LAST WILL AND TESTAMENT

OF

SHIRLEY WRAY HARPER BOOK 561 PAGE 445

I, SHIRLEY WRAY HARPER, a resident citizen of Smyrna, Rutherford County, Tennessee, being of sound mind and disposing memory do hereby make, publish and declare this instrument to be my Last Will and Testament, hereby revoking any and all wills and codicils heretofore made by me.

I.

I hereby appoint my grandson, ROBERT BRYAN HARPER, as Executor of this my Last Will and Testament, and I do hereby expressly relieve and exempt him from the necessity of giving bond or other security for the faithful performance of his duties herein, or to make or file any inventory, settlement or accounting with any court in which he may be called upon to act in administration of my estate.

II.

If my said Executor, ROBERT BRYAN HARPER, should decline or fail to qualify, resign or cease to act for any reason, then I appoint in his place and stead with the same powers and exemptions my Attorney, DEAN ROBINSON, to be my alternate executor.

III.

I hereby direct that all my just debts and funeral expenses be paid from my estate as soon as practicable. My Executor may pay the same out of whatever property he deems advisable and I direct and authorize my Executor to sell whatever property, real or personal, he deems necessary to pay said debts and expenses.

IV.

I hereby devise unto my beloved Daughter, LOIS HARPER DAUGHERTY and to my Son, OSCAR GENE HARPER, as tenants in common, my real estate together with all improvements thereon (if I shall own said property at the time of my death) located at 2009 Beechwood Avenue, Nashville, Davidson County, Tennessee.

If either of the foregoing beneficiaries shall not survive me, I devise the interest which such beneficiary would have received if living unto my Grandsons, ROBERT BRYAN HARPER and MARK WRAY HARPER as tenants in common.

Shirley W. Harper DATED: 2-9-76

RECORDER'S NOTE
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

V.

I hereby give and bequeath unto my Grandson, ROBERT BRYAN HARPER, all of the shares of stock in the American Telephone and Telegraph Company which I may own at my death, together with all dividends, rights and benefits declared thereon subsequent to the time of my death and all rights and benefits thereof.

VI. BOOK 5611 PAGE 446

I hereby direct that all the rest, residue and remainder of the property which I may own at the time of my death, whether real, personal and/or mixed of whatsoever kind and character and wheresoever situate shall be liquidated and pass to my Grandson, ROBERT BRYAN HARPER, as Trustee. Said Trustee shall hold, manage and control the aforesaid property in trust with all the rights and powers and subject to the limitations hereinafter enumerated for the following uses and purposes:

(1) That the Trustee shall serve without being required to post bond.

(2) That the Trustee shall hold, manage, invest and reinvest the proceeds, collect and receive all the income and pay all necessary expenses in connection with the trust.

(3) I hereby authorize and empower the Trustee in his sole and absolute discretion, at any time and from time to time, to pay out of the income (or to disburse from the principal if necessary) of said trust estate, such amounts as he deems advisable to provide adequately and properly for the health, support, maintenance and education of my two (2) Grandsons ROBERT BRYAN HARPER and MARK WRAY HARPER.

(4) When each of my Grandsons, ROBERT BRYAN HARPER and MARK WRAY HARPER, shall attain the age of twenty-five (25) years, then I direct that the trust for each Grandson shall terminate and the remainder of each said trust estate both principal and income, if any, shall pass to each Grandson in fee simple absolute forever.

(5) In the event either of my Grandsons, ROBERT BRYAN HARPER or MARK WRAY HARPER shall predecease me or predecease the date of termination of the trusts then I do hereby give and bequeath his share of the cash assets to the survivor of the two in trust

VII.

I hereby will and direct that any trust estate which will or may be established as a result of my Last Will and Testament that neither the corpus nor income of any trust shall be pledged, assigned, transferred or sold, or in any manner whatsoever, accelerated,

Shirley W. Harper DATED: 2-9-76

anticipated, or encumbered by any beneficiary, nor shall any income or corpus of any trust estate be in any manner subject or liable in the hands of the Trustee for the debts, contracts or engagements of any beneficiary, or be subject to any assignment, or any other voluntary or involuntary alienation or disposition whatever. All distributions of income or corpus shall be paid only upon receipt to the beneficiary entitled, or to others for this use and benefit.

VIII. BOOK 5611 PAGE 447

I hereby request that my Executor shall employ my attorney, DEAN ROBINSON, as attorney for my estate, not only in connection with the probate of my will, but also in connection with any and all other matters of a legal nature relating to the administration of my estate.

IN WITNESS WHEREOF, I, SHIRLEY WRAY HARPER, have hereunto subscribed my name to this my Last Will and Testament contained in three pages on each of which I have subscribed my name in the presence of the undersigned attesting witnesses, who at my request and in my presence have subscribed their names as attesting witnesses in the City of Nashville, County of Davidson, Tennessee this 9 day of February, 1976.

Shirley W. Harper
SHIRLEY WRAY HARPER, TESTATRIX

We the undersigned attesting witnesses do hereby certify that the said SHIRLEY WRAY HARPER, did sign, publish and declare in our presence, all of us being present at the time, the foregoing paper writing as and for her Last Will and Testament and at her request and in her presence and in the presence of each other have hereunto subscribed our names as attesting witnesses and we hereby certify at the time of execution hereof, we believe the testatrix to be of sound mind and disposing memory.

Dean Robinson
Witness

217 Sturdy Trace Ct
Address

Tracey Elaine Boles
Witness

316 Dunwoody Dr.
Address

F.9.2.90.4

IDENTIF. REFERENCE

JUN 11 11 07 AM '80

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY, TENN.

PAID

PAGE THREE OF MY LAST WILL AND TESTAMENT

Shirley W. Harper DATED: 2-9-76

STATE OF TENNESSEE, DAVIDSON COUNTY

67432

BOOK 5611 PAGE 448

I, BILL McPHERSON, Clerk of the Probate Court of Davidson County, State aforesaid, do certify that the foregoing is a full, true and complete copy of Last Will & Testament In Re: Shirley Wray Harper, Probated July 3, 1979, Recorded In Minute Book 259, Page 740 and in Will Book 127, Page 392

which remains of record on file in said office.

Given under my hand and official sea, at office, in Nashville, this 11th *day of* June, 80

Bill McPherson
Clerk of Probate Court.

By Joyce Bailey
Deputy Clerk.