Signature] D C



Last Will and Testament of Faye Pounds Odom

FILED
THIS DATE
JUN 05 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Arthur Johnston* DC

I, FAYE POUNDS ODOM of 242 Dyess Bridge Road, Waynesboro, Mississippi, Wayne County, Mississippi 39367, being over the age of eighteen (18) years and of sound and disposing mind, memory and understanding, do hereby declare this to be my Will and revoke all other Wills and Codicils that I may have made.

ARTICLE I

I direct that my debts and my funeral expenses be paid as soon after death as may be reasonably convenient, and I hereby authorize my Executor to settle and discharge any claims against my estate in his absolute discretion.

ARTICLE II

I give, devise and bequeath to my husband, Norman Decelle Odom, my entire estate, including all of my property, real, personal and mixed, of whatsoever kind and nature and wheresoever situated.

ARTICLE III

I appoint Norman Decelle Odom to be the Executor of this my Last Will and I hereby waive any security required on any bond required by law and any accountings, inventory, or appraisal to any Court, and to have all the powers set forth in Miss Code Ann. § 91-9-101 to §91-9-109 (1972), and any others that may be granted by law, all to be exercised without court order. I vest my Executor with full power and authority to sell, transfer and convey any property, real or personal, which I may own at the time of my death at such time and price and upon such terms and conditions

Faye Pounds Odom
FAYE POUNDS ODOM

BOOK 044 PAGE 408

LAST WILL OF FAYE POUNDS ODOM

PAGE 2

(including credit) as he may determine and to do every other act and thing necessary or appropriate for the complete administration of my estate

The foregoing Will consist of two (2) pages, including this one, which on each page I have signed my name

IN WITNESS WHEREOF, I sign, seal, publish and declare this instrument to be my Last Will this the 19th day of June, 1997

Faye Pounds Odom
FAYE POUNDS ODOM

The foregoing instrument, consisting of this and one preceding typewritten page, was signed, sealed, published and declared by Faye Pounds Odom, the testatrix, to be her Last Will, in our presence, and we at her request and in her presence and in the presence of each other have hereunto subscribed our names as witnesses, this the 19th day of June, 1997, at Waynesboro, Mississippi

Charles M. Leggett

Gloria B. Leggett

D:\WPDOcs\Wills\FayeOdom.wpd

MADISON COUNTY MS This instrument was
filed for record JUNE 5, 2009.

Book 44 Page 407
ARTHUR JOHNSTON, C. C.

BY: *Karen Tapp* D C



AFFIDAVIT OF SUBSCRIBING WITNESS

FILED
THIS DATE
JUN 05 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY Karen Tupp D.C.

STATE OF MISSISSIPPI

COUNTY OF WAYNE

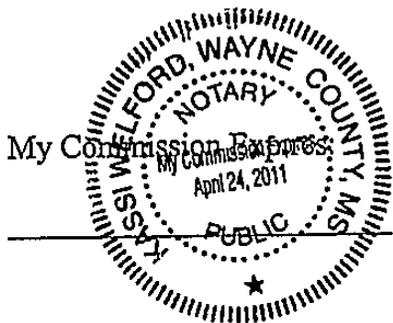
PERSONALLY came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the undersigned Affiant, Gloria B. Leggett, who being by me first duly sworn, states on oath as follows:

That Affiant is one (1) of the subscribing witnesses to the Last Will and Testament of Faye Pounds Odom, testatrix, dated June 19, 1997; that said instrument was executed by testatrix on such date in the presence of the affiant and the other subscribing witnesses; that the affiant and the other subscribing witnesses signed their names as witnesses at the instance and request of testatrix in her presence and in the presence of each other; and that at the time of the execution of said Last Will and Testament, said testatrix was of sound and disposing mind and memory and above the age of eighteen (18) years.

Gloria B. Leggett
AFFIANT

SWORN TO AND SUBSCRIBED before me, this the 29th day of April, 2009.

Kassi Keyes
NOTARY PUBLIC



MADISON COUNTY MS. This instrument was filed for record JUNE 3, 2009.

Book 44 Page 409
ARTHUR JOHNSTON, C. C.
BY: Karen Tupp c.



BOOK 044 PAGE 410

AFFIDAVIT OF SUBSCRIBING WITNESS

FILED
THIS DATE
JUN 05 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY Karen Supp D.C.

STATE OF MISSISSIPPI

COUNTY OF WAYNE

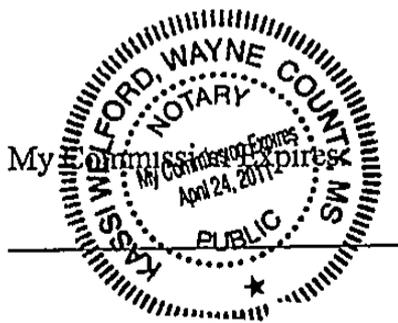
PERSONALLY came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the undersigned Affiant, Charles M Leggett, who being by me first duly sworn, states on oath as follows:

That Affiant is one (1) of the subscribing witnesses to the Last Will and Testament of Faye Pounds Odom, testatrix, dated June 19, 1997; that said instrument was executed by testatrix on such date in the presence of the affiant and the other subscribing witnesses; that the affiant and the other subscribing witnesses signed their names as witnesses at the instance and request of testatrix in her presence and in the presence of each other; and that at the time of the execution of said Last Will and Testament, said testatrix was of sound and disposing mind and memory and above the age of eighteen (18) years.

Charles M Leggett
AFFIANT

SWORN TO AND SUBSCRIBED before me, this the 29th day of April, 2009.

Kassie Oelfer
NOTARY PUBLIC



MADISON COUNTY MS. This instrument was filed for record JUNE 5, 2009

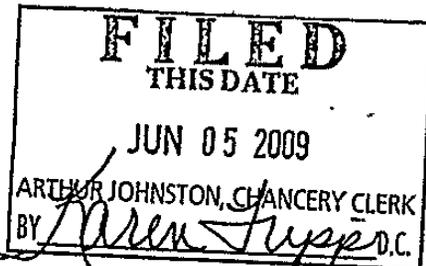
Book 44 Page 410
ARTHUR JOHNSTON, C. C.

BY Karen Supp c



BOOK 044 PAGE 411

FIRST CODICIL TO THE
LAST WILL AND TESTAMENT OF
FAYE POUNDS ODOM



I, FAYE POUNDS ODOM, amend Article II and III of my Last Will and Testament of June 19, 1997 because of the death of my husband.

I AMEND ARTICLE II. TO READ:

"I give, devise and bequeath all property I may own at my death, real, personal or mixed in character, unto my brother JAMES RAY POUNDS, SR., and my sister, DOROTHY VIRGINIA POUNDS KERSH, share and share alike.

In the event either my brother or sister should predecease me, I then give, devise and bequeath that person's share of my estate to the heirs of his or her body, share and share alike."

I AMEND ARTICLE III. TO READ:

"I hereby nominate and appoint my brother, JAMES RAY POUNDS, SR., as Executor of this my Last Will and Testament. If my brother should predecease me or for any other reason shall fail to qualify as Executor hereunder, then in such event, I appoint my sister, DOROTHY VIRGINIA POUNDS KERSH, as Successor Executrix of my estate. I direct that my Executor or Successor named herein be allowed to serve without bond, inventory, accounting or appraisal."

"My Executor or Successor Executrix shall have all powers otherwise vested in the Executor by my original Will."

In all other respects, I ratify and confirm all of the provisions of my said Will dated June 19, 1997.

IN WITNESS WHEREOF, I, FAYE POUNDS ODOM, sign, seal, publish and declare this instrument to be the Codicil to my Last Will and Testament this the 22nd day of August, 2003.

Faye Pounds Odom
FAYE POUNDS ODOM

WITNESS:

Kenzie Stegner
237 Carter-Dawson Co. Laurel, MS 39443
ADDRESS

WITNESS:

Stephanie Weems
31 Shorty Ekes Rd. Laurel MS 39443
ADDRESS

STATE OF MISSISSIPPI
COUNTY OF WAYNE Jones

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Kenzie Stegner and Stephanie Weems, the subscribing witnesses to a certain instrument of writing purporting to be a first codicil to the Last Will and Testament of FAYE POUNDS ODOM, who, having been by me first duly sworn, on their oaths state that the said FAYE POUNDS ODOM, signed, published and declared said instrument as a codicil to her Last Will and Testament on the 22nd day of August, 2003, in the presence of these affiants; that said testatrix was then of sound and disposing mind and memory, and twenty-one years of age; and they, the said

BOOK 044 PAGE 413

affiants, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said testatrix and in the presence of each other.

Kenzi Stogner

Stephanie Williams

SWORN TO AND SUBSCRIBED BEFORE ME on this the 22nd day of August, 2003.

Anna H. Landrum
NOTARY PUBLIC

My Commission Expires:
7-15-2004

MADISON COUNTY MS. This instrument was filed for record JUNE 5, 2009.

Book 44 Page 413
ARTHUR JOHNSTON, C. C.

BY: Arthur Johnston C.



2009-94

LAST WILL AND TESTAMENT OF WILLIAM MCELROY

I, William McElroy, a resident of Madison County, Mississippi being over the age of eighteen years and of sound and disposing mind and memory, do hereby make, ordain, declare and publish to to be MY LAST WILL AND TESTAMENT, and do hereby revoke all other wills and/or codicils heretofore made by me.

ITEM I. I hereby give, devise and bequeath all of my property, real, personal and mixed whatsoever and wheresoever situated to my wife, Luzenka McElroy, Lucy Washington, my sister, and my following children, to-wit: Bessie Morris, Rebecca McQuarter, Barbara Parker, Louise Cross, Mary Frances Cross and Ike Cross McElroy, each to share alike. NOT INCLUDING TRACTOR AND EQUIPMENT.

ITEM II. I give, devise and bequeath my Ford Tractor and equipment to my nephew, James Lee McElroy. The ones named in Item #1, are to share in any way in this tractor and equipment.

ITEM III. I hereby appoint my daughter, Bessie Morris, executrix of my estate without bond, waiving all requirments whatever of bond from her as such executrix. I hereby waive an inventory and an appraisement of my estate as required by statute, and relieve my said executrix of all duty to account to the courts for her acts and doings as such, do hereby waive all court proceedings whatever in the administration of my estate, save the probate of this, MY LAST WILL AND TESTAMENT.

PUBLISHED, SIGNED AND DECLARED as this, MY LAST WILL AND TESTAMENT this 31 day of October, 1978.

William McElroy
WILLIAM MCELROY

Jessy Ann Hood (WITNESS)

Willie Lee Reed (WITNESS)

ATTESTATION CLAUSE

We, the undersigned witnesses to the Will of William McElroy, do hereby certify that the said William McElroy on the day he executed the foregoing will was over the age of eighteen years and of sound and disposing mind and memoury; that he signed and subscribed said will and published it as his LAST WILL AND TESTAMENT in our presence and in the presence of each of us and that we at his expressed instance and request signed and subscribed said will as witnesses thereto in his presence and in the presence of each other, as an attestation thereof.

WITNESS OUR SIGNATURES, this 31 day of October, 1978.

Jessy Ann Hood (WITNESS)

Willie Lee Reed (WITNESS)

FILED
THIS DATE
JUN 11 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY R. Stevens CC

MADISON COUNTY MS This instrument was
filed for record JUNE 11 2009.
Book 444 Page 414
ARTHUR JOHNSTON, C. C.
BY R. Stevens C.



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LAST WILL AND TESTAMENT

BOOK 2409 PAGE 635

OF

JUDY TIBBS LYON

2009-800

I, JUDY TIBBS LYON, a resident of Ridgeland, Mississippi, being of sound and disposing mind and memory and above the age of eighteen (18) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all prior Wills and Codicils to Wills heretofore executed by me.

ARTICLE I

I hereby direct that all of my just debts, funeral expenses and administration expenses be paid as soon after my death as practical. It is my intention, however, that nothing in this Article should be construed as creating an express trust or fund for the payment of debts and expenses which would in any way extend the normal statute of limitations for the payment of debts or enlarge upon my statutory duty to pay debts.

ARTICLE II

I direct that my estate taxes, including interest and penalties thereon, if any, imposed by any jurisdiction whatsoever by reason of my death, upon or in any relation to any property of my estate, shall be paid out of my general estate as an expense of the Administration thereof.

FILED
THIS DATE
JUN 11 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

[Signature]
JTL

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ARTICLE III

BOOK 2409 PAGE 636

I give, devise and bequeath all of my property, of every kind and description, wherever situated, whether real, personal or mixed, to my beloved son, James Thomas Lyon.

In the event James Thomas Lyon predeceases me, I give, devise and bequeath all of my property, of every kind and description, wherever situated, whether real, personal or mixed, to my beloved son Williams Tibbs Lyon

In the event James Thomas Lyon and William Tibbs Lyon, both predecease me, I give, devise and bequeath all of my property, of every kind and description, wherever situated, whether real, personal or mixed, to my beloved granddaughter, Kayla Elizabeth Lyon.

In the event James Thomas Lyon, William Tibbs Lyon and Kayla Elizabeth Lyon, all predecease me, I give, devise and bequeath all of my property, of every kind and description, wherever situated, whether real, personal or mixed, to Helen Nga of Singapore, Singapore.

ARTICLE IV

I nominate and appoint my son, James Thomas Lyon, the Executor of my Last Will and Testament, and request that he be permitted to serve without bond, and that he be required to make the very minimum of reports to the Court of the jurisdiction under which this Will is administered. All bonds, inventories, appraisals, annual accountings and final accounting are specifically waived.

JTL
JTL

BOOK 044 PAGE 417 ARTICLE V

BOOK 2409 PAGE 637

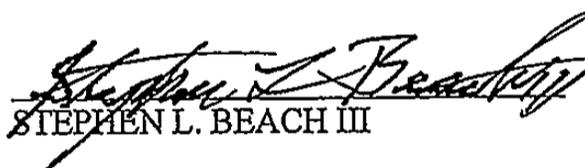
Should the above named Executor fail to qualify, or having qualified, shall die, resign or cease to act as said Executor, then I nominate and appoint Helen Nga as the alternative Executrix of my Last Will and Testament, and request that she be permitted to serve without bond, and that she be required to make the very minimum of reports to the Court of the jurisdiction under which this Will is administered. All bonds, inventories, appraisals, annual accountings and final accountings are specifically waived.

WITNESS MY SIGNATURE, this the 28th day of September, 2007.



JUDY TIBBS LYON

WITNESSES.


STEPHEN L. BEACH III 499 S. President Street
Jackson, Mississippi 39201


BARBARA MATTHEWS 499 S. President Street
Jackson, Mississippi 39201

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI
COUNTY OF HINDS

THIS DAY PERSONALLY APPEARED BEFORE ME, the undersigned authority, in and for the jurisdiction aforesaid, STEPHEN L. BEACH III and



JTL

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BOOK 2409 PAGE 638

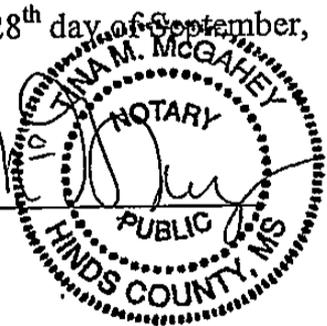
BARBARA MATTHEWS, whose names appear as subscribing witnesses to the foregoing Last Will and Testament of JUDY TIBBS LYON, each of whom, after having been duly sworn, stated on their respective oaths that on the 28th day of September, 2007, JUDY TIBBS LYON, in their presence, signed her name thereto, and in their presence declared the same to be her Last Will and Testament; that at her request, and in their presence, and in the presence of each other, the said Affiants subscribed their names thereto as witnesses to its execution and publication; and that the said JUDY TIBBS LYON, on said September 28, 2007, was over the age of eighteen (18) years, and was of sound and disposing mind and memory.

Stephen L. Beach III
 STEPHEN L. BEACH III, AFFIANT AND WITNESS

Barbara Matthews
 BARBARA MATTHEWS, AFFIANT AND WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 28th day of September, 2007.

Jana M. McGahey
 NOTARY PUBLIC



My Commission Expires: Notary Public State of Mississippi At Large
 My Commission Expires: September 29, 2007
 Bonded Thru Helden, Brooks & Garland, Inc.

JTL
 JTL

STATE OF MISSISSIPPI

BOOK 2409 PAGE 639

MISSISSIPPI STATE DEPARTMENT OF HEALTH VITAL RECORDS

MADISON COUNTY MS This instrument was filed for record March 31, 2009, at 8.00 A.M.

BOOK 044 PAGE 419

Book 2409 Page 633 ARTHUR JOHNSTON, C. C.

BY: [Signature] D.C.

CERTIFICATE OF DEATH

STATE FILE NUMBER 123-08-012626

TYPE OR PRINT WITH BLACK INK

FILING DATE JUN 19 2008

Form fields including: 1. NAME (Judy A Lyon), 2. SEX (F), 3a. HOUR OF DEATH (1:50 am), 3b. DATE OF DEATH (6/13/08), 4. RACE (White), 5a. AGE AT LAST BIRTHDAY (81), 6. DATE OF BIRTH (2/3/22), 7a. COUNTY OF DEATH (HINDS), 7b. CITY OR TOWN OF DEATH (JACKSON), 7c. HOSPITAL OR OTHER INSTITUTION (ST. DOMINIC JACKSON MEM. HOSP. (25)), 7d. IF IN HOSP OR INST SPECIFY INPT, OUTPT, EMER, RM OR OOA (INPT), 8. STATE OF BIRTH (MO.), 9. DECEDENT'S EDUCATION (Elem/High School, 4 Yrs), 10. MARRIED, NEVER MARRIED, WIDOWED, DIVORCED (DIVORCED), 11. SURVIVING SPOUSE (None), 12. WAS DECEASED EVER IN U.S. ARMED FORCES? (NO), 13. ORIGIN OR DESCENT (American), 14. SOCIAL SECURITY NUMBER (490-18-5653), 15a. USUAL OCCUPATION (Manager), 15b. KIND OF BUSINESS OR INDUSTRY (Medical/Hospital), 16a. RESIDENCE-STATE (MS), 16b. COUNTY (Madison), 16c. CITY OR TOWN (Ridgeland), 16d. INSIDE CITY LIMITS (Yes), 16e. STREET AND NUMBER OR RURAL LOCATION (599 Bryceland Blvd), 17. FATHER (James L. Tibbs), 18. MOTHER (Harriet Moss), 19a. INFORMANT (Jim Lyon), 19b. MAILING ADDRESS (599 Bryceland Blvd, Ridgeland, MS, 39157), 20a. BURIAL, CREMATION, REMOVAL (Cremation), 20b. CEMETERY CREMATORY-NAME (Natchez Trace Cr.), 20c. LOCATION (Madison, MS), 20d. EMBALMER-SIGNATURE AND NUMBER (Not Embalmed), 21a. FUNERAL HOME-NAME AND MISSISSIPPI I.D. NUMBER (Natchez Trace 45-T), 21b. MAILING ADDRESS (P.O. Box 28 Madison, MS, 39130), 22a. PERSON WHO PRONOUNCED DEATH (Karen M. Cooper RN), 22b. PRONOUNCED DEAD (6-13-08), 22c. PRONOUNCED DEAD (Hour) (1:50 am), 23a. CERTIFIER (Karen M. Cooper RN), 23b. MAILING ADDRESS (450 W. Center Blvd, Ridgeland, MS, 39157), 24a. SIGNATURE (Karen M. Cooper RN), 24b. DATE SIGNED (6-13-08), 24c. STATE LICENSE NUMBER (R14366), 24d. TITLE (RN), 24e. SIGNATURE (Dr. Ibrahim El-Abassi), 24f. DATE SIGNED, 25. PART I DEATH CAUSED BY (CVA), 26. PART II OTHER SIGNIFICANT CONDITIONS, 27. AUTOPSY (No), 28. WAS CASE REFERRED TO MEDICAL EXAMINER? (No), 29a. ACCIDENT SUICIDE, HOMICIDE, PENDING INVESTIGATION OR UNDETERMINED (Specify), 29b. DATE OF INJURY, 29c. HOUR OF INJURY, 29d. DESCRIBE HOW OR BY WHAT MEANS INJURY OCCURRED, 29e. INJURY AT WORK (Yes or No), 29f. PLACE OF INJURY (Specify Home, Farm, Street, Factory, Office building etc.), 29g. LOCATION (Street or route number, City or town, State).

