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LAST WILL AND TESTAMENT BOOK 7032 PAGE 2

I, John A. Pritchett, of Johnson City, Washington County, Tennessee, being of sound mind and disposing memory, do make, declare and publish this my Last Will and Testament, hereby revoking all former wills and codicils to wills, heretofore made by me.

I direct that all of my just debts, including my funeral expenses and costs of administration, be paid out of my general estate by my executors herein-after named, as soon as practicable after my death. To this end I authorize my executors to pay all estate, inheritance, succession, and other death taxes, which may be payable by, or chargeable against my estate, or any of the beneficiaries thereof, out of my general estate as an expense of administration without apportionment or proration among the several beneficiaries, legatees and devisees.

I authorize my executors to sell all my real estate which I own in Davidson County, Tennessee, which consists of a residence, located at 3813 Whitland Avenue, Nashville, Tennessee, and a business block located at Tenth Avenue, North and Harrison Street; the said residence is to be sold exclusively, without its contents, which said contents, I bequeath to my son, John A. Pritchett, Jr., and his three (3) children, Cassandra Pritchett Mabe, John A. Pritchett, III, and Charles L. Pritchett, to be divided equally between them; the said business block shall be sold, including all of the personal property, which consists of certain roofing equipment, tile machines and pallets, trucks, and various other personal property, including a considerable amount of roofing tile, slate and other roofing materials.

To my son, John A. Pritchett, Jr., I give devise and bequeath, all of the real estate which I own, which is located in Washington County, Tennessee, which consists of two tracts of business property and five (5) residential lots, located near the Junction of the Kingsport and Bristol Highways; and also, which includes my farm land and 3 1/2 residential lots in Sequoyah Heights and one business lot facing on the Kingsport Highway, near the crest of the Indian Ridge.

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IDENTIFICATION REFERENCE

NOV 5 2 09 PM '86

FELIX Z. WILSON JR. REGISTER DAVIDSON COUNTY, TN

WASHINGTON COUNTY SEAL TN

To my son, John A. Pritchett, Jr., and to his three (3) children, Cassandra Pritchett Mabe, John A Pritchett, III, and Charles L. Pritchett, I bequeath the contents of a residence located at 2701 North Roan Street, and also, of a garage at the same location, all of which shall be divided equally between them.

I give and bequeath to each of the following persons and organizations, the amount set forth opposite their names:

1. To Southeastern District, Church of the Brethren, given in memory of my beloved wife, Ethel Griffith Pritchett, One Thousand ($1,000.00) Dollars.

2. To Bridgewater College, Bridgewater, Virginia, to be used for the use and benefit of the Reuel B. Pritchett Museum, Five Hundred ($500.00) Dollars.

3. To Boones Creek (Brethren) Cemetary, Five Hundred ($500.00) Dollars