

BOOK 044 PAGE 704

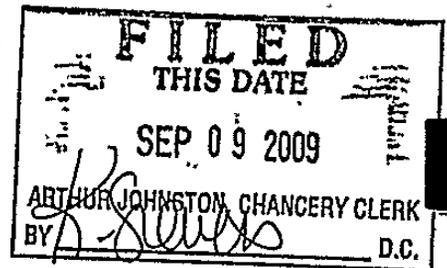
IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

RE: LAST WILL AND TESTAMENT OF  
JAMES O. INGRAM

NO.: 2009-1215-B

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF HINDS



This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Linda D. Boler, of 5068 Gertrude Drive, Jackson, Mississippi 39204, who being by me first duly sworn according to law, says on oath:

A That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of James O. Ingram, Deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 9<sup>th</sup> day of January, 2009.

B That on the 9<sup>th</sup> day of January, 2009, the said James O. Ingram, signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Joy S Nail, the other subscribing witness to said instrument.

C. That the said James O Ingram was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years

D That this affiant, together with Joy S Nail, 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 James O. Ingram and in the presence of each other.

*Linda D. Boler*  
Linda D. Boler

SWORN TO AND SUBSCRIBED BEFORE ME, this the 14<sup>th</sup> day of August, 2009

*Martha Graham Bucciartini*  
Notary Public

My Commission Expires

\_\_\_\_\_



Of Counsel

Travis J. Conner, Esq.  
Robinson, Biggs, Ingram, Solop & Farris, PLLC  
P. O. Box 14028  
Jackson, MS 39236-4028

MADISON COUNTY MS This instrument was  
filed for record SEPTEMBER 9, 2009  
Book 44 Page 704  
ARTHUR JOHNSTON, C. C.  
BY: *R. Sellers* D.C.



BOOK 044 PAGE 706

IN THE CHANCERY COURT OF MADISON COUNTY, MISSISSIPPI

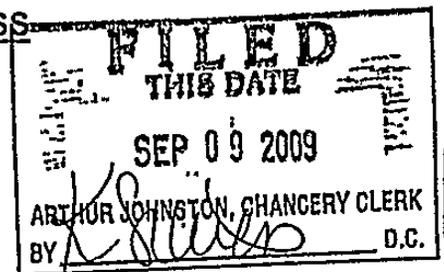
RE: LAST WILL AND TESTAMENT OF  
JAMES O. INGRAM

NO.: 2009-1215-B

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS



This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Joy S. Nail, of 111 Park Lane, Brandon, Mississippi 39047, who being by me first duly sworn according to law, says on oath:

A. That this affiant is one of the subscribing witnesses to an instrument of writing purporting to be the Last Will and Testament of James O. Ingram, Deceased, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated the 9<sup>th</sup> day of January, 2009.

B That on the 9<sup>th</sup> day of January, 2009, the said James O Ingram, signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Linda D. Boler, the other subscribing witness to said instrument

C. That the said James O. Ingram was then and there of sound and disposing mind and memory, and well above the age of twenty-one (21) years.

D. That this affiant, together with Linda D. Boler, 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 James O Ingram and in the presence of each other.

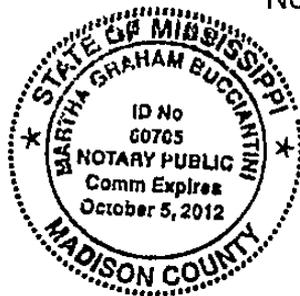
James S. Nail  
Joy S. Nail

SWORN TO AND SUBSCRIBED BEFORE ME, this the 14<sup>th</sup> day of August, 2009.

Martha Graham Bucciantini  
Notary Public

My Commission Expires:

\_\_\_\_\_



Of Counsel

Travis J. Conner, Esq.  
Robinson, Biggs, Ingram, Solop & Farris, PLLC  
P. O. Box 14028  
Jackson, MS 39236-4028





Item IV

Arrangements for my funeral have been made with Mark Seepe Funeral Home

I have made this will in consultation with my attorney John Downey of Madison, Mississippi, and I have also given my son Gary, the sole beneficiary of this will, durable general and medical powers of attorney. I have discussed the legal effects and implications of these acts with said attorney, and it is my will that these acts shall create no presumption that Gary has influenced me, improperly or otherwise, in the making and execution of this will.

IN WITNESS WHEREOF, I have signed, published and subscribed my name hereto in the presence of the two witnesses who have signed their names hereto in my presence and in the presence of each other on this 28<sup>th</sup> day of March, 2008.

*Ann A. White*

Ann A. White

This instrument was, on the date shown above, signed, published and declared by Ann A. White to be her last will and testament, and at her request, we and each of us have on said date signed and subscribed our names hereto as witnesses in her presence and in the presence of each other.

WITNESS OUR SIGNATURES THIS 28 day of March, 2008.

*Almy Carter*

Witness's Signature

584 Cedar Hill Rd

Witness's Address:

Flowa, MS 39071

*John H. Downey*

Witness's Signature

1134 Rattiff Ferry Rd.

Witness's Address:

Canton, MS 39046

BOOK 044 PAGE 710

FILED  
THIS DATE  
SEP 10 2009  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY: Darin Supp D.C.

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI  
COUNTY OF MADISON

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named, Kissy Caver, and John H. Downey, subscribing witnesses to the foregoing instrument of writing dated the 28<sup>th</sup> day of March 2008, purporting to be the Last Will and Testament of Ann A White, each of whom having been first duly sworn, stated on oath that the said Ann A. White, signed, made, published and declared said instrument as her Last Will and Testament on the 28<sup>th</sup> day of March, 2008, the date of the said instrument, in the presence of these affiants; that Testatrix was then of sound and disposing mind and memory, above the age of eighteen (18) years, that the Testatrix was acting voluntarily without undue influence, fraud or restraint; and that the affiants subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance of Ann A. White, and in her presence and the presence of each other.

Kissy Caver  
Witness  
John H. Downey  
Witness

SWORN TO AND SUBSCRIBED BEFORE ME, this the 28<sup>th</sup> day of March, 2008.

My Commission Expires: 3-11-11

Arita Wilson  
NOTARY PUBLIC



2009-1263-B

LAST WILL AND TESTAMENT  
OF  
AUDREY DORROH HENDRIX

BOOK 044 PAGE 711  
**FILED**  
THIS DATE  
SEP 10 2009  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY SARON JOUR D.C.

I, AUDREY DORROH HENDRIX of Ridgeland, Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one (21) years, and under no disabilities of any kind or character, do hereby make, publish and declare this instrument to be my Last Will and Testament hereby revoking all Wills, Testaments and Codicils heretofore made by me.

ARTICLE I.

I direct that all my debts, all expenses of my last illness, all funeral and burial expenses (including the cost of a suitable monument at my grave) and the cost of the administration of my estate be paid as soon as practicable after my death out of my estate.

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.

ADH ADH  
KJR  
HHA  
[Signature]

ARTICLE II.

I direct that all my estate, inheritance and other taxes in the general nature thereof (together with any interest or penalty thereon), be paid out of my estate.

ARTICLE III.

I have made no certain special bequests.

ARTICLE IV.

All of the remainder of my entire estate, both real and personal, including my interest in my home, I give, devise and bequeath to my son, Aubrey Earl Hendrix, Jr. If Aubrey Earl Hendrix, Jr. shall predecease me, then I give, devise and bequeath the remainder of my entire estate equally to Ethel Smith and to Alden Smith, presently of Ridgeland, Mississippi, as joint tenants with right of survivorship, share and share alike. If Aubrey Earl Hendrix, Jr., Ethel Smith and Alden Smith shall predecease me, then I give, devise and bequeath the remainder of my entire estate solely to Marilyn Smith, presently of Ridgeland, Mississippi.

ARTICLE V.

I hereby nominate, appoint and constitute my son, Aubrey Earl Hendrix, Jr., as the executor of my estate. If Aubrey Earl Hendrix, Jr. should predecease me or if he shall be unwilling or unable to serve as my executor, then I nominate Marilyn Smith as executor of my estate. Any executor is hereby authorized to serve

ADH

A. E. H.  
M. S.  
M. S.  
M. S.

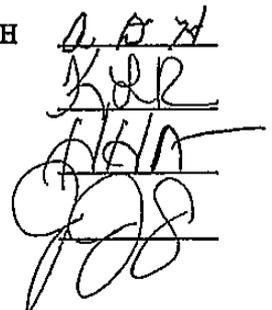
without posting bond. I hereby waive formal appraisal, inventory, and accounting.

IN WITNESS HEREOF, I have hereunto signed and subscribed my name in the presence of witnesses who have attested the same in my presence and in the presence of each other on this the 25 day of October, 1996.

  
\_\_\_\_\_  
AUDREY DORROH HENDRIX

[INTENTIONALLY LEFT BLANK]

ADH



ATTESTATION

We, the undersigned subscribing witnesses to the foregoing Last Will and Testament of Audrey Dorroh Hendrix, do hereby each certify that said instrument was signed by said Audrey Dorroh Hendrix in our presence and in the presence of each of us, and that the said Audrey Dorroh Hendrix declared the same to be her Last Will and Testament in the presence of each of us, and that we each signed and subscribed our names as witnesses to said Last Will and Testament at the request of Audrey Dorroh Hendrix in her presence and in the presence of each other, all this having been done on this the 25th day of October, 1996.

Kellie L. Roberts

Helene H. Allen

Julia Sanders

WITNESSES:

Kellie L. Roberts  
NAME

165 Wildwood Dr  
ADDRESS

Jackson, MS 39212  
CITY/STATE/ZIP

Helene H. Allen  
NAME

715 Rice Rd Apt. 5-F  
ADDRESS

Ridgeland, MS- 39157  
CITY/STATE/ZIP

William J. Sanders  
NAME

1414 Lakeside Drive #F-302  
ADDRESS

Brandon, MS 39042  
CITY/STATE/ZIP

ADH AWH  
KLR  
AWA  
[Signature]

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Kellie L. Roberts, who being by me first duly sworn on oath states that she is one and the same person as the "Kellie L. Roberts" appearing as a witness for the signature of Audrey Dorroh Hendrix to her Last Will and Testament dated the 25th day of October, 1996.

Affiant states on oath that said Audrey Dorroh Hendrix did execute said Will as the testatrix's own voluntary act and deed in her presence and at a time when she and the said was in the presence of the other attesting witnesses, Helene H. Allen and Julia Sanderson

\_\_\_\_\_. Affiant further states that the said Audrey Dorroh Hendrix at the time she executed her will was over the age of eighteen (18) years, was of sound and disposing mind, memory and understanding, and was not acting under duress or undue influence from any person.

Kellie L. Roberts  
WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME on this the 25th day of October, 1996.

Julia Sanderson  
NOTARY PUBLIC

My Commission Expires:  
June 1997

ADH A. S. W.  
KLR  
HHA  
[Signature]

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Helene H. Allen, who being by me first duly sworn on oath states that she is one and the same person as the "Helene H. Allen" appearing as a witness for the signature of Audrey Dorroh Hendrix to her Last Will and Testament dated the 25th day of October, 1996.

Affiant states on oath that said Audrey Dorroh Hendrix did execute said Will as the testatrix's own voluntary act and deed in her presence and at a time when she and the said was in the presence of the other attesting witnesses, Kellie L. Roberts and Julia Sanderson

\_\_\_\_\_. Affiant further states that the said Audrey Dorroh Hendrix at the time she executed her will was over the age of eighteen (18) years, was of sound and disposing mind, memory and understanding, and was not acting under duress or undue influence from any person.

Helene H. Allen  
WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME on this the 25th day of October, 1996.

Kellie L. Roberts  
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES: April 13, 1997  
BONDED THRU HEIDEN MARCHETTI, INC.

ADH ADH  
KLP  
JSA  
ADH

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Julia Sanderson, who being by me first duly sworn on oath states that she is one and the same person as the "Julia Sanderson" appearing as a witness for the signature of Audrey Dorroh Hendrix to her Last Will and Testament dated the 25th day of October, 1996.

Affiant states on oath that said Audrey Dorroh Hendrix did execute said Will as the testatrix's own voluntary act and deed in her presence and at a time when she and the said was in the presence of the other attesting witnesses, Kellie L. Roberts and Helen H. Allen

Affiant further states that the said Audrey Dorroh Hendrix at the time she executed her will was over the age of eighteen (18) years, was of sound and disposing mind, memory and understanding, and was not acting under duress or undue influence from any person.

[Signature]  
WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME on this the 25th day of October, 1996.

[Signature]  
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC, STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES: April 13, 1997  
BONDED THRU HEIDEN-MARCHETTI, INC.

ADH [Signature]  
[Signature]  
[Signature]  
[Signature]

FILED  
THIS DATE  
SEP 11 2009  
ARTHUR JOHNSTON, CLERK  
BY *Barbara Stupp*, D.C.

LAST WILL AND TESTAMENT  
OF

MARY MARGARET SIGREST WILKINSON

I, MARY MARGARET SIGREST WILKINSON, an adult resident of Rankin County, Mississippi, being over the age of twenty-one years, of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all prior wills and codicils.

I.

I hereby request that all of my legal debts be paid.

II.

I hereby appoint as the Executor of my estate, my husband, CHARLES ELTON WILKINSON, and request that he act without the giving of bond, taking of inventory and accounting to any court, all being waived as being unnecessary. In the event my husband should predecease me, or in the event he would be unable to serve for any reason whatsoever, then in that event I hereby appoint as the Alternate Executor, my son, CHARLES DAVIS WILKINSON, and request that he act without the giving of bond, taking of inventory and accounting to any court, all being waived as being unnecessary.

*MMSW* MMSW

III.

I hereby will, devise and bequeath my entire estate, real, personal, mixed of whatsoever kind or character, all assets, including but not limited to investments, individual retirement accounts, bank accounts, credit union accounts, annuity accounts, life insurance, vehicles and real estate, to my husband, CHARLES ELTON WILKINSON.

IV.

In the event my husband has predeceased me, or in the further event we should die in a common accident, I hereby will, devise and bequeath my entire estate, real, personal, mixed and residue to my two children, CHARLES DAVIS WILKINSON and MARY JACQUELINE WILKINSON HELBERG, in equal shares.