ANY ALTERATION OR ERASURE VOIDS THIS CERTIFICATE

ANY ALTERATION OR ERASURE VOIDS THIS CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE IS A TRUE AND CORRECT COPY OF THE CERTIFICATE ON FILE IN THIS OFFICE

JUN 25 2008

Judy Moulder STATE REGISTRAR

MADISON COUNTY MS This instrument was filed for record JUNE 11, 2009

WARNING: A REPP EMBOS OR COL

Book 44 Page 415 ARTHUR JOHNSTON, C. C.

NOT ACCEPT UNLESS ILLEGAL TO ALTER

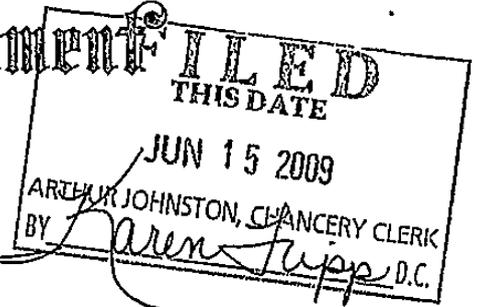
VERIFY PRESENCE

BY: K. Silver D.C.

LIGHT TO VIEW

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND ON WHITE PAPER. THIS IS WATERMARKED AND WITHOUT FIRST HOLDING TO LIGHT TO VERIFY WATERMARK.

Last Will and Testament
of
JUNE C. STEINBERGER



I, JUNE C. STEINBERGER, a resident of and domiciled in Ridgeland, Madison County, Mississippi, being over the age of twenty-one(21) years and of sound and disposing mind and memory, and in all respects competent and qualified, do hereby make, publish, and declare this to be my true Last Will and Testament, hereby revoking all previous Wills and Codicils heretofore made by me, including that certain Will executed on May 5, 1987, and that certain Codicil executed on August 27, 1990, and that certain Second Codicil executed on August 15, 1997 My husband, SIEGFRIED STEINBERGER, and my three children, KARL ROY STEINBERGER, BRUCE PAUL STEINBERGER, and MARK GILBERT STEINBERGER, are living at the time of the execution of this Will.

ARTICLE I

I hereby nominate and appoint as Executor of this Will, my beloved husband, SIEGFRIED STEINBERGER, or if he fails to qualify or having qualified dies, resigns, or becomes incapacitated, then I nominate and appoint as Executor, my beloved son, KARL ROY STEINBERGER, and if he fails to qualify or having qualified, dies, resigns, or becomes incapacitated, then I nominate and appoint as Executor, my beloved son, BRUCE PAUL STEINBERGER. I hereby direct that the Executor shall not be required to give any bond and I hereby waive the necessity of having a formal appraisement and/or inventory of my estate

I hereby grant to my Executor the continuing absolute discretionary power to deal with any property, real or personal, held in my estate, as freely as I might in the handling of my own affairs. Such power may be exercised independently without prior or subsequent approval of any Judicial authority, and no person dealing with the Executor shall be required to inquire into the propriety of any of his actions I expressly confer upon my Executor the specific powers set forth in the Uniform Trustees' Powers Act, Miss Code Ann Section 91-9-101 through 91-9-119 inclusive, Miss Code of 1972, as now enacted or hereafter amended Without limiting the

June C. Steinberger
 JUNE C STEINBERGER

generality of the foregoing, I hereby grant to my Executor the following specific powers and authority in addition to and not in substitution of powers conferred by law:

A) To compromise, settle, or adjust any claim or demand by or against my estate or any trust and to agree to any rescission or modification of any contract or agreement.

B) To retain any security or other property owned by me at the time of my death so long as such retention appears advisable, to exchange any such security or property for other securities or properties and to retain such items in exchange.

C) To sell, exchange, assign, transfer and convey any security or property, real or personal, held in my estate or in any trust fund, at public or private sale, at such time and price and upon such terms and conditions (including credit) as may be deemed advisable and for the best interests of my estate and trust.

D) To invest and to reinvest (including accumulated income) in any property (real or personal) as may be deemed advisable, including stock and unsecured obligations, undivided interests, interests in investment trusts, legal and discretionary common trust funds, leases and properties which are outside my domicile, all without diversification as to kind or amount, without being restricted in any way by any statute or court decision regulating or limiting investments by fiduciaries

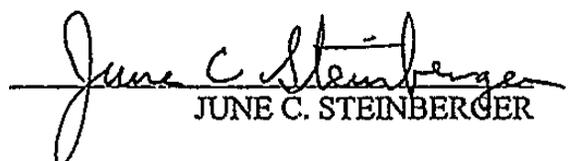
E) To sell or exercise any rights issued on any securities held in my estate.

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

G) To charge or credit to principal any premiums and discounts on securities purchased for more or less than par

H) To vote in person or by proxy any stock or securities held and to grant such proxies and powers of attorney to such person or persons as may be deemed proper.

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


 JUNE C. STEINBERGER

J) To borrow money upon such terms and conditions as may be deemed advisable and to mortgage and pledge estate and trust assets as security for the repayment thereof.

K) To lease any real estate for such term or terms and upon such conditions and rentals and in such manner as may be deemed advisable and any lease made shall be valid and binding for the full term thereof even though same shall extend beyond the duration of the estate or trust. To insure against fire or other risk. To make repairs, replacements, and improvements, structural or otherwise, to any such real estate.

L) Whenever required or permitted, to divide and distribute my estate, to make such distribution (including the satisfaction of any pecuniary bequests) in cash or in specific property, real or personal, or an undivided interest therein or partly in cash and partly in such property, and to do so without regard to the income tax basis of specific property allocated to any beneficiary.

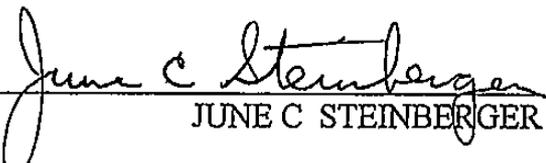
M) To employ accountants, attorneys, and such agents as may be deemed advisable, to pay reasonable compensation for their services and to charge same to income and principal

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

O) If any individual among the legatees provided for under the provisions of this Will shall be a minor at the time of my death, then, and in that event, and notwithstanding any statute or rule of law to the contrary, I authorize my Executor to pay or deliver the legacy to which each such minor shall be entitled to the parent or legal guardian of such minor or person with whom such minor shall then reside and the receipt of such parent or guardian or person with whom such minor shall then reside shall constitute a full acquittance of my Executor with respect to the legacy so paid or delivered.

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

Q) To abandon, in any way, property which is determined not to be worth protecting.


JUNE C STEINBERGER

R) It my express purpose to empower my Executor to have all powers and discretion necessary to qualify my estate, the estate of my beloved spouse, and my children or other beneficiaries for all available benefits pursuant to the laws of the United States or any state, including existing laws, and any laws to be created after the execution of this Will.

ARTICLE II

I hereby direct that my Executor pay all of my just debts which may be probated, registered, and allowed against my estate, all expenses of my last illness, funeral and burial expenses, and the cost of administration of my estate as soon as practicable after my death. My Executor in his sole discretion is authorized to accelerate the payment of any debt or charitable pledge, payment which may be due at some future date or which may be payable in installments, upon such terms, as to discount or otherwise, as it may be deemed advisable. It is my intention, however, that nothing in this article of my Will should be construed as creating an express trust or fund for the payment of debts and expenses which would in any way extend the normal statute of limitations for the payment of my debts or enlarge upon my statutory duty to pay debts.

ARTICLE III

I direct that all estate and inheritance taxes and other taxes in the general nature thereof which shall become payable upon or by reason of my death with respect to any property passing by or under the terms of this Will or any Codicil to it hereafter executed by me or with respect to the proceeds of any policy or policies of insurance on my life, or with respect to any other property included in my gross estate for the purpose of such taxes shall be paid in their absolute discretion by my Executor and I direct that no part of any of such taxes be charged against the person receiving or in possession of the property taxes, or receiving the benefit thereof, it being my intention that all such persons, legatees, devisees, surviving tenants by the entirety, appointees, and beneficiaries receive full benefits without any diminution on account of such taxes.

ARTICLE IV

In the event that my beloved husband, SIEGFRIED STEINBERGER, predeceases me, I give and bequeath an amount equal to ten percent (10%) of my adjusted gross estate, as determined for federal estate tax purposes, to St. Columb's Episcopal Church.


JUNE C. STEINBERGER

ARTICLE V

I bequeath unto my beloved husband, SIEGFRIED STEINBERGER, if he shall survive me, all my personal effects, and all tangible personal property, including automobiles owned by me and held for personal use at the time of my death including real property, cash on hand or on deposit, securities, choses in action or other intangibles. If my beloved husband, SIEGFRIED STEINBERGER, shall predecease me, I bequeath so much of the above described property not previously identified in Article IV of this my Last Will and Testament to my surviving children (or surviving issue of deceased children) to be divided per stirpes among them with such equality and appropriateness as my Executor in his sole discretion shall determine. In the division into equal shares, if any of my children (or surviving issue of deceased children) shall be a minor, such child's share may be delivered to the person with whom such child is residing or to such child's legal guardian, or directly to such child. The receipt of the guardian, or the person with whom such minor resides, or the receipt of such minor child, shall constitute full acquittance of my Executor with respect to the legacy so delivered. This authority is given my Executor notwithstanding any statute or rule of law to the contrary. I direct any expenses incurred in safeguarding or delivering such property be paid from my estate as an administration expense thereof. The terms "child" or "children" shall include both natural and lawfully adopted children but not stepchildren or the like.

ARTICLE VI

I bequeath and devise and appoint all the residue and remainder of my property and estate of every nature and wheresoever situated (including all property which I may acquire or become entitled to after the execution of this Will and all lapsed legacies and devisees or other gifts made by this Will which fail for any reason) to my beloved husband, SIEGFRIED STEINBERGER.

ARTICLE VII

If my beloved husband, SIEGFRIED STEINBERGER, and I shall die under such circumstances that there is not sufficient evidence to determine the order of our deaths, then it shall be presumed that he survived me; and my estate shall be administered and distributed, in all respects in accordance with such presumption.


JUNE C. STEINBERGER

ARTICLE VIII

Should my beloved husband, SIEGFRIED STEINBERGER, not survive me, then upon my death, notwithstanding anything in this Will to the contrary, I give, devise, and bequeath my entire estate of whatever kind and character, and wheresoever situated, equally to my sons, KARL ROY STEINBERGER, BRUCE PAUL STEINBERGER, and MARK GILBERT STEINBERGER. Should one of said children not be living at my death, then the share of said deceased child shall be distributed and paid over to the issue of his body, per stirpes. Should one of said children not be then living and not leave any issue living, then said child's share shall be distributed and paid over to the other children of mine then living or to their issue, if I am not survived by either child, per stirpes.

IN WITNESS WHEREOF, I HAVE HEREUNTO MADE, PUBLISHED AND DECLARED THIS TO BE MY LAST WILL AND TESTAMENT AND HAVE SUBSCRIBED MY NAME HERETO, THIS THE 7 DAY OF July, 1999.

June C. Steinberger
JUNE C. STEINBERGER

Elizabeth D. Allison
WITNESS

Mary Ellen Beane
WITNESS

John Loftis
WITNESS

June C. Steinberger
JUNE C. STEINBERGER

This instrument was on this the _____ day of _____, 1999, subscribed at the end thereof by JUNE C. STEINBERGER, the above named Testatrix, by her signing, publishing and declaring the same to be her Last Will and Testament, in the presence of us and each of us, who thereupon, at her request, in her presence, and in the presence of each other, have hereunto subscribed our names as witnesses thereto.

Elizabeth D. Allison
NAME

501 Northpointe Pkwy. #107
ADDRESS

Jackson, MS 39211

Mary Glen Beane
NAME

14952 Hwy 497.
ADDRESS

Jackson, MS 39209

Jim Lipton
NAME

204 B LINDALE CIRCLE
ADDRESS

CLINTON, MS 39056

June C Steinberger
JUNE C. STEINBERGER

2009-857-6

FILED
 THIS DATE
 JUN 16 2009
 ARTHUR JOHNSTON, CHANCERY CLERK
 BY *L. Jones* D.C.

*Last Will
 And Testament
 of
 Van L. Chaffee*

I, Van L. Chaffee of 965 East Dinkins Street, Canton, Madison County, Mississippi, being of sound and disposing mind and memory, being over the age of twenty-one (21) years, and acting voluntarily and of my own free will and accord, and not under duress, fraud, or influence of any person whomsoever, do hereby make, publish and declare this to be my Last Will and Testament.

I.

I HEREBY expressly and intentionally revoke all Wills and Codicils heretofore made by me.

II.

I DIRECT my Executrix, hereinafter named to pay all my just and legal debts, including the expenses of my last illness and funeral out of the corpus of my Estate as soon as practical after my death.

III.

I WILL, devise and bequeath unto the individuals hereinafter named the following, to wit:

(A) Unto Matilda T. Chaffee, my wife, I hereby bequeath all accounts, certificates of deposit, bonds or other similar assets, which are designated as payable at death to my wife.

(B) Unto Marcus V. Chaffee, my son, I hereby bequeath all

5th day of April, 2006.

Van L. Chaffee
Van L. Chaffee

WE, Rekesa Loggins and Hazel Jackson, hereby certify and attest that we witnessed Van L. Chaffee on the date last above written declare the above and foregoing instrument, consisting of 3 pages, including the page on which we have signed as witnesses was his Last Will and Testament. He then signed said Will in our presence and in his presence and at his request, in his presence and in the presence of each other, we now sign our names as witnesses. And we further certify that said Van L. Chaffee at the time he signed the above was of sound and disposing mind and memory and did not sign said instrument under fraud, duress, and undue influence.

WITNESS OUR SIGNATURES THIS 5th day of April, 2006.

Hazel Jackson
ADDRESS:

503 Thornhill
Canton, MS 39046

Rekesa Loggins
ADDRESS:

147 Links dr. Apt 27A
Canton, MS 39046

accounts, certificates of deposit, bonds or other similar assets, which are designated as payable at death to him.

IV.

I HEREBY will and bequeath my undivided interest in all of my real and personal property located at 965 East Dinkins Street, Canton, Mississippi, unto my wife Matilda T. Chaffee for life with remainder to be vested in my son, Marcus V. Chaffee. It is my sincere desire that my residence be eventually transferred by my wife to my son, Marcus V. Chaffee.

V.

THE remainder and residue of my estate and property, real, personal, mixed, of every nature and kind and wheresoever situated or located, including lapsed legacies, I will, devise and bequeath unto my wife, Matilda T. Chaffee, and my son Marcus V. Chaffee, share and share alike.

V.

I HEREBY nominate and appoint my wife Matilda T. Chaffee the executrix of this Last Will and Testament to act without bond, and I hereby waive accounting by said executor. In the event that the said Matilda T. Chaffee is for any reason unable or unwilling to act as Executrix hereof, I nominate and appoint my son Marcus V. Chaffee to act as executor hereof, also without bond and without the necessity of making any formal appraisal, inventory or accounting to any Court other than the probate of this my Last Will and Testament.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

ESTATE OF Van L. Chaffee,
DECEASED

NO.: _____

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 Hazel Jackson, who being by my 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 Van L. Chaffee, deceased, who was personally known to the affiant, and whose signature is affixed to the last Will and Testament, date the 5 day of April, 2006.

(2) That on the 5 day of April, 2006, the said Van L. Chaffee signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Peresa Loggino, the other subscribing witness to the instrument.

(3) That Van L. Chaffee, 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 Peresa Loggino, 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 Van L. Chaffee, and in the presence of each other.

Hazel Jackson

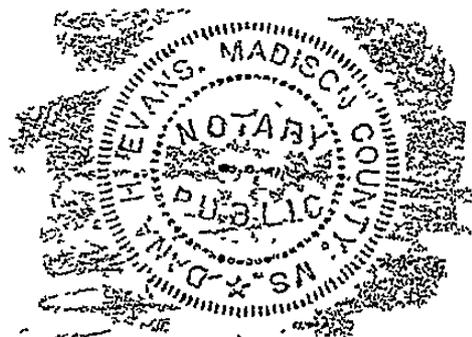
SWORN TO AND SUBSCRIBED before me, this the 5th day of

April, 2006.

Danell Sear
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MY COMMISSION EXPIRES MARCH 16, 2007
BONDED THROUGH CALL NOTARY SERVICE

(SEAL)



ESTATE OF Van L. Chaffee,
DECEASED

NO.: _____

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 Hazel Rekasa Logan, who being by my 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 Van L. Chaffee, deceased, who was personally known to the affiant, and whose signature is affixed to the last Will and Testament, date the 5 day of April, 2006.

(2) That on the 5 day of April, 2006, the said Van L. Chaffee signed, published and declared the instrument of writing as her Last Will and Testament, in the presence of this affiant and in the presence of Hazel Jackson, the other subscribing witness to the instrument.

(3) That Van L. Chaffee, 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 Hazel Jackson, 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 Van L. Chaffee, and in the presence of each other.

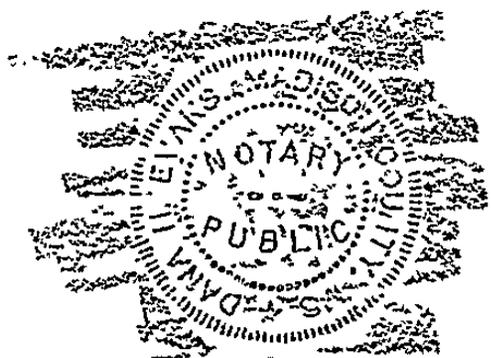
Hazel Logan

SWORN TO AND SUBSCRIBED before me, this the 5th day of

April, 2006.

Don H. Swan
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 16, 2007
BONDED THRU STEGALL NOTARY SERVICE
(SEAL)



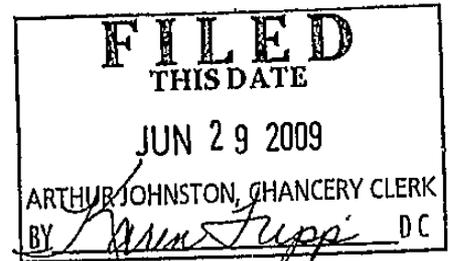
MADISON COUNTY MS This instrument was filed for record JUNE 16, 2009.

Book 44 Page 427
ARTHUR JOHNSTON, C. C.

BY: Logan D.C.



BOOK 044 PAGE 432



Last Will and Testament #2009-866
of
Charlotte McKinnon

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

ITEM ONE

It is my will, and I so direct, that my funeral expenses and expenses of my last illness be paid by my hereinafter named Co-Executors, and that all of my just and lawful debts which are duly probated and allowed, as provided by law, be paid, but I do not make them a charge or lien upon the property of my estate, and no trust is hereby created for the payment of such debts. I hereby authorize and empower my Co-Executors in the case of any claim made against my estate to settle the same in their absolute discretion.

ITEM TWO

I am a widow and am not now married. I have three children who are Kathryn Hudson Henry, Melinda Kenney, and Douglas McKinnon.

CMK.
CHARLOTTE MCKINNON

ITEM THREE

- A. From my liquid financial and invested assets, the sum of One Hundred Fifty Thousand and No/100's Dollars (\$150,000.00) shall go to each of my beloved children, *per stirpes* and not *per capita*.
- B. From my liquid financial and invested assets, the sum of Five Thousand and No/100's Dollars (\$5,000.00) shall be given to Bettie Bilbrew, located at 2909 Overstreet Avenue, Jackson, Mississippi 39213, phone number (601) 362-7053, if she survives me, with my deepest thanks for her loyalty and years of faithful service to me and to my family.
- C. If, at my death, there does not remain a sum sufficient to pay the above bequests in full, then each beneficiary shall be given a *pro rata* share of the available funds.
- D. My remaining items of tangible personal property such as my jewelry, porcelain, furniture and decorative accessories, located in my apartment, are for the most part allocated to those who have indicated they wanted particular items. Any items not designated shall go in equal shares to my three children to divide and share among themselves, *per stirpes* and not *per capita*.
- E. The remainder of the liquid financial invested funds, cash, Certificates of Deposit, and the like, if any, shall go in equal shares to my beloved grandchildren who survive me: Susan Battle, Charlotte Hudson, David McKinnon, and Mark McKinnon, *per capita* and not *per stirpes*. If any grandchild shall be under the age of twenty-one, then that grandchild's parent, who is my child if available, and if

not his or her other parent, shall receive his or her bequest for him or her and make the distribution when and how the parent believes to be in that beneficiary's best interest.

