LAST WILL AND TESTAMENT
OF
PEARL MARY COYLE

BOOK 6088 PAGE 156

I, PEARL MARY COYLE, a resident of Davidson County, Tennessee, do hereby make, publish and declare this my last will and testament, expressly revoking all other wills and codicils by me heretofore made.

ITEM I. I direct my Executor hereinafter named to pay all my just debts, medical and funeral expenses as soon as practicable after my death, together with any unpaid portions of pledges I have made to charitable or religious organizations.

ITEM II. My taxable estate will consist not only of the testamentary estate disposed of in this will, but also of a trust estate to be disposed of under a certain Declaration of Trust, dated April 25, 1960, and amended in February, 1962, under which Jack L. Coyle and Robert P. Coyle, both residents of California, are acting as trustees. Under the provisions of said Declaration of Trust, the trust estate described therein is to be distributed at my death to designated beneficiaries, after payment of specified costs and expenses and death taxes (including federal estate taxes and state inheritance and estate taxes). I direct that there be charged against and paid out of my testamentary estate, only such amount of death taxes as would have been payable if the trust estate were not included in my estate for tax purposes. All additional death taxes are to be charged against and paid out of said trust estate. The trust estate is described in said Declaration of Trust as consisting of 2,163 Class A shares and 504 Class B shares, or a total of 2,667 shares of GM Shares, Inc. (All of which has subsequently been converted into 16,002 shares of General Motors Corporation stock). I further direct that such death taxes as are chargeable as aforesaid against my testamentary estate, or would be chargeable against any of the beneficiaries thereof named in this will, be paid out of my general testamentary estate, and not be charged or apportioned in any way among said beneficiaries.

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JUL 5 11 38 AM '83
FELIX Z. WILSON II, REGISTER
DAVIDSON COUNTY, TN

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ITEM III. I give and bequeath to Thomas Coyle Egan, 226 Cumberland Circle, Donelson, Tennessee, if he survives me, the sum of $25,000 in cash and my dwelling at 1702 Sweetbriar Avenue, Nashville, Tennessee.

ITEM IV. I make the following bequests to the following individuals and organizations, to be paid without interest, but direct that they shall be abated proportionately in the event there are insufficient funds in my estate to satisfy them all in full, and with the further provision that if any of the said individuals shall predecease me, the bequest shall lapse except as otherwise specifically provided:

TO:	John Thomas Egan 2304 Dennywood Drive Nashville, Tennessee 37214	$ 5,000
And to his wife:		
	Winona Hayes Egan	$ 5,000
TO:	John T. Egan, Jr. 821 Hurt Drive Nashville, Tennessee 37214	$ 5,000
And to his wife:		
	Mary Anna Egan	$ 5,000
TO:	John T. Egan, Jr., as Trustee to be held in trust for Bret Christopher Egan in the "Bret Christopher Egan Trust" upon the uses and trusts hereinafter specified	$30,000
TO:	Richard Christian Egan Route 2, Box 4170 Pegram, Tennessee 37143	$ 5,000
And to his wife:		
	Gail Egan	$ 5,000
TO:	Richard Christian Egan, as Trustee to be held in trust for Cynthia Pearl Egan in the "Cynthia Pearl Egan Trust" upon the uses and trusts hereinafter specified	$30,000
TO:	Richard Christian Egan, as Trustee to be held in trust for Elsie Elaine Egan in the "Elsie Elaine Egan Trust" upon the uses and trusts hereinafter specified	$30,000

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TO:	Mary Jane Hysmith 111 Edenwood Drive Jackson, Tennessee 38301	$ 5,000

