BOOK 560 PAGE 901

LAST WILL AND TESTAMENT

OF

ALMA LEE BAUNTON P-79-28

I, ALMA LEE BAUNTON, of Danville, Yell County, Arkansas, do make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils at any time heretofore made by me.

FIRST: (a) I give and devise my interest in my family's home located at 737 Benton Avenue, Nashville, Tennessee, to my sister, LOUISE WILLIAMS, if living.

(b) I give, devise and bequeath all my interest in and to the furniture, furnishings, rugs, pictures, books, silver, linen, china, glassware, objects of art, wearing apparel, jewelry, personal automobiles and their accessories, and all other household and personal goods and effects which I shall own and possess as of the date of my death to my husband, ROBERT E. BAUNTON, if he survives me. I give my Executor the authority to determine the articles above referred to and my Executor's determination shall be binding and conclusive on all parties.

SECOND: If my husband, ROBERT E. BAUNTON, survives me, I give and bequeath all of the rest, residue and remainder of my property and estate, of whatever kind and wherever situated, belonging to me at the time of my death, to my Trustee, hereinafter named, IN TRUST NEVERTHELESS, to hold, manage, invest and reinvest, to collect the income therefrom and, within the limits hereinafter recited, to pay the

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net income and principal thereof to the beneficiary hereof pursuant to the following terms and conditions. After considering all other sources of income available to my husband, ROBERT E. BAUNTON, I empower, authorize and direct my Trustee, in his sound and sole discretion, to pay such portion of the net income of the trust to, or apply on behalf of, my husband, at such time or times as shall be required to allow my husband to be maintained and supported in the manner to which he became accustomed during my lifetime. Income not distributed pursuant to the provisions hereof shall be added to and become a part of the trust principal. In addition to the income payments herein provided, and after my Trustee shall have satisfied himself of the exhaustion by my husband of all the other assets of any kind and description available to him for support and maintenance, there shall be paid to, or expended in behalf of, my husband such amounts of principal as shall be required, in the sound and sole discretion of my Trustee, to allow my husband to be maintained and supported in the manner to which he became accustomed during my lifetime. It is my wish, and I hereby direct, my Trustee to resolve any doubt as to the payment of income and principal within the limits hereinabove recited in favor of the said beneficiary. It is my further wish, and I hereby direct, that the support and maintenance provisions hereinbefore provided shall be deemed to include, but not be limited to, medical and hospital care and expenses which my husband may reasonably incur in any and all emergency or untoward circumstances during the term of the trust. This

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trust shall terminate at the death of my husband. At the termination hereof, the Trustee shall distribute and pay over the principal and accumulated income, if any, to the persons and subject to the conditions recited in Paragraph THIRD hereof as that paragraph relates to the distribution of my estate in the event my husband, ROBERT E. BAUNTON, predeceases me. The recipients of the trust estate, their respective shares and the conditions of distribution shall be determined as if I had died immediately following the time of my husband's death.

THIRD: In the event my husband, ROBERT E. BAUNTON, predeceases me, then my Executor shall divide all of my property and estate, of whatever kind and wherever situated, into three (3) shares equal to Twenty-five percent (25%), Twenty-five percent (25%), and Fifty percent (50%) of my property and estate, hereinafter referred to as Share No. 1, Share No. 2 and Share No. 3 respectively.

(a) I give, devise and bequeath Share No. 1 to my sister-in-law, MARIE ASENITH NEWTON, if living, or, if not, to her husband, CLARENCE A. NEWTON, if living, or, if not, to their surviving descendants, per stirpes.

(b) I give and bequeath Share No. 2 to my Trustee, hereinafter named, as Trustee of the BAUNTON-NEWTON TRUST, to hold, manage, invest and reinvest, to collect the income therefrom and, within the limits hereinafter recited, to pay the net income and principal thereof to the beneficiaries hereof pursuant to the following terms and conditions. I empower, authorize and direct my Trustee, in its sound and sole discretion, to pay such portion of the net income

