IN THE PROBATE COURT

FOR DAVIDSON COUNTY, TENNESSEE

Map 92-10
Par 107
Map 82-13
Par 183 Jo)
184

IN THE MATTER OF:

THE ESTATE OF MILTON A. KLEIN,]
]
Deceased.] No. 73816

BOOK 6153 PAGE 205

ORDER ADMITTING WILL TO PROBATE WITHOUT ADMINISTRATION

This cause came on to be heard before the Honorable ~~James R. Everett, Jr.~~ Barbara Haynes, Special Judge, Judge, upon the petition of Bernard M. Rosenblum that an authenticated copy of the last will and testament of Milton A. Klein, as heretofore admitted to probate in Florida, be admitted to probate here without administration.

It appearing to the Court that the decedent, Milton A. Klein, was a resident of Sarasota, Florida and died on December 8, 1982; that the last will and testament of Milton A.Klein, decedent, was admitted to probate by the Circuit Court for Sarasota County, Florida, on December 8, 1982; that Mai B. Klein, widow of decedent, was appointed as the Florida personal representative of the estate of Milton A. Klein; that the said Milton A. Klein was the owner of certain real property in Davidson County, Tennessee and in Cumberland County, Tennessee; that the said Milton A. Klein owned no personal property in Tennessee at the time of his death; and that petitioner desires to probate the will of decedent in order to perfect the title to the aforesaid real property;

It is therefore ORDERED that the duly authenticated copy of the last will and testament of Milton A. Klein heretofore admitted to probate in Sarasota County, Florida, is hereby admitted to probate by this court. No formal court supervised administration of the decedent's estate shall be required. No executor shall be appointed and no Letters Testamentary shall issue. Notice by publication to the creditors of the estate is waived.

10/07 36.00- CHECK

3500

Enter this 4th day of October, 1983.

Barbara Haynes

Special JUDGE

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237898

LAST WILL AND TESTAMENT OF

MILTON A. KLEIN

BOOK 6153 PAGE 207

I, MILTON A. KLEIN, a resident of Florida, which I declare to be my domicile, do hereby make, publish and declare this instrument to be my Will and hereby revoke any and all Wills and Codicils heretofore made by me.

ARTICLE 1.

1.1) I direct that all of my legal debts, the expenses of the administration of my estate and the expenses of my last illness, funeral and interment be paid out of my estate, but not from any assets which are exempt from Federal estate tax.

1.2) I direct that all estate taxes occasioned by my death upon or in relation to any property, whether passing under this Will or otherwise, shall be paid out of my estate as an expense of administration, but not from any assets which are exempt from Federal estate tax, and shall not be charged against the respective beneficiaries or distributees, nor shall my Personal Representative seek contribution or reimbursement from anyone; provided, however, this shall not apply to any gift or benefit included in my gross estate under Chapter 13, Section 2001(b), Section 2035 or Section 2039 of the Internal Revenue Code, as amended, unless such gift or benefit is utilized to fund the marital deduction and then only to the extent it does not overfund such marital deduction. The tax on such property shall be paid by the recipient of the Chapter 13, Section 2001(b) or Section 2035 gift or Section 2039 benefit. If my spouse survives me, I direct that no portion of the estate taxes shall be paid out of any portion of my estate which qualifies for the marital deduction allowed under the United States Internal Revenue Code, as amended.

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PAGE ONE

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ARTICLE 2.

2.1) I devise my tangible personal property including, but not limited to, clothing, jewelry, silver tableware and cutlery, furniture, books, works of art, automobiles and boats, together with all insurance thereon or in respect thereto, which I may own at the date of my death, to my spouse, MAI B. KLEIN, or if she shall not survive me, to my children, SUSAN R. KLEIN, RONALD J. KLEIN, TERRY L. KLEIN and WILLIAM R. KLEIN, to be divided among them in such manner as they shall agree. Any items not selected in accordance with this paragraph within 60 days from the appointment of my Personal Representative shall be divided by my Personal Representative among the devisees named in this paragraph.

ARTICLE 3.

3.1) I devise the residue of my estate, including any property over which I may have any general power of appointment at the time of my death, to my spouse, MAI B. KLEIN, or if she shall not survive me, to my children, SUSAN R. KLEIN, RONALD J. KLEIN, TERRY L. KLEIN and WILLIAM R. KLEIN, per stirpes.

ARTICLE 4.

4.1) I appoint my spouse, MAI B. KLEIN, as Personal Representative of my estate. If the appointed Personal Representative is or becomes unable or unwilling to serve, I appoint RONALD J. KLEIN and WILLIAM R. KLEIN, or the survivor of them, as successor Personal Representative. I direct that no bond shall be required of any Personal Representative. If my Personal Representative shall be required to file a Federal estate tax return, I authorize my Personal Representative to request a "prompt assessment" pursuant to Internal Revenue Code Section 2204, as amended.