V.

In the event my husband has predeceased me, and in the event either one or both of my children have predeceased us, I hereby bequeath that portion of the deceased child's estate to the natural children of my deceased child, not to any step-children. My natural grandchildren are LON DAVIS WILKINSON, SHEA SEBAN WILKINSON, SELENA COLLEEN SMITH BULLARD and CHRISTI MICHELLE SMITH DYESS.

VI.

In the event my husband has predeceased me, I hereby request

MMSW MMSW

that all of the household contents be divided between my two children.

VII.

In the event my husband has predeceased me, I hereby request that all of the real estate I may own at the time of my death be sold and the proceeds equally divided between my two children. Either of my two children may purchase any of my real estate from the other.

IN WITNESS WHEREOF, I have signed this my Last Will and Testament on the 31st day of JULY, ~~1996~~ 1999 M.M.S.W.

*Mary Margaret Sigrest Wilkinson*  
MARY MARGARET SIGREST WILKINSON  
TESTATRIX

CERTIFICATE OF SUBSCRIBING WITNESS

WE, *Mary Jacquelin Nelson* and *Lynn Helberg*  
the subscribing witnesses to the Last Will and Testament of MARY MARGARET SIGREST WILKINSON, have attested the signing of this Will in her presence and in the presence of each other and we do certify that MARY MARGARET SIGREST WILKINSON signed the foregoing instrument and declared same to be her Last Will and Testament and at the time of said signing MARY MARGARET SIGREST WILKINSON was of sound and disposing mind and memory.

M.M.S.W. MMSW

BOOK 044 PAGE 722

SUBSCRIBING WITNESSES:

Mary Jacqueline Hillory

ADDRESS: 82 WANDERING OAKS  
HATTIESBURG, MS 39401

Myron Hebbey

ADDRESS: 82 WANDERING OAKS  
HATTIESBURG, MS 39401

**FILED**  
THIS DATE  
SEP 11 2009  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Arthur Johnston* DC

LAST WILL AND TESTAMENT  
OF  
CHARLES ELTON WILKINSON

I, CHARLES ELTON WILKINSON, an adult resident of Rankin County, Mississippi, being over the age of twenty-one years, of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all prior wills and codicils.

I.

I hereby request that all of my legal debts be paid.

II.

I hereby appoint as the Executrix of my estate, my wife, MARY MARGARET SIGREST WILKINSON, and request that she act without the giving of bond, taking of inventory and accounting to any court, all being waived as being unnecessary. In the event my wife should predecease me, or in the event she would be unable to serve for any reason whatsoever, then in that event I hereby appoint as the Alternate Executor, my son, CHARLES DAVIS WILKINSON, and request that he act without the giving of bond, taking of inventory and accounting to any court, all being waived as being unnecessary.

CEW CEW

III.

I hereby will, devise and bequeath my entire estate, real, personal, mixed of whatsoever kind or character, all assets, including but not limited to investments, individual retirement accounts, bank accounts, credit union accounts, annuity accounts, life insurance, vehicles and real estate, to my wife, MARY MARGARET SIGREST WILKINSON.

IV.

In the event my wife has predeceased me, or in the further event we should die in a common accident, I hereby will, devise and bequeath my entire estate, real, personal, mixed and residue to my two children, CHARLES DAVIS WILKINSON and MARY JACQUELINE WILKINSON HELBERG, in equal shares.

V.

In the event my wife has predeceased me, and in the event either one or both of my children have predeceased us, I hereby bequeath that portion of the deceased child's estate to the natural children of my deceased child, not to any step-children. My natural grandchildren are LON DAVIS WILKINSON, SHEA SEBAN WILKINSON, SELENA COLLEEN SMITH BULLARD and CHRISTI MICHELLE SMITH DYESS.

VI.

In the event my wife has predeceased me, I hereby request

CEW CEW

that all of the household contents be divided between my two children.

VII.

In the event my wife has predeceased me, I hereby request that all of the real estate I may own at the time of my death be sold and the proceeds equally divided between my two children. Either of my two children may purchase any real estate from the other.

IN WITNESS WHEREOF, I have signed this my Last Will and Testament on the 31st day of JULY, ~~1998~~ 1999 CEW

Charles Elton Wilkinson  
CHARLES ELTON WILKINSON, TESTATOR

CERTIFICATE OF SUBSCRIBING WITNESS

WE, Mary Jacqueline Holberg and John Holberg  
the subscribing witnesses to the Last Will and Testament of CHARLES ELTON WILKINSON, have attested the signing of this Will in his presence and in the presence of each other and we do certify that CHARLES ELTON WILKINSON signed the foregoing instrument and declared same to be his Last Will and Testament and at the time of said signing CHARLES ELTON WILKINSON was of sound and disposing mind and memory.

CEW CEW

BOOK 044 PAGE 726

SUBSCRIBING WITNESSES:

Maryjacqueline Helvey

ADDRESS: 82 WANDERING OAKS  
HATTIESBURG, MS 39401

Lynn Helvey

ADDRESS: 82 WANDERING OAKS  
HATTIESBURG MS 39401

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

Book 44 Page 719  
ARTHUR JOHNSTON, C. C.

BY Lynn Helvey



BOOK 044 PAGE 727

LAST WILL AND TESTAMENT 2009-1090

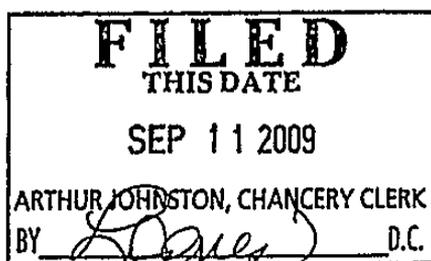
OF

EMMA BOWERING

I, the undersigned, EMMA BOWERING, being of legal age to make and execute a Last Will and Testament, being of sound and disposing mind and memory, and having a fixed place of residency in MADISON County, Mississippi, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all former Wills and/or Codicils by me heretofore made.

ONE: That it is my desire and direction that at my death, all of my just and lawful debts, including funeral expenses and expenses of last illness, if any there be, be examined and confirmed to be valid and if so, then they be paid, through a lawful probate of my Estate, as per this Will.

TWO: That I hereby give, devise and bequeath unto my beloved nephew, GEORGE W. LEWIS, and his lawful wife, SARAH LEWIS, all my real and personal property, including my home located 113 Estes Street,



Page One: Emma Bowering: E. B.

BOOK 044 PAGE 728

Flora, Madison County, Mississippi, and the usual household furniture, fixtures and appliances, located therein and any and all mineral, gas, and/or oil rights I may have retained heretofore, together with any cash entitlement, from any available source of cash in my name and power to dispose of at my death to have and hold and share and share alike, per stirpes.

THREE: That at my death, should my beloved nephew GEORGE W. LEWIS, or his wife, SARAH LEWIS have predeceased me, then it is my direction and request that the entire balance of my estate, real and personal, become the property of the survivor of the two of them.

FOUR: I further direct and request that the necessity of an inventory, accounting and/or appraisal of this my Estate be waived, due to the nature of the assets and to prevent unnecessary expense upon my Estate, and that this be applicable to the named Executor herein, or any other Executor as may be hereafter appointed by this Court, unless the Court should direct otherwise.

FIVE: That I hereby designate and appoint my beloved nephew, GEORGE W. LEWIS to serve as Executor of this my Last Will, and that he so serve without bond, and to have all the lawful powers to administer my

Page Two: Emma Bowering: E. B.

Estate. That if he is unable to so serve, for any reason, then I hereby authorize and request that his lawful wife, SARAH LEWIS be appointed as Alternate Executrix to serve herein and that she so serve without bond.

SIX: That I hereby request, direct and appoint, if at all possible, my friend and attorney, LEE B. AGNEW, JR., and/or his son and partner LEVOY "BO" AGNEW to serve as the attorney of record herein for the purpose of lawful probate of my Estate.

WITNESS MY SIGNATURE this the 26<sup>th</sup> day of September, 2008.

Emma Bowering  
EMMA BOWERING  
TESTATOR

WITNESS:

Jenna M. Allen (Name)  
P.O. Box 251 (Address)  
Florida, Ms. 3907

Judy M. Tucker (Name)  
PO Box 431 (Address)  
Flora, Ms 39071

BOOK 044 PAGE-730

STATE OF MISSISSIPPI  
COUNTY OF Madison

We, each of the subscribing witnesses to the Last Will and Testament of EMMA BOWERING do hereby certify that said instrument was declared by the said EMMA BOWERING, to be her Last Will and Testament and that same was so declared in our immediate presence and that we signed our names thereunto as subscribing witnesses, at the request of the said EMMA BOWERING, in her immediate presence and in the presence of each other, on the date as set forth therein.

WITNESS OUR SIGNATURES this the 26<sup>th</sup> day of September, 2008.

James M. Alelem  
WITNESS  
526 Wilder DR  
STREET ADDRESS  
Flora, Ms. 39071  
CITY, STATE, ZIP CODE

Sady M. Tucker  
WITNESS  
127 Shepard St.  
STREET ADDRESS  
Flora, Ms 39071  
CITY, STATE, ZIP CODE

ATTESTATION CLAUSE  
AND  
AFFIDAVIT OF SUBSCRIBING WITNESSES

PERSONALLY appeared before me, this date, the undersigned authority, in and for the aforesaid jurisdiction, the within-named James M. Alderman and Judy M. Tucker each of whom, after being by me first duly sworn, on their oaths, stated that the two (2) of them are the Subscribing Witnesses to the Last Will and Testament of EMMA BOWERING, and that they, respectively and jointly, certify that said instrument was declared by the said EMMA BOWERING to be her Last Will and Testament and same was declared in their joint and immediate presence and that they signed their names hereon as Subscribing Witnesses, at the request of EMMA BOWERING and that they signed hereon, as Subscribing Witnesses, in her immediate presence and in the immediate presence of each other; and, further they state, respectively, that they are adult resident citizens of the State of Mississippi, and they are competent to testify as to the matters contained herein. That they are respectively acquainted with EMMA BOWERING, on a personal basis, and they knew, from their own personal knowledge, that the said EMMA BOWERING is a resident citizen of MADISON County, Mississippi, over the age of 18 years, and of sound and disposing mind and memory, and fully capable of appreciating her acts and the consequences thereof on the date of signatures hereon, and for some time heretofore.

WITNESS OUR SIGNATURES this the 21<sup>st</sup> day of September, 2008.

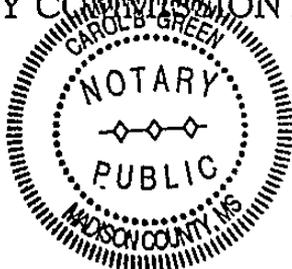
James M. Alderman  
NAME:  
526 Wilder Dr  
STREET ADDRESS  
Flora, Ms. 39071  
CITY, STATE, ZIP

Judy M. Tucker  
NAME:  
127 Shepard St.  
STREET ADDRESS  
Flora, Ms. 39071  
CITY, STATE, ZIP

(SWORN TO AND SUBSCRIBED before me, this the 21<sup>st</sup> day of September, 2008.)

Carol B. Green  
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7-14-09



Page Five: Emma Bowering: E. B.

MADISON COUNTY MS This instrument was  
filed for record SEPTEMBER 11, 2009  
Book 44 Page 727  
ARTHUR JOHNSTON, C C  
BY: L. Jones D.C.



LAST WILL AND TESTAMENT  
OF  
BETTE S AVARA

FILED  
THIS DATE  
SEP 15 2009  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *Karen Tapp* D.C.

I, BETTE S AVARA, being over the age of twenty-one (21) years, of sound and disposing  
mind and memory, do hereby make, publish and declare this to be my Last Will and Testament,  
hereby revoking all prior wills and codicils

I.

I hereby request that all of my legal debts be paid

II.

I hereby appoint as the Executrix of my estate, <sup>*Avara*</sup> KIM ANZINA, and request that she act with  
the giving of bond, taking of inventory and accounting to any court, all being waived as being  
unnecessary. *In the event she is unable to serve, I appoint*  
*my daughter Leigh Avara to serve as Executrix.*

*BBA*

*BBA*

III

I hereby will, devise and bequeath all of my estate, both real, personal, residue, mixed, to my  
four children, <sup>*Avara*</sup> DONNA STEPHENS, <sup>*Avara*</sup> KIM ANZINA, <sup>*Avara*</sup> LEIGH AVARA, and <sup>*Avara*</sup> LESLIE BREITHUPT  
share and share alike I hereby direct that my Executors, in the event that I contract an illness or injury  
that is not survivable to ensure that no extraordinary efforts be made to prolong my life. It is my  
expressed intention that should I find myself in such a situation that is not survivable that no life  
support efforts be given that would unnecessarily prolong my life

*BBA*

IV.

In the event of injury or illness, if my positions determine that I have no realistic  
expectation of recovery, I hereby direct that my Executrix inform my medical providers that I  
wish no extraordinary measures be taken to lengthen my life In the event it is determined that

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there is no hope of recovery from any illness or injury that I may incur, then in that event, I direct that my Executrix order the medical providers to take no measures that would unnecessarily prolong my life.

IN WITNESS WHEREOF, I have signed this Will on the 9<sup>th</sup> day of December, 2003.

Bette S. Avara  
BETTE S AVARA

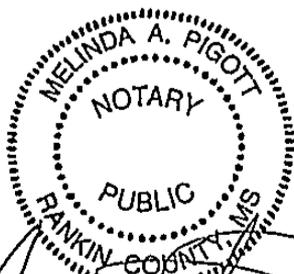
CERTIFICATE OF SUBSCRIBING WITNESSES

WE, Trish Kukuk AND Pamela P. Keys, the subscribing witnesses to the Last Will and Testament of BETTE S AVARA, have attested the signing of this Will in her presence and in the presence of each other We do certify that BETTE S AVARA, signed the foregoing instrument and declared same to be her Last Will and Testament and at the time of the signing, BETTE S AVARA, was of sound and disposing mind and memory

WITNESSES.