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of the trust, or apply on behalf of, my mother-in-law, NORA ELZORA BAUNTON, at such time or times as shall be required to allow her to be maintained and supported in the manner to which she became accustomed during my lifetime. Any income not distributed pursuant to the provisions hereof shall be added to and become a part of the trust principal. In addition to the income payments herein provided, there shall be paid to, or expended in behalf of, my mother-in-law such amounts of principal as shall be required, in the sound and sole discretion of my Trustee, to allow my mother-in-law to be maintained and supported in the manner to which she became accustomed during my lifetime. It is my wish, and I hereby direct my Trustee, to resolve any doubt as to the payment of income and principal within the limits hereinabove recited in favor of the said beneficiary. It is my further wish, and I hereby direct that the support and maintenance provisions hereinbefore recited shall be deemed to include, but not be limited to, medical and hospital care and expenses which my mother-in-law may reasonably incur in any and all emergency or untoward circumstances during the term of the trust. Upon the death of my said mother-in-law, my Trustee shall pay over and distribute the trust principal and income to my sister-in-law, MARIE ASENITH NEWTON, pursuant to the foregoing terms and conditions pertaining to my said mother-in-law. In the event my said sister-in-law does not survive my mother-in-law or upon her death if she does survive my mother-in-law, my Trustee

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shall pay over and distribute the trust principal and income to my brother-in-law, CLARENCE A. NEWTON, if then living, pursuant to the foregoing terms and conditions pertaining to my said mother-in-law. Upon the death of the last remaining survivors of my said mother-in-law, sister-in-law and brother-in-law, this trust shall terminate and my Trustee shall pay over and distribute the trust principal and accumulated income pursuant to the provisions of subparagraph (c)(ii).

(c) (i) From Share No. 3, I give and bequeath the sum of Two Thousand Dollars ($2,000) to each of the children of my sister-in-law, MARIE ASENITH NEWTON, if living.

(ii) I give, devise and bequeath the rest, residue and remainder of Share No. 3 as follows:

(A) Three-eighths (3/8ths) to the Foreign and Home Mission Boards, Southern Baptist Convention, Nashville, Tennessee.

(B) One-eighth (1/8th) to the Cooperative Program of the Arkansas State Baptist Convention, Little Rock, Arkansas.

(C) One-eighth (1/8th) to Quachita Baptist University, Arkadelphia, Arkansas, or its successor organization.

(D) One-eighth (1/8th) to Mid-America Baptist Theological Seminary, Little Rock, Arkansas, or its successor organization.

(E) One-eighth (1/8th) to my Trustee, hereinafter named, as Trustee of the Alma Baunton Scholarship Fund, to hold, manage, invest and reinvest the same and to collect the income therefrom for the following uses and purposes:

(1) The Trustee shall pay over and distribute no less often than annually the net income of the

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trust to Baptist Children's Home, Franklin, Tennessee, or to its successor institution. Upon receipt of the said net income, the foregoing institution shall award same as scholarships to students who have demonstrated to the institution through its appointed scholarship committee outstanding character, financial need and a sincere interest in furthering their education. Outstanding academic excellence shall not be one of the primary criterion considered by the committee in selecting the recipients.

(2) The principal of the trust shall remain intact and the trust shall continue in perpetuity.

(F) One-eighth (1/8th) to my Trustee, hereinafter named, as Trustee of the Robert E. and Alma Baunton Scholarship Fund, to hold, manage, invest and reinvest the same and to collect the income therefrom for the following uses and purposes:

(1) The Trustee shall pay over and distribute no less often than annually the net income of the trust to Southern Baptist College, Walnut Ridge, Arkansas, or to its successor institution. Upon receipt of the said net income, the foregoing institution shall award same as scholarships to students who have demonstrated to the institution through its appointed scholarship committee outstanding character, financial need and a sincere interest in furthering their education. Outstanding academic excellence shall not be one of the primary criterion considered by the committee in selecting the recipients.

(2) The principal of the trust shall remain intact and the trust shall continue in perpetuity.

FOURTH: (a) Each and every beneficiary of any trust created herein is hereby enjoined and restrained from anticipating, assigning, transferring, selling, or otherwise disposing of his

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or her interest in the trust estate created by this Will, and is without power to do so, and no such anticipation, assignment, transfer, sale or other disposition shall be recognized by my Trustee, nor shall the same pass any right, title or interest, if any, of the beneficiaries hereof, and none of the interests of the beneficiaries hereunder shall be subject to the claims of creditors or other persons, bankruptcy proceedings, or the liabilities or obligations of any beneficiary.

(b) Whenever pursuant to the terms of any trust created herein my Trustee is authorized to apply any income or principal to the support, maintenance and education of a minor, then my Trustee shall be authorized to pay such income or principal to the guardian of such minor, or the person having the care or custody of such minor, without bond, and my Trustee shall not be bound to see to the application or use of any payments of income or principal so made.