- F. I give, will, bequeath, and devise the rest, residue, and remainder of all of my property of every kind, character and description, real, personal and mixed, both community and separate, of which I may die seized and possessed, and wheresoever the same may be situated or located in equal shares to my three children, *per stirpes* and not *per capita*.

ITEM FOUR

Stan and I were blessed with 66 wonderful years of marriage, and I want to make the point that the crowning success of our lives are these three wonderful children and their worthy spouses, plus the four precious grandchildren.

ITEM FIVE

I do direct that Doug McKinnon, Kathryn Henry Hudson, and Melinda Kenney shall serve as Co-Executors of this my Last Will and Testament. In the event that any of my said Co-Executors shall be unwilling or unable to serve, then I do direct that any two of them, or any one of them, as the case may be, shall so serve on the same terms, conditions and with the same powers. No hereinabove named Co-Executor shall be required to give bond, and I do hereby waive any requirement for formal appraisal by the Co-Executors of my estate. I further vest my Co-Executors with full power and authority to sell, transfer and convey any property, real or personal, which I may own at

BOOK 044 PAGE 435

the time of my death at such time and price and upon such terms and conditions (including credit) as my Co-Executors may determine, and to do every other act and thing necessary and appropriate for the complete administration of my estate without order of any court and without notice to anyone. In addition, I expressly confer upon the Co-Executors of my estate the specific powers set forth in § 91-9-101 *et sec.* of the Mississippi Code of 1972, Annotated as now enacted or hereafter amended. The term "Executor" as used herein shall apply regardless of gender or number.

ITEM SIX

Where appropriate, words of the masculine gender include the feminine and neuter; words of the feminine gender include the masculine and neuter; and words of the neuter gender include the masculine and feminine. Where appropriate, words used in the plural or collective sense include the singular and vice-versa.

IN WITNESS WHEREOF, I have executed the foregoing instrument and do declare the same to be my Last Will and Testament on this the 9th day of July, 2008.

Charlotte McKinnon
CHARLOTTE MCKINNON

CERTIFICATE OF SUBSCRIBING WITNESSES

We, Sheri C. Robinson and Kathleen R. Fewel,

do hereby certify that **Charlotte McKinnon** made, declared and published the foregoing instrument to be her Last Will and Testament in our presence, especially and expressly requesting us to be the subscribing witnesses, each signing in the presence of the Testatrix and in the presence of each other, that the Testatrix was over the age of eighteen (18) years, and believing the Testatrix to be of sound and disposing mind and memory.

WITNESS OUR SIGNATURES this the 9th day of July, 2008.

Sheri C. Robinson

WITNESS

Kathleen R. Fewel

WITNESS

Sheri C. Robinson

Kathleen R. Fewel

P O Box 14

P.O. Box 14

Jackson, MS 39205

Jackson, MS 39205

Charlotte McKinnon
CHARLOTTE MCKINNON

BOOK 044 PAGE 437

AFFIDAVIT OF WITNESSES TO THE
LAST WILL AND TESTAMENT OF
CHARLOTTE MCKINNON

STATE OF MISSISSIPPI
COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Sheri C. Robinson, and Kathleen R. Fewel, subscribing witnesses to the Last Will and Testament of Charlotte McKinnon, who having been by me first duly sworn, on their oaths state:

That they are the subscribing witnesses to the Last Will and Testament of Charlotte McKinnon, which was executed by her on the 9 day of July, 2008, and that they subscribed their names to said Last Will and Testament in the presence of the Testator and in the presence of each other and at the special instance and request of said Charlotte McKinnon.

That at the time of the execution of said Last Will and Testament by Charlotte McKinnon, she was over the age of eighteen (18) years, was of sound disposing mind and memory, and competent to make a Will.

And further, Affiant saith not.

Sheri C. Robinson
WITNESS

Kathleen Fewel
WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME, this the 9th day of July, 2008.

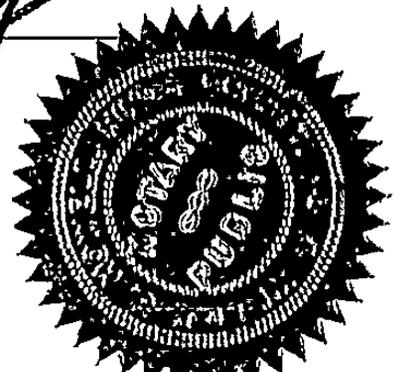
[Signature]
NOTARY PUBLIC

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES JULY 19, 2010
BONDED THROUGH STATE NOTARY SERVICE

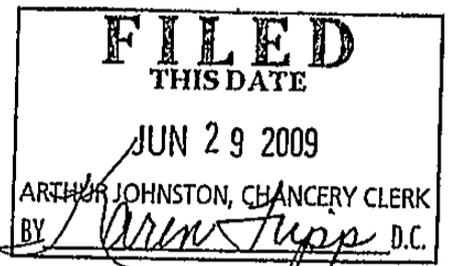
MADISON COUNTY MS, This instrument was
filed for record JUNE 29, 2009.

Book 44 Page 432
ARTHUR JOHNSTON, C C

BY Karen Supps C



BOOK 044 PAGE 438



Last Will and Testament
of
Beryl E. Strum

2009-858

I, BERYL E. STRUM, a resident of Madison County, State of Mississippi, being over the age of eighteen (18) years, and of sound and disposing mind and memory, do make and declare this to be my Last Will and Testament, and I revoke all my prior Wills and Codicils.

FIRST: Declaration Concerning Family. I declare that I am a widow, and I am the mother of M. Kent Strum, Paula Strum Evans and Sheila Strum Boyd.

SECOND: Nomination and Appointment of Executor. I hereby nominate and appoint M. KENT STRUM as my Executor hereunder, and if that person shall be not willing and/or able, then PAULA STRUM EVANS shall serve as the Executor, and if that person shall be unwilling or unable to so serve, then SHEILA STRUM BOYD shall serve as the Executor. These persons named as Executor shall serve without bond, and I do hereby waive any requirement for any accounting, inventory or appraisalment by any Executor of my estate. The term "Executor" as used herein shall apply regardless of gender or number.

THIRD: Last Illness and Funeral Expenses; Powers of Executor. I direct my Executor to pay my last illness and funeral expenses. I authorize my Executor

Initialed for Identification

BES BES

BOOK 044 PAGE 439

to receive and retain any of my property; to sell, at public or private sale, encumber or lease any property of my estate without notice, at such prices and upon such terms as my Executor deems best, and without the giving of any bond, subject, however, to such confirmation as may be required by law; to hold, manage and operate such property; to continue the operation of any business of my estate, alone or in partnership with others, for such times and in such manner as deemed advisable, or to sell or liquidate such business, and any such operation, sale or liquidation shall be at the risk of my estate and without liability on my Executor for any losses resulting therefrom; to invest and reinvest surplus moneys in such investments as my Executor deems advisable; to determine what is principal and what is income of my estate and to allocate and charge to either principal or income any debts, taxes and expenses of administration.

FOURTH: Disposition of All Property. It is my intention by this Will to dispose of the entirety of my property, if any.

FIFTH: Disposition of Personal Effects. Except as provided in any written instructions to my Executor regarding the disposition of personal effects, I give any interest I may have in all personal automobiles, clothing, jewelry, china, silver, books, pictures and other works of art, household furniture and furnishings and all other items of domestic, household or personal use to the Trustee of that Trust Agreement described in Paragraph SIXTH. The bequests made by this paragraph shall be free and clear of estate and inheritance taxes, which I direct my Executor to charge against the residue of

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BES BES

BOOK 044 PAGE 440

my estate. Further, if I am married at the time of my death, I bequeath the sum of One Hundred and No/100's Dollars (\$100.00) to my surviving spouse

SIXTH: Disposition of Residue of Estate.

(1) All the rest, residue and remainder of my estate, both real and personal and of whatever kind and wherever situated, I give, devise and bequeath to the Trustee under that certain Trust Agreement designated as THE BERYL E. STRUM REVOCABLE TRUST, dated the 6th day of August, 2005, of which I am the Trustor and Trustee, to be combined with the other assets of the trust and held, administered and distributed as a part of that trust, according to the terms thereof and any amendments made to it prior to my death. It is my intent, if it be permissible, not to create a separate trust by this Will and not to subject THE BERYL E. STRUM REVOCABLE TRUST or the property added to it by this Subparagraph (1) to the jurisdiction of the probate court.

(2) If for any reason the disposition in Subparagraph (1) is not operative or is invalid, or if the trust referred to in Subparagraph (1) fails or has been revoked, then I give the rest, residue and remainder of my estate to the individual or entity which would have been Trustee of such trust had such trust been operative, valid and unrevoked at my death, to be held, administered and distributed under the terms and conditions of THE BERYL E. STRUM REVOCABLE TRUST, dated the 6th day of August, 2005, which trust is incorporated herein by reference.

(3) Anything else herein to the contrary notwithstanding, should any portion of such trust be terminable upon my death, the disposition made in this Paragraph SIXTH

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.. BES BES

BOOK 044 PAGE 441

shall be made directly to the beneficiaries for whom the outright distribution from the trust shall be made, and the remainder which will remain in such trust, if any, shall pass into such trust under the provisions of Paragraph SIXTH (1) or (2), as the case may be.

(4) Should the Trustee of that trust described in Paragraph SIXTH (1) and (2) elect not to pay any or all of the estate, gift or inheritance taxes from such trust, then, to the extent they are not so paid, all taxes levied by the United States or any state, district, territory or possession thereof upon or because of any property passing under this Will or any Codicil hereto or by reason of any transfer or gift made by me during my lifetime or at my death, or which may be imposed by reason of my death, or the acquisition of property by any person upon my death by succession, inheritance, survivorship or otherwise, shall be paid out of the residue of my estate as an expense of administration. My Executor is authorized to accept any distributions from the Trustee of that trust described in Paragraph SIXTH (1) or (2) for purpose of such payment.

SEVENTH: Omitted Heirs; Will Contests. Except as otherwise specified in this Will, I have intentionally and with full knowledge omitted to provide for my heirs at the time of my death. If any beneficiary under this Will or heir at law of mine or person claiming through any of them shall contest or otherwise challenge the validity of this Will or attack any of its provisions or the trust described in Paragraph SIXTH herein, directly or indirectly, any share or interest in my estate given to such person under this Will or the trust is hereby revoked, and such share or interest shall be distributed in the same manner provided herein as if such person had predeceased me.

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BES BES

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EIGHTH: Partial Invalidity. Should any part, clause, provision or condition of this Will be held to be void, invalid or inoperative, then I direct that such invalidity shall not affect any other provision hereof, which shall be effective as though such invalid provisions had not been made.

NINTH: References to Gender. Any reference herein to the masculine shall include the feminine, and vice versa. Any reference to the plural shall likewise include the singular, and the obverse is also true.

IN WITNESS WHEREOF, I have signed and subscribed my name to this Last Will and Testament on this the 1st day of August, 2005.

Beryl E. Strum
BERYL E. STRUM

Initialed for Identification

BES BES

BOOK 044 PAGE 443

CERTIFICATE OF SUBSCRIBING WITNESSES

The foregoing instrument was signed, sealed, published and declared by BERYL E. STRUM, the Testatrix, to be her Last Will and Testament, in our presence, and we, at her request and in her presence and in the presence of each other have hereunto subscribed our names as witnesses, on this the 6th day of August, 2005.

Shelley H. Crunk
WITNESS:

Vann F. Leonard
WITNESS:

Shelley H. Crunk

Vann F. Leonard

703 Barrone Court

P. O. Box 16026

Ridgeland, MS 39157

Jackson, MS 39236

Initialed for Identification

BES BES

BOOK 044 PAGE 444

**AFFIDAVIT OF WITNESSES TO THE
LAST WILL AND TESTAMENT OF
BERYL E. STRUM**

STATE OF MISSISSIPPI
COUNTY OF MADISON

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Shelley H Crunk, and Vann F. Leonard, subscribing witnesses to the Last Will and Testament of BERYL E. STRUM, who having been by me first duly sworn, on their oaths state:

That they are the subscribing witnesses to the Last Will and Testament of BERYL E. STRUM, which was executed by her on the 6 day of August, 2005, and that they subscribed their names to said Last Will and Testament in the presence of the Testatrix and in the presence of each other and at the special instance and request of said BERYL E. STRUM.

That at the time of the execution of said Last Will and Testament by BERYL E. STRUM, she was over the age of eighteen (18) years, was of sound disposing mind and memory, and competent to make a Will.

And further, Affiant saith not.

Shelley H Crunk
WITNESS

Vann F. Leonard
WITNESS

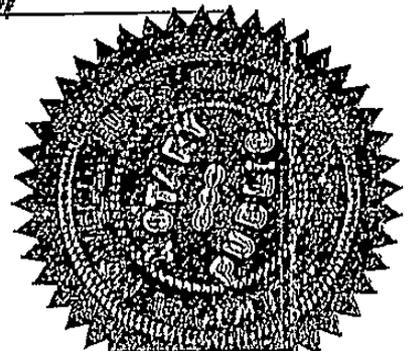
SWORN TO AND SUBSCRIBED BEFORE ME, this the 6 day of August, 2005.

[Signature]
NOTARY PUBLIC

My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES JULY 19, 2006
BONDED THRU STEGALL NOTARY SERVICE

MADISON COUNTY MS This instrument was
filed for record JUNE 29, 2009.

Book 44 Page 438
ARTHUR JOHNSTON, C. C.



#2009-886

LAST WILL AND TESTAMENT
OF
MARGUERITE P. BACON

FILED
THIS DATE
JUN 29 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Loren Trapp* D.C.

I, Marguerite P. Bacon, a resident of Flora, 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 ("Will"), hereby revoking all Wills and Codicils heretofore made by me.

**ARTICLE I.
PAYMENT OF DEBTS AND EXPENSES**

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.
APPOINTMENT OF FIDUCIARIES**

I hereby appoint my daughter, Valery B. Rogers, as Executor of my Will and estate. In the event that she should be or become unable or unwilling to serve in such capacity, I hereby appoint son-in-law, Von Rogers, as successor Executor of my Will and estate.

M.P.B.
MARGUERITE P. BACON

**ARTICLE III.
FAMILY MEMBERS**

A. My husband predeceased me. I have two (2) children now living, and they are Valery B. Rogers and James Rodney Bacon. Any reference herein to "children" shall refer to my children named above, and any reference herein to "child" shall refer to one of those children.

B. For purposes of this Will, an adopted child shall be considered in all respects as a natural child of the adopting parents only if that child is legally adopted prior to attaining the age of eight (8) years. Notwithstanding the foregoing, in the event that any descendant of mine is adopted by another descendant of mine, such adopted descendant shall not be deemed to be a natural child of the adopting descendant, but instead shall remain, for purposes of construing this Will, as a child of his or her natural parent.

**ARTICLE IV.
BEQUESTS OF PERSONAL PROPERTY**

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, all of the automobiles 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, wherever situated. All such tangible personal property described in this paragraph and owned by me at the time of my death shall be divided between my children as they may agree. In the event that either of my children should predecease me, it is my desire, although not legally binding, that my surviving child share certain of the tangible personal property described in this paragraph with the child or children of the deceased child of mine.

B. I may leave a separate memorandum containing directions for the specific disposition to be made of certain of the assets bequeathed under Paragraph A of this

Article. In such event, it is my desire, although not legally binding, that my Executor distribute such items of tangible personal property to such persons as I shall have designated by written instructions prepared, signed, and dated by me at any time on or after the date hereof and which specifically refers to my Will. If there is more than one set of such written instructions, to the extent such written instructions are contradictory, the most recent of such written instructions shall prevail. Unless within ninety (90) days after the date my Will is admitted to probate my Executor shall have actual notice of the existence of such written instructions, my Executor shall, without incurring any liability to any beneficiary, proceed as if such written instructions did not exist. I recognize that such a separate memorandum would not be binding on my Executor, but rather would only express my intention as to the disposition of those specific items of tangible personal property.

C. In the event the beneficiaries hereunder shall be unable or unwilling, for any reason, to agree upon a division of said tangible personal property, my Executor shall have full power and authority to make division thereof, or to prescribe the method of making division thereof, in such manner as the Executor shall deem equitable in the Executor's sole and absolute discretion.

ARTICLE V. RESIDUARY ESTATE

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, unto my children, in equal shares, per stirpes.

ARTICLE VI. PAYMENT OF TAXES

A. I hereby direct my Executor to pay all federal and state estate, inheritance, succession, transfer, or other death taxes (singularly and collectively, "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 V hereof. Notwithstanding the foregoing, my direction that Death Taxes be paid from Article V hereof shall not apply to any tax imposed as a result of Section 2041 or 2044, or Chapter 13 of the Internal Revenue Code of 1986, as amended, or any corresponding provision of state law.

**ARTICLE VII.
FIDUCIARY POWERS**

A. During the period of administration of my estate, 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 Uniform Trustees' Powers Law, Chapter 372, Mississippi Laws of 1966 (Section 91-9-101, et seq., Mississippi Code of 1972), as such statute may now or hereafter be amended

B. In addition to the powers afforded to my Executor by the Uniform Trustees' Powers Law, I specifically 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 taxes.

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).

6. 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 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, 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.

C. Notwithstanding any other provision contained in this Will to the contrary, any beneficiary, or the duly appointed executor or administrator of the estate of any beneficiary of my estate, shall have the right and power to disclaim irrevocably such beneficiary's interest in my 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 within nine (9) months of the date of my death or such later period as may be permitted by the Internal Revenue Code in the future. Upon receipt of such written notice, such interest shall be administered in accordance with the provisions hereof as though such beneficiary had predeceased me and as otherwise provided in this Will. In such event, then my Executor is hereby authorized to segregate any disclaimed property and income earned thereon from other assets to comply with Section 2518 of the Code and any regulations promulgated thereunder. In the event that any beneficiary should disclaim or release an above-described interest more than nine months after the date of my death, such disclaimer or release shall take effect as of the date of such disclaimer or release, and my

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estate, if it is still open, shall be administered and distributed as though such beneficiary had died as of the date of such disclaimer or release.

D. None of the beneficiaries hereunder shall have any power to sell, transfer, convey, pledge, encumber, or in any other manner alienate their interest in either the income or principal of this estate. 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.

ARTICLE VIII. SIMULTANEOUS DEATH PROVISIONS

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. FIDUCIARY PROVISIONS

A. I hereby relieve my Executor and any successor Executor 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. An individual Executor shall not be entitled to compensation for the Executor's services. Notwithstanding the foregoing, my Executor shall be entitled to reimbursement for reasonable expenses incurred in connection with the performance of the duties of Executor.

C. Any successor Executor shall have all of the rights, powers, and discretions given to, and shall be subject to all of the limitations imposed upon, the initial Executor without any act of conveyance or transfer, except as may otherwise be provided in this Will.

ARTICLE X. DEFINITIONS

A. Descendants Per Stirpes. When any devise or bequest made herein is to be distributed or allocated to a person's "descendants per stirpes" under this Will, the devise or bequest 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. Executor. For purposes of this Will, the term "Executor" shall be deemed to refer to my Executor and any successor Executor.

C. Code. References to the "Internal Revenue Code" or "Code" or to provisions thereof are to the Internal Revenue Code of 1986, as amended, at the time in question. References to the "Regulations" are to the Treasury Regulations under the Code. If, at the time in question, a particular provision of the Code has been renumbered, or the Code has been superseded by a subsequent federal tax law, the reference shall be deemed to be to the renumbered provision or the corresponding provision of the subsequent law, unless to do so would clearly be contrary to my expressed intention in this Will, and the same shall apply to references to the Regulations.