Trisha Kukuk ADDRESS 123 B Prescott Dr  
Brandon, MS 39042

Pamela P. Keys ADDRESS 303 Woodland Dr  
Brandon, MS 39042



Melinda A. Pigott  
Notary Public State of Mississippi At Large  
My Commission Expires February 4, 2007  
Bonded Thru Heldon, Brooks & Garland, Inc

MADISON COUNTY MS This instrument was filed for record SEPTEMBER 15, 2009

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ARTHUR JOHNSTON, C. C.

BY: Arthur Johnston D.C.



# Last Will and Testament L E D

2009-1257-B

OF

C. DENTON GIBBES, JR.

THIS DATE
SEP 17 2009
ARTHUR JOHNSTON, CHANCERY CLERK
BY <i>SARON TOLSON</i> D.C.

I, C Denton Gibbes, Jr , an adult resident of Laurel, Jones County, Mississippi, being above the age of eighteen (18) years and being of sound and disposing mind and memory, do hereby make, publish and declare this to be my Last Will and Testament and revoke all prior Wills and Codicils/ heretofore made by me.

## ITEM I.

My wife's name is Joyce B. Gibbes, and she is herein referred to as "my wife." I have three (3) children now living, as follows:

Two legally adopted children:

Michael T. Gibbes, born January 25, 1955; and

John P. Gibbes, born January 25, 1955

C. Denton Gibbes, III, born to my marriage to Joyce B. Gilles on December 16, 1961

My wife, Joyce B. Gibbes, has two children born to her during a prior marriage namely:

Cynthia Watson Calvert, born November 16, 1950, and

Roy F. Watson, born January 27, 1948.

The words "child" or "children" as used herein shall be deemed to include Michael T. Gibbes, John P. Gibbes, C Denton Gibbes, III, Cynthia Watson Calvert and Roy F. Watson, and "descendants" shall include any person born to or hereafter born to any of said children. Each of the words "child," "children," and "descendants" shall be deemed to include an adopted child

## ITEM II.

I appoint my wife, Joyce B. Gibbes, as Executrix of my estate under this Will. In the event my wife is or becomes unable or unwilling to serve, I appoint C. Denton Gibbes, III and Cynthia Watson Calvert to serve as Successor Co-Executors.

*C.D.G., Jr.*

ITEM III

My Executrix shall pay all funeral expenses, costs of administration and properly probated and allowed claims against my estate.

ITEM IV.

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

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

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

ITEM V.

To my wife, Joyce B. Gibbes, if she survives me, I give, devise and bequeath the following

- A. My interest in our family residence, subject to any indebtedness thereon;
- B. My automobiles and other vehicles, club memberships, clothing, books, and other personal effects; and
- C. My interest in the furniture, furnishings, fixtures, silverware, china, pictures, linens, glassware, rugs and the like located in our home.

If my wife does not survive me, I give, devise and bequeath my interest in the family residence to the Trustee of the "Joyce B. Gibbes Family Trust," created under the Last Will and Testament of my wife, Joyce B. Gibbes, dated Jan. 27, 2006, to be held, administered and distributed under the provisions of that Trust; and the assets described above in Paragraphs B and C of this Item V to my children in substantially equal shares, to be divided among them as they agree, or in the absence of such agreement, as my Executor may determine. In the event a child predeceases me, his or her share of the assets described in Paragraphs B and C shall be distributed to his or her descendants in equal shares, per stirpes, or if there are no such descendants, said deceased child's share of said assets shall be distributed to my surviving children, or the descendants of a deceased child, in equal shares, per stirpes.

*Carl J. Jr.*

ITEM VI

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 or liability, 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, devise, and bequeath, respectively, to those persons, corporations, trusts 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, by operation of law, or by other means. If any of the individual beneficiaries affected by this Item VI shall not survive me, or if any corporation, trust or other entity so affected by this Item VI shall not be in existence at the time of my death, the bequest to such individuals, corporations, trusts or other entities shall lapse and same shall become a part of my residuary estate hereinafter disposed of.

ITEM VII.

If my wife, Joyce B. Gibbes, survives me, I give, devise and bequeath to her all interest in my estate, real or personal, tangible or intangible, of whatsoever kind or character, wheresoever situated, and to which I either may be entitled at my death or over which I shall have a power of appointment

ITEM VIII

If my wife, Joyce B. Gibbes, does not survive me, I give, devise and bequeath the rest, residue and remainder of my estate, real and personal, tangible or intangible, of whatsoever kind or character, and wheresoever located, and to which I either may be entitled at my death or over which I shall have a power of appointment to the Trustee of the "Joyce B. Gibbes Family Trust," created under the Last Will and Testament of my wife, Joyce B. Gibbes, dated Jan. 27, 2006, to be held, administered and distributed as provided in said Trust.

ITEM IX.

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

bequeathed to him or her whether outright or in trust or all or any part of his or her interest in any trust created herein. Any disclaimer shall be made within the time period and in a manner required for the disclaimer to qualify under IRC Section 2518 as well as applicable state law and shall be made in writing, stating specifically the property or interest disclaimed, and may be filed with the Chancery Court in which my Will is probated and shall also be delivered to my Executor. If my wife or any other person or a Trustee or personal representative disclaims any portion of a bequest, the property disclaimed shall be distributed to the Trustee of the "C. Denton Gibbes, Jr. Family Trust" created under Item X of this my Last Will and Testament to be held, administered and distributed as provided herein.

#### ITEM X

In the event a portion of my estate passes pursuant to this Item X, whether it be pursuant to Item VIII or Item IX of this my Last Will and Testament, or pursuant to Item V or Item IX of the Last Will and Testament of my wife, Joyce B. Gibbes, dated Jan. 27, 2006, I give, devise and bequeath said property to C. Denton Gibbes, III and Cynthia Watson Calvert, as Co-Trustees, to be held, administered and distributed as set forth below in this Item X. This Trust shall be for the benefit of my wife, if living, my children, and the descendants of a deceased child.

The assets devised and bequeathed under this Item X of my Will shall be charged with the payment of any estate, inheritance or other death taxes payable by reason of my death and any other expenses of my estate not deductible for federal estate tax purposes. I recognize the possibility that no property may be disposed of by this Item X of my Will and that the amount so disposed of may be affected by the action of my Executor in exercising certain tax elections.

If property passes to this Trust which my wife has disclaimed under Section 2518, she shall be treated as a beneficiary of this Trust and shall be entitled to distributions as provided herein. If property passes to this Trust which any beneficiary other than my wife has disclaimed under Section 2518, that beneficiary shall be treated as if deceased on the date of that disclaimer and shall cease to be a beneficiary of the C. Denton Gibbes, Jr. Family Trust.

The Trustee shall hold, administer and distribute the assets of the Trust as follows:

A. The Trustee shall distribute to or for the benefit of my wife all of the net income of the trust. In determining the net income to be distributed, all payments and royalties received pursuant to any and all oil and gas interests shall be deemed to be income.

B. In addition to the income distributions, the Trustee may distribute to or for the benefit of my wife as much principal as the Trustee, in its discretion, deems advisable for her education, support, maintenance and health, including any hospital or other institutional care, or for the

*C. Denton Gibbes, Jr.*

maintenance of her accustomed standard of living at the time of my death. In making principal distributions, the Trustee shall consider the needs of my wife and the funds available to her from other sources

C Upon my wife's death, the Trustee shall divide the remaining trust assets into separate, equal and independent shares for the benefit of each of my then-living children. The Trustee shall distribute the shares created for the benefit of my children, Cynthia Watson Calvert, C. Denton Gibbes, III, Michael T. Gibbes, John P. Gibbes and Roy F. Watson, to them outright and free of Trustee. In the event a child of mine predeceases me and leaves no descendants, said deceased child's share of the trust assets shall be added to the shares created for the benefit of my surviving children in equal shares. In the event a child of mine predeceases me with descendants, the Trustee shall subdivide the deceased child's share of the trust assets into separate, equal and independent shares to be held for the benefit of the descendants, collectively, of said deceased child of mine. However, in the event C. Denton Gibbes, III, predeceases me, William Edward Gibbes shall not be treated as his descendant and shall therefore not receive an equal share of the assets passing for the benefit of C. Denton Gibbes, III, as William Edward Gibbes will be provided for by other means. The Trustee shall hold, administer and distribute the assets of each share of the Trust in accordance with the following provisions:

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

2. In addition to the income distributions, the Trustee may distribute to or for the benefit each beneficiary from his or her share of the trust (but not necessarily in equal shares), as much principal as the Trustee, in the Trustee's discretion, deems advisable for the beneficiary's education, support, maintenance and health, including any hospital or other institutional care, and for the maintenance of the beneficiary's accustomed standard of living at the time of my death. In making principal distributions, the Trustee shall consider the needs of the beneficiaries and the funds available to them from other sources.

3. As and when each beneficiary attains the age of twenty-one (21) years, the Trustee shall distribute to that beneficiary one-third (1/3) of the remaining assets of that beneficiary's share of the trust estate. As and when each beneficiary attains the age of thirty (30) years, the Trustee shall distribute to that beneficiary one-half (1/2) of the remaining assets of that beneficiary's

share of the trust estate. As and when each beneficiary attains the age of thirty-five (35) years, the Trustee shall distribute to that beneficiary the remaining assets of the rest, residue and remainder of his or her share of the trust estate. If at the time of my death, my wife's death, and a child's death, a descendant of a deceased child has attained the age required herein for distribution of part or all of the assets of his or her share of the principal of the Trust, such part or all of that principal shall be distributed to that descendant of a deceased child, at that time.

4. In the event of the death of any descendant of a deceased child prior to receipt by that descendant of all of the assets of his or her share of the trust estate, the balance of the assets of his or her separate and independent share of the Trust for the benefit of said descendant of a deceased child shall be retained in Trust for benefit of said deceased descendant's then-living descendants. The net income and principal shall be distributed in accordance with the directions and standards previously set forth in subparagraphs C(1), (2), and (3) of this Item X. If at the death of a descendant of a deceased child, he or she leaves no surviving descendants, that deceased descendant's share of the trust estate shall be added to the shares created for the other descendants of the same deceased child, to be held, administered and distributed in accordance with the provisions of this Trust, or shall be distributed outright to a beneficiary who had previously reached the age to have received a distribution of his or her share of the trust estate.

D. Notwithstanding any other provisions herein to the contrary, 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 income or principal from the trust estate, shall not have manifested the ability which would qualify such beneficiary prudently to use and conserve the principal of the trust estate provided to be distributed to such beneficiary, then and in such event, the Trustee is fully authorized to hold and defer the delivery and conveyance of any part or all of such income and principal distribution until the Trustee shall deem such beneficiary to be qualified to prudently use and conserve the same, provided, however, such principal so retained shall continue to be administered as an integral part of such beneficiary's share of the 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 in its sole discretion such beneficiary is qualified to prudently use and conserve the same or distributed for the benefit of the beneficiary as needed by the beneficiary for his or her education, support, maintenance and health. Should any beneficiary of the trust be disabled, incompetent, a debtor in any bankruptcy proceeding, a defendant in any legal proceeding including, without limitation, a divorce, addicted to alcohol, drugs, or gambling, or in any way incapacitated at the time of any scheduled distribution, the Trustee is authorized in its discretion to withhold such distribution and continue to maintain such trust assets for the benefit of said beneficiary until such condition is removed. The Trustee shall have sole and

absolute discretion to determine whether a beneficiary is disabled, incompetent, or incapacitated and to determine when any such conditions as detailed above have been removed. The decision of the Trustee with respect to the exercise or the non-exercise by it of any discretionary power hereunder, or the time or manner of the exercise thereof, made in good faith, shall fully protect it and shall be conclusive and binding upon all persons interested in the trust estate. The Trustee shall be held harmless for exercising its discretion and shall be entitled to indemnification from the Trust assets, provided such discretion is exercised in good faith. The Trustee may obtain the services of two (2) licensed physicians in the State of domicile of a beneficiary for the purpose of evaluating and/or examining a beneficiary to determine the extent of a beneficiary's disability, incompetency, incapacitation, or addiction to drugs, alcohol, or gambling. The Trustee may rely solely upon either or both of the opinions of said physicians in exercising its authority and power to withhold a beneficiary's distribution as described in this paragraph D of this Item X.

E. My wife shall continue as a beneficiary of the Trust notwithstanding her remarriage subsequent to my death. However, before making distributions of income and principal, the Trustee shall consider the assets available to my wife as a result of her remarriage.

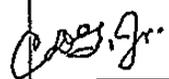
F. Upon distribution of the entire estate to the beneficiary or beneficiaries of any trust created under this Item X of my Will, such trust shall terminate.

G. This Trust shall be known as the "C. Denton Gibbes, Jr. Family Trust."

#### ITEM XI.

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

None of the principal or income of any trust created under this Will shall be liable for debts of any beneficiary or be subject to seizure by creditors of any beneficiary. The beneficiaries have no power to sell, assign, transfer, encumber or in any manner to anticipate or dispose of any part of their interest in the trust funds or the income produced from the funds. This provision shall also apply to any spouse of a beneficiary. In other words, a beneficiary's interest in the income and/or



principal of any trust created under this Will is not subject to voluntary or involuntary transfers of creditors and/or claimants.

ITEM XII

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

The Trustee shall not be required to make physical division of the trust property, except when necessary for the purposes of distribution, but may, in its discretion, keep the Trusts in one or more consolidated funds. As to each consolidated fund, the division into the various shares comprising such fund need be made only on the Trustee's books of account, in which case each trust shall be allotted its proportionate part of the principal and income of the fund and charged with its proportionate part of expenses thereof.

ITEM XIII.

Notwithstanding any provision of this Will to the contrary, the interest of every beneficiary of any trust created by this Will shall vest within the period prescribed by the Rule against Perpetuities or any statute pertaining thereto. Upon such vesting, any trust property held by the Trustee shall be distributed to the beneficiary or beneficiaries of the trust as though such beneficiary had reached the age at which final distribution is required by this Will.

ITEM XIV.