And to her husband		
	Larry Hysmith	$ 5,000
TO:	Mary Jane Hysmith and Larry Hysmith, as Trustees to be held in trust for James Daniel Hysmith in the "James Daniel Hysmith Trust" upon the uses and trusts hereinafter specified	$30,000
TO:	Mary Jane Hysmith and Larry Hysmith, as Trustees to be held in trust for Robert Craig Hysmith in the "Robert Craig Hysmith Trust" upon the uses and trusts herein- after specified	$30,000
TO:	Mrs. Mattie Lynn Vickery 5200 Georgia Avenue Nashville, Tennessee 37209	$10,000
TO:	Mrs. Sarah Elizabeth Porter 200 7th Avenue Columbia, Tennessee 38401	$10,000
TO:	Mrs. Leonora Ellen Baugham 770 Flat Shoals Road, S.E. Atlanta, Georgia 30316	$10,000
TO:	Jewell Lorene McMillon 4E2 Royal Arms Apartments 1900 Richard Jones Avenue Nashville, Tennessee 37215 But, if she predeceases me, to Children's Hospital, Vanderbilt Uni- versity, Nashville, Tennessee	$ 5,000
TO:	Mrs. Frances Roberta Fox 190 Sumar Avenue Jackson, Tennessee 38303	$20,000
TO:	Mrs. Marjorie Dean Payne 96 Antioch Pike Nashville, Tennessee 37211 But, if she predeceases me, to St. Thomas Hospital, Nashville, Tennessee	$15,000
TO:	Norma Elizabeth Taylor 215 Dean Lane Grosse Pointe, Michigan 48236	$10,000

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TO:	Jack L. Coyle Apt. 5, 520 West 25th Street San Bernardino, California 92405	$10,000
TO:	Bob P. Coyle 474 Golfview Drive San Jose, California 95127	$10,000
TO:	Dr. James Edward Coyle 46 Beacon Hill Grosse Pointe, Michigan 48236	$10,000
TO:	Mrs. Marie Coyle Schwartzel 30 Bellewood Drive New Albany, Indiana 47150 But, if she predeceases me, to Children's Hospital, Vanderbilt University, Nashville, Tennessee	$ 5,000
TO:	Lois McWhirter Woods 1084 East Angeleno Burbank, California 91501 But, if she predeceases me, to St. Mary's Villa 30 White Bridge Road, Nashville, Tennessee 37205	$ 5,000
TO:	Mrs. Rosie Lee Moore 1250 Hillside Avenue Nashville, Tennessee 37203	$ 5,000
TO:	Johnnie Black 712 - 26th Avenue North Nashville, Tennessee 37208	$ 3,000
TO:	Msgr. Daniel S. Richardson Church of Christ the King 3001 Belmont Boulevard Nashville, Tennessee 37212	$ 5,000
TO:	Church of Christ the King 3001 Belmont Boulevard Nashville, Tennessee 37212	$20,000
TO:	Church of Christ the King School 3001 Belmont Boulevard Nashville, Tennessee 37212	$20,000
TO:	Church of the Assumption 1227 - 7th Avenue North Nashville, Tennessee 37208	$ 5,000

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TO:	St. Mary's Villa 30 White Bridge Road Nashville, Tennessee 37205	$10,000
TO:	St. Thomas Hospital 4220 Harding Road Nashville, Tennessee 37205	$10,000
TO:	American Red Cross 321 - 22nd Avenue North Nashville, Tennessee 37203	$10,000
TO:	Big Brothers of Nashville Stahlman Building Nashville, Tennessee 37201	$10,000
TO:	Children's Hospital of Vanderbilt University 1161 - 21st Avenue South Nashville, Tennessee 37203	$10,000
TO:	Wilkerson Hearing & Speech Clinic 1114 - 19th Avenue South Nashville, Tennessee 37212	$10,000
TO:	Nashville Boys' Club 67 Thompson Lane Nashville, Tennessee 37211	$10,000
TO:	Nashville Symphony Association 1805 West End Avenue Nashville, Tennessee 37203	$10,000
TO:	Youth Incorporated Plaza Professional Building Nashville, Tennessee 37203	$10,000
TO:	Cumberland Museum & Science Center 800 Ridley Avenue Nashville, Tennessee 37203	$10,000
TO:	Readers' Digest American Printing House for the Blind Post Office Box 6435 Louisville, Kentucky 40206	$10,000
TO:	Pilot Guide Dog Foundation 33 East Congress Parkway Chicago, Illinois 60605	$10,000
TO:	Seeing Eye Guide Morristown, New Jersey 07960	$10,000
TO:	The Christophers 12 East 48th Street New York, New York 10017	$10,000
TO:	St. Jude's Research Hospital National Executive Office 617 Massachusetts Avenue Indianapolis, Indiana 46204	$10,000