ARTICLE XI. MISCELLANEOUS PROVISIONS

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

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B. The descriptive captions above the various articles and at the beginning of certain paragraphs of this Will have been included to facilitate internal referencing only and, accordingly, such captions are not to be used in construing the substantive effect of the language of such articles or paragraphs

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this my Will on the 26 day of June, 2002.

Marguerite P. Bacon
MARGUERITE P. BACON

WITNESSES:

Brenda D. Knowles
Arl C. Butler

ATTESTATION

We, the undersigned, as subscribing witnesses, do hereby acknowledge and affirm that the foregoing written instrument was exhibited to us by MARGUERITE P. BACON as her Will, 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 26 day of June, 2002.

Brenda D. Knowles
Arl C. Butler



PROOF OF WILL

STATE OF MISSISSIPPI

COUNTY OF Hinds

We, Brenda G. Knowles and Gail C. Butler, on oath state that we are the subscribing witnesses to the attached written instrument dated the 26 day of June, 2002, which has been represented to be the Will of MARGUERITE P. BACON ("Testator"), who stated that she had a fixed place of residence in Flora, Madison County, Mississippi. On the execution date of the instrument, the Testator, 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 Testator 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 Testator 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 26 day of June, 2002.

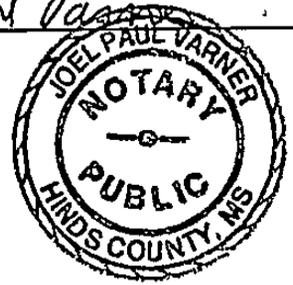
Brenda G. Knowles
Signature of Witness
505 Lindale Street
Street Address
Clinton, MS
City and State

Gail C. Butler
Signature of Witness
22 Marseilles St
Street Address
Brandon MS 39047
City and State

FILED
THIS DATE
JUN 29 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY Karen Supp DC

Subscribed and sworn to before me on this the 26th day of June, 2002.

Joel Paul Varner
NOTARY PUBLIC



My Commission Expires:
MY COMMISSION EXPIRES JULY 26, 2004

[AFFIX NOTARY SEAL]

MADISON COUNTY MS This instrument was
filed for record JUNE 29, 2009.
Book 44 Page 453
ARTHUR JOHNSTON, C. C.
BY Karen Supp c.



2009-245

FILED
THIS DATE
JUL 08 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY *Kim [Signature]* D.C.

LAST WILL AND TESTAMENT
OF
EVELYN G. CHATHAM

I, Evelyn G. Chatham, a resident citizen of the City of Meridian, Lauderdale County, Mississippi, being above the age of eighteen years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all wills heretofore made by me.

FIRST: I give, devise and bequeath unto my husband, Chester Chatham, all of my estate, including all property, real, personal or mixed, of whatever kind and wheresoever situated.

SECOND: In the event my husband predeceases me, or that we perish in a common disaster, I give, devise and bequeath 1/2 of all of my estate, including all property, real, personal or mixed, of whatsoever kind and wheresoever situated, to Jennifer G. Chatham, and I give, devise and bequeath the remaining 1/2 of my estate, including all property, real, personal or mixed, of whatsoever kind and wheresoever situated, to Jennifer G. Chatham as Trustee for my daughter, Molly A. Chatham, who is now sixteen years of age. If, at the time of my death, my daughter, Molly A. Chatham, has reached the age of twenty-one years, then this bequest is to go directly to her, and I do not desire that it be in trust.

In addition to those powers granted by law, the Trustee shall have the following powers:

A. To sell, transfer, convey, mortgage, lease and dispose of the Trust property upon such terms and in such manner and for such prices as the Trustee shall deem proper.

Evelyn G. Chatham
EVELYN G. CHATHAM

B. To manage and control the Trust property with power to invest and reinvest the same in such property as she shall, in her sole discretion, deem proper, and to do all things necessary or incidental to the investment or reinvestment of the Trust property of the estate and the collection of income therefrom.

C. To invest funds in a common Trust fund established by the Trustee pursuant to the Uniform Common Trust Fund Act of Mississippi.

D. To retain, with no obligation to sell, any property coming into her hands as Trustee under the terms of this instrument, and may, in her sole judgment, continue to hold and retain any and all of the investments, securities and property which may come into her hands by virtue of this Will, whether or not the same would be treated as legal for the investment of Trust funds.

E. To expend from the income, rents, profits, dividends and/or proceeds from sales of the Trust property the necessary expenses of administering this Trust, including taxes, Trustee's fees and attorney's fees.

F. To determine upon all allocations, charges or credits as between principal and income. Any dividend payable in the stock of any corporation, or rights to subscribe to shares of stock or other securities or obligations of a corporation which may accrue to the Trust, and the proceeds of any sale of such rights, shall be deemed to be principal and shall be treated as such. Likewise, all liquidating dividends shall be deemed to be principal. All other cash dividends received by the Trustee shall be income and shall be disposed of as such.

G. To complete, extend, modify or renew any loans, notes, mortgages, contracts or other obligations which I may owe, in such manner as she may deem advisable.

H. To pay, settle or compromise all claims and obligations held by or asserted against said Trusts, all in such manner and upon such terms as she may deem advisable.

I. To participate in any plan of reorganization, consolidation or dissolution or similar proceedings involving assets comprising the Trust estate, and to deposit or withdraw securities under such proceedings.

J. To exercise all conversation, subscription, voting and other rights pertaining to securities held in the Trust.

K. To pay such annual delay rentals on oil and gas leases as she shall in her sole discretion, see fit; and to enter into operating agreements or other contracts for the exploration and development of oil, gas and mineral interests; and to take all other steps necessary to preserve, conserve, develop and operate all oil, gas and mineral rights and leases owned by me at the time of my death, except that the Trustee is prohibited from using any trust funds in connection with the drilling of any oil or gas wells, or in connection with any mining ventures, except that this prohibition shall not apply to the payment by the Trustee from production of its proportionate part of the costs of drilling and completing a producing oil, gas or other mineral well or mine.

L. To permit available Trust funds to remain temporarily uninvested, or in her discretion, to place on time deposit in any bank, cash funds coming into her hands which the Trustee deems it desirable to accumulate for use at a given time in the future in connection with the administration of the Trust.

M. To hold investments in the name of a nominee.

N. Income from the Trust shall be paid back into the Trust other than for uses set out elsewhere in this Trust.

O. The Trustee is authorized, in her sole discretion, to pay, out of income or corpus or both, any and all bills which

may be incurred by my beneficiary in obtaining an education, and to pay any and all medical, nursing, hospital or other related bills which may be incurred by my beneficiary. Also, if at any time during the life of my beneficiary it should appear to the Trustee, by reason of some unforeseen casualty or providence or illness, or because of loss of property belonging to her that the corpus of the Trust fund should be invaded for such needs, then, in her sole discretion, the Trustee may pay over to her such sums as she shall deem proper.

P. Neither the principal nor the income of the Trust fund, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder and no beneficiary hereunder shall have any power to sell, assign, transfer, or in any manner to anticipate or dispose of his or her interest in the Trust fund, or any part of same, or the income produced from said fund, or any part of same.

Q. This is a private Trust, and the Trustee shall not be required to obtain the order or approval of any Court for the exercise of any power or discretion herein provided. The Trustee shall not be required to enter into any bond to insure faithful performance by it of its duties, nor shall be required to return to any Court any periodic formal accounting of its administration of said trusts, but said Trustee shall render annual accounts to the beneficiary of said Trusts. No person paying money or delivering property to the Trustee shall be required to see to its application.

R. The Trustee may resign at any time by giving written notice to the beneficiary to participate in the Trusts at the time of said resignation, specifying in said notice the effective date of such resignation. In such event, a successor

Trustee may be named by the Chancery Court of Lauderdale County, Mississippi.

S. Upon the beneficiary, Molly A. Chatham, attaining the age of 21 years, the Trustee shall pay over to such beneficiary all the corpus and accumulated income remaining in the Trust created for such beneficiary.

THIRD: I hereby appoint my husband, Chester Chatham, as Executor of this will to serve without bond and waive any requirement as to appraisal, inventory, or accounting. In the event my husband predeceases me or is incapable of acting, I do name as alternate Executrix, Jennifer G. Chatham, to serve without bond and waive any requirements as to appraisal, inventory or accounting.

FOURTH: I name my daughter, Jennifer G. Chatham, as testamentary guardian of Molly A. Chatham if Molly A. Chatham is a minor at the time of my death. In the event that Jennifer G. Chatham is unable to serve, then I name Mrs. Joan G. Henderson as testamentary guardian of Molly A. Chatham.

PUBLISHED and declared as my Last Will and Testament on this the 22 day of Dec., 1980.

Evelyn G. Chatham
EVELYN G. CHATHAM

We, Betty Amato and Jatsy Harper,

at the request of Evelyn G. Chatham, in her presence and in the presence of each other, have signed this instrument as attesting witnesses; the said Evelyn G. Chatham having signed the same in our presence and having declared it to be her Last Will and Testament; and at the time of signing, Evelyn G. Chatham was above the age of eighteen years and of sound and disposing mind, memory and understanding, and not subject to duress or under undue influence.

THIS the 22 day of Dec., 1980.

Evelyn G. Chatham
EVELYN G. CHATHAM

Becky Amato

Residing at Route 1

Jacksula, Ms. 39364

Daisy Harper

Residing at Rt. 3, Bl. 410A

Medan, Ms. 39307

PAGE SIX OF SIX PAGES

Evelyn G. Chatham
EVELYN G. CHATHAM

MADISON COUNTY MS This instrument was
filed for record JULY 8, 2009
Book 44 Page 454
ARTHUR JOHNSTON, C. C.
BY: K. Siler D.C. 

IN THE CHANCERY COURT OF MADISON COUNTY,
STATE OF MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
CELIA D. LAMPKIN, DECEASED

CIVIL ACTION FILE NO. 2009-455-B

STATE OF MISSISSIPPI

COUNTY OF Madison

FILED
THIS DATE
JUL 08 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY *[Signature]* D.C.

AFFIDAVIT OF SUBSCRIBING AND ATTESTING WITNESS
TO LAST WILL AND TESTAMENT OF CELIA D. LAMPKIN

Personally appeared before me, the undersigned authority in and for the above named county and state, Lenard H. Robinson, an adult resident citizen of Hinds County, Mississippi, and one of the two subscribing and attesting witnesses to a certain instrument of writing purporting to be the Last Will and Testament of Celia D. Lampkin, deceased, late of Madison County, Mississippi, said Last Will and Testament being dated July 3, 2003, who, having been by me first duly sworn, states on oath as follows:

1. Sonja Renee Riptoe and affiant each signed, attested and subscribed to the instrument of writing hereto attached purporting to be the Last Will and Testament of Celia D Lampkin, deceased; that said instrument was signed, made, declared, published and executed by Celia D. Lampkin, now deceased, on the 3rd day of July, 2003, in the presence of Sonja Renee Riptoe and affiant, and signed attested and subscribed by Sonja Renee Riptoe and affiant in the presence of Celia D. Lampkin, deceased, and in the presence of each other; and that Celia D Lampkin, now deceased, declared said instrument of writing, dated July 3, 2003, to be her Last Will and Testament to Sonja Renee Riptoe and affiant, and specifically requested that they act as subscribing and attesting witnesses thereto

2. That on said occasion, Celia D. Lampkin was known to Sonja Renee Riptoe and affiant to be above the age of eighteen (18) years, and of sound and disposing mind and memory, and mentally capable of recognizing and was actually conscious of the act of making, executing, declaring and publishing said instrument of writing.

3. That Celia D Lampkin, now deceased, was under no duress or undue influence perceptible to Sonja Renee Riptoe or affiant; that Sonja Renee Riptoe and affiant each signed as subscribing and attesting witnesses to said instrument of writing, dated July 3, 2003, at the request of Celia D. Lampkin, now deceased, in her presence and in the presence of each other; and that Sonja Renee Riptoe and affiant were at such time competent witnesses.

Lenard H. Robinson
LENARD H. ROBINSON

SWORN TO and subscribed before me this 10th day of March, 2009.

Hertistine G. Latiker
NOTARY PUBLIC



My Commission Expires:
04/26/2013

MADISON COUNTY MS - This instrument was filed for record JULY 8, 2009.
Book 44 Page 460
ARTHUR JOHNSTON, C. C.
BY: K. Stevens D.C.

LAST WILL AND TESTAMENT

FILED
THIS DATE
JUL 09 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY Kim Miller D.C.

OF

2009-910

MAGGIE LEE MABRY

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

ITEM 1

On September 18, 2001, I pre-paid for my funeral services at Peoples Undertaking Company Incorporated, located at 319 West North Street, Canton, Mississippi 39046. I direct that all other expenses be borne by my estate and paid by my Co-Executrices. I direct that all of my just debts, other than those barred by the applicable statute of limitations or those untimely filed, be paid by my Co-Executrices as provided by law.

ITEM 2

At the time of the execution of this Will, I have no children. I have made provisions for Myrtis Lorain Sims and Maggie Mae Sims in this will. I have also made provisions for Fannie Griffin in this will. I have specifically made no provisions for Karl M. Banks and Danlette Faye Banks.

ITEM 3

I name Myrtis Lorain Sims and Maggie Mae Sims to be the Co-Executrices of my Estate. My Co-Executrices are required to pay all my personal debts, and deliver any assets to the beneficiaries under this Will. My Co-Executrices are hereby relieved of the necessity of a bond, or a formal appraisal of my estate.

ITEM 4

In the administration of my estate, I give my Co-Executrices named herein all the powers enumerated by the laws of the State of Mississippi, as fully as if each of those powers were set out verbatim herein. Each of those powers may be exercised without order of or report to any court.

MLM
MLM

ITEM 5

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

ITEM 6

Any cash, bonds, bank accounts, savings accounts, securities, or other such similar property which I own outright, and which are not by their terms payable to another person, shall become a part of my estate.

ITEM 7

I hereby leave \$1,000.00 to my first cousin, Fannie Griffin for her exclusive use and benefit.

ITEM 8

I hereby leave that certain parcel of real property located in the County of Madison, Mississippi, and recorded in book 124, page 635 and following in the Madison County land records, and described as "W ½ of NW ¼ of SE ¼ of Section 9 Township 10 North, Range 4 East" to Myrtis Lorain Sims and Maggie Mae Sims, to share and share alike, for their exclusive use and benefit.

ITEM 9

I hereby leave my undivided one-half (½) interest in that certain parcel of real property located in the County of Madison, Mississippi, and recorded in book 215, page 90 and following in the Madison County land records, and described as "N ½ of the SE ¼, Section 9, Township 10 North, Range 4 East" to Myrtis Lorain Sims and Maggie Mae Sims, share and share alike, for their exclusive use and benefit.

ITEM 10

I hereby give, bequeath and devise all the rest, residue and remainder of my estate, in whatever amount and in whatever form, to Myrtis Lorain Sims and Maggie Mae Sims of Sharon, Mississippi, per stirpes. Should any of the individual beneficiaries named

MLM
MLM

herein fail to survive me, the legacy, bequest or devise to such individual shall lapse, and the same shall become a part of my residuary estate herein disposed of.

ITEM 11

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

ITEM 12

If I shall leave a signed memorandum with my Will pertaining to the disposition of all or any part of my tangible personal property, I direct that the beneficiaries under this Article consent to my Co-Executrices disposition of such tangible personal property in accordance with such memorandum.

IN WITNESS WHEREOF, I have hereunto set my hand this the 13 day of June, 2002.

Maggie Lee Mabry
MAGGIE LEE MABRY

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

Stephanie Ingram
Witness

Marion Williams
Witness

51162 Sunnyvale Dr.
Jackson, MS 39211
Address

1704 Carson Drive
Lumbard City, MS 39194
Address

MLM
MLM

AFFIDAVIT OF WITNESSES TO
LAST WILL AND TESTAMENT
OF MAGGIE LEE MABRY

STATE OF MISSISSIPPI

COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, the within named, Stephanie Ingram and Sharon H. Williams, the subscribing witnesses to the Last Will and Testament of MAGGIE LEE MABRY, who, having been by me first duly sworn, on their oaths state:

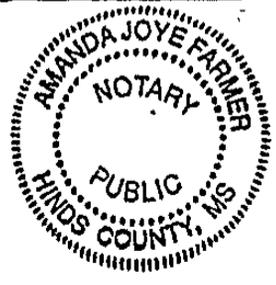
They are the subscribing witnesses to the Last Will and Testament of MAGGIE LEE MABRY, which was executed by her on the 13th day of June, 2002, and in their presence and in the presence of the subscribing witnesses; and that they are the witnesses who subscribed their names under said Last Will and Testament of MAGGIE LEE MABRY, in her presence, and in the presence of each other.

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

And further, Affiants saith not.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 13th day of June, 2002.

Amanda J. Farmer
NOTARY PUBLIC



My Commission Expires:
Notary Public State of Mississippi At Large
My Commission Expires: January 8, 2006
Bonded Thru Helden, Brooks & Garland, Inc.

MLM
MLM

MADISON COUNTY MS This instrument was
filed for record JULY 9, 2009
Book 44 Page 462
ARTHUR JOHNSTON, C. C.
BY: E. Sowell D.C.

LAST WILL AND TESTAMENT 2009-926

Unmarried Individual with Two or More Beneficiaries

I, MYRTLE LOUISE HAYES presently residing at 368 First Avenue, Canton, MS do hereby make, publish and declare this to be my Last Will and Testament and do hereby revoke any and all other Wills and Codicils heretofore made by me.

FIRST. I am an unmarried person. I do hereby give all my estate to the following named person/persons or the survivor of them in equal shares: LEON JEFFERSON, IDA L. THOMAS, BETTY JO WATTS, MINNIE P. SMITH, JESSIE HILL, Jr., GLORIA J. SMITH, DORIS L. HART, TERESALINE M. ARMOUR, AND DONALD L. HILL.

SECOND. I order and direct that my just debts and funeral expenses, expenses for administration of my estate and any inheritance and succession taxes, state or federal, upon my estate shall be paid as soon after my death as may be practical.

THIRD. I nominate and appoint GLORIA J. SMITH as Executor/Executrix of this Will. In the event that he/she shall predecease me or fails to survive me or fails to serve as Executor/Executrix then I nominate and appoint MINNIE P. SMITH, Executor/Executrix of this my Last Will and Testament. I further direct that no appointee hereunder shall be required to give any bond for the faithful performance of his/her duties.

FOURTH. I hereby authorize my Executor/Executrix to exercise all the powers, rights, discretions, duties and immunities conferred upon fiduciaries to the extent permitted by law with full power to sell, lease, mortgage, invest, reinvest, or otherwise dispose of the assets of my estate.

I subscribe my name to this Will this 15th day of April, 1997.

Laurel B Hayes (Sign here)

Signed, sealed, published and declared to be his/her Last Will and Testament by the within named Testator in the presence of us, who in his/her presence and at his/her request, and in the presence of each other, have hereunto subscribed our names as witnesses this day of 19.

- (1) Anna Bloynt of (City) (State)
(2) Jacqueline Hayes of (City) (State)
(3) of (City) (State)

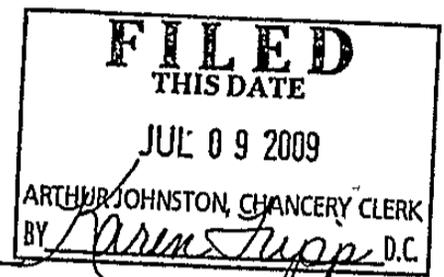
The above signed personally appeared before me this the 15th day of April.

Minnie L. Altschuler, Notary Public, My Commission expires January 30, 2000

FILED JUL 09 2009 ARTHUR JOHNSTON, CHANCERY CLERK D.C.

MADISON COUNTY MS This instrument was filed for record JULY 9, 2009 Book 44 Page 466 ARTHUR JOHNSTON, C C BY K. Williams D.C.

LAST WILL AND TESTAMENT
OF
BERTELE U. ALFORD



2009-915

I, BERTELE U. ALFORD being over the age of twenty-one (21) years, and being of sound mind, memory, and understanding, and having a fixed place of residence in Madison County, Mississippi, do hereby declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore by me made.

1.