If at the time any distribution of trust assets from any trust created in this Will is required and a minor is entitled to a share thereof, including any distribution of vested property under Item XIII above, the Trustee is directed to continue to hold the share of the minor in trust for the minor's benefit until such minor attains age twenty-one (21) years. Until distribution is made, the Trustee shall expend such part of the income and/or principal of the share belonging to the minor as the

*Casey, Jr.*

Trustee, in the Trustee's discretion, deems necessary to provide for the education, support, maintenance and health of the minor, including any hospital or other institutional care and for the maintenance of said minor's accustomed standard of living at the time of my death.

ITEM XV.

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 the Trust is established, I authorize the Trustee, in the Trustee's discretion, to request of my Executor, in which case my Executor may comply with that request, to pay at least annually out of my estate advanced payments of income to the income beneficiaries of the Trust. These payments shall be an amount which in the judgment of the Trustee and the Executor, jointly, equals the income which the beneficiaries would receive from the Trust had it been funded at the date of my death.

ITEM XVI.

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

No Trustee hereunder shall be required to enter into any bond or to file with any court a formal accounting of the Trustee's administration. The Trustee shall render annual accounts to the income beneficiaries of each Trust. No persons paying money or delivering property to the Trustee shall be required to see to its application. In the event that any person entitled to an annual statement hereunder is a minor or otherwise legally incapacitated, such statement is to be rendered to the guardian of or to the individual with whom such person resides, but if such minor be at least eighteen (18) years of age, the minor shall also receive a copy. The statement shall show all receipts and disbursements and a list of all assets held as of the closing dates of the accountings.

ITEM XVII.

A Trustee of any trust created in this Will may resign at any time by giving written notice, specifying the effective date of resignation, to the persons who are income beneficiaries of the trust at that particular time. The notice may be made by personal delivery or sent by registered mail. In addition, the Trustee or any Successor Trustee may be removed by written notice to such Trustee by my wife, or by her agent under a power of attorney, her guardian, conservator or her other fiduciary or personal representative acting on her behalf, if living and, if not, by a majority of the current

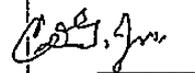
income beneficiaries of the trust, or through their legal guardian, conservator or agent under a power of attorney if they are a minor or incapacitated, at any time and for cause, or without cause, specifying the date for such resignation. In the event of the resignation or removal of the Trustee, a Successor Trustee shall be appointed by my wife, or her agent under a power of attorney, her conservator, or her other fiduciary or personal representative acting on her behalf, or if my wife is not living, by a majority of the current income beneficiaries of the trust, or through their legal guardian, conservator or agent under a power of attorney if they are a minor or incapacitated. In no event shall my wife or any beneficiary of the trust have the power to appoint himself or herself as trustee of any trust created in this Will. In any event, the Successor Trustee shall be a bank possessing trust powers, a trust company, or any other entity whose principal business activity is trust administration. The resigning Trustee shall deliver all trust assets to the Successor Trustee on the effective date of the resignation, and shall, within sixty (60) days of such date, submit a full and final accounting to the Successor Trustee and to the income beneficiaries of the Trust. Any Successor Trustee shall be vested with all the rights, powers, duties and discretions conferred upon the original Trustee.

In the event that any corporate trustee shall hereafter merge or consolidate with any other bank or trust company, then the corporation created by such merger or consolidation shall act as Successor Trustee hereunder, provided that such new surviving bank must be a federally insured bank with trust powers maintaining an active, separate, functioning trust department with a trust investment department with full investment capabilities; and in such capacity shall possess and exercise all powers and authority herein conferred on the Trustee named herein.

#### ITEM XVIII.

Unless otherwise provided, the administration and management of any trust created herein, the sale and conveyance of the trust assets, the investment and reinvestment of trust assets and the rights, powers, duties and liabilities of the Trustee shall be governed by the terms and provisions of the Uniform Trustees' Powers Law of Mississippi, (being § 91-9-101 and following of the Mississippi Code of 1972), as it now exists or may hereafter be amended. In addition to the powers contained in that Law, the Trustee shall have full power and authority.

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



B. To place, in the discretion of the Trustee, trust funds on time deposit savings accounts or certificates of deposit in any federally insured bank

C To receive, invest in, and retain in the trust all types of property and, especially, to receive, invest in, and retain in the trust shares of stock in publicly-held or closely-held corporations, membership interests in limited liability companies or limited liability partnerships, partnership interests in general and limited partnerships, improved and unimproved real estate and farm property, regardless of where it may be situated, stocks, mutual funds, bonds, government securities, life insurance products, annuities, certificates of deposit and other investments, without liability and without regard to the proportion of such property or property of a similar character so held may bear to the entire amount of the trust estate and whether or not such property is of the class in which Trustees generally are authorized to invest by trust law.

D Purchase, invest in, pay premiums on, borrow against, sell, exchange or cancel any policy of insurance on the life, or joint lives, of the beneficiaries or any person in whom the beneficiaries of the trust have an insurable interest.

E. To sell, transfer, convey, mortgage, lease, warrant, quitclaim or otherwise dispose of the trust property upon such terms and in such manner and for such amounts as the Trustee shall deem proper, and any lease or other instrument which is executed by the Trustee shall continue in full force and effect under its terms, notwithstanding the termination of any trust hereunder.

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

G. To invest trust assets, except stock in a Subchapter S corporation, in a common fund established by the Trustee pursuant to the Uniform Common Trust Fund Law of Mississippi (being § 81-5-37 of the Mississippi Code of 1972) as it now exists or may hereafter be amended.

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

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

J To receive property conveyed to the Trust by any person, and to hold, administer and distribute the property in accordance with the terms of the Trust.

K To participate in any liquidation, reorganization, recapitalization, merger, consolidation, or similar proceeding affecting any corporation, partnership, limited liability company, limited liability partnership, or any other choice of entity, the securities of which or interests in which are held in trust.

L. To retain such experts, including specialized investment counsel, appraisers, accountants, and attorneys, as it deems appropriate for advice in the selection, maintenance and disposition as well as all expenses incurred in the acquisition, storage, maintenance and delivery of such assets.

M. To hold for the benefit of any minor beneficiary of this Trust or for an adult beneficiary who is incapable of handling his or her property, any personal effects, automobiles, jewelry and other objects, particularly household contents, antiques, silver, crystal and the like, that are bequeathed to any such beneficiary of this Trust until the beneficiary attains the age of twenty-one (21) years, or in the case of an adult beneficiary incapable of handling his or her property, until such time as, in the sole discretion of the Trustee, that beneficiary is capable of handling his or her property. The Trustee may permit such items to remain in the residence in which the beneficiary resides or in such other storage facility as it deems appropriate for such items. The Trustee shall have the authority to give the Executor or other personal representative of the estate of a decedent a receipt for such objects on behalf of such beneficiary.

N. 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

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

P. 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 it may deem proper.

Q. To lease any real estate for such term or terms and upon such conditions and rentals in such manner as it may deem advisable (with or without privilege of purchase), including, but not limited to, commercial, agricultural 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 any trust created hereunder. 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 risks. 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 it may deem proper.

R. Employ, hire, discharge, re-hire, fire or contract with, at its sole discretion, an investment advisor(s), investment broker(s), and/or independent money manager(s) for the investment of any part of, or all of, the trust assets under its control.

ITEM XIX.

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

ITEM XX.

I grant my Executrix the rights, powers, duties and discretions granted under the Uniform Trustees' Powers Law of Mississippi, being § 91-9-101 and following of the Mississippi Code of 1972. All rights, powers, duties and discretions granted to or imposed upon my Executor shall be exercisable by and imposed upon any Successor Executor or Administrator. I direct that neither my Executor nor any Successor Executor or Administrator shall be required to make any bond as Executor or Administrator. To the extent permissible by law, I waive the requirement that my Executor, or any Successor Executor or Administrator, be required to make a formal appraisal, provide an inventory, or file an accounting for my estate with any court.

My Executor shall have authority to disclaim any asset, power of appointment, or other interest in property in which I am entitled to at my death, or to which my estate later becomes entitled

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

If property is included in my estate which may otherwise qualify if it passes to a qualified heir for valuation for federal estate tax purposes under either Section 2032A or Section 2033A, and my Executor has the discretion to allocate and distribute such property in satisfaction of devises or bequests herein, my Executor shall, in exercising such discretion, allocate and distribute such property to persons or Trusts who will be qualified heirs so as to qualify the property for valuation pursuant to Section 2032A and Section 2033A.

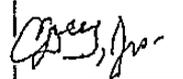
*Boyer*

My Executor shall have authority to continue all business operations in which I am interested at my death for the time permitted by law in order to avoid depreciation in value of the interests or losses to my estate or associates. My Executor may continue to act as partner, member or shareholder, engage in any partnership, limited liability company, or corporation, and take all actions with regard to any partnership, corporation, or other entity my Executor deems advisable. Furthermore, my Executor shall retain and continue to operate any business for such period as the Executor may deem advisable, may control, direct, and manage the business and determine the manner and extent of his or her active participation in the operation of the business and delegate all or any part of his or her power to supervise and operate said business to such person or persons as he or she may select, including, without limitation, any associate, partner, officer, or employee of the business. My Executor shall also have the power to hire and discharge officers and employees, fix their compensation and define their duties; and similarly, to employ, compensate, and discharge agents, attorneys, consultants, accountants, and such other representatives as the Executor may deem appropriate; including, without limitation, the right to employ any beneficiary of my estate in any of the foregoing capacities and to grant same discretionary powers. My Executor shall also be authorized to convert any corporation over which I have control at my death into a partnership, sole proprietorship, Subchapter "S" corporation, or a limited liability company and also to prevent the termination of a Subchapter "S" election having been made by any corporation over which I have control at my death. My Executor shall also retain in any business such amount of the net earnings for working capital and other purposes of the business as the Executor may deem advisable and conforming with sound business practice. My Executor shall not be held liable for any loss resulting from the retention and/or operation of any business unless such loss shall result directly from said Executor's gross negligence or willful misconduct.

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

ITEM XXI.

If any devisee, legatee or beneficiary in this Will or any person who would be entitled to share in my estate through intestate succession shall in any manner whatsoever, either directly or indirectly, oppose, contest or attack this Will or the distribution of my estate hereunder, or seek to



impair, invalidate or set aside any of the provisions of this Will or shall aid in doing any of the above acts, then in that event I hereby give and bequeath to any such person the sum of One Dollar (\$1.00) only, in lieu of any other share or interest in my estate, either under this Will or through intestate succession

IN WITNESS WHEREOF, I have signed and declared this to be my Last Will and Testament on this the 27 day of Jan., 2006

*C. Denton Gibbs, Jr.*

C. DENTON GIBBES, JR.

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

*Julia E. Bush*  
WITNESS

*8415 N. 5<sup>th</sup> Ave*  
*Landers, MS 39040*  
ADDRESS

*James A. Bond*  
WITNESS

*119 Fox Hollow Bend*  
*Brandon, MS 39047*  
ADDRESS

ESTATE OF C. DENTON GIBBES, JR.,  
DECEASED

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

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF JONES

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Julia Bush 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 C Denton Gibbes, Jr, who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated January 27, 2006

2. That on January 27, 2006, the said C Denton Gibbes, Jr. signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Jason Bush, the other subscribing witness to said instrument

3. That the said C. Denton Gibbes, Jr. was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years.

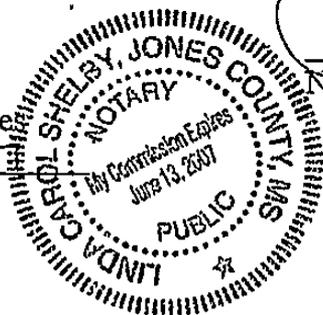
4. That this affiant, together with Jason Bush subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said C. Denton Gibbes, Jr, and in the presence of each other

Julia E Bush

SWORN TO AND SUBSCRIBED BEFORE ME, this the 27th day of January, 2006.

Linda Carl Shelby  
NOTARY PUBLIC

My commission expires June 13, 2007



BOOK 044 PAGE 750

ESTATE OF C DENTON GIBBES, JR.,  
DECEASED

NO. 2009-1251-B

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF MISSISSIPPI  
COUNTY OF JONES

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named Juan D. Paul, 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 C Denton Gibbes, Jr., who was personally known to the affiant, and whose signature is affixed to said Last Will and Testament, which Last Will and Testament is dated January 27, 2006.

2. That on January 27, 2006, the said C. Denton Gibbes, Jr. signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this affiant and in the presence of Julia E. Paul, the other subscribing witness to said instrument.

3. That the said C. Denton Gibbes, Jr. was then and there of sound and disposing mind and memory, and well above the age of eighteen (18) years

4. That this affiant, together with Julia E. Paul, 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 C. Denton Gibbes, Jr., and in the presence of each other.

Juan D. Paul

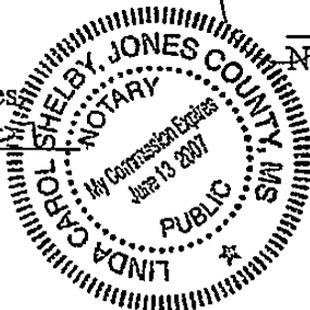
SWORN TO AND SUBSCRIBED BEFORE ME, this the 27<sup>th</sup> day of January, 2006.

[Signature]

[Signature]  
NOTARY PUBLIC

My commission expires

June 13, 2007



MADISON COUNTY MS This instrument was  
filed for record SEPTEMBER 17<sup>th</sup>, 2009.

Book 44 Page 754  
ARTHUR JOHNSTON, C. C.

BY: [Signature] D.C.



LAST WILL AND TESTAMENT OF SAMUEL PARKER GARDNER, SR.

I, Samuel Parker Gardner, Sr., an adult resident of the First Judicial District of Hinds County, Mississippi, being of sound and disposing mind and memory, do hereby make, publish, and declare this to be my last will and testament, and I do hereby revoke any and all other wills and codicils made by me.

I.