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TO:	Father Close Mercy Mission Drawer X Chicago, Illinois 60690	$10,000
TO:	Secretary for the Missions 1820 Mt. Elliott Avenue Detroit, Michigan 48207	$10,000
TO:	Father Flanagan's Boys' Home Boys Town, Nebraska 68010	$10,000

ITEM V. The following provisions shall apply to each Trust created hereunder, the same being the Bret Christopher Egan Trust, the Cynthia Pearl Egan Trust, the Elsie Elaine Egan Trust, the James Daniel Hysmith Trust, and the Robert Craig Hysmith Trust.

(1) The Trustee of each Trust shall hold, manage, invest and reinvest the Trust Estate and shall pay or apply the income and principal thereof to or for the benefit of that child who is the beneficiary in the following manner.

(2) Until the beneficiary shall attain the age of twenty-one (21) years or the Trust shall sooner terminate, the Trustee, in the Trustee's sole and absolute discretion, may accumulate or pay, from time to time, all or any part of the net income or principal to or for the benefit of the beneficiary but only for the purposes of the beneficiary's education. It is my intention in each case that the entire Trust Estate be disposed of for the education of the beneficiary prior to the beneficiary's attaining the age of twenty-one (21) years; however, if there should be any part of the Trust Estate remaining, then upon the beneficiary attaining the age of twenty-one (21) years, the Trust shall terminate and the Trustee shall pay over and distribute outright and free of trust to the beneficiary the entire principal and any accumulated or undistributed income thereon.

(3) If the beneficiary should die prior to attaining the age of twenty-one (21) years, the Trust shall then terminate and the

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Trustee shall pay over and distribute the entire Trust Estate to the estate of the beneficiary.

(4) The term "education" shall include all forms of education, including, but not limited to, private schools (primary or secondary), college, advanced college or post-college, commercial, technical, business or art education or otherwise.

ITEM VI. I give and bequeath to the persons listed below my personal effects as follows:

My Satinwood dining room furniture (9 pieces) to Mattie Lyn Vickery.

My flat silverware, and holloware to match, and all other silver or silver plated ware, to Thomas Coyle Egan and Elsie Myra Egan.

All other articles of tangible personal property not labeled are to be disposed of by Thomas Coyle Egan at his discretion, and those labeled are to be disposed of by him in accordance with the labels.

ITEM VII. All the rest and residue of my property I give and bequeath to Seeing Eye Guide, Morristown, New Jersey 07960.

ITEM VIII. I nominate and appoint Thomas Coyle Egan as Executor of this my last will and testament, with full authority to employ lawyers, accountants or others to assist him in the performance of his duties. If he predeceases me or is incompetent to act or chooses not to serve, then I nominate and appoint Third National Bank in Nashville as Executor, or if Thomas Coyle Egan should qualify but die or become incompetent to act before being discharged, then I nominate and appoint Third National Bank in Nashville as Executor to succeed him. My Executor shall be excused from giving bond, and no bond shall be required of any Trustee hereunder.

ITEM IX. I hereby grant to the Executor of my Estate and also to the Trustee of each Trust established hereunder, all the powers enumerated in Tennessee Code Annotated Section 35-618, and the introductory and all subparagraphs thereof, to the extent applicable, and said provisions as set forth on the date of my death are herein incorporated by reference.

IN WITNESS WHEREOF, I have set my hand this 4 day of July, 1981, to this my last will and testament.

PEARL MARY COYLE

Signed, published and declared by the said Pearl Mary Coyle, as and for her last will and testament in the presence of us, the undersigned, who, at her request and in her sight and presence and in the presence of each other, have subscribed our names hereto as attesting witnesses the day and date above written.