4.2) No Personal Representative or its agents or employees shall be liable for damage or loss caused by

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honest errors of judgment made by my Personal Representative or my Personal Representative's agents or employees or by any good faith exercise of the discretions given my Personal Representative.

4.3) In the administration and distribution of my estate, my Personal Representative shall have the power and authority created under Section 733.612 Florida Statutes, as the same may be amended as of the date of my death. In addition and not in limitation of any common-law or statutory authority, and without application to any court, my Personal Representative shall also have the powers and responsibilities described below to be exercised in my Personal Representative's absolute discretion:

(a) With regard to both real and personal property, for the purpose of obtaining funds for payment of taxes, claims and the costs of administration, payment of devises and making distributions, conversion into cash, and management of the property, my Personal Representative may acquire, retain, invest, reinvest, exchange, lease, sell, borrow, mortgage, pledge, transfer and convey in such manner and on such terms without security and without limit as to time, as my Personal Representative may deem advisable, even for terms beyond the expected administration of my estate, and no purchaser or lender shall be held liable to see to the propriety of the transaction nor to the application of the proceeds. It is my intention to grant my Personal Representative a general power of sale. Any action under this subparagraph shall be valid without any showing of necessity and without authorization or confirmation of court.

(b) To enforce, settle, compromise or pay any claims, including taxes, without obligation to give or obtain any consideration, asserted in favor of or against me or my estate, to file income and gift tax returns in my name or jointly with my spouse, or with the Personal Representative of my spouse's estate and to determine and pay out of estate funds all such taxes or such portion thereof as my Personal Representative shall deem proper.

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(c) My Personal Representative's decision regarding any statutory power or power granted in this instrument shall be final and conclusive as to all beneficiaries. Notwithstanding any power contained herein, no power or provision of this Will shall be exercisable by my Personal Representative in such a way as will cause the disallowance of the marital deduction provided for herein.

(d) To make distributions (including the satisfaction of any pecuniary devise) in cash or in specific property, real or personal, or an undivided interest therein or partly in cash and partly in such property, and to do so without regard to the income tax basis of specific property allocated to any beneficiary (including any Trust); provided, however, that my Personal Representative shall, to the extent feasible, satisfy pecuniary charitable or marital devises with carryover basis property with the greatest unrealized appreciation; and such power shall not be exercised in such a way that it will affect the deductibility of any devise for charitable or marital deduction purposes. In making distributions, I request (but do not direct) that my Personal Representative or Trustee do so in a manner which will result in the property to be sold to satisfy obligations of my estate or of any Trust having an aggregate income tax basis as close as possible to its aggregate fair market value and, to the extent consistent with this primary objective, do so in a manner which will result in maximizing the increase in basis for Federal and state estate and succession taxes attributable to appreciation.

(e) To pay expenses that are reasonable in my Personal Representative's judgment for the delivery of devises.

(f) To allocate capital gains incurred during estate administration to either income or principal in the sole discretion of the Personal Representative.

(g) To continue for such period of time as my Personal Representative shall deem appropriate, any business, whether incorporated or nonincorporated, in which I may have had any interest at the time of my death. In this connection, my Personal Representative shall have the authority to incorporate said business, if unincorporated at the time of my death, and to elect to have said corporation taxed under the provisions of Subchapter S of the 1954 Internal Revenue Code as amended.

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(h) I specifically direct my Personal Representative to utilize U. S. Treasury bonds that are redeemable at par to pay Federal estate taxes for the payment of such taxes following the redemption procedure that will produce the best possible result from a Federal income tax standpoint to my estate.

ARTICLE 5.

5.1) If my spouse and I die under such circumstances that render it impossible or difficult to determine who predeceased the other, my spouse shall be deemed to have survived me, and this Will shall be construed upon that assumption, all laws to the contrary notwithstanding.

IN WITNESS WHEREOF, I have signed, sealed and published this, my Will, consisting of six (6) typewritten pages, including this page and the affidavit affixed to the end of this Will, this 15th day of October, 1979.

Milton A. Klein (SEAL)
MILTON A. KLEIN

The foregoing instrument was signed, sealed, published and declared by MILTON A. KLEIN to be his Will in the presence of us and each of us who, at his request and in his presence and in the presence of each other, have signed the same as witnesses.

F. Evelyn Melashia Residing at Englewood, Florida

Linda J. Martin Residing at Venice, Florida

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STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

We, MILTON A. KLEIN, P Evelyn Melahn, and Linda J Martin, the Testator and the witnesses respectively, whose names are signed to the attached or foregoing instrument, were sworn and declared to the undersigned officer that the Testator signed the instrument as his Will, and that he signed voluntarily and that each of the witnesses in the presence of the Testator, at his request, and in the presence of each other, signed the Will as a witness.

Milton A. Klein
Testator

P Evelyn Melahn
Witness

Linda J Martin
Witness

Subscribed and sworn to before me by the Testator, and subscribed and sworn to before me by the witnesses, this 18 day of October, 1979.