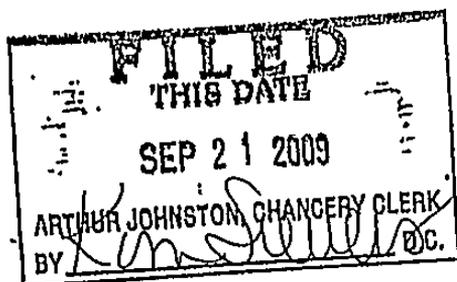
If she should survive me, then I hereby nominate and appoint my beloved wife, Beverly M. Gardner, as executrix of this will. However, should my said wife not survive me, then I hereby nominate and appoint my son, Samuel Parker Gardner, Jr., as executor of this will. Should either my wife or son serve as executrix or executor, I direct that neither shall be required to enter into any bond, and I hereby waive the necessity of having a formal inventory and appraisement made of my estate. Further, I also waive the necessity of either of them having to account to any court insofar as may be allowed by law.

II.

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

III.

I give, devise, and bequeath to my son, Samuel Parker Gardner, Jr., my full, undivided interest in 120 acres land, buildings, equipment, crops, timber, mineral rights, etc., located in Sections 19 and 30, Township 14, Range 2E of Holmes County, Mississippi and known to us as Cypress Hill Farm. His many years of hard work, literally pouring his blood, sweat and tears, as well as monetary funds, into the upkeep and improvement of this property, has been invaluable and should be applauded and thus rewarded.



*Samuel Parker Gardner, Jr.*

IV.

I give, devise, and bequeath to my beloved wife, Beverly McNutt Gardner, should she survive me, the balance of my property, of whatsoever kind and nature and wherever situated. However, if my said wife should predecease me, then I give, devise, and bequeath the balance of my property to my children, Samuel Parker Gardner, Jr. and Eva Lynne Gardner Wimberly, in equal shares, or if any of my children should predecease me, to any children of such deceased child, per stirpes.

V.

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

IN WITNESS WHEREOF, I have hereunto subscribed my name on this 20 day of October, 1995.

*Samuel Parker Gardner, Sr.*

Samuel Parker Gardner, Sr.

This instrument was, on the 20 day of October, 1995, signed, published, and declared by Samuel Parker Gardner, Sr. to be his last will and testament, and we, at his request and in his presence and in the presence of each other, subscribed our names and addresses hereto as witnesses on said date shown above, this clause first having been read to us and we having a full understanding hereof.

*J. Hickel* 804 E. HARPER STREET RICHLAND, MS 39218  
*S. Hein* 1320 Roxbury Court Jackson MS 39211  
J. Hickel  
S. Hein

SWORN TO AND SUBSCRIBED before me, this the 20 day of October 1995.

*Arthur Johnston*

Notary Public

My Commission Expires:

MADISON COUNTY MS This instrument was filed for record SEPTEMBER 21, 2009.

Book 44 Page 751

ARTHUR JOHNSTON, C. C.

BY: *K. Stubbins* D.C.



IN THE CHANCERY COURT OF HINDS COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF  
SAMUEL PARKER GARDNER, SR., DECEASED

NO. P-2009-1313-B

AFFIDAVIT OF SUBSCRIBING WITNESS

STATE OF TEXAS

COUNTY OF HARRIS

This date personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named STACY HEIN, whose address is 5201 Memorial Drive, #203, Houston, Texas 77007, who being by me first duly sworn according to law, states on oath.

1.

That the affiant is one of the subscribing witnesses to that instrument of writing purporting to be the Last Will and Testament of SAMUEL PARKER GARDNER, SR

2.

That on the 20<sup>TH</sup> day of October, 1995, the said SAMUEL PARKER GARDNER, SR signed, published and declared the instrument of writing to be his Last Will and Testament, in the presence of this affiant and J. HICKEL, the other subscribing witness to the instrument

3.

That SAMUEL PARKER GARDNER was then and there of sound and disposing mind and memory and over the age of eighteen (18) years.

**FILED**  
THIS DATE  
SEP 21 2009  
ARTHUR JOHNSTON, CHANCERY CLERK  
BY *[Signature]* D.C.

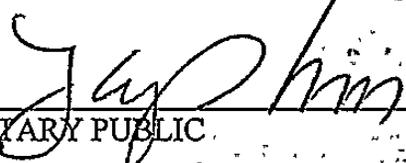
BOOK 044 PAGE 754

4.

That this affiant, together with J. HICKEL subscribed and attested said instrument as witnesses to the signature and publication thereof, at the special instance and request, and in the presence of said SAMUEL PARKER GARDNER, SR., and in the presence of each other.

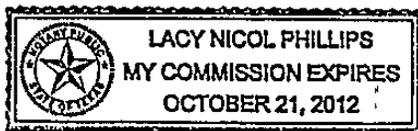
  
STACY HEIN

SWORN TO AND SUBSCRIBED before me on this the 1 day of September, 2009

  
NOTARY PUBLIC

My Commission Expires.

10/21/2012  
(Seal)



**First Codicil  
to  
Last Will and Testament  
of  
Samuel Parker Gardner, Sr.**

BOOK 044 PAGE 755

I, SAMUEL PARKER GARDNER, a resident of Hinds County, Mississippi, being of sound and disposing mind and memory and over the age of eighteen (18) years and not under any duress or coercion do hereby make, publish and declare this First Codicil to my Last Will and Testament executed by me on October 20, 1995, for the purposes hereinafter described

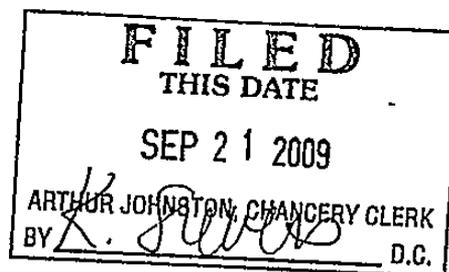
I hereby revoke Article III of my Last Will and Testament, executed by me on October 20, 1995 and hereby insert the following Article III in its place.

**ARTICLE III**

I devise to my son, Samuel Parker Gardner, Jr., my full undivided interest, including all land, buildings, equipment, crops, timber mineral rights, etc , in the following property:

- (1) 120 acres, more or less located in Section 19 and 30, Township 14, Range 2 East of Holmes County, Mississippi, known as the Cypress Hill Farm, and
- (2) 20 acres, more or less, in N ½ of SE ¼ of NW ¼ of Section 30, Township 14 North, Range 2 East of Holmes County, Mississippi

If Samuel Parker Gardner, Jr shall not survive me, I devise the aforementioned property to his descendants, per stirpes. If Samuel Parker Gardner, Jr. and his descendants predecease me, the aforementioned devise shall lapse and become part of my residuary estate.



BOOK 044 PAGE 756

In all other respects and except where inconsistent with the above amendments, all of the other terms and conditions of my Last Will and Testament executed on October 20, 2005 shall remain in full force and effect.

WITNESS my signature to this First Codicil in the presence of Ann Cullen Catington and Deborah Phillips, who I have requested to act as witnesses hereto on this the 2nd day of June, 2006.

Samuel Parker Gardner, Sr.  
SAMUEL PARKER GARDNER, SR.

ATTESTATION

We, each of the subscribing witnesses to this First Codicil to the Last Will and Testament dated October 20, 2005 of SAMUEL PARKER GARDNER, SR, do hereby certify that the said SAMUEL PARKER GARDNER, SR. declared the same to be the First Codicil to the Last Will and Testament dated October 20, 2005, that he signed this instrument in the presence of each of us, and that each of us signed it in his presence and in the presence of each other. We further certify that on this occasion the said SAMUEL PARKER GARDNER, SR. was of sound and disposing mind and memory

WITNESS OUR SIGNATURES this 2<sup>nd</sup> day of June, 2006.

Ann Cullen Catington  
Deborah Phillips

PROOF OF CODICIL

STATE OF MISSISSIPPI

COUNTY OF MADISON

We, Ann Cullen Catington and Deborah Phillips, on oath state that we are the attesting and subscribing witnesses to the attached written instrument signed by SAMUEL PARKER GARDNER, SR, and dated the 2nd day of June, 2006 SAMUEL PARKER GARDNER, SR. represented to us that he is a resident of and has a fixed place of residence in Hinds County, Mississippi. On the date of execution of the instrument, SAMUEL PARKER GARDNER, SR in our presence and in the presence of each of us, signed the instrument and declared it to be his First Codicil to his Last Will and Testament dated October 20, 2005, and requested that we attest to that execution Thereupon, in the presence of SAMUEL PARKER GARDNER, SR, and in the presence of each other, each of us signed our respective names as attesting and subscribing witnesses At the time of the execution of the instrument, SAMUEL PARKER GARDNER, SR, was over eighteen (18) years of age and, in our opinion, was of sound mind, was in full possession of his mental faculties, and was acting without undue influence, fraud, or restraint.

DATED this the 2nd day of June, 2006.

Ann Cullen Catington  
Signature

112 Derby Dr  
Street Address

Madison MS 39110  
City and State

Deborah Phillips  
Signature

167 Seville Way  
Street Address

Madison, MS 39110  
City and State

Subscribed and sworn to before me on this the 2nd day of June, 2006

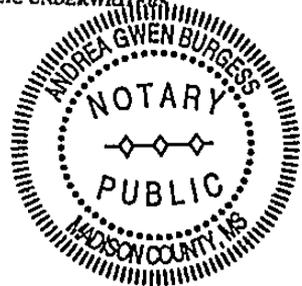
Andrea Gwen Burgess  
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE  
MY COMMISSION EXPIRES. Sep 26, 2007  
BONDED THROUGH NOTARY PUBLIC UNDERWRITERS

(Affix Seal)

Page 3 of 3



MADISON COUNTY MS This instrument was  
filed for record SEPTEMBER 21, 2009  
Book 44 Page 755  
ARTHUR JOHNSTON, C C  
BY: L. Sullivan D C



BOOK 044 PAGE 758

2009-1314

**FILED**  
**THIS DATE**  
**SEP 29 2009**  
 ARTHUR JOHNSTON, CHANCERY CLERK  
 BY *Kim Miller* D.C.

LAST WILL AND TESTAMENT.

OF

JOE BOWIE HENDERSON

I, JOE BOWIE HENDERSON, an adult resident citizen of Madison County, Mississippi, being of sound and disposing mind and memory and over the age of twenty-one (21) years, do hereby make, publish and declare this to be my Last Will and Testament, and I do hereby revoke any and all previous wills and codicils heretofore made by me.

I

If I am survived by my beloved wife, Mary Frances Shackelford Henderson, I do hereby give, devise and bequeath my entire estate, including all real, personal or mixed property whatsoever kind and character and wheresoever located, unto my said wife, Mary Frances Shackelford Henderson.

II

If I am not survived by my beloved wife, Mary Frances Shackelford Henderson, I do hereby make the following specific bequests:

To my daughter, Patricia Dianne Robinson:

- 1) My 1.00 carat anniversary ring;
- 2) Her grandmother's sideboard;
- 3) The cut glass picture on her grandmother's sideboard;
- 4) Sewing machine;

- 5) Vanity; and,
- 6) Sterling Silverware that belonged to Joe Shackelford.

To my daughter, Carolyn Frances Fowler:

- 1) The set of china (with a silver ring);
- 2) 14 carat yellow gold ring with 1 center diamond and 56 baguettes totaling 2.94 carats; and,
- 3) My car.

To my daughter, Sherri Gayle Smith:

- 1) 3.00 carat diamond bracelet;
- 2) 14 carat free-form ring weighing 6.8 grams and otherwise identified by a .30 carat emerald surrounded by diamonds;
- 3) The 92 piece china set (given to her by Roger); and,
- 4) The tablecloth and 12 napkins (which we purchased in Gatlinburg, TN).

To my son, Ronald Joe Henderson:

- 1) All furniture not otherwise specified;
- 2) My chair;
- 3) The sterling silverware etched with the monogram "H";
- 4) Diamond drops;
- 5) All of my rings, watches, guns and tools;
- 6) My truck, and
- 7) In the event of the death of myself and my wife, Mary Frances Shackelford Henderson, prior to the finishing of the new home being constructed at William Glen Cove, Madison, MS, I hereby bequeath to my son, Ronald, the

*Joe B. Henderson*

sum of \$130,000.00, less the amounts that we have paid or will pay on the construction of this house. This specific bequest shall be paid from our account at Legg Mason. (The purpose of this bequest is to have Ronald receive a maximum of \$130,000.00 for the construction of the house at William Glen Cove.)

III

I do hereby give, devise and bequeath all the rest and residue of my estate, real or personal, of whatever nature and wherever located, including any legacy or devise that may for any reason fail to take effect, to my daughters, Patricia Dianne Robinson, Carolyn Frances Fowler, and Sherri Gayle Smith, in equal parts, per stirpes. I direct that the share of any individual who is a minor at the time of my death be held in trust according to the provisions set out herein.

IV

In the event a minor child shall be entitled to any portion of my estate, then I do hereby give, devise and bequeath the share of any individual who is a minor unto my son, Ronald Joe Henderson, as Trustee, in trust, nevertheless for the benefit of such minor child or children according to the following terms and conditions, and said Trustee is hereby granted all the rights, powers and discretion to act in such capacity. If Ronald Joe Henderson is unable to serve as Trustee, then I appoint Patricia Dianne Robinson as Successor Trustee.

V

*Joe B. Henderson*

Whenever any property, whether, income or principal, shall be payable or distributable pursuant to any provision of this Will to a minor or incompetent, I direct that such property shall vest indefeasibly in such minor or incompetent but shall be held in trust by my Trustee with the power in my Trustee's absolute discretion:

To hold and invest the same (with all of the powers given by this Will) during minority or incompetency, and to accumulate any part or all of the income from any such property, and to pay or apply any and all of such income or principal for the maintenance, support, health, or education of such minor or incompetent or to pay any such property to any guardian of the property or parent of such minor or incompetent or to the person with whom such minor or incompetent resides, to be used for any such purposes, or to permit such minor or incompetent to have possession and use of any such property. All property not so paid or applied shall be distributed outright to such minor upon such minor reaching the age of twenty-three (23) years, or in the case of death of such minor or incompetent, to the estate of such minor or incompetent. My Trustee shall exercise the discretion granted herein without regard to the duty of any other person to furnish support for such minor or incompetent and shall not be under any duty or obligation to see to the application of such property by any person to whom any such property has been paid.