I hereby nominate and appoint my husband ROY C. ALFORD as the executor of my estate, and should he be unable or unwilling so to act, I nominate and appoint my son, JOHNNY NOLEN ALFORD of Madison, Mississippi, as the alternate executor of my estate. I direct that no executor or alternate executor shall be required to furnish any bond or other security in their capacity as executor or alternate executor, and I further waive an inventory and appraisalment of my estate.

2.

In the event my husband dies before me or with me, I leave my entire estate, be it real personal or mixed, wherever situated, to my son JOHNNY NOLEN ALFORD.

B. U. A.

3.

Should he survive me, I devise and bequeath the balance and residue of my estate, be it real, personal or mixed, wherever situated, to my beloved husband ROY C. ALFORD.

4.

I direct that my attorneys, Patterson & Thibodeaux, P. A. of Flowood, Mississippi, be retained for the probate and any legal matters of my estate.

WITNESS MY HAND AND SEAL, this 14th day of January, 1999.

Bertele U. Alford
BERTELE U. ALFORD

WE JOE L. ALFORD and DOROTHY S. ALFORD

_____ at the request of BERTELE U. ALFORD, in her presence and in the presence of each other, have signed this instrument as attesting witnesses, BERTELE U. ALFORD having signed the same in our presence and having declared it to be her Last Will and Testament.

At the time of signing, BERTELE U. ALFORD was over the age of twenty-one (21) years, and was of sound and disposing mind, memory and understanding.

B.U.A.

WITNESS OUR SIGNATURES, this the 14th day of January, 1999.

Joe J. Alford
6206 Northlake Circle
Jackson, Ms. 39211
PERMANENT ADDRESS

Dorothy S. Shepard
6206 Northlake Cir
Jackson, Mo. 39211
PERMANENT ADDRESS

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

ESTATE OF BERTELE UNDERWOOD ALFORD
DECEASED

CAUSE NO. 2009-915 B

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF RANKIN

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Joe L. Alford, 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 Bertele Underwood Alford, deceased, who was personally known to the affiant, and whose signature is affixed to the Last Will and Testament, dated the 14th day of January 1999.
2. That on the 14th day of January 1999, the said Bertele Underwood Alford signed, published and declared the instrument in writing as her Last Will and Testament, in the presence of this affiant and in the presence of Dorothy S. Alford, the other subscribing witness to the instrument.
3. That Bertele Underwood Alford 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 Dorothy S. Alford, subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special insistence and request, and in the presence of said Bertele Underwood Alford, and in the presence of each other.

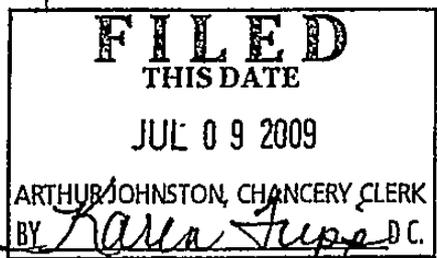
Joe L. Alford
JOE L. ALFORD

SWORN TO AND SUBSCRIBED before me, this 20 day of June 2009.

Carol Salter
NOTARY PUBLIC



MADISON COUNTY MS This instrument was
filed for record JULY 9, 2009
Book 44 Page 467
ARTHUR JOHNSTON, C. C.
BY Karen Jupp D.C.



LAST WILL AND TESTAMENT

2009-938

OF

FRANK S. YORK, JR.

FILED
 THIS DATE
 JUL 14 2009
 ARTHUR JOHNSTON, CHANCERY CLERK
 BY *Kim Miller* D.C.

I, FRANK S. YORK, JR., an adult resident citizen of Madison County, Mississippi, above the age of twenty-one years and of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament and I do hereby revoke any and all other wills and codicils heretofore made by me.

ITEM I.

My wife is ROBERTA S. YORK, and all references in this Will to "my wife" or "said wife" shall be deemed to refer to her. I have three children, Anne S. York, Rosemary York Voltz and Frank S. York III. All references in this Will to "my children" or "said children" shall be deemed to refer to the above-named children.

ITEM II.

I do hereby appoint my wife, ROBERTA S. YORK, as Executrix of this my Last will and Testament. In the event my said wife should not survive me or be unable to serve, then Anne S. York, Rosemary York Voltz and Frank S. York, III, shall serve as Co-Executors. I hereby direct that neither my Executrix nor Co-Executors shall be required to give any bond, and I hereby waive appraisal, inventory and accounting to any court. I hereby expressly give and grant unto my Executrix and my Co-Executors all the rights, powers and

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BOOK 044 PAGE 472

discretions hereinafter set forth in Item VIII, including the right to sell and dispose of any and all property of my estate at public or private sale without court order. The term Executrix as hereinafter used shall also mean "Co-Executors".

ITEM III.

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

ITEM IV.

I give and bequeath unto my wife, ROBERTA S. YORK, all of my household effects, furniture, appliances, silverware, chinaware, personal effects, clothing and automobiles. - If my said wife shall not survive me, I give and bequeath said items of tangible personal property equally to my children, Anne S. York, Rosemary York Voltz, and Frank S. York, III.

ITEM V.

I give, devise and bequeath all the rest and residue of the property comprising my estate, of whatsoever kind or character and wheresoever situated, to my wife, ROBERTA S. YORK. If my said wife shall not survive me, I devise and bequeath all of said rest and residue of the property comprising my estate, of whatsoever kind or character and wheresoever situated, to my children, Anne S. York, Rosemary York Voltz and Frank S. York, III, or if any of my said children shall have predeceased me, to the issue of such child or

children, per stirpes. If any one of my children shall have predeceased me and there be no surviving issue of such child, then the share of such deceased child shall go to my other children, in equal shares, or their issue, per stirpes.

My said wife shall have the right to disclaim any part or all of the property otherwise passing to her under this Item V, pursuant to Section 2518 of the Internal Revenue Code, as amended, and in the event my said wife disclaims any part or all of the property otherwise passing to her under this Item V, such disclaimed property shall pass under Item VI of this my Last Will and Testament.

ITEM VI.

The property passing under this Item shall be held by Anne S. York, Rosemary York Voltz and Frank S. York, III, as Trustees, for the following uses and purposes and upon the following terms and conditions:

A. Said Trustees shall pay to my wife, ROBERTA S. YORK, during her lifetime, all of the income of the trust in periodic installments, the frequency of such payments to be determined by my said wife, except that in no event shall such payments be made less frequently than annually.

B. In the event the income from this trust and my wife's income from sources other than this trust are insufficient to pro-

vide for her support, maintenance and medical needs, the Trustees in their discretion may pay to my said wife out of the principal of the trust such additional sum or sums as the Trustee shall deem necessary for such purposes.

C. Upon the death of my said wife, the entire remaining corpus and all accrued income of this trust shall be turned over outright to my children, Anne S. York, Rosemary York Voltz and Frank S. York, III, in equal shares, or if one of my said children should not be living, to the issue of such child, per stirpes. If one of my children should not be then living and there be no surviving issue of such child, then that child's share of corpus and accrued income shall be turned over to my other children, in equal shares, or their issue, per stirpes.

D. The Trustees shall have full power and authority to invest and reinvest the principal of the trust in such manner and upon such terms and conditions as the Trustees may see fit; to sell, exchange, pledge, mortgage or otherwise dispose of any property, real or personal, originally or subsequently acquired; to retain and hold in unchanged form any property, real or personal, coming into its hands; to rent or lease any of the properties embraced within the trust, upon such terms and conditions as the Trustees deem advisable; to make all determinations respecting division, allotments and distributions of income and principal to

the beneficiaries; to pay taxes of every kind existing against the trust property; to hold investments in the name of a nominee; and to do all other acts which, in the judgement of the Trustees, may be necessary or appropriate for the proper and advantageous management, investment and distribution of the trust estate to the same extent as though it were the sole owner of the trust property. In addition, the Trustees shall have all of the powers granted by the "Uniform Trustees' Powers Law," being Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972 as now enacted or hereafter amended, reference to which statute is hereby made for all purposes.

E. Neither the principal nor the income of the trust fund, nor any part of same, shall be liable for the debts of any beneficiary hereunder, nor shall the same be subject to seizure by any creditor of any beneficiary hereunder, and no beneficiary hereunder shall have any power to sell, assign, transfer, or in any manner to anticipate or dispose of his or her interest in the trust fund, or any part of same, or the income produced from said fund or any part of same.

F. The trust hereinbefore created is a private trust, and the Trustees shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The income of the trust herein created shall accrue from

JH

BOOK 044 PAGE 476

the date of my death, and during the period of the administering of my estate, and until the trust is established, I hereby authorize my Executrix, in her sole discretion, to pay at least annually out of my general estate to my wife, as beneficiary of said trust as advanced payment of income, such sums as in her judgment equal the income which my said wife would receive from said trust had the same been established. The Trustees shall not be required to enter into any bond as Trustees, nor shall they be required to return to any court any periodic formal accounting of its administration of the trust, but the Trustees shall render annual accounts to my said wife. No person paying money or delivering property to the Trustees shall be required to see to its application. In the event one of said Trustees should die or become unable to continue serving as Trustee, then the remaining Trustees shall continue to serve as Trustees.

G. My Executor shall select and distribute to the Trustees the cash, securities and other property, including real estate and interests therein, which shall constitute this trust, employing for this purpose values current at the time or times of distribution.

ITEM VII.

In the event that both my said wife and I should die in a common accident, or under such circumstances that it cannot be determined which of us is the survivor, I hereby declare that she

shall be deemed to have survived me, and this Will and all of its provisions shall be construed upon that assumption.

VIII.

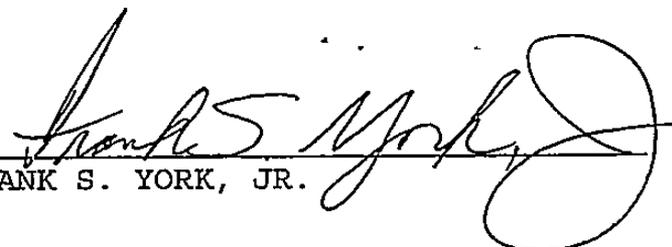
My Executrix shall have the power to sell real or personal property which I may own at the time of my death upon such terms and conditions as my Executrix may determine without the necessity of a court order and without bond. My Executrix shall have full power and authority to invest and reinvest the property of my estate in such manner and upon such terms and conditions as my Executrix may see fit. I give and grant unto my Executrix all of the powers granted by the "Uniform Trustees' Powers Law", being Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972 as now enacted or hereafter amended. My Executrix shall have the right to disclaim any part or all of the property otherwise passing to me or my estate.

I direct my Executrix to pay out of Item V all Federal and State estate, inheritance, succession, transfer, or other death taxes which are assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds or any 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. However, if my said wife should disclaim any part or all of the property otherwise

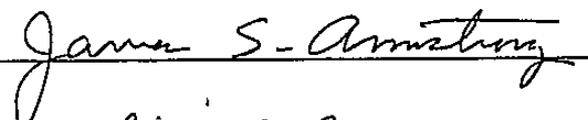
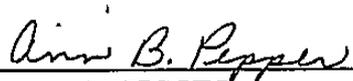
BOOK 044 PAGE 478

passing to her under Item V, then the above-described taxes shall be paid out of Item VI.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 10th day of August, 2004.


FRANK S. YORK, JR.

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



WITNESSES

STATE OF MISSISSIPPI

COUNTY OF HINDS

AFFIDAVIT OF SUBSCRIBING WITNESSES

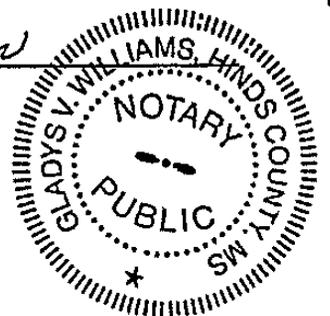
THIS DAY personally came and appeared before me, the undersigned authority at law in and for said jurisdiction, JAMES S. ARMSTRONG and ANN B. PEPPER, the two subscribing witnesses to that certain instrument of writing purporting to be the Last Will and Testament of FRANK S. YORK, JR., a citizen of Madison County, Mississippi, each of whom having been first duly sworn, each makes oath that the said FRANK S. YORK, JR., signed, published and declared the original of said instrument as his Last Will and Testament on the 10th day of August, 2004, the day and date of said instrument, in the presence of said two affiants, all of whom were the subscribing witnesses to said instrument; that said Testator was then of sound and disposing mind and memory and above the age of twenty-one years; and each of the said two subscribing witnesses subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of the said Testator and in the presence of each other.

Witness: Jama S. Armstrong
Address: 1109 Pinehurst St.
Jackson MS 39202

Witness: Ann B. Pepper
Address: 5315 WAYNELAND DR.
JACKSON MS 39211

SWORN to and subscribed before me, this the 10th day of August, 2004.

Gladys V. Williams
NOTARY PUBLIC



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

MADISON COUNTY MS, This instrument was filed for record JULY 14, 2009.

Book 147 Page 471
ARTHUR JOHNSTON, C. C.

BY: Jim Sellers



Jay

BOOK 044 PAGE 480

Last Will and Testament

OF

WILLIAM M. MANSELL, SR.

FILED THIS DATE JUL 23 2009 ARTHUR JOHNSTON, CHANCERY CLERK BY <i>Karen Tripp</i> D.C. 2009-1040
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I, WILLIAM M. MANSELL, SR , an adult resident of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of eighteen (18) years, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all Wills and Codicils heretofore made by me.

ARTICLE I.

IDENTITY OF BENEFICIARIES

A I declare that I am the husband of SANDRA B. MANSELL to whom all references herein to "my wife" shall relate I am the father of VIRGINIA DUNCAN MANSELL MCDONALD and PATRICK CREEDE MANSELL to whom all references herein to "my child" and "my children" shall relate. I am also the father of WILLIAM M MANSELL, JR., who predeceased me and left no issue. For all purposes of this Will and the disposition of my estate hereunder, the terms "issue" and "descendants" shall be deemed to include all children born to or legally adopted by my children before and after the execution of this Will, irrespective of any provisions of law establishing a contrary presumption.

B. Although it is my understanding that my wife is executing her Will at or about the time of the execution of this, my Last Will and Testament, it is not my nor our intention that such Wills shall be construed or deemed mutual, reciprocal, or dependent upon the other, and it is our intention that the survivor of us will have the unrestricted right to change the terms of his or her Will

ARTICLE II.

EXPENSES AND CLAIMS

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

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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. Further, notwithstanding anything herein to the contrary, if any said expenses or costs are not deductible on either the federal or state estate tax returns, such expenses or costs shall be paid from and charged against that portion of my residuary estate which is not included in the portion qualifying for and making up the marital deduction. However, my Executor shall not exercise this discretion in a manner that will result in loss of, or decrease in, the marital deduction otherwise allowable in determining the federal estate tax due by my estate. All property bequeathed or devised under this Will either outright or in trust is bequeathed and devised subject to existing mortgages, liens or encumbrances thereon. My Executor is given full discretion as to which debts to pay and which to allow to pass with the property to which such debts apply. However, notwithstanding anything contained herein to the contrary, nothing herein shall be construed to create any express trust for the payment of any such taxes, expenses or debts.

ARTICLE III.
TAXES

Notwithstanding anything herein to the contrary, I direct that all estate and inheritance taxes and other taxes in the general nature thereof, together with any interest or penalty thereon (including any and all taxes paid with respect to the proceeds of any policy or policies of insurance or property over which I have a taxable power of appointment included in my gross estate for the purpose of such taxes, but not including any taxes imposed on generation-skipping transfers under the federal tax laws, nor any Qualified Terminable Interest Property tax which shall become payable upon or by reason of my death with respect to any property passing by or under the terms of this Will or any Codicil to it hereafter executed by me), shall be paid by my Executor out of the principal of that portion of my residuary estate which is not included in the portion qualifying for and making up the marital deduction and said beneficiaries under the residuary portion of my Will shall be responsible for that portion of taxes in the proportion that their bequest bears to the total passing under the residuary portion. In the event my spouse predeceases me, all said taxes as set forth herein shall be paid out of my residuary portion of my Will by the residual beneficiaries in the same proportions as immediately set forth above.

In the event my wife predeceases me, with regard to any and all property passing under Article IX of the Last Will and Testament of Sandra B. Mansell in the William M. Mansell, Sr. Marital Trust and elected as Qualified Terminable Interest Property, I direct, in accordance with the Will of Sandra B. Mansell, that my Executor shall charge such estate, inheritance or succession and/or gift tax (including any and all penalties and interest thereon) resulting from the inclusion of

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such property in my estate to the principal of the William M. Mansell, Sr Marital Trust, if it is advisable to so do under the circumstances at that time. My Executor shall have the right and authority to recover from the principal of the William M Mansell, Sr Marital Trust and/or equally from the remaindermen in said trust the excess of the federal and state estate tax paid over the federal and state estate tax which would have been payable if the value of the Qualified Terminable Interest Property had not been included in my estate, pursuant to Section 2207A of the Internal Revenue Code of 1986, as amended, as well as any gift tax attributable to same, it being my specific intent, as is consistent with the Will of Sandra B. Mansell, that my estate bear no part of the burden of such federal and state estate, inheritance or succession or gift taxes attributable to such Qualified Terminable Interest Property included in my estate for such federal or state estate tax or gift tax purposes, unless my Executor deems it advisable.

**ARTICLE IV.
PERSONAL PROPERTY**

A. I give and bequeath unto my wife, if she survives me, all of my personal belongings (except cash, stock, bonds or other like investments on hand or on deposit and the tangible and intangible personal property customarily used in connection with any business in which I shall be engaged or in which I may own any interest at the time of my death), consisting of jewelry, wearing apparel, sporting equipment, club memberships, household furnishings and similar property owned by me at the time of my death. I also give and bequeath unto my wife, if she survives me, all of the automobiles and other vehicles owned by me at the time of my death

If my wife does not survive me, I give and bequeath all such personal property described in Paragraph A of this Article and owned by me at the time of my death equally unto my children, per stirpes. Should one of my children predecease me, such property bequeathed to my deceased child shall pass to such child's issue, per stirpes, or if a deceased child shall leave no surviving issue or descendants, said deceased child's share shall pass to my surviving child, or if deceased, to their issue, per stirpes. In the event I desire any particular division of such above described property among my beneficiaries, I will leave a listing with my Executor to that effect, which latest dated listing I would request my beneficiaries and my Executor honor.

My Executor is hereby given full and complete authority to determine the property and the value of each share passing under Paragraph A of this Article, and the Executor's decision as to the division of such property shall not be questioned by any beneficiary. Should any disagreement arise, however, as to the equitable division of this property among the beneficiaries, then I authorize my Executor, in its discretion, to sell all or any portion of such property at public

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or private sale without Court order or bond and divide the net sale proceeds among such beneficiaries in accordance with the terms hereof.

B. I give and bequeath equally unto my children all of my Membership Interest in MANSELL FAMILY ENTERPRISES, LLC, a Mississippi limited liability company, and if one of my children is deceased, then their interest shall pass to the separate trusts created under the William M Mansell, Sr. Family Trust for the benefit of their issue, per stirpes to be held, administered, and distributed under the terms and provisions therein

**ARTICLE V.
PERSONAL RESIDENCE**

I give, devise and bequeath unto my wife, if she survives me, any interest in our personal residence 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. If my wife does not survive me, this devise shall lapse, and shall pass in accordance with Article XI herein

**ARTICLE VI.
PROPERTY AND CASUALTY INSURANCE**

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

**ARTICLE VII.
DISPOSITIVE PROVISION**

I give, bequeath, devise and appoint all the residue and remainder of my property and estate of every nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, all lapsed legacies and devises or other gifts made by this

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Will which fail for any reason, hereinafter referred to as my residuary estate, unto my Executor, and I direct that my Executor shall administer and dispose of my said residuary estate in accordance with the terms and provisions set forth and contained in the succeeding Articles of this Will.