Witness — Address

Witness — Address

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

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Page Eight and the Last Page of
My Last Will and Testament

AFFIDAVIT

STATE OF TENNESSEE

COUNTY OF DAVIDSON

BOOK 808 PAGE 164

Dora Nelson and William Waller,

being first duly sworn, make oath that they witnessed the last will and testament of Pearl Mary Coyle, dated July 1, 1981; that said will was executed by her in the presence of affiants who, at her request and in her sight and presence and in the sight and presence of each other, subscribed their names thereto as attesting witnesses; that said will was executed on the day it bears date, and at the time of execution thereof, the said Pearl Mary Coyle was of sound mind and disposing memory and was more than eighteen years of age. This affidavit is made at the request of the said Pearl Mary Coyle this 1 day of July, 1981.

Dora V. Nelson

William Waller

Sworn to and subscribed before me

this 1 day of July,

1981.

RECORDER'S MEMO
LEGIBILITY OF WRITING, PRINTING OR PRINTING IN THIS DOCUMENT IS UNSATISFACTORY FOR PHOTOGRAPHIC RECORDATION

Melissa H. Holloway
Notary Public

My commission expires: 7/21/84

CODICIL
TO LAST WILL & TESTAMENT
OF
PEARL MARY COYLE

BOOK 6088 PAGE 165

I, PEARL MARY COYLE, a resident of Davidson County, Tennessee, do hereby make, publish and declare this as a codicil to my Last Will and Testament dated July 1, 1981.

1. In addition to the bequests made in my said will, I make the following additional bequests.

To MARY EGAN HOLMAN of Adairsville, Kentucky	$5,000
To JESSIE McBRIDE of Trevecca Towers, Nashville, Tennessee	$5,000
To HAZEL SHOCKLEY of Trevecca Towers, Nashville, Tennessee	$5,000

Should any of the above legatees predecease me, I bequeath the amount otherwise going to such legatee to ST. MARY'S VILLA of Nashville, Tennessee.

2. I nominate and appoint LAWRENCE DORTCH of Nashville, Tennessee, as Executor of My Last Will and Testament in lieu of Thomas Coyle Egan in view of the physical handicaps from which Mr. Egan is suffering.

In all other respects I reaffirm my said Last Will and Testament dated July 1, 1981.

This August 17, 1981.

PEARL MARY COYLE

Signed, published and declared by the said PEARL MARY COYLE as and for her last will and testament in the presence of us, the undersigned, who at her request and in her sight and presence, and in the presence of each other, have subscribed our names hereto as attesting witnesses, the day and date above written.

AFFIDAVIT

STATE OF TENNESSEE
COUNTY OF DAVIDSON

BOOK 6088 PAGE 166

William Waller and Marcia R. Korda,

each being first duly sworn, make oath that they witnessed the signing of the attached codicil to the last will and testament of PEARL MARY COYLE, dated August 17, 1981, that said codicil was executed by her in the presence of affiants, who at her request and in her sight and presence and in the presence of each other, subscribed their names thereto as attesting witnesses; that said codicil was executed on the day it bears date, and at the time of the execution thereof, the said PEARL MARY COYLE was of sound and disposing mind and memory and was more than 18 years of age. This affidavit is being made at the request of the said PEARL MARY COYLE, this August 17, 1981.

William Waller

Marcia R. Korda

Sworn to and subscribed before me
this 17th day of August, 1981.

Bonnie L. Gleaspen
(Notary Public)

My commission expires: Jan. 20, 1985

STATE OF TENNESSEE, DAVIDSON COUNTY

BOOK 6088 PAGE 167

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 and Testament and Codicil of Pearl Mary Coyle Recorded in Minute Book 284 Page 506 and Will Book 143 Page 497

which remains of record on file in said office.

Given under my hand and official sea, at office, in Nashville, this 5th *day of* July *19* 83

Bill McPherson

Clerk of Probate Court.

By Rolda A. Gray

Deputy Clerk.