VI

A. For purposes of this Will: "minor" shall mean any

BOOK 044 PAGE 762

person who has not reached twenty-three (23) years of age; "child" and "children" shall not include grandchildren; "issue" shall include children and more remote descendants; and a person legally adopted shall be considered in all respects to be a natural and legal issue.

B. Any trust created under any article of this Will 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 given, nor to enter into any bond as Trustee, nor to return to any court any periodic formal accounting of its administration of any of said trusts, but said Trustee, upon the request of the beneficiaries, shall render annual accounts to the various beneficiaries of such trusts.

C. Neither the principal nor the income of any trust nor any part of the 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, nor be transferred, assigned, or encumbered in any way.

D. I direct that Lester F. Smith, Attorney at Law, Jackson, Mississippi, act and be named as attorney for my estate and any Executor, Trustee, Guardian or other fiduciary named herein.

VII

If any beneficiary hereunder and I shall die in or as a result of a common accident or under circumstances so as to render it difficult or impractical to determine who survived the

other, I direct that I shall be deemed to have survived such beneficiary.

VIII

All estate, inheritance, or other death taxes imposed under the provisions of any tax law of the United States or any state thereof or any foreign country, which may be payable upon or with respect to any property passing under or outside of any provision of this Will, shall be paid by my Executor/Executrix and treated as an expense of administering my estate and shall not be apportioned.

IX

A. I appoint my son, Ronald Joe Henderson, and my daughters, Patricia Dianne Robinson and Carolyn Frances Fowler, as Co-Executor and Co-Executrices. Should any of my said Co-Executor/Co-Executrices be unable to serve due to death, sickness, infirmity or any other reason, the remaining Co-Executor/Co-Executrices may serve in the stead of the other Co-Executor/Co-Executrices. If there is a disagreement among them, than a majority of any decision of Co-Executor/Co-Executrices shall rule.

B. Any Executor/Executrix, Guardian, Trustee, or other fiduciary acting hereunder shall serve without bond or any accounting, appraisal or inventory to any court and any successors shall have all of the powers and authority as if originally appointed.

X

In addition to all powers conferred upon my Executor/Executrix by this Will and by law, and not by way of limitation, my Executor/Executrix:

A. Shall have all of the powers granted by this Will and the Mississippi Uniform Trustees Power Act as amended from time to time.

B. Is authorized to retain, purchase, or sell any common stocks or other securities whether or not listed on a national or local securities exchange or traded over the counter or in any other manner.

C. Is authorized to exercise any and all powers of any kind with respect to any closely held corporation or partnership in which I may have been a principal, or any agreements relating thereto, as if I were acting for myself.

D. May allot any property or any undivided interest therein to any trust or share under this Will without being required physically to divide any investments or other property.

XI

Anything in this Will to the contrary notwithstanding, all property of every trust created by this Will shall vest in and be distributed to the persons then entitled to the income and principal from such property at the expiration of twenty-one (21) years after the death of the last surviving beneficiary of this Will who was in life at the time of my death, unless sooner vested as herein provided. The purpose of this provision is to prevent any possible violation of the rule against perpetuities,

and this provision should be so construed.

XII

Throughout this Will, and unless provided to the contrary, Executor shall include Executrix; the masculine gender shall include the feminine; the singular shall include the plural and vice versa.

WITNESS MY SIGNATURE, on this the 30 day of October, 2002.

Joe B. Henderson  
JOE BOWIE HENDERSON

We, the undersigned, do hereby agree that the foregoing Will consisting of eight (8) pages, this page included, was signed, published and declared by JOE BOWIE HENDERSON, as the Testator herein named, as his Last Will and Testament, in our presence and in the presence of each of us, and we, at the same time, at his request and in his presence and in the presence of each other, subscribed our names as subscribing witnesses on this the 30th day of October, 2002.

Robin Clark  
WITNESS

1839 Gloucester Pl.  
ADDRESS  
Canton, MS 39056

Robert G. McVitty  
WITNESS

526 Beacon Cove  
ADDRESS  
Brouder, MS 39047

Page 8 of My Will Joe B. Henderson Date: 10/30/02



AFFIDAVIT OF SUBSCRIBING WITNESS TO THE  
LAST WILL AND TESTAMENT OF JOE BOWIE HENDERSON 2009-1314

STATE OF MISSISSIPPI  
COUNTY OF HINDS

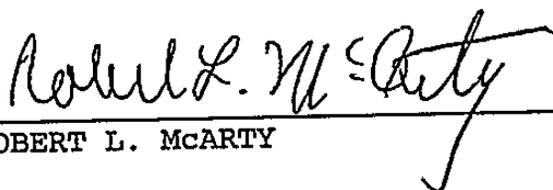
THIS DAY personally came and appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, the within named ROBERT L. McARTY, whose address is Rankin County, MS, who being first duly sworn, stated on oath the following, to-wit:

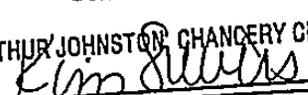
1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Last Will and Testament of Joe Bowie Henderson, who was personally known to the Affiant, and whose signature is affixed to said Last Will and Testament which is dated October 30, 2002.

2. That on October 30, 2002, the said Joe Bowie Henderson signed, published and declared said instrument of writing as his Last Will and Testament, in the presence of this Affiant and in the presence of ROBIN M. CLARK, the other subscribing witness to said instrument.

3. That the said Joe Bowie Henderson was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.

4. That this Affiant, together with ROBIN M. CLARK, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of Joe Bowie Henderson and in the presence of each other.

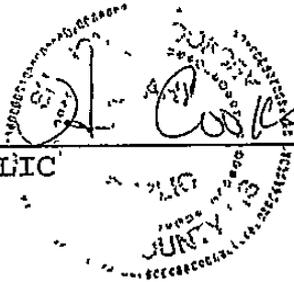
  
ROBERT L. McARTY

**FILED**  
THIS DATE  
SEP 29 2009  
ARTHUR JOHNSTON CHANCERY CLERK  
BY  D.C.

BOOK 044 PAGE 767

SWORN TO AND SUBSCRIBED BEFORE ME, this the 30 day of OCTOBER, 2002.

Sharon L. Cooksey  
NOTARY PUBLIC



My Commission Expires:

Notary Public State of Mississippi At Large  
My Commission Expires September 5, 2004  
Bonded Thru Heidon, Brooks & Garland, Inc

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

Book 44 Page 766  
ARTHUR JOHNSTON, C. C.

BY. R. Sewell D.C.



BOOK 044 PAGE 788

C O D I C I L  
TO THE LAST WILL AND TESTAMENT  
OF  
JOE BOWIE HENDERSON

2009-1314

I, JOE BOWIE HENDERSON, an adult resident of Madison County, Mississippi, do hereby make, publish and declare this Codicil to my Last Will and Testament dated October 30, 2002.

To my daughter, Patricia Dianne Robinson, I bequeath an emerald ring with diamond baguettes.

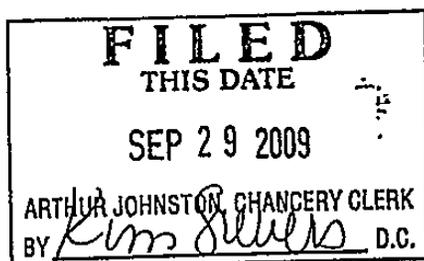
If anyone entitled to benefit under my Last Will and Testament and/or this Codicil shall in any way contest this Will and/or this Codicil, then that person shall receive nothing hereunder and shall be treated as though that person did not exist for the purpose of distributing my Will and/or this Codicil.

IN WITNESS WHEREOF, I, JOE BOWIE HENDERSON, did sign, seal, publish and declare this instrument consisting of one (1) page to be my Codicil to my Last Will and Testament dated on October 30, 2002.

WITNESS MY SIGNATURE, on this the 20 day of

Jan, 2003.

Joe B. Henderson  
JOE BOWIE HENDERSON



BOOK 044 PAGE 769

We, the undersigned, do hereby agree that the foregoing Codicil consisting of two (2) pages was signed, published and declared by JOE BOWIE HENDERSON, the Testator herein named, as his Codicil in our presence and in the presence of each of us, and we, at the same time, at his request and in his presence and in the presence of each other, subscribed our names as subscribing witnesses on this the 20 day of January, 2003.

Robin M Clark  
WITNESS

1839 Glouceston Pl  
ADDRESS  
Canton MS 39050

Robert L. McAtty  
WITNESS

526 Bealon Cove  
ADDRESS  
Brandon, MS 38047

MADISON COUNTY, MS - This instrument was  
filed for record SEPTEMBER 29, 2009  
Book 44 Page 768  
ARTHUR JOHNSTON, C. C.  
BY R. Stevens DC



BOOK 044 PAGE 770

AFFIDAVIT OF SUBSCRIBING WITNESS TO THE  
CODICIL TO THE LAST WILL AND TESTAMENT OF  
JOE B. HENDERSON

2009-1314

**FILED**  
THIS DATE  
SEP 29 2009  
ARTHUR JOHNSTON, CLERK  
BY *[Signature]* D.C.

STATE OF MISSISSIPPI  
COUNTY OF HINDS

THIS DAY personally came and appeared before me, the undersigned authority, in and for the jurisdiction aforesaid, the within named ROBERT L, MCARTY, whose address is Rankin County, MS, who being first duly sworn, stated on oath the following, to-wit:

1. That this Affiant is one of the subscribing witnesses to the instrument of writing purporting to be the Codicil to the Last Will and Testament of Joe B. Henderson, who was personally known to the Affiant, and whose signature is affixed to said Codicil Last Will and Testament which is dated January 20, 2003.

2. That on January 20, 2003, the said Joe B. Henderson, signed, published and declared said instrument of writing as his Codicil to the Last Will and Testament, in the presence of this Affiant and in the presence of ROBIN M. CLARK, the other subscribing witness to said instrument.

3. That the said Joe B. Henderson, was then and there of sound and disposing mind and memory, and above the age of twenty-one (21) years.

4. That this Affiant, together with ROBIN M. CLARK, subscribed and attested said instrument as witnesses to the signature and publication thereof at the special instance and request, and in the presence of Joe B. Henderson, and in the presence of each other.

BOOK 044 PAGE 771

Robert L. Mcarty

ROBERT L. MCARTY

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

January, 2003.

Sharon K. Carls

NOTARY PUBLIC

My Commission Expires:

Notary Public State of Mississippi At Large  
My Commission Expires ~~September 5, 2004~~  
Bonded thru Helden, Brooks & Garland, Inc

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

Book 44 Page 770

ARTHUR JOHNSTON, C. C.

BY: R. Sewers DC



2009-1373

# Last Will and Testament

OF

PHYLLIS J. PAUL

I, PHYLLIS J. PAUL, a resident of Madison County, State of Mississippi, being of the age of twenty-one (21) years and over and of sound and disposing mind, memory and understanding and not under the restraint or undue influence of any person, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all previous Wills or Codicils by me made.

I.

I direct that all lawful claims against my estate duly probated, registered and allowed within the time required by law be paid as soon after my death as possible

II.

I appoint as Executor of my estate my husband, James A. Paul. In the event that he refuses or is unable to serve as Executor herein, I then appoint Patricia L. Beard as Substitute Executrix of my estate. I direct that neither be required to give bond or to have an appraisal, accounting or inventory of my estate.

III.

I will, devise and bequeath all my property, real, personal and mixed, to my husband, James A. Paul. In the event that my husband predeceases me, I then will, devise and bequeath all my cash money, bank accounts, and IRA accounts to my three children, James G. Stephenson, Carole Stephenson and Patricia L. Beard, share and share alike, any automobiles which I may own at the time of my death to Carole Stephenson, and all my other property, real, personal and mixed, to Julie Smith, James G. Stephenson, Carole Stephenson and Patricia L. Beard, share and share alike.

In testimony whereof, I have hereunto subscribed my name to this my Last Will and Testament, which consists of two (2) pages, on this 9<sup>th</sup> day of Jan., 1997.

Phyllis J. Paul  
PHYLLIS J PAUL

WITNESSES:

Amelia A. Lay  
Cynthia M. Ritter

ATTESTATION AFFIDAVIT

STATE OF MISSISSIPPI  
COUNTY OF HINDS

We each of the subscribing witnesses to the Last Will and Testament of PHYLLIS J. PAUL, after being duly sworn, do hereby state on our respective oaths that said instrument was signed by the said PHYLLIS J. PAUL in our presence and in the presence of each of us and that the said PHYLLIS J. PAUL declared the same to be her Last Will and Testament in the presence of each of us and that we each signed as subscribing witnesses to said Will at the request of PHYLLIS J. PAUL and in the presence of each other.

Witness our signatures this the 9<sup>th</sup> day of January, 1997.

Amelia A. Lay  
NAME

Cynthia M. Ritter  
NAME

1074 Autumn Dr  
STREET ADDRESS

3908 Lost Lake Way  
STREET ADDRESS

Jackson Ms 39212  
CITY AND STATE

Jackson MS 39212  
CITY AND STATE

SWORN TO AND SUBSCRIBED BEFORE ME by Amelia A. Lay and Cynthia M. Ritter on this the 9<sup>th</sup> day of January, 1997.

Arthur Johnston  
NOTARY PUBLIC

My Commission Expires:  
5-19-97  
C:\WPDOCS\96\916\HER.WIL

2009-1374

# Last Will and Testament

<p><b>FILED</b> THIS DATE OCT 01 2009 ARTHUR JOHNSTON, CHANCERY CLERK BY <i>Karen Supp</i> D.C.</p>
---

OF

E. LEONARD POSEY, JR.

I, E. LEONARD POSEY, JR., a resident citizen of Ridgeland, Madison County, Mississippi, being over the age of eighteen (18) years and of sound and disposing mind and memory, do make, declare and publish this my Last Will and Testament, and I hereby expressly revoke any and all wills and codicils to wills heretofore made by me.