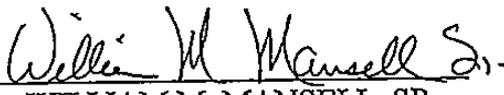
ARTICLE VIII.
MARITAL PORTION

If my wife survives me, I direct that my Executor distribute free of trust unto my wife 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 the state death tax credit (provided use of this credit does not require an increase in state or federal death taxes paid) allowable to my estate under Section 2011, or applicable provisions of the Internal Revenue Code effective at the date of my death. However, the amount of this bequest shall be reduced by the value of insurance proceeds and any other property which passes at any time during my life or at my death, either under any other Article of my Will or outside of my Will, in such manner as to constitute a part of my gross estate under federal estate and gift tax law 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 or any other applicable provisions of the Internal Revenue Code effective at the date of my death. In computing the amount of property constituting this pecuniary bequest, the values used in finally determining the federal estate tax on my estate shall control.

I direct that the sum provided for in this Article shall be satisfied only out of assets that qualify for the marital deduction under the provision of the Internal Revenue Code applicable to my estate or out of the proceeds of such assets. To the extent, also, that other assets qualifying for the marital deduction are available, said sum shall not be satisfied by the distribution of (a) assets with respect to which a credit for foreign taxes paid is allowable under the federal Internal Revenue Code; or (b) United States Treasury Bonds eligible for redemption at par in payment of federal estate tax.

The sum provided for by this Article, as well as any other pecuniary bequest or any other distribution made of assets constituting the residue of my estate, may be satisfied in cash or in specific property, real or personal, or an undivided interest therein, or partly in cash and partly in such property and in installments or all at one time; provided that any assets so distributed in kind shall be valued at their date or dates of distribution values.

So long as any part of the bequest provided for by this Article shall remain unpaid, my wife shall be entitled to receive from my Executor all of that portion of the net income of my estate to which she is entitled under this Article.


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Any such income to which my wife is entitled under the provisions of this Article shall be paid over as hereinafter provided at such time or times as may be determined by my Executor during the settlement of my estate, but not later than at the time of the satisfaction in full of the sum provided for in this Article.

Subject to the foregoing, the decision of my Executor as to which assets shall be distributed in satisfaction of the bequest given by this Article; as to whether my estate shall be valued under the optional valuation provisions of the federal estate tax laws; as to which tax elections should be exercised; and as to what proceedings are necessary to complete the ascertainment of the federal estate tax, shall be conclusive and binding on all persons, and no compensating adjustments between income and principal or between the marital and other bequests shall be made as a result of such tax elections exercised by my Executor, provided that no authority be exercised by my Executor contrary to my intention to qualify this bequest for the marital deduction

ARTICLE IX.
FAMILY TRUST

In the event my wife survives me and disclaims (or if she dies after my death and her Executor disclaims on her behalf) any portion of the property provided for her herein under the disclaimer provisions of Article XVIII herein, I direct that my Executor shall deliver and convey all such disclaimed property to the Trustee hereinafter named, in trust. Further, should my wife predecease me, my children's portions of my estate bequeathed and devised under Article XI herein shall be delivered to my Trustee hereinafter named, in trust. This trust shall be known as the "William M. Mansell, Sr. Family Trust" created under my Will, and I direct that such portion of my estate (hereinafter referred to as my trust estate) so passing to my Trustee shall be administered and disposed of upon the following terms and provisions--that is to say:

A 1. Qualified Subchapter S Trusts. I direct the Trustee to first determine if this trust at any time may be funded with any S-Corporation stock, whether by bequest, gift or purchase by the Trustee. If so, at the time of such funding, then the Trustee shall elect to have said trusts containing S-Corporation stock qualified as Qualified Subchapter S Trusts under the applicable provisions of the Internal Revenue Code of 1986, in effect at that time; and therefore shall separate such stock and shall first divide the assets of this trust into two main, separate parts (Part A and Part B) Part A shall always consist of all S-Corporation stock owned by the Trust Part B shall always consist of all remaining assets other than S-Corporation stock constituting the residue of the trust assets

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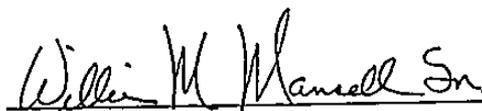
A. 2. As to the separate trust under Part A if my wife survives me, I direct the Trustee to maintain the trust property for the benefit of my wife for her lifetime under the terms and provisions herein.

This trust shall be known as the "William M. Mansell, Sr Family Trust A" (hereinafter referred to as Trust A), for the benefit of my wife during the term of her lifetime, and after her death for the benefit of my children and/or their issue I direct that the trust estate(s) under Trust A shall be administered and disposed of upon the following terms and provisions--that is to say:

A. 3. It is my express intention to create the trusts set forth under Trust A to comply with the provisions of Section 1361(d)(3)(A) of the Internal Revenue Code of 1986, as "Qualified S-Corporation/Subchapter S Trusts." Consequently, all provisions of this instrument shall be subordinate to this intention and any provision contained herein that is contrary to this intention and the qualification of the trusts under Trust A as Qualified Subchapter S Trusts shall be void. Notwithstanding any other provisions contained in this Will, my Trustee is prohibited from exercising any powers or authority herein given that by the exercise thereof would disqualify the trusts under Trust A from meeting the qualifications of the Internal Revenue Code to insure the qualification pursuant to this express intention.

A. 4. Income and Principal Distributions The Trustee shall distribute to or for the benefit of the beneficiary of each separate trust under Trust A, all of the accounting income of that separate trust in convenient installments at least annually, or by more frequent installments. In addition, the Trustee may distribute such portions of principal of the separate trust for each beneficiary to the beneficiary as the Trustee shall determine advisable for the health, maintenance of accustomed standard of living, and education (including post graduate education) of the beneficiary. In determining what payments shall be made out of principal to or for the benefit of the beneficiary, the Trustee may, but shall not be required to, take into consideration any other income or resources that may be available to the beneficiary from any source, and the Trustee shall determine what in the Trustee's opinion is in the best interest of the beneficiary, including the desirability of establishing or augmenting the beneficiary's estate, or of enabling the beneficiary to assume responsibility for the beneficiary's own financial affairs, and all other circumstances and factors (including those relating to taxation) that the Trustee may consider pertinent.

A. 5. Children's Trusts As to the separate trust under Trust A, when my wife dies, the accumulated accounting income of her trust shall be paid to her estate, with the principal of the same divided into separate and equal parts--one (1) part for each of my children living at that time, and one (1) part for the issue, as a group, of a deceased child of mine; and each part shall be a separate trust to be held and administered under A.3 and A.4. above and the remaining terms and


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provisions herein. Any part set aside for the issue, as a group, of a deceased child shall be further divided into separate and equal trusts for such issue, per stirpes.

A. 6. Trust Asset Distribution. After my wife's death, my Trustee shall pay over, transfer, deliver, assign and convey each child's portion of the corpus and any accumulated accounting income of their separate trust established under Trust A to the child outright and free of trust

A. 7. Grandchildren's Trusts. In the event that one of my children should die prior to the distribution of their separate trust under Trust A, then any accumulated accounting income of my deceased child's separate trust shall be paid to their estate and the principal of my deceased child's separate trust shall vest in separate trusts for their living issue, per stirpes, to be maintained in separate and equal trusts for their benefit. The principal and accumulated income of each grandchild's trust shall be distributed to the grandchild outright and free of trust in accordance with the following schedule when each grandchild reaches the age of thirty (30) years, one-fourth (1/4) of the principal and accumulated income of that grandchild's separate trust shall be distributed free of trust to said grandchild; when each grandchild reaches the age of thirty-five (35) years, one-third (1/3) of the principal and accumulated income of that grandchild's separate trust shall be distributed free of trust to said grandchild; and when each grandchild reaches the age of forty (40) years, the remainder of the principal and accumulated income of that grandchild's separate trust shall be distributed free of trust to said grandchild. In the event a grandchild dies prior to the termination of his or her separate trust, then the accumulated accounting income of the deceased grandchild's separate trust shall be paid to his or her estate, and the remaining principal of his or her separate trust shall vest in his or her issue, per stirpes, subject to Paragraph J of Article XII herein; or in default of issue to his or her siblings or if deceased to their issue, per stirpes, subject to Paragraph J of Article XII herein

A. 8. Death of a Child Without Issue. In the event one of my children dies prior to the termination of their separate trust under Trust A, leaving no surviving issue or descendants, then the accumulated accounting income of their separate trust shall be paid to their estate, and the principal of said trust shall be distributed to my surviving child's separate trust, or if deceased, to the separate trusts set forth herein for their issue, per stirpes, or if such trusts have terminated, then outright to such surviving child, or if deceased, to their issue, per stirpes.

A. 9. Remote Contingent Beneficiary. In the event that both of my children and all their issue shall die prior to the termination of this Trust A, leaving no surviving issue or descendants, then the accumulated accounting income of the deceased beneficiary's trust shall be distributed to their estate, and the entire remainder of the trust estate shall be distributed free of trust as follows

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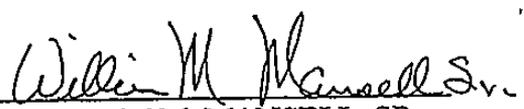
- (i) one-half (1/2) to my sister, JANE M. CHAMBERLAIN, or if deceased, to her issue, per stirpes, or in default of surviving issue, equally to my heirs-at-law, computed at that time under the laws of descent and distribution of the State of Mississippi in effect at that time, and
- (ii) one-half (1/2) to my wife's sister, CORINNE B. MCCORMICK, or if deceased to her issue, per stirpes or in default of surviving issue, to my wife's heirs-at-law, computed at that time under the laws of descent and distribution of the State of Mississippi in effect at that time

A. 10. I hereby grant to my Trustee absolute power and discretion to amend or alter the terms of this trust if necessary to qualify such trusts as Qualified S-Corporation Trusts as provided in the applicable provisions of the Internal Revenue Code, as amended and in effect at that time.

B. Discretionary Trusts. The remainder of the trust assets, other than S-Corporation Stock constituting Part B of the trust shall be known as the "William M. Mansell, Sr Family Trust B" (hereinafter referred to as Trust B), and I direct that such portion of the trust assets shall be administered and disposed of upon the following terms and provisions--that is to say

B. 1. Net Income Distributions. The Trustee is authorized in its sole and absolute discretion to pay all or any portion of the net income of Trust B to or for the benefit of my wife in convenient installments periodically, but if paid, then at least as often as annually, during her life. However, the Trustee may in its discretion withhold from my wife so much (or all) of the income as the Trustee determines not to be advisable for her health, maintenance, and for the maintenance of her accustomed standard of living. After considering the health and maintenance of my wife, my Trustee is further authorized in its discretion to pay to or for the benefit of my children and/or their issue any such withheld income and/or trust principal deemed advisable for their health, maintenance of accustomed standard of living, and education (including post graduate education). Any excess income not distributed shall be accumulated and added to the principal. Notwithstanding anything to the contrary contained herein, this discretionary trust shall be for the principal benefit of my wife for her lifetime, and during the term of her lifetime, my Trustee is directed to look first to her health and maintenance prior to acting under its discretion to sprinkle income and/or trust principal to other beneficiaries. However, all income and/or principal disbursements herein are to be made solely in the discretion of the Trustee.

Nothing herein shall be construed as a right of any beneficiary to income or principal or a requirement that my Trustee provide support for any beneficiary, all payments of income and/or principal from this Trust B throughout the term thereof being purely and completely


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discretionary with my Trustee. Any stated standards are merely stated as a guide to my Trustee and are not to be construed as any right of any beneficiary to support from said trust, whether by income or principal.

B. 2. Principal Distributions. If the total income of my wife is, in the sole discretion of the Trustee, insufficient to enable her to maintain her present and accustomed standard of living, then the Trustee may solely in its discretion pay to her or apply for her benefit out of the principal of the trust such additional sum or sums as the Trustee shall deem proper for her health, maintenance, and for the maintenance of her accustomed standard of living. In making this determination, the Trustee may take into consideration my wife's assets and income from sources other than this trust, including, but not limited to, her qualification for governmental payments (local, state or federal). The Trustee is also authorized but not directed, in its sole and absolute discretion, if it deems advisable to pay any and all medical, nursing, hospital, institutional, or other related bills which may be incurred by my wife, out of income or corpus or both, unless same may be reimbursed under any insurance or governmental program (local, state or federal).

However, nothing herein shall be construed as a right of any beneficiary to principal or a requirement that my Trustee provide support for any beneficiary, all payments of principal from this Trust B throughout the term thereof being purely and completely discretionary with my Trustee. Any stated standards are merely stated as a guide to my Trustee and are not to be construed as any right of any beneficiary to support from said trust.

C. 1. Children's Trusts. Upon the death of my wife, the Trustee shall divide the trust property of Trust B into separate and equal parts--one (1) part for each of my children living at that time, and one (1) part for the issue, as a group, of a deceased child of mine; and each part shall be a separate trust. Any part set aside for the issue, as a group, of a deceased child shall be further divided into separate and equal trusts for such issue, per stirpes. Said trusts shall continue to be administered under the terms herein at the sole and absolute discretion of my Trustee for the health, maintenance of accustomed standard of living, and education (including post graduate education) of said beneficiaries, and the Trustee is authorized, in its sole discretion, to distribute net income to or for the benefit of such beneficiaries from said trusts, and if distributed then at least annually, or at more frequent intervals as it determines proper, or accumulate any such income and add same to corpus if such income or portion thereof is not deemed, in its discretion, to be advisable for said beneficiaries' health, maintenance of accustomed standard of living, and education (including post graduate education)

As to each child's separate trust, the Trustee is given total discretion to sprinkle income and/or trust principal to and among that child's issue for their health, maintenance of accustomed standard of living, and education (including post graduate education), with my


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Trustee bearing in mind that each child is to be considered the primary beneficiary of their separate trust herein.

The Trustee may, in its sole discretion, also invade the principal of a beneficiary's trust, if it, in its sole discretion, deems such to be advisable in order to provide for the health, maintenance of accustomed standard of living, and education (including post graduate education) of that beneficiary.

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

C. 2. Trust Asset Distribution. Following the death of my wife, as to each of my children who are living, my Trustee shall pay over, transfer, deliver, assign and convey the corpus and any accumulated income of each child's separate trust established under Trust B to the child outright and free of trust, with all such distributions subject to the provisions of Paragraph F of Article XII herein. The Trustee shall have 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 each beneficiary hereunder

C. 3. Grandchildren's Trusts Should one of my children die prior to the termination of their separate trust under Trust B, said trust estate of my deceased child's separate trust shall vest in separate trusts for their living issue, per stirpes, subject to the provisions hereof and Paragraph F of Article XII herein. In the event a child of one of my children becomes the beneficiary of a trust hereunder, such trust assets shall be maintained under the provisions hereof for the benefit of the grandchild in a separate trust for their benefit, and the principal and accumulated income of each grandchild's trust shall be distributed to the grandchild outright and free of trust in accordance with the following schedule: when each grandchild reaches the age of thirty (30) years, one-fourth (1/4) of the principal and accumulated income of that grandchild's separate trust shall be distributed free of trust to said grandchild, when each grandchild reaches the age of thirty-five (35) years, one-third (1/3) of the principal and accumulated income of that grandchild's separate trust shall be distributed free of trust to said grandchild; and when each grandchild reaches the age of forty (40) years, the remainder of the principal and accumulated income of that grandchild's separate trust shall be distributed free of trust to said grandchild, with all such distributions subject to the provisions of Paragraph F of Article XII herein. In the event a grandchild dies prior to the termination of his or her separate trust, said assets shall vest in his or her issue, per stirpes, subject to Paragraphs F and J of Article XII herein; or in default of issue to his or her siblings, or if deceased, to their issue, per stirpes, subject to Paragraphs F and J of Article XII herein

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C 4. Death of a Child Without Issue Should one of my children die prior to the termination of their separate trust under Trust B, without leaving surviving issue or descendants, then the accumulated income and principal of the deceased child's separate trust shall be distributed to my surviving child's separate trust, or if deceased, to the separate trusts set forth herein for their issue, per stirpes, or if such trusts have terminated, then outright to such surviving child, or if deceased, to their issue, per stirpes. .

C. 5. Remote Contingent Beneficiary. In the event that both of my children and all of their issue shall die prior to the termination of this Trust B, without leaving surviving issue or descendants, then the entire remainder of the trust estate shall be distributed free of trust as follow:

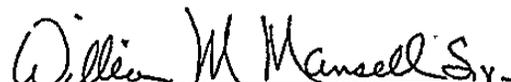
- (i) one-half (1/2) to my sister, JANE M. CHAMBERLAIN, or if deceased, to her issue, per stirpes, or in default of surviving issue, equally to my heirs-at-law, computed at that time under the laws of descent and distribution of the State of Mississippi in effect at that time, and
- (ii) one-half (1/2) to my wife's sister, CORINNE B. MCCORMICK, or if deceased to her issue, per stirpes or in default of surviving issue, to my wife's heirs-at-law, computed at that time under the laws of descent and distribution of the State of Mississippi in effect at that time.

**ARTICLE X.
MARITAL TRUST**

If my wife survives me, then and in such event, I give, devise and bequeath, and direct my Executor to deliver to my hereinafter named Trustee as Trustee for my wife, all of the rest, residue and remainder of my estate, real and personal, of whatsoever kind or character and wheresoever situated This trust shall be known as the "Sandra B. Mansell Marital Trust."

My wife, however, may elect to have all or any part of the residuary estate pass directly to her in a manner that qualifies for the estate tax marital deduction instead of having such property pass to the Trustee of the Sandra B Mansell Marital Trust In the event that my wife elects to have the property described in this Article pass directly to her, she shall notify both the herein named Executor and the Trustee of this election specifying the property which shall pass free of trust to her.

The Sandra B Mansell Marital Trust shall be held, administered and disposed of upon the following terms and conditions.

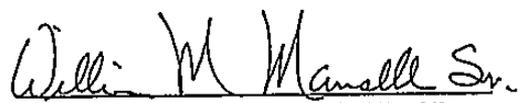

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A. During the lifetime of my wife, the Trustee shall pay to or apply for her benefit, all of the net income derived from this trust, in convenient installments, but no less than annually from the date of my death.

B. The Trustee may, in the Trustee's sole discretion, pay to my wife, or apply for her benefit, as much of the principal of the trust as the Trustee deems desirable for her health, maintenance, and for the maintenance of her accustomed standard of living. In the exercise of this discretion, the Trustee shall consider the needs of my wife and the funds available to her from other sources, including but not limited to governmental programs (local, state or federal)

C. Upon the death of my wife, any and all undistributed income of this trust, shall be distributed to her estate. The remaining trust assets shall be distributed to the Trustee of the William M. Mansell, Sr. Family Trust created under Article IX of this Will for the benefit of my children and my children's issue, under the terms thereof; except that, unless my wife directs otherwise by her Will, the Trustee may, if in the sole discretion of the Trustee such would benefit my children and/or their issue, first pay from the principal of this trust, directly or to the Executor of my wife's estate as the Trustee deems advisable, the amount of estate and inheritance taxes assessed on assets of said trust by reason of the death of my wife, together with the expenses of administering her estate attributable to said trust.

D. It is my intention to qualify the bequest and devise hereunder for the marital deduction under Section 2056 of the Internal Revenue Code of 1986, as amended, in effect at the date of my death and any provision herein to the contrary shall be void. In furtherance of this paramount intention of my Will, all other provisions of this Will shall be subordinate to this intention. My Trustee or Executor is therefore prohibited from exercising any powers or authority granted in this Will in such a manner as to deny my estate the marital deduction intended hereby. In that regard, regardless of any powers, discretion or authority granted to my Trustee or Executor, such powers, discretion and authority may and shall not be utilized to defeat any necessities stated in this Article to qualify this trust for the marital deduction under the applicable Qualified Terminal Interest Marital Deduction provisions of the Internal Revenue Code of 1986 in effect at the date of my death. Accordingly, I direct that: (a) there shall not be allocated to the trust any unproductive property, as that property is defined in the applicable tax laws, which the Trustee would invest in or retain beyond a reasonable time without the consent of my wife, and my wife shall have the power to require the Trustee to either make the property productive or to convert it to productive property within a reasonable time, and (b) none of the powers or discretion of the Trustee shall be exercised in a manner which will deny my estate the marital deduction for property passing to this trust or disqualify such trust for the marital deduction; and (c) that all other provisions of this Will, or any codicil to it hereafter executed by me, shall be subordinate to the qualification of such trust for the marital deduction.