L Howard Payne
Notary Public

Notary Public, State of Florida at Large
My Commission Expires March 29, 1980
Bonded by American Fire & Casualty Co.

My Commission Expires:

2378 98

FILED AND RECORDED
R. H. HACKNEY JR. CLERK
SARASOTA

DEC 10 9 52 AM '79

IN THE CIRCUIT COURT FOR
SARASOTA COUNTY, FLORIDA

PROBATE DIVISION

IN RE: ESTATE OF

MILTON A. KLEIN,

File Number 82-2199

Division

BOOK 6153 PAGE 213

Deceased

ORDER ADMITTING WILL TO PROBATE
AND APPOINTING PERSONAL REPRESENTATIVE
(self proved)

The instrument presented to this Court as the last will of MILTON A. KLEIN, deceased, having been executed in conformity with law, and made self-proved at the time of its execution by the acknowledgement of the testat or and the affidavits of the witnesses, each made before an officer authorized to administer oaths and evidenced by the officer's certificate attached to or following the will in the form required by law, and no objection having been made to its probate, and the Court finding that decedent died on November 16, 1982, it is

ADJUDGED that the will bearing date October 18, 1979, and attested by F. EVELYN MELAHN, LINDA J. MARTIN and L. HOWARD PAYNE as subscribing and attesting witnesses, is admitted to probate according to law as and for the last will of the decedent, and it is further

ADJUDGED that MAI B. KLEIN is appointed personal representative of the estate of the decedent, and that upon taking the prescribed oath, filing designation of resident agent and acceptance, and entering into bond in the sum of $ None, letters of administration shall be issued.

ORDERED this 8th day of December, 1982.

Circuit Judge

FILED FOR RECORD
DEC 8 3 05 PM '82

Form No. P-28-A

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

I, HARRY S. PARHAM one of the Judges of the Twelfth Judicial Circuit of Florida, in and for Sarasota County, DO HEREBY CERTIFY that said Court is a Court of general jurisdiction; that R.H. HACKNEY, Jr. whose name is subscribed to the foregoing certificate was at the time of the signing and sealing of the same, Clerk of the Circuit Court of Sarasota County, Florida, aforesaid, and keeper of records and seal thereof, duly elected and qualified to office; and that full faith and credit are and of right should be given to all his official acts as such, in all Courts of Record and elsewhere and that his said attestation is in due form of law and by the proper officer.

GIVEN UNDER MY HAND and official seal this 8 day of SEPTEMBER A.D. 1983.

Harry S. Parham
JUDGE OF THE CIRCUIT COURT
SARASOTA COUNTY, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

I, R.H. HACKNEY, Jr., Clerk of the Circuit Court in and for Sarasota County, Florida, DO HEREBY CERTIFY THAT HARRY S. PARHAM whose genuine signature is appended to the foregoing certificate, was at the time of signing same, one of the Judges of the Twelfth Judicial Circuit in and for Sarasota County, Florida, duly commissioned and qualified; that full faith and credit are and of right should be given to all his official acts as such in all Courts of Record and elsewhere.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said Court at my office in Sarasota, Florida, this 8 day of SEPTEMBER A.D. 1983.

R.H. Hackney Jr.
CLERK OF CIRCUIT COURT
SARASOTA COUNTY, FLORIDA.

IN THE CIRCUIT COURT OF THE TWELFTH JUDICIAL CIRCUIT
SARASOTA COUNTY, FLORIDA PROBATE DIVISION

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

BOOK 6153 PAGE 215

CERTIFICATE OF CLERK

I, R.H. HACKNEY, JR., Clerk Circuit Court in and for the State and County aforesaid, do hereby certify that the foregoing is a true and correct copy of the original "LAST WILL & TESTAMENT OF MILTON A. KLEIN" AND "ORDER ADMITTING WILL TO PROBATE". IN. RE. ESTATE OF MILTON A. KLEIN, DECEASED.-

as the same appears of record in said County.

Witness my hand and official seal at Sarasota, Florida this 8 day of SEPTEMBER, 19 83.

H.7.8 7.7 7

IDENTIF. REFERENCE

OCT 7 11 15 AM '83

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN

RUSH

R.H. HACKNEY, JR., Clerk Circuit Court

By Joyce A Wiggins
Deputy Clerk

THIS CERTIFICATION CONSISTS OF 7 PAGES.

STATE OF TENNESSEE, DAVIDSON COUNTY

BOOK 6153 PAGE 216

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 Ancillary Proceeding

In Re: Milton A. Klein, Deceased Probated October 4, 1983, Minute Book 286 page 685

Will Book 144 page 639

which remains of record on file in said office.

Given under my hand and official sea, at office, in Nashville, this 7th *day of* October, *19* 83

Bill McPherson

Clerk of Probate Court.

By Sueko W. Cowell

Deputy Clerk.