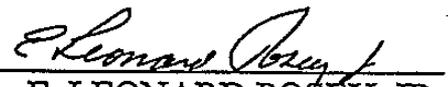
FIRST: I direct that all my just debts, which may be probated and allowed against my estate, and all my funeral expenses be first paid out of my estate. I direct my Executrix to pay all transfer, inheritance, legacy, estate, succession and other taxes, whether federal or state and without apportionment, levied upon or assessed against my estate attributable to property passing hereunder or otherwise. No devisee, legatee, donee, transferee or insurance beneficiary shall be required to pay or contribute to the payment of such taxes. This clause of my Will shall not be construed as creating a trust for the benefit of my creditors.

*E. Leonard Posey, Jr.*  
\_\_\_\_\_  
E. LEONARD POSEY, JR.

In the course of the administration of my estate, my Executrix shall be authorized to allocate administrative expenses between income and principal in the discretion of my Executrix.

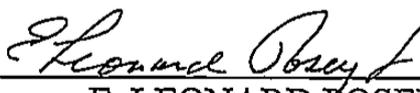
SECOND: In the event my wife, ELTA R. POSEY, shall survive me, I give and bequeath to her all of my household furniture and furnishings, books, pictures, objects of art, silverware, jewelry, clothing and such other personal effects, club memberships and any automobiles which I may own at my death, in fee simple and free of any trust.

If my said wife predeceases me, all of the personal property mentioned in the preceding paragraph of this Article shall go one-half ( $\frac{1}{2}$ ) to my daughter, ELTA P. JOHNSTON, and one-half ( $\frac{1}{2}$ ) in equal shares to my grandchildren, KIMBERLY C. POSEY, LAWTON P. CUMMINGS and DOUGLAS G. POSEY, who are the surviving children of my deceased son, E. LEONARD POSEY, III, absolutely and in fee simple. Adjustments to the division of personal property into equal shares may be agreed upon by mutual consent of the legatees here named. If my daughter, ELTA P. JOHNSTON, does not survive me, her share shall go to her surviving issue, in equal shares per stirpes, but if there be no such issue living, then the share of my daughter dying without issue surviving shall go to my grandchildren hereinabove

  
E. LEONARD POSEY, JR.

named in equal shares, if they are then living, or to his or her issue then living, in equal shares per stirpes, if a grandchild of mine by my son is also then deceased. If there are no surviving issue of a deceased named grandchild, his or her share shall be divided equally among my surviving grandchildren by my son and among the surviving issue of a named grandchild, in equal shares per stirpes, if another grandchild of mine by my son is also then deceased. For purposes of this Will and its entire interpretation, the term "child", "children", "issue" and other terms of similar meaning and import shall include any and all natural and legally adopted children of the persons referred to in this Will. At the time of the execution of this Will, I have one living daughter, ELTA P. JOHNSTON, two living grandchildren by my daughter and three living grandchildren by my deceased son, E. LEONARD POSEY, III.

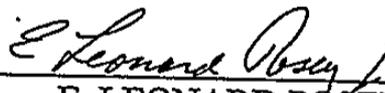
THIRD: After the payment of my just debts, expenses and taxes and the bequest of personal property, I give, bequeath and devise all the rest, residue and remainder of my property and estate, real and personal, of whatever nature and wherever situated, as follows:

  
E. LEONARD POSEY, JR.

A.

I give, bequeath and devise to my wife, ELTA R. POSEY, if she survives me, to have and to hold during the term of her life, without bond or other security that fraction of my residuary estate of which the numerator shall be a sum equal to the largest amount that can pass free of federal estate tax under this Article of my Will by reason of the applicable credit amount allowable to my estate, but no other credit, and after taking account of property passing outside this Will which is included in my estate for federal estate tax purposes and which does not qualify for the marital or charitable deduction and after taking account of charges to principal that are not allowed as deductions in computing my federal estate tax, and of which the denominator shall be the value of my residuary estate. For the purpose of establishing such fraction, the values finally fixed in the federal estate tax proceedings related to my estate shall be used.

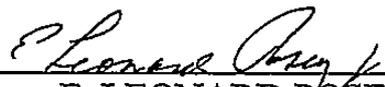
At my wife's death after mine or if my wife predeceases me, whichever condition applies, I give, bequeath and devise all such property in remainder or as my residuary estate one-half ( $\frac{1}{2}$ ) to my daughter, ELTA P. JOHNSTON, absolutely and in fee simple; and one-half ( $\frac{1}{2}$ ) in three (3) equal shares, one (1) of such shares to each of my grandchildren, KIMBERLY C. POSEY and LAWTON P. CUMMINGS,

  
E. LEONARD POSEY, JR.

who are two of the surviving children of my deceased son, E. LEONARD POSEY, III, absolutely

and in fee simple, and the third share to the Trustees hereinafter named of the "DOUGLAS G. POSEY CHILDREN'S TRUST", in trust for the benefit of certain surviving children of my grandson, DOUGLAS G. POSEY, who is the third surviving child of my deceased son, E. LEONARD POSEY, III.

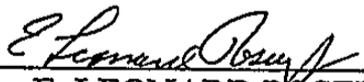
If my daughter, ELTA P. JOHNSTON, does not survive at the time of my wife's death or at the time of my death, whichever is later, her share shall go to her surviving issue, in equal shares per stirpes, but if there be no such issue living, then the share of my daughter dying without issue surviving shall go in three (3) equal shares, one (1) such share to each of my grandchildren, KIMBERLY C. POSEY and LAWTON P. CUMMINGS, absolutely and in fee simple, and the third share to the Trustees hereinafter named of the "DOUGLAS G. POSEY CHILDREN'S TRUST", in trust, as stated and set forth in the preceding paragraph. If KIMBERLY or LAWTON is not then living, her share shall go to her issue then living in equal shares per stirpes; if there are no surviving issue of KIMBERLY or LAWTON at the time of my wife's death or at the time of my death, whichever is later, her share shall be divided equally between my surviving granddaughter by my son and the Trustees of

  
E. LEONARD POSEY, JR.

the "DOUGLAS G. POSEY CHILDREN'S TRUST". If the other granddaughter of mine by my son is also then deceased, her share shall go to her surviving issue in equal shares per stirpes, or, if none, to the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST".

If either my granddaughter, KIMBERLY, or my granddaughter, LAWTON, does not survive at the time of my wife's death or at the time of my death, whichever is later, her share shall go to her surviving issue, in equal shares per stirpes, but if there be no such issue living, her share shall be divided equally between my surviving granddaughter by my son and the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST". If the other granddaughter of mine by my son is also then deceased, her share shall go to her surviving issue in equal shares per stirpes, or, if none, to the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST". If none of my grandchildren by my deceased son are living at the time of my wife's death or at the time of my death, whichever is later, and they all have no issue surviving, their shares shall go to my daughter, ELTA P. JOHNSTON, or to her surviving issue in equal shares per stirpes, if ELTA is also then deceased.

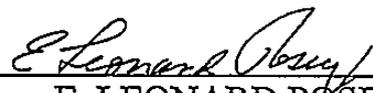
My wife shall have the power to sell and convey any assets in my estate in which she holds a life estate in her absolute discretion and invest the proceeds of sale

  
E. LEONARD POSEY, JR.

attributable to my legal interest therein. During the term of her life and after any sale or conveyance of assets, my wife shall be legally entitled to receive all the income annually, or at more frequent intervals, from property in my estate in which she holds a life estate and from reinvestment of sale proceeds of any such assets sold or conveyed, the annual income to be received as her own; she shall have the power to buy, sell, invest and reinvest any life estate assets or proceeds of sale from any such assets in her absolute discretion. In the allocation between principal and income of such investments, the Mississippi Uniform Principal and Income Law, Sections 91-17-1 through 91-17-31, *Mississippi Code of 1972*, as amended, shall apply.

My wife shall be entitled to possession of all property in my estate in which she holds a life estate and shall not be required to furnish any security for any of it. She shall not be liable for the loss or destruction of any property passing under this Article THIRD A nor for any loss due to investments by her. She shall not be liable for the payment of any encumbrances or assessments on the principal property in which she holds this life estate, all of which shall be paid from principal.

During my wife's lifetime, she shall have the power to invade the corpus of this life estate if the income is insufficient to provide for her health, education, maintenance and support, and only for those ascertainable standards.

  
E. LEONARD POSEY, JR.

B.

I give, bequeath and devise the balance, if any, of my residuary estate to my wife, ELTA R. POSEY, absolutely and in fee simple. In the event my wife predeceases me, the balance, if any, of my residuary estate shall go at my death one-half ( $\frac{1}{2}$ ) to my daughter, ELTA P. JOHNSTON, absolutely and in fee simple; and one-half ( $\frac{1}{2}$ ) in three (3) equal shares, one (1) of such shares to each of my grandchildren, KIMBERLY C. POSEY and LAWTON P. CUMMINGS, who are two (2) of the surviving children of my deceased son, E. LEONARD POSEY, III, absolutely and in fee simple, and the third share to the Trustees hereinafter named of the DOUGLAS POSEY CHILDREN'S TRUST, in trust for the benefit of the surviving designated and named children of my grandson, DOUGLAS G. POSEY.

If my daughter, ELTA P. JOHNSTON, does not survive at the time of my wife's death or at the time of my death, whichever is later, her share shall go to her surviving issue, in equal shares per stirpes, but if there be no such issue living, then the share of my daughter dying without issue surviving shall go in three (3) equal shares, two (2) of such shares to two (2) of my grandchildren, KIMBERLY C. POSEY and LAWTON P. CUMMINGS, absolutely and in fee simple, and the third share to the Trustees hereinafter named of the "DOUGLAS G. POSEY CHILDREN'S

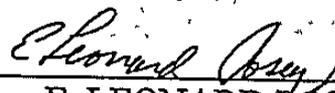
  
E. LEONARD POSEY, JR.

TRUST", in trust, as stated and set forth in the preceding sentence. If KIMBERLY or LAWTON is not then living, her shall go to her issue then living in equal shares per stirpes; if there are no surviving issue of KIMBERLY or LAWTON at the time of my wife's death or at the time of my death, whichever is later, her share shall be divided equally between my surviving granddaughter by my son and the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST". If the other granddaughter of mine by my son is also then deceased, her share shall go to her surviving issue in equal shares per stirpes, or, if none, to the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST".

If either my granddaughter, KIMBERLY, or my granddaughter, LAWTON, does not survive at the time of my wife's death or at the time of my death, whichever is later, her share shall go to her surviving issue, in equal shares per stirpes, but if there be no such issue living, her share shall be divided equally between my surviving granddaughter by my son and the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST". If the other granddaughter of mine by my son is also then deceased, her share shall go to her surviving issue in equal shares per stirpes, or; if none, to the Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST". If none of my grandchildren by my deceased son are living at the time of my wife's death or

at the time of my death, whichever is later, and they all have no issue surviving, their shares shall go to my daughter, ELTA P. JOHNSTON, or to her surviving issue in equal shares per stirpes, if ELTA is also then deceased.

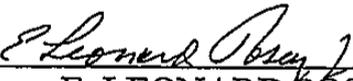
FOURTH: I give, bequeath and devise to the Trustees hereinafter named, in trust, to be known, designated and described as the "DOUGLAS G. POSEY CHILDREN'S TRUST," (hereinafter referred to as "Children's Trust") that portion of my property and estate which is designated for the Children's Trust and described in Paragraphs A and B of preceding Article THREE of this my Will, to hold, administer and distribute in trust for the benefit of certain designated surviving children of my grandson, DOUGLAS G. POSEY, who is the son of my deceased son, E. LEONARD POSEY, III, as hereinafter set out. Other than his share of the personal property and the specific bequest bequeathed to DOUGLAS G. POSEY as a contingency in Article SECOND and as an outright bequest in the next paragraph of this Article FOURTH, respectively, of this my Will, it is my definite testamentary intention that any share which he would otherwise inherit from my estate shall go, instead, in trust for the benefit of certain designated surviving children of his in equal shares or to their surviving issue in equal shares per stirpes.

  
E. LEONARD POSEY, JR.

Before my Executrix or Executor transfers assets from my Estate which are designated in this my Will to or for the "DOUGLAS G. POSEY CHILDREN'S TRUST," my Executrix or Executor shall distribute from those assets designated for the Children's Trust the sum of Thirty Thousand Dollars (\$30,000.00) to my grandson, DOUGLAS G. POSEY, which I give and bequeath to him as an outright bequest, in cash or in kind. If my grandson, DOUGLAS, is not living at the time of my wife's death or at the time of my death, whichever is later, then this bequest shall lapse and such sum shall pass to the Children's Trust under this Article FOURTH.

A. The Trustees shall receive, hold and manage, and may sell, invest or reinvest all of the property passing to them under the provisions of this Article FOURTH of my Will. The Trustees are authorized further to receive income therefrom and to pay the expenses necessary to the administration of this Children's Trust.

B. The beneficiaries of this Children's Trust shall be limited to the two (2) natural, blood children of DOUGLAS G. POSEY who are living at the time of the execution of this my Will; those living children are BRENDAN MICHAEL POSEY and ABIGAIL LOUISE POSEY (hereinafter referred to as "surviving children" or "surviving child" in this Article FOURTH). No other or future children sired by or

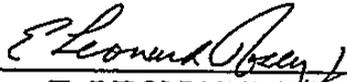
  
E. LEONARD POSEY, JR.

born to DOUGLAS G. POSEY shall be included as beneficiaries of the Children's Trust.

C. The income from this Children's Trust shall be distributed as follows:

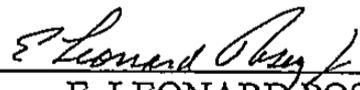
1. The Trustees may pay over to the surviving children of my grandson, DOUGLAS G. POSEY, by and under principles of mutual benefit dictated by individual beneficiary need, as opposed to equal shares, in the discretion of the Trustees, when they become of age or pay or distribute for their benefit as long as they are minors, all or any part of the annual distributable net income of the Children's Trust, as defined under the statutes of the State of Mississippi, in periodic or non-periodic payments, all in the discretion of the Trustees. If any annual distributable net income is not paid over or distributed, it shall be added to the principal share of each surviving child of my grandson in the discretion of the Trustees.

2. If, at the time of the death of my wife or me, whichever is later, or subsequent to the last of our deaths during the term of the Children's Trust, any of my grandson's children shall not be in life but have issue surviving, the share of any distributable net income to which the deceased child of my grandson would have been entitled shall go to his or her surviving issue in equal shares per stirpes.