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E. I direct my Executor to make the election under Section 2056(b)(7) of the Internal Revenue Code of 1986, as amended, to have this trust treated as "Qualified Terminable Interest Property" for the purpose of qualifying for the marital deduction allowance in determining the federal estate tax upon my estate.

Generally, I anticipate that my Executor will elect to minimize the estate tax payable by my estate. However, I would expect that some consideration be given to the timing of my wife's death and mine and the computation of the combined estate taxes in our two (2) estates, especially if she should die prior to the time the election is made

F. If my wife survives me (or is deemed to have survived me) and no federal estate tax is payable by my estate whether my estate is valued for federal estate tax purposes on my date of death or the alternative valuation date, I suggest (but do not direct) my Executor to use whichever of said dates will result in the highest value for my estate.

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

H. None of the assets of this trust shall be used for the payment of estate, inheritance or other death taxes or administrative expenses or debts payable by reason of my death

I. Anything herein contained to the contrary notwithstanding, if my wife, or if deceased, her Executor shall, as provided in Article XVIII of this Will, disclaim any portion or all of the property passing under this Article X, then such portion so disclaimed shall be added to the property devised and bequeathed to the Trustee of the William M. Mansell, Sr. Family Trust created by Article IX of this Will to be held, administered and distributed as provided therein.

J. Notwithstanding anything contained in this Will to the contrary, in the event that the value of the assets of my estate should experience a decrease in value after my death and prior to any distribution from my estate to this trust or the William M. Mansell, Sr. Family Trust, I direct that this trust and the said William M. Mansell, Sr. Family Trust shall share proportionately such depreciated assets of my estate to the extent necessary to insure that the herein set forth optimum marital deduction and the full estate tax credit available under the laws in effect at my death are allowable in my estate to the extent deemed necessary and advisable by my Executor and to insure that all requirements of the Internal Revenue Code applicable to qualifying property for the marital deduction are met.

K. Notwithstanding anything contained in this Will to the contrary, if any general clause contained in Article XII relating to all trusts or elsewhere in this Will is interpreted or construed to in any way inhibit, reduce or adversely affect the qualification of this trust for the marital deduction, then such clause shall be declared and considered void as it applies to this Sandra B. Mansell Marital Trust.


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ARTICLE XI.
NO SURVIVING SPOUSE

In the event my wife does not survive me, I give, devise and bequeath and direct my Executor to pay over and distribute the rest, residue and remainder of my estate, real and personal, of whatsoever kind or character, not otherwise disposed of herein, and including any bequest or devise that may lapse or be renounced or disclaimed or that may be otherwise ineffective for any reason, to my Trustee in trust to be administered under the terms of the William M. Mansell, Sr. Family Trust under Article IX of this Will, for the principal benefit of my children and their issue.

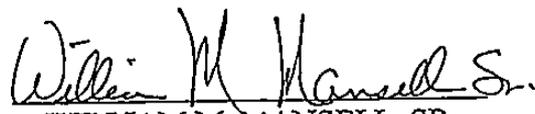
ARTICLE XII.
TRUST PROVISIONS

I direct that as to any and all trusts created herein, except where specified otherwise, the following shall apply:

A. No purchaser, mortgagor or any other person, firm or corporation need see to the application of funds paid or advanced to the Trustee in connection with the business or purposes of any trust, but the receipt of the Trustee therefor shall be a complete acquittance and discharge.

B. Neither the principal nor the income of any trust fund, nor any part of same, shall be liable for the debts of any trust beneficiary, nor shall same be subject to seizure by any creditor and/or claimant of any beneficiary, and a beneficiary shall not have any power to, voluntarily or involuntarily, sell, assign, transfer, convey, encumber, or in any manner to anticipate or dispose of their principal interests in the trust fund, or any part of same.

If any beneficiary of any trust, other than the William M. Mansell, Sr Family Trust A or the Sandra B. Mansell Marital Trust, shall attempt to anticipate, pledge, assign, sell, transfer, alienate or encumber his or her interest, or if any creditor or claimant shall attempt to subject such interest to the payment of any debt, liability or obligation of such beneficiary, then thereupon any perceived right of such beneficiary to income or principal shall terminate and thereafter the Trustee is authorized in its discretion to pay such income or principal to or apply same for the maintenance of one (1) or more of the following persons, namely: (a) such beneficiary, (b) his or her issue, and (c) those who would be entitled to receive the principal of the trust had the beneficiary died immediately prior to receipt of such income or principal by the Trustee, in such manner and proportions as the Trustee in its sole discretion may determine, regardless of equality of distribution, but in no event shall the Trustee be required or compelled to pay any part of the income or principal to or for such beneficiary.


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This clause shall not apply to the William M. Mansell, Sr. Family Trust A so as to disqualify the same as a Qualified Subchapter S Trust nor shall it apply to the Sandra B. Mansell Marital Trust so as to disqualify the same for the estate tax marital deduction.

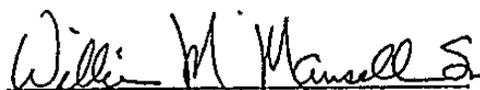
C. During the minority or incapacity of any beneficiary to or for whom income or principal is authorized or directed to be paid, my Trustee may pay, transfer or assign same in any one or more of the following ways: (a) directly to such beneficiary such amount as it may deem advisable as an allowance; (b) to the guardian of the person or of the property of such beneficiary; (c) to a relative of such beneficiary upon the agreement of such relative to expend such income or principal solely for the benefit of the beneficiary; and/or (d) by expending such income or principal directly for the health, maintenance of accustomed standard of living, and education of such beneficiary. My Trustee shall have the power in its uncontrolled discretion to determine whether a beneficiary is incapacitated, and its determination shall be conclusive.

D. The Trustee is specifically authorized and empowered to invest any part or all of the principal of the trust estate in any common trust fund which may be established and operated by and under the control of the Trustee and may combine any trusts created for the benefit of the same beneficiaries herein with substantially similar terms and provisions. This clause shall only apply to the William M. Mansell, Sr. Family Trust B.

E. In making distributions of net income to beneficiaries entitled thereto, the Trustee may disburse the same in monthly or other convenient installments based upon its estimate of the amount thereof, and shall annually adjust any difference between estimated and realized net income. If on the death of any beneficiary there is a deficiency of income thus occasioned, the same shall be charged to the principal account from which such income was paid.

F. Notwithstanding any other provisions herein to the contrary, as to the William M. Mansell, Sr. Family Trust B, if in the sole and complete judgment of the Trustee, a beneficiary (at any time such beneficiary would otherwise be entitled to receive a distribution of principal or income from the trust estate) of such trust shall not have manifested the ability which would qualify such beneficiary prudently to use and conserve the principal or income of the trust estate provided to be distributed to such beneficiary, then and in such event, the Trustee is fully authorized to withhold and defer the delivery and conveyance of any part or all of such principal or income distribution until the Trustee shall deem such beneficiary to be qualified to prudently use and conserve the same, provided, however, such principal or income so retained shall continue to be administered as an integral part of such beneficiary's trust estate and may thereafter, as the Trustee deems wise, be paid over and delivered to such beneficiary in whole or in part and from time to time as and when the Trustee has determined such beneficiary is qualified to prudently use and conserve the same.

Should any beneficiary of the William M Mansell, Sr. Family Trust B be disabled, incompetent, a debtor in any bankruptcy proceeding, a defendant in any filed or threatened legal


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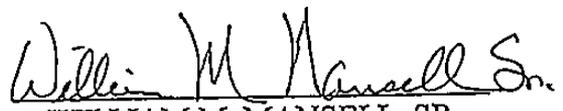
proceeding, or in any way incapacitated at the time of any scheduled distribution of income or principal (including, but not limited to, physical or mental incapacity, drug, alcohol or gambling addictions or abuses), the Trustee is authorized in its discretion to withhold such distribution of income or principal and continue to maintain such trust assets for the benefit of, said beneficiary until such condition is removed. My Trustee shall have sole and absolute discretion to determine whether a beneficiary is disabled, incompetent or incapacitated and to determine when such conditions as detailed above have been removed. My Trustee shall be exonerated and held harmless for exercising its discretion and shall be entitled to indemnification from the trust, provided such discretion is exercised in good faith. This indemnification shall apply to this Paragraph and any other applicable Paragraphs herein where the Trustee shall exercise its discretion to determine the disability, incompetency or incapacity of any beneficiary herein, and the withholding of income and/or principal distributions, as provided herein

G. All trusts created in this Will are private trusts, and the Trustee shall not be required to obtain the order or approval of any court for the exercise of any power or discretion herein given. The Trustee shall not be required to return to any court any periodic formal accounting of its administration of the trusts, but said Trustee shall render annual accounts to the income beneficiaries of the trusts. No person paying money or delivering property to the Trustee shall be required to see to its application. Bond shall not be required of the Trustee

H. All trusts created herein are created under, are governed by, and are to be construed and administered according to the laws of the State of Mississippi, or of any future situs chosen by my Trustee, if in the Trustee's discretion such new situs is deemed advisable for the benefit of the beneficiaries. All questions about the validity, construction, and administration of the trusts created herein shall be governed by the laws of the State of Mississippi, or of any other jurisdiction that may be chosen by my Trustee as any new situs for the trusts if such situs and jurisdiction is deemed advisable for the benefit of the beneficiaries.

It is the Testator's intention that all trusts contained herein be classified as domestic trusts as defined by the Internal Revenue Code of 1986, as amended. Therefore, at all times the Trustee controlling substantial trust decisions shall be a United States fiduciary or United States person(s). Further, any power given to a Trustee or beneficiary of a trust, the possession or exercise of which would cause the trust not to qualify as a "United States person" as defined in Section 770(a)(30) of the Internal Revenue Code, shall be void and of no effect. The Trustee shall have the limited power to amend the trust instrument to establish or continue the classification of the trusts created herein as "United States persons."

I. Each Trustee hereunder (whether originally designated herein or appointed as successor) shall have the right to resign at any time by giving sixty (60) days written notice to that effect, specifying the effective date of such resignation, to the current income beneficiary or


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beneficiaries at the time of giving notice. Then, the herein named Co-Trustee shall continue to serve, and if all herein named Trustees cease to serve, then a Successor Trustee may be appointed by an instrument delivered to such successor, with a copy to the existing Trustee, and signed by my wife, if living and able to do so, or if not by a majority of the income beneficiaries (of legal age) of the trust at that time, (or if any are minors, by the guardian of their persons). Further, the same above stated persons, in the order stated above, shall have the right at all times to replace any Trustee with or without cause; and further provided that Successor Co-Trustees may be appointed, but in all instances of any Successor Trustee, not herein named, one (1) such Successor Trustee must always be a federally insured bank or a trust company with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities, or a company that manages trust assets as its predominant business function and is insured to the extent that the coverage would be comparable to the business standard in the area of said company's location, or one or more individuals deemed "independent" in accordance with Section 672 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulation promulgated thereunder; and further provided that no beneficiary, spouse, parent or child of any beneficiary of the trust be named or appointed as Successor Trustee or Co-Trustee, nor shall any person or entity serve as Successor Trustee that would not be considered an independent Trustee under the provisions of Section 672, Internal Revenue Code of 1986, as amended.

In the event that such beneficiaries shall fail to designate a Successor Trustee within the time specified, the acting Trustee, or any other party in interest, may apply to a court of competent jurisdiction for the appointment of a successor and the judicial settlement of the accounts of the acting Trustee. Any Successor Trustee hereunder shall possess and exercise all powers and authority herein conferred on the original Trustee in the trust instrument or by law, without any act of conveyance or transfer.

J. If any beneficiary other than a child or grandchild of mine having become entitled to a distribution of all or a portion of my estate or this trust shall be under the age of twenty-one (21) years or be under any legal disability, his or her share shall be vested in him or her, but distributions shall be postponed until he or she attains such age or until such disability has been removed. The Trustee is authorized to pay to or for the benefit of said beneficiary such part of the income or principal of the retained share as the Trustee considers advisable for said beneficiary's health, education and maintenance and may add to the principal any income not so expended, and shall, subject to Paragraph F of this Article, distribute to such beneficiary, all remaining principal and income at age twenty-one (21).

K. Unless sooner terminated by the provisions of this Will, and notwithstanding the terms of any trust herein, each and every trust created hereby shall come to an end at the expiration of twenty-one (21) years after the death of the last survivor among myself, my wife, my children, and

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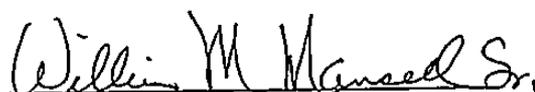
my children's issue who are living at the time of my death, and at the expiration of said time notwithstanding any provision to the contrary herein contained, the Trustee shall pay over to the then living income beneficiaries or if none, then in the same manner as set forth in Paragraph C.5 of Article IX herein. In other words, 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.

L. My Trustee shall have the authority to direct and require any Trustee and/or Custodian of any assets of any individual retirement accounts ("IRAs") and/or qualified retirement plans which have named a trust created herein as a designated beneficiary of all or any portion thereof, to make all minimum required distributions as defined by Section 401(a)(9) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder, or ERISA.

M. As to all trusts created herein which have been named, in whole or part, as the designated beneficiary of individual retirement accounts ("IRAs") and/or qualified plans, my Trustee shall on an annual basis have the authority to compel distribution of monies from said IRAs and/or qualified plan in excess of the required minimum distribution amount for each said IRA and/or qualified plan as that amount is defined under Section 401(a)(a) of the Internal Revenue Code, as amended, and the Treasury Regulations thereunder, or ERISA.

N. As to all trusts created herein which have been named, in whole or part, as the designated beneficiary of individual retirement accounts ("IRAs"), my Trustee, in its sole discretion, may remove a Trustee and/or Custodian of an individual retirement account and appoint a successor trustee and/or custodian as long as the successor trustee and/or custodian is and always remains a federally insured bank, mutual fund company, brokerage firm or trust company with trust powers maintaining an active, separate, functioning retirement assets department with full investment capabilities, or a company that manages retirement assets as its predominant business function and is insured to the extent that the coverage would be comparable to the business standard in the area of said company's location; and further provided that no beneficiary, spouse, parent or child of any beneficiary of the trust and/or retirement asset be named or appointed as successor trustee or custodian, nor shall any person or entity serve as successor trustee that would not be considered an independent trustee under the provisions of Section 672, Internal Revenue Code of 1986, as amended.

O. As to the William M. Mansell, Sr. Family Trust, in the event that all or a portion of the assets of said Trust consists of monies to be distributed from individual retirement accounts ("IRAs") and/or qualified plans which have named said Trust as the designated beneficiary, then my Executor and/or Trustee shall have the authority, in its sole discretion, to compel the Trustee and/or Custodian of the said IRAs and/or qualified plans to distribute funds to the Executor and/or Trustee necessary to meet the taxes and expenses stated in Articles II and III of this Will, taking into


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consideration the income tax owed on the monies distributed, and so long as the grant of this authority does not result in the William M. Mansell, Sr. Family Trust not being treated as a designated beneficiary for the said IRAs and/or qualified plans. In the event that the authority granted in the Paragraph would result in the William M. Mansell, Sr. Family Trust not being treated as a designated beneficiary for the said IRAs and/or qualified plans, then I revoke said authority of the Executor and/or Trustee to compel the distribution of funds from said IRAs and/or qualified plans to meet the taxes and expenses stated in Articles II and III of this Will.

P. In the event that any corporate trustee shall hereafter merge or consolidate with any other bank or a trust company, then the corporation created by such merger or consolidation shall act as Successor Trustee hereunder, provided that such new surviving bank or a trust company must be a federally insured bank or a trust company with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities, or a company that manages trust assets as its predominant business function and is insured to the extent that the coverage would be comparable to the business standard in the area of said company's location; and in such capacity shall possess and exercise all powers and authority herein conferred on the Trustee named herein.

Q. The Trustee shall be entitled to receive reasonable compensation for its services rendered hereunder. The amount of compensation shall be no more than that generally charged by like trustees in the same operating area as the Trustee. Such compensation may be collected in the manner generally collected by like trustees in the same operating area as the Trustee, and shall be shown on the annual accounting

R. Any trust created herein shall be entitled to a proportionate share of the income of my estate commencing with the date of my death. During the administration of my estate and until each trust is established, I authorize the Trustee in the Trustee's discretion to request of my Executor, in which case my Executor shall comply with that request as long as same is practicable, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of such trusts. These payments shall be an amount which in the judgment of the Trustee and Executor, jointly, equals the income which the beneficiaries would receive from the various trusts had each been established.

S. If following my death, the principal of the William M. Mansell, Sr. Family Trust estate shall ever be less than \$100,000.00, or otherwise in the discretion of the Trustee there is a detrimental economic reality to maintaining the trust, such trust may be terminated, and if so the assets and any accumulated income therefrom shall be distributed free of trust to the income beneficiaries thereof, or if minors, to their legal guardians in the proportions required under the terms thereof.


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T. My Trustee shall be prohibited from making any payments in reimbursement to any governmental entity (state, local or federal) which may have incurred expense for the benefit of a beneficiary, and my Trustee shall not pay any obligation of a beneficiary which obligation is otherwise payable by any governmental entity (state, local or federal) or pursuant to any governmental program (state, local or federal) of reimbursement or payment. Regardless of the guidance standards stated therein or anything contained therein to the contrary, it is my intention and I clearly state that such trust and any separate trusts contained therein are discretionary in nature with no requirement in my Trustee to support any beneficiaries therefrom, with my Trustee having sole and absolute discretion as to payment or non payment of income or principal therefrom until the termination dates thereof

U. I hereby authorize my Trustee to take any necessary action and expend any reasonable amounts from my trust estate that it deems advisable in its sole and absolute discretion for the purposes of complying with all environmental laws and regulations and preventing, correcting, managing, studying, sampling, monitoring, or investigating any environmental problem, whether currently existing or subsequently arising, (including, but not limited to, any release or threatened release of any contaminant into the indoor or outdoor environment), existing on, at, under or in connection with any property owned or operated directly by my trust and real property owned or operated by a closely held corporation or by a general or limited partnership in which my trust estate has an ownership or management interest (collectively, "Environmental Actions").

This power shall apply to any and all situations in which any governmental authority or third party has in any manner requested or required Environmental Actions, and any and all situations where my Trustee has identified a potential or existing environmental problem for which, in its sole and absolute discretion, Environmental Actions should be taken to avoid actual or potential loss to my trust estate, even though no request or requirement for any Environmental Actions has been received from a governmental authority or third party. Such power to expend trust estate funds shall extend to the exhaustion of my entire trust estate if the Trustee deems it advisable, in its sole and absolute discretion.

The Trustee shall have the power to determine in a fair and equitable manner, to the extent not then covered by statute, how the allocation of disbursements for Environmental Actions shall be charged between income and principal.

V. My Trustee shall be exonerated, reimbursed and indemnified from my trust estate for, from, and against any and all liabilities, obligations, losses, damages, penalties, actions, judgments, suits, claims, costs, expenses, and disbursements of any kind or nature whatsoever (including, without limitation, the reasonable fees and disbursements of counsel or consultants in connection with any investigative, administrative, or judicial proceeding, whether or not my Trustee is a party thereto) in any manner arising out of or not limited to, any violation of any applicable legal

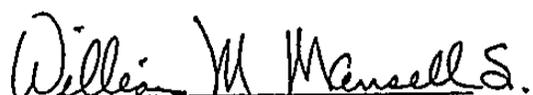

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requirement or any release or threatened release of any contaminant into the indoor or outdoor environment, existing on, at, under or in connection with any property held in my trust estate, including, but not limited to, real property owned or operated directly by my trust and real property owned or operated by a closely held corporation or by a general or limited partnership in which my trust estate has an ownership or management interest (collectively, "Liabilities and Costs"), even if the Liabilities and Costs equal the entire value of my trust estate; provided, however, that my Trustee shall have no right to indemnification or reimbursement hereunder for any Liabilities or Costs due solely to my Trustee's gross negligence or willful misconduct. My Trustee shall not be personally liable to any beneficiary or any other party for an decrease in the value of assets in my trust estate by reason of my Trustee's compliance with any environmental laws.

W. My Trustee shall have the power to disclaim any power which, in its sole discretion, will or may cause my trustee to be considered an "owner" or "operator" of property held in my trust estate, under the provisions of the Comprehensive Environmental Response, Compensation and Liability Act, (CERCLA), as amended from time to time, or which shall cause my trustee to incur liability under CERCLA or any other federal, state, or local law, rule or regulation.

ARTICLE XIII. TAX ELECTIONS

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


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ARTICLE XIV.
EXECUTOR AND TRUSTEE POWERS

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

- A. To have all of the specific powers set forth in Miss Code Ann. §91-9-101 et seq (1972) as now enacted or hereafter amended.
- B. To compromise, settle, or adjust any claim or demand by or against my estate and to agree to any rescission or modification of any contract or agreement.
- C. To retain any security or other property owned by me at the time of my death, so long as such retention appears advisable, to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executor and Trustee may presume any securities owned by me at the time of my death to be of investment merit and worthy of retention by my Executor and Trustee. Such presumption shall not impair the power of sale or exchange or any other powers or discretion given the Executor or Trustee, but if said securities or any of them are retained by my Executor or Trustee for the duration of the administration of the estate proceedings or trust or any shorter period of time, my Executor or Trustee shall not be responsible or liable for any loss or decrease in the value of said securities or any of them by reason of such retention. My Executor and Trustee may also presume that the management of the companies whose securities are held in the estate and trust from time to time should be supported. Such presumption shall not impair the power of voting such securities or any other powers or discretion given my Executor and Trustee, but if said securities or any of them are voted by my Executor or Trustee in favor of the management of the respective companies issuing them or in favor of any proposals supported by such management, my Executor or Trustee shall not be responsible or liable for any act of such management or for the loss or decrease in value of said securities or any of them, or of the estate, by reason of such voting.
- D. To sell, exchange, assign, transfer, mortgage and convey any security or property, real or personal, held in my estate or trust at public or private sale, at such time and price and upon such

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terms and conditions (including credit) as they may deem to be advisable and for the best interest of my estate or trust, all without court order or bond.

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

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

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

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

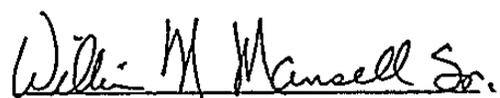
I. To charge or credit to principal any premiums and discounts on securities purchased at more or less than par.

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

K. To consent to and participate in any plan for the liquidation, any security of which is held.

L. To borrow money (from themselves or itself, including any Trustee's own banking department, individually or from others) upon such terms and conditions as they may determine and to mortgage and pledge estate assets as security for the repayment thereof; and to loan money to any beneficiary of the estate or trust upon such terms as the Executor or Trustee may, in their discretion, determine advisable.

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

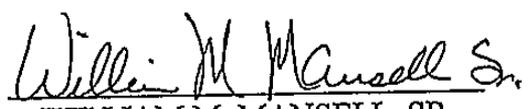

WILLIAM M. MANSELL, SR.

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

O. To employ accountants, attorneys, investment advisors, money managers and such agents as they may deem advisable, and to grant same discretionary powers, as they may deem advisable, to pay reasonable compensation for their services and to charge same to (or apportion same between) income and principal as they may deem proper. In this regard, the Trustee should consider my chosen advisors and the beneficiaries of all trusts may recommend such advisors, attorneys, agents or accountants to my Trustee and I request the Trustee to consider such recommendation and where prudent and advisable consider the investment recommendations of such advisors.

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

Q. If any individual among the legatees named or provided for under the foregoing provisions of this Will (or under the provisions of any codicil to it hereafter executed by me) shall be a minor at the time of my death, then, and in that event, and notwithstanding any statute or rule of law to the contrary, I authorize my Executor or Trustee to pay or deliver the legacy to which each such minor shall be entitled to the parent or to the legal guardian of such minor or to the person with whom such minor shall then reside, and the receipt of such parent or guardian or person with whom such minor shall then reside shall constitute a full acquittance of my Executor or Trustee with respect to the legacy so paid or delivered, all subject to the provisions for distributions in the trusts contained herein.


WILLIAM M. MANSELL, SR.

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

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

As to the William M. Mansell, Sr. Family Trust B, since my Trustee is not required to distribute any income, I hereby authorize my Trustee, in its sole and absolute discretion, to decide how much income to distribute or accumulate and I exonerate my Trustee from any liability for additional tax on any trust if it accumulates any income of said trust.

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

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

U. To borrow to fund margin accounts and to buy or sell any stock or security options, including but not limited to calls, puts, straddles, spreads, strips or straps, whether over any recognized exchange or over-the-counter market and whether covered or uncovered.

V. In their sole discretion, if they deem practicable, to disclaim on my behalf any interest, in whole or in part bequeathed or devised to me or otherwise inherited by me or my estate; and to exercise and make any and all tax elections of all kinds and execute and file any and all necessary tax returns and forms, including, but not limited to a joint income tax return with my wife.

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


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The term "insurance policy" shall be deemed to include life insurance policies, annuity contracts, accident policies, and any retirement plan or contract under which death benefits can or are made payable to the Executor or Trustee.

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

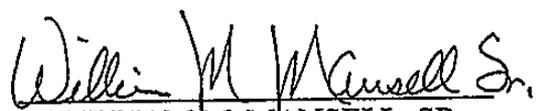
Y. The power, exercisable in their sole discretion, to make any election permitted under the applicable federal income and estate and gift tax laws and to make such accompanying adjustment between income and principal as they may deem proper. This power includes, but is not limited to, the power to make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

Certain trusts in this Will or transfers made during my lifetime may be subject to taxation under Chapter 13 (§§ 2601 et seq) of the Internal Revenue Code (or similar statutes in force and effect from time to time). In consideration of the special duties and responsibilities imposed upon the Trustee by reason thereof, the following provisions shall be applicable to any such trust.

a. Upon a generation-skipping transfer which is taxable under Chapter 13, the Trustee shall be fully protected by its decision in good faith (1) to withhold distribution of all or any part of the trust, pending final determination of the Generation-Skipping Transfer Tax (GST); (2) to hold the assets on hand which are subject to an alternate valuation election during the full holding period of such election, or to distribute or otherwise effect disposition of any such assets during such period; and (3) to the extent that the Trustee shall have a choice of dates as of which to value property for GST, or a choice to treat or use an item either as an income tax deduction or a GST deduction, the Trustee may make such choices as it, in its sole discretion, shall deem advisable, regardless of the resulting effect on any other provisions of the trust or on any person interested therein and any person adversely affected by such a choice shall not be entitled to any reimbursement or adjustment by reason thereof.

b. My Trustee is authorized to allocate any portion of my GST exemption available under Section 2631(a) of the Internal Revenue Code, as amended, or under any corresponding state statute, if any, to any property as to which I am the transferor, including any property transferred by me during life as to which I did not make an allocation prior to my death.

c. My Trustee is authorized to divide property in the trust with an inclusion ratio as defined in Section 2642(a)(1) of the Internal Revenue Code, as amended, of


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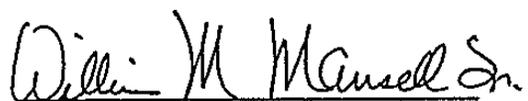
neither one nor zero into separate trusts representing two fractional shares of the property being divided, one to have an inclusion ratio of one and the other to have an inclusion ratio of zero

d. If any trust created under this Will provides that a child of mine shall be the income beneficiary thereof and that upon said child's death, the trust shall be distributable to or continue for the benefit of my grandchildren or more remote issue, and be subject upon the death of the income beneficiary to GST, I hereby grant to such income beneficiary a general power to appoint such portion of the principal of the trust upon his or her death as the Trustee shall determine will result in an over-all savings of estate taxes and GST as between the estate of the income beneficiary and the trust or trusts hereunder which would otherwise be subject to the GST at the income beneficiary's death as to such portion of principal. The determination of the Trustee as to such amount will be conclusive and binding upon all persons interested in trust, and I exonerate the Trustee with respect to its good faith determination of the amount. Such power shall be exercisable to and among such person or persons, including his or her estate and the creditors of his or her estate, and in such proportions as the income beneficiary may designate or appoint by will admitted to probate in any jurisdiction. The power shall be exercisable by the beneficiary only by specific references thereto in the beneficiary's will, and upon his or her failure to appoint, or to the extent the exercise of such power is ineffective, the then remaining principal and income shall be distributed or continue to be held in trust pursuant to the provisions of this Trust.

e. No adjustment shall be made between any interested parties by reason of the operation of said Chapter 13 or elections made by the Trustee thereunder.

f. The GST shall be paid (a) in the case of a direct skip, by the Trustee out of the principal of the trust, (b) in the case of a taxable termination, by the Trustee out of the principal of the trust; and (c) in the case of a taxable distribution, out of the amount or property being distributed.

Z No powers of the Executor or Trustee enumerated herein or now or hereafter conferred upon executors or trustees or fiduciaries generally shall be construed to enable the Executor or Trustee, or any other person, or entity, to purchase, exchange, or otherwise deal with or dispose of all or any part of the principal or income of the estate or trusts created herein for less than an adequate consideration in money or money's worth or to enable anyone to borrow all or any part of the principal or income of the estate or trusts, directly or indirectly, without adequate interest or security. No person other than the Executor or Trustee shall have or exercise the power to vote or


WILLIAM M. MANSELL, SR.

direct the voting of any stock or other securities held in the estate or trusts, either by directing investments or reinvestments or by vetoing proposed investments or reinvestments

**ARTICLE XV.
BUSINESS CONTINUATION POWERS**

I anticipate that at the time of my death I may own an interest in a business (whether operated in the form of a corporation, a partnership, a limited liability company, a sole proprietorship, or other entity), hereinafter referred to as "the business," and consequently I expect that some such business enterprise or enterprises may be in my estate at the time of my death. Since I desire that my Executor shall have the discretion to continue to hold and operate each such business as a part of my estate, I hereby vest my Executor, including any successors thereto, with the following powers and authority as supplemental to the ones contained in Article XIV (General Powers), the applicability of which to the business I confirm, without limitation by reason of specification, and in addition to powers conferred by law, all of which may be exercised with respect to every such business, whether a corporation, a partnership, a limited liability company, a sole proprietorship, or other entity

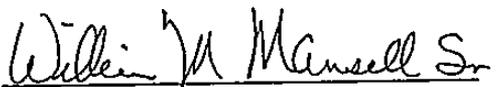
A. To retain and continue to operate the business for such period as the Executor may deem advisable.

B. To control, direct and manage the business. In this connection, the Executor in its sole discretion shall determine the manner and extent of its active participation in the operation, and the Executor may delegate all or any part of its power to supervise and operate to such person or persons as it may select, including, but not limited to, any associate, partner, officer or employee of the business.

C. To hire and discharge officers and employees, fix their compensation and define their duties; and similarly to employ, compensate and discharge agents, attorneys, consultants, advisors, accountants and such other representatives as the Executor may deem appropriate, including the right to employ any beneficiary or my estate in any of the foregoing capacities and to grant same discretionary powers.

D. To invest other estate funds in such business, to pledge other assets of the estate as security for loans made to such business; and to loan funds from the estate to such business or from the business to the estate.

E. To organize a corporation or other entity under the laws of this or any other state or country and transfer thereto all or any part of the business or other property held in the estate, and to receive in exchange therefor such stocks, bonds and other securities as the Executor may deem advisable.


WILLIAM M. MANSELL, SR.

F. To take any action required to convert any corporation or other entity into a partnership, a limited liability company, a sole proprietorship, an S-Corporation, or other entity; and to take any action to qualify for farm subsidy or FSA crop payments as allowed.

G. To treat the business as an entity separate from the estate. In its accounting to the court and to any beneficiaries, if required, the Executor shall only be required to report the earnings and condition of the business in accordance with standard corporate accounting practice.

H. To retain in the business such amount of the net earnings for working capital and other purposes of the business as the Executor may deem advisable in conformity with sound business practice.

I. To purchase, process and sell merchandise of every kind and description; and to purchase and sell machinery and equipment, furniture, agricultural products, livestock and fixtures and supplies of all kinds.

J. To sell or liquidate all or any part of any business, including but not limited to real property, at such time and price and upon such terms and conditions (including credit) as the Executor may determine. The Executor is specifically authorized and empowered to make such sale to any partner, officer or employee of the business (or to any individual executor) or to any beneficiary hereunder.

K. To exercise any of the rights and powers herein conferred in conjunction with another or others.

L. To diminish, enlarge or change the scope or nature of any business.

I am aware that certain risks are inherent in the operation of any business. Therefore, I direct that my Executor shall not be held liable for any loss resulting from the retention and operation of any business unless such loss shall result directly from the Executor's gross negligence or willful misconduct. In determining any question of liability for losses, it should be considered that the Executor is engaging in a speculative enterprise at my express request.

If any business operated by my Executor pursuant to the authorization contained in this Will shall be unincorporated, then I direct that all liabilities arising therefrom shall be satisfied first from the business itself and second out of the estate. It is my intention that in no event shall any such liability be enforced against the Executor personally. If the Executor shall be held personally liable, it shall be entitled to indemnity first from the business and second from the estate. The same above-mentioned rights and provisions shall apply to my Trustee in operating any business enterprise(s) that may become a part of any trust created herein.

William M. Mansell Sr.
WILLIAM M. MANSELL, SR.

ARTICLE XVI.
EXECUTOR AND TRUSTEE

I appoint my wife as Executrix of my estate, or if she predeceases me, fails to qualify or otherwise ceases to act, I appoint my children, VIRGINIA DUNCAN MANSELL MACDONALD and PATRICK CREEDE MANSELL, or the survivor of the two, as Successor Co-Executors. I direct that said persons or any successor shall serve without the necessity of making bond, inventory, accounting or appraisal to any court, to the extent that same may be properly waived under the law. However, this waiver shall not prevent my Executor from electing to obtain bond or file such inventory, accounting or appraisal if it so deems advisable and if so same shall be entitled to reimbursement from the estate for the cost thereof

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

I appoint as Co-Trustees of all trusts created herein, being the "William M. Mansell, Sr. Family Trust A and B" and the "Sandra B Mansell Marital Trust", my children, VIRGINIA DUNCAN MANSELL MACDONALD and PATRICK CREEDE MANSELL, or the survivor of the two. Notwithstanding anything contained herein to the contrary, no Co-Trustee who is also a trust beneficiary shall have any authority to pay to or for the benefit of themselves or their issue any trust income or assets, such power resting solely in the other Co-Trustee, or if there is no Co-Trustee then the consent of an adverse party shall be obtained prior to any such distribution. I also direct that said Trustees or any successor shall serve without the necessity of making bond, inventory, appraisal or accounting to any court to the extent that same may be properly waived under law. However, this waiver shall not prevent my Trustee from electing to obtain bond or file such inventory, accounting or appraisal if it so deems advisable and if so it shall be entitled to reimbursement from the estate for the cost thereof.

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

ARTICLE XVII.
COMMON DISASTER

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


WILLIAM M. MANSELL, SR.

that assumption. If any legatee or devisee or beneficiary other than my wife shall die simultaneously with me or under such circumstances as to render it impossible or difficult to determine who predeceased the other, I declare that I shall be deemed to have survived such legatee or devisee, and this Will and all of its provisions shall be construed upon that assumption.

**ARTICLE XVIII.
DISCLAIMERS**

I hereby authorize and empower all beneficiaries of my estate, or if any of such beneficiaries be deceased or otherwise incapacitated, their respective executor or executrix, administrator or administratrix, or personal representative or agent, hereunder to disclaim all or any portion of my estate herein provided for them. To be effective, such disclaimer shall be in writing and shall be delivered to my Executor within the period designated by the Internal Revenue Code effective at the date of my death. Any portion of my estate so disclaimed by my wife shall pass as a part of my estate and be distributed in accordance with the provisions of Article XI; and any portion of my estate so disclaimed by my children, their issue, or any other beneficiary of my estate shall be distributed in accordance with the terms of this Will, as if said person or persons disclaiming had predeceased me.

**ARTICLE XIX.
FORFEITURE PROVISION**

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


WILLIAM M. MANSELL, SR.

beneficiary shall accept and agree to all of the provisions of this Will and the provisions of this Article are an essential part of each and every benefit.

I, WILLIAM M. MANSELL, SR., have signed this Will, which consists of thirty-three (33) pages, on this the 28th day of June, 2006, in the presence of J. STEPHEN SROBBLEFIELD and RALPH A. YELVERTON, who attested it at my request.

William M Mansell Sr.
WILLIAM M. MANSELL, SR., Testator

The above and foregoing Will of William M. Mansell, Sr. was declared by him in our presence to be his Will and was signed by William M. Mansell, Sr. in our presence and at his request and in his presence and in the presence of each other, we the undersigned witnessed and attested the due execution of the Will of William M. Mansell, Sr. on this the 28th day of June, 2006.

J. Stephen Srobblesfield of 340 SHERBORNE PLACE
FERWOOD, MS, 39232

R A Y of 116 RIDGEPOINTE DR
RIDGELAND, MS 39157

William M Mansell Sr.
WILLIAM M. MANSELL, SR

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF WILLIAM M. MANSELL, SR.

CAUSE NO. _____

PROOF OF WILL

Be it known and remembered that on this 28th day of June,
A D, 2006, before me, the undersigned authority, personally came and appeared
J. STEPHEN STUBBLEFIELD, one of the subscribing witnesses to that certain
instrument of writing purporting and alleged to be the Last Will and Testament of William M.
Mansell, Sr., bearing date of the 28th day of June, 2006; and he/she,
having first carefully examined and inspected said instrument and the signature thereto, and having
been by me first duly sworn, deposed and said that the said William M. Mansell, Sr., signed,
published and declared said instrument of writing as and for his Last Will and Testament in the
presence of this deponent on the day of the date of said instrument; that said William M. Mansell,
Sr. was then of sound and disposing mind, memory and understanding, and able and competent in
law and in fact to make a Will, and at that time was a bona fide resident of Madison County,
Mississippi, where he had maintained his fixed place of residence prior to said date; and that said
Wilham M Mansell, Sr. was then more than eighteen years of age, and that this deponent and the
other witness subscribed said instrument as witness thereto, at the instance and request and in the
presence of said testator and in the presence of each other on the date aforesaid.

Address of Witness

346 SHERBOURNE PLACE
FLOWERS, MS. 39232

J. Stephen Stubblefield
J. STEPHEN STUBBLEFIELD, Witness

SWORN TO AND SUBSCRIBED before me by J. STEPHEN STUBBLEFIELD,
(Witness)
this 28th day of June, A.D., 2006.

My Commission Expires:
July 10, 2008

K. McCallum
NOTARY PUBLIC
MADISON COUNTY, MS

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE
OF WILLIAM M MANSSELL, SR

CAUSE NO _____

PROOF OF WILL

Be it known and remembered that on this 28th day of June, A.D. 2006, before me, the undersigned authority, personally came and appeared RALPH A. YELVERTON, one of the subscribing witnesses to that certain instrument of writing purporting and alleged to be the Last Will and Testament of William M Mansell, Sr., bearing date of the 28th day of June, 2006; and he/she, having first carefully examined and inspected said instrument and the signature thereto, and having been by me first duly sworn, deposed and said that the said William M Mansell, Sr, signed, published and declared said instrument of writing as and for his Last Will and Testament in the presence of this deponent on the day of the date of said instrument; that said William M. Mansell, Sr. was then of sound and disposing mind, memory and understanding, and able and competent in law and in fact to make a Will, and at that time was a bona fide resident of Madison County, Mississippi, where he had maintained his fixed place of residence prior to said date, and that said William M. Mansell, Sr was then more than eighteen years of age, and that this deponent and the other witness subscribed said instrument as witness thereto, at the instance and request and in the presence of said testator and in the presence of each other on the date aforesaid.

Address of Witness

116 Ridgecrest Dr
Redeland, MS 39157

RALPH A. YELVERTON, Witness

SWORN TO AND SUBSCRIBED before me by RALPH A. YELVERTON,
this 28th day of June, A D, 2006. (Witness)

Karen Stupp
NOTARY PUBLIC
MADISON COUNTY, MS

My Commission Expires:
July 10, 2008

MADISON COUNTY MS This Instrument was
filed for record JULY 23, 2009

Book 44 Page 480
ARTHUR JOHNSTON, C C
BY Karen Stupp D.C.