FIFTH: My Executor and my Trustee and their successors, if any, shall have all the powers authorized by Arkansas Acts of 1961, No. 153, Section 3, which said Act is by this reference made a part hereof as if fully set out. Furthermore, my Executor and Trustee shall maintain accurate accounts and records and shall render statements, no less often than annually, to the beneficiaries having a vested interest in my estate or trust estate reflecting the financial position and current operations of the estate or trust.

SIXTH: (a) In determining the meaning of the terms "issue", "child", "children" and "descendants" for the purposes of this Will, adopted children of any person will be deemed to have and shall be given exactly the same status as natural born children, provided that the adoption occurred,

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or occurs, at a time when the adopted person was, or is, a minor.

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

SEVENTH: I appoint my husband, ROBERT E. BAUNTON, Executor of this, my Will, and Trustee of the trusts created hereunder. In the event he is, or becomes, unable or unwilling to serve in either or both capacities, then it is my wish that PEOPLES BANK AND TRUST COMPANY, Russellville, Arkansas, be appointed as his successor. I request that my nominees be permitted to serve without bond.

IN WITNESS WHEREOF, I, ALMA LEE BAUNTON, have to this, my Last Will and Testament, subscribed my name and set my seal this 21st day of June, 1974. For the purposes of identification, I have subscribed my name in the margin of each of the foregoing seven (7) pages of this Will, which consists of eight (8) pages.

Alma Lee Baunton
ALMA LEE BAUNTON

SUBSCRIBED AND SWORN to by ALMA LEE BAUNTON, in the presence of us and of each of us, and at the same time published, declared and acknowledged by her to us to be her Last Will and Testament, and, thereupon, we, at the request of ALMA LEE BAUNTON, in her presence and in the presence of each other, have hereunto subscribed our names as witnesses this 21st day of June, 1974.

WITNESS

305 S. Phoenix
Russellville, Ark.
Address

WITNESS

Rt 3 Box 119
Russellville, Ar. 72801
Address

OFFICIAL PROBATE FORM 4

PROBATE CODE, SECS. 58 AND 59

This Form Has Been Officially Prescribed by the Supreme Court of Arkansas for Use Under the Probate Code, Act 140 of the 1949 Acts of Arkansas

BOOK 5603 PAGE 909

IN THE PROBATE COURT OF Dardanelle Dist. Yell COUNTY, ARKANSAS

IN THE MATTER OF THE ESTATE OF

Alma Lee Baunton, deceased

No. P-79-28

PROOF OF WILL

We, Ward J. Ramsey and H.L. Dickerson

3075 Phoenix-South, Russellville, Ark.

and Rt. 3, Box 119, Russellville, Arkansas 72801, on oath state:

We are the subscribing witnesses to the attached written instrument, dated 21st day of June, 19 74, which purports to be the last will of Alma Lee Baunton, deceased. On the execution date of the instrument the testatrix, in our presence, signed the instrument at the end thereof, or acknowledged her signature thereto, declared the instrument to be her will, and requested that we attest her execution thereof; whereupon, in the presence of the testatrix each of us signed our respective names as attesting witnesses. At the time of execution of the instrument the testatrix appeared to be eighteen years of age or older, of sound mind, and acting without undue influence, fraud or restraint.

DATED this 26 day of October, 19 79

x _____

x _____

STATE OF Arkansas

COUNTY OF Pope

Subscribed and sworn to before me this 26 day of October, 19 79

(SEAL)

_____
[Official Title]

Notary Public

My Comm. Expires: 7/11/83

FILED IN MY OFFICE

This 8 Day Of _____ 19 _____

_____ Clerk

By _____ D.C.

CERTIFIED COPY

BOOK 5603 PAGE 910

STATE OF ARKANSAS)
)
COUNTY OF YELL)

I, FAY MATHIS, Probate Clerk within and for the County and State aforesaid, do hereby certify that the annexed and foregoing instrument of writing, being the Last Will and Testament of Alma Lee Baunton, Deceased, and Proof of Will, is a true and correct copy of said Last Will and Testament and Proof of Will, which was recorded on 8 November 1979, and appears of Record in Will Book "C" pages 153-161, Records of the Dardanelle District of Yell County, Arkansas.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Court, this the 25th day of April 1980.

FAY MATHIS, PROBATE CLERK

BY Velma L. Frame
Deputy Clerk

(COURT SEAL)

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IDENTIF. REFERENCE
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