  
E. LEONARD POSEY, JR.

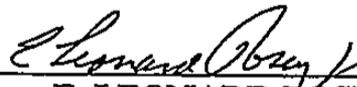
3. . If, at the time of the death of my wife or me, whichever is later, or subsequent to the last of our deaths during the term of the Children's Trust, any of my grandson's children shall not be in life and shall have no lineal descendants in life, the share of any distributable net income to which the deceased child of my grandson and/or his or her lineal descendants would have been entitled, shall go the other children of my grandson if they are then living or to the issue then living, in equal shares per stirpes, of the other children of my grandson if the other children of my grandson are also then deceased.

4. . Regardless of the income of the Children's Trust which may be payable to the children of my grandson, if because of illness, accident, financial hardship or other misfortune, the income payable to the children of my grandson from said Children's Trust shall, in the sole discretion of the Trustees, be insufficient to meet such unusual expenditures and properly provide for them, the Trustees shall be authorized to encroach upon the corpus of the Children's Trust from time to time in such amounts as they in their sole discretion may deem necessary each calendar year to meet such expenses and properly to provide for the health, education, maintenance and support of the children of my grandson. If one of the children of my grandson is deceased, the Trustees shall also be authorized to encroach upon the deceased

  
E. LEONARD POSEY, JR.

child's share of corpus for the benefit of his or her surviving issue, if any, in equal shares per stirpes.

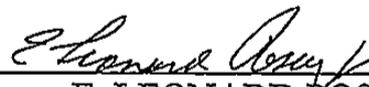
D. Beginning with the date of his graduation from undergraduate college education (whether it occurs before or after the deaths of my wife and me) and continuing during the administration of the Children's Trust, if my grandson DOUGLAS G. POSEY should prove himself to be a responsible, hard working, clean living and completely reliable man for at least four (4) consecutive years, then he shall become a beneficiary of the Children's Trust and share in the beneficial interest of the Children's Trust to the same extent as each of his children, BRENDAN MICHAEL and ABIGAIL LOUISE. I designate the hereinafter named Trustee, LAWTON P. CUMMINGS, as the Trustee to make the decision, in her sole discretion, with respect to whether or not DOUGLAS G. POSEY has proven himself in the manner stated in the preceding sentence; in making such a decision she shall be aided by the advice and consent of ELTA P. JOHNSTON. Upon the death of ELTA P. JOHNSTON, then all three (3) hereinafter named Trustees shall be and are designated and directed to make the decision as to whether or not DOUGLAS G. POSEY has proven himself in such a manner, and their decision shall be by majority vote. I emphasize that the primary purpose of the Children's Trust is to provide for

  
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the education, welfare and benefit of the named and designated children of DOUGLAS G. POSEY. If my grandson, DOUGLAS, participates as a beneficiary in the Children's Trust, then upon his death his share shall go to and be divided between his children, BRENDAN MICHAEL and ABIGAIL LOUISE, in the discretion of the Trustees, or all to the survivor of them if one of them is also then deceased with no issue surviving him or her.

E. I direct that as and when the younger surviving designated and named child of my grandson attains the age of twenty-one (21) years, the Trustees shall terminate and dissolve the Children's Trust and shall pay over, deliver, assign, transfer and convey to each of the designated children of my grandson his or her respective share of the Children's Trust estate plus any accrued and undistributed income related to that share.

The Trustees shall have sole and unlimited discretion to determine the kind of property, the proportion of property and the value of the property involved in order to determine what property shall be distributed to each beneficiary in termination and dissolution of the Children's Trust. The Children's Trust may remain in existence for the benefit of any issue of the designated and named children of my grandson where it is necessary and appropriate due to the death of such child of my grandson.

  
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If either of the designated children of my grandson should die before attaining twenty-one (21) years of age, payment and distribution may be made in equal shares to the surviving issue of such deceased child of my grandson, and their respective shares of interest shall be determined per stirpes and not per capita; payment and distribution of principal shall be made when each surviving issue of the deceased child of my grandson reaches twenty-one (21) years of age. Such distribution shall be made, in fee simple and free of any trust, of the respective share of the surviving issue of a deceased child of my grandson.

FIFTH: All bonds, bank accounts, savings accounts, securities accounts and other similar property that I may own at the time of my death in the name of myself and/or any other person which are in terms payable on or after my death to such other person, shall be the sole property of such other person, and my Executrix shall make no claims against such other person on account thereof.

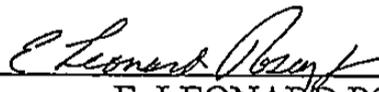
SIXTH: No corporation, creditor, debtor, buyer, seller, agent or other person dealing with my Executrix hereunder shall be obliged to examine the terms upon which property is held or any act is done by my Executrix; but any such corporation, creditor, debtor, buyer, seller, agent or other person shall be entitled and is expected by me, unless any person dealing with my Executrix acts in bad faith or

  
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knows that my Executrix is acting without authority, to deal with any property to be administered under this instrument and with my Executrix as if such Executrix were owner of such property, free of any trust, and to rely upon the assurances and representations of my Executrix that my Executrix is acting within the scope of her authority and within the provisions of this Will.

SEVENTH: In the event my death and that of my wife, ELTA R. POSEY, shall occur as the result of a common disaster, or under such circumstances that there shall be insufficient evidence that my wife and I died otherwise than simultaneously, my wife shall be considered for purposes of this Article of my Will, and for its entire interpretation, to have predeceased me.

EIGHTH: I hereby nominate, constitute and appoint my wife, ELTA R. POSEY, Executrix of this my Last Will and Testament. If my wife does not survive me, or if she fails to qualify as Executrix, or having qualified, should die, resign or become incapacitated, then and in that event, I nominate, constitute and appoint my daughter, ELTA P. JOHNSTON, as successor Executrix and confer upon the successor Executrix all the rights, powers, discretion, privileges and exemptions of my original Executrix. If my daughter, ELTA P. JOHNSTON, cannot serve or continue to serve, I nominate, constitute and appoint TRUSTMARK NATIONAL

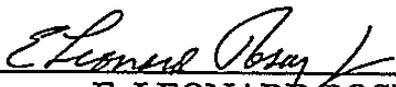


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BANK, Jackson, Mississippi, as successor Executor and confer upon the successor Executor all the rights, powers, discretions, privileges and exemptions of my original Executrix. If TRUSTMARK NATIONAL BANK is acquired by merger with or consolidated with another banking institution and lose its identity as a separate entity, then such successor institution shall serve as the successor Executor. In the event that TRUSTMARK NATIONAL BANK serves as successor Executor, if JOE DICK is still employed in the Trust Department as a Trust Officer at such time, I direct that he be designated as being responsible for matters pertaining to the probate of my Estate and to the administration of any trust created under this my Will. If he is not employed at TRUSTMARK NATIONAL BANK at such time, then I direct that FELICIA SMITH be designated as being responsible for matters pertaining to the probate of my Estate and to such trust administration.

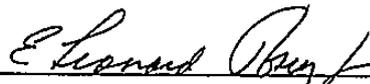
If my daughter, ELTA P. JOHNSTON, serves as successor Executrix of my estate, she shall have the right, power and authority, solely in her discretion, to appoint a Co-Executor who may be an individual or a corporate fiduciary to serve with her in administering my estate.

I direct that no Executrix or Executor nominated and appointed by me shall be required to furnish any bond or other security for the faithful performance of her or

  
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its duties, notwithstanding any provision of the law to the contrary; nor shall any inventory, accounting or appraisal of my estate be required. My Executrix or Executor hereunder shall not be personally liable for anything she or it does in good faith or fails to do. Further, my Executrix or Executor hereunder is empowered to do anything which she or it is authorized to do under this Will with or without any order of any court, and in the case of any sales, exchanges, leases, etc., with or without any advertisement, at public or private sales or transactions

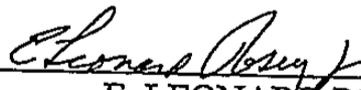
NINTH: I hereby nominate, constitute and appoint LAWTON P. CUMMINGS, presently residing in Denver, Colorado; LEA JOHNSTON, presently residing in Washington, D. C.; and SARA BETH JONES, presently residing in Denver, Colorado; as Co-Trustees (hereinabove referred to as "Trustees") of all the trusts created under this Will. If any one (1) of the three (3) Co-Trustees does not survive me and my wife, or if she should die, resign or become incapacitated, then and in that event, the other two (2) Co-Trustees shall serve. If only one (1) of the Co-Trustees can serve or continue to serve, that Trustee shall serve alone. Such Trustee serving alone shall have the right, power and authority, but not the obligation, to appoint a Co-Trustee who may be an individual or a corporate fiduciary to serve with her in administering the trust or trusts. If none of the named Co-Trustees can serve,



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I nominate, constitute and appoint TRUSTMARK NATIONAL BANK, Jackson, Mississippi, to serve as successor corporate Trustee. In the event TRUSTMARK NATIONAL BANK is acquired, merged, consolidated or reorganized by, with or into another bank having trust powers, then such successor bank by which or into which it is acquired, merged, consolidated or reorganized shall stand in the place of TRUSTMARK NATIONAL BANK under the terms of this Last Will and Testament as though originally named as successor Trustee herein.

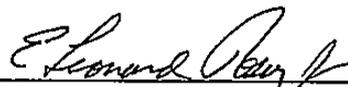
TENTH: I hereby confer upon my Executrix and the Co-Trustees under this Will, and upon any successor Executrix or Executor, and any successor Trustee, all those powers enumerated in the Mississippi Uniform Trustees' Powers Law, Sections 91-9-101 through 91-9-119, *Mississippi Code of 1972*, as amended; where appropriate for interpretation as related to my Executrix or Executor, the word "estate" and related words shall be substituted for the word "trust" and related words in such statutory provisions. The Co-Trustees of the "DOUGLAS G. POSEY CHILDREN'S TRUST" shall invest only in AAA rated fixed income securities or in equity securities that are in the size or range of capitalization that are measured by the Standard & Poor 500 Index.



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ELEVENTH: Whenever all or any part of my estate shall be distributable to a person who is then under the age of twenty-one (21) years, my Executrix or Executor is hereby granted a power in trust, without bond or other undertaking, to hold and administer such property for the benefit of such person during the years of his or her minority, to invest or reinvest such property, to collect the income thereof, and, after deducting therefrom all charges properly allocable thereto, to pay or apply to the use of such person so much of the net income as my Executrix or Executor in her or its discretion deems appropriate, and to accumulate for the benefit of such person any income not so paid or applied. In addition, my Executrix or Executor is authorized to pay to or apply to the use of such person so much of the principal amount of such person's property and accumulations as she or it in her or its discretion deems appropriate. Any remaining principal and accumulated income shall be paid to such person when he or she attains the age of twenty-one (21) years, and thereupon such power in trust hereby granted shall terminate with respect to such person.

TWELFTH: I hereby direct that the validity, construction, effect and administration of the testamentary dispositions made in this Will shall be determined by the laws of the State of Mississippi and that the courts of the State of Mississippi



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shall have jurisdiction over the administration of my estate and each and every trust created hereunder or resulting by reason of any of the provisions of this Will, regardless of where any assets or property, or all of the assets or property, of the estate may be located or situated.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament, appearing on this and the preceding twenty-one (21) pages each written on one side only, and at the bottom of each of which I have signed my name, in the presence of Betty C Burns and Deane H Walker, whom I have requested to act as subscribing witnesses hereto on this the 22nd day of March, 2006.

E. Leonard Posey, Jr.  
E. LEONARD POSEY, JR.

E. Leonard Posey, Jr.  
E. LEONARD POSEY, JR.

We, Betty C Buena and Diane H. Walker,

the undersigned witnesses, hereby certify that E. LEONARD POSEY, JR., being over eighteen (18) years of age and of sound and disposing mind, memory and understanding, and under no improper influence or restraint to the best of our knowledge and belief, subscribed his name and signature to the above and foregoing instrument consisting of twenty-three (23) pages, in our presence, declaring this instrument to be his Last Will and Testament, and we and each of us, at his request and in his presence and in the presence of each other, sign this instrument as attesting witnesses to such execution.

WITNESS OUR SIGNATURES, this the 22nd day of March, 2006.

Betty C Buena  
Witness

2719 Hwy 43 North

Canton, Ms. 39046  
Address

Diane H. Walker  
Witness

232 Ina St

Madison, Ms 39118  
Address

E. Leonard Posey, Jr.  
E. LEONARD POSEY, JR.

AFFIDAVIT OF SUBSCRIBING WITNESSES

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Betty C. Burns and James H. Skelton who, after being duly sworn, on oath stated as follows:

That the above and foregoing Last Will and Testament of E. LEONARD POSEY, JR., dated the 22nd day of March, 2006, was exhibited by E. LEONARD POSEY, JR., to affiants as his Last Will and Testament and was signed by him on said date in the presence of affiants, declaring the same to be the Last Will and Testament of E. LEONARD POSEY, JR., and at his request and in his presence and in the presence of each other, the affiants signed the same as witnesses; that E. LEONARD POSEY, JR., on the 22nd day of March, 2006, was of sound and disposing mind, memory and understanding and was mentally capable of recognizing and was actually conscious of the act of making, executing, declaring, attesting and publishing the said instrument of writing as his Last Will and Testament; and that he was under no duress or undue influence perceptible to affiants and was over the age of eighteen (18) years.

Affiant:

Betty C. Burns

Address:

2719 Hwy 43 North  
Canton, Ms 39046

Affiant:

Diana H. Erster

Address:

232 Jua St.  
Madison, MS 39118

SWORN TO AND SUBSCRIBED before me, this the 22nd day of March,

2006.

Arthur Johnston  
NOTARY PUBLIC

My Commission Expires  
Notary Public State of Mississippi  
My Commission Expires September 2, 2009  
Bonded Thru Helden, Brooks & Garland, Inc.

MADISON COUNTY MS This Instrument was  
filed for record OCT. 1, 2009

Book 44 Page 794  
ARTHUR JOHNSTON, C. C.

BY: Karen Stapp D.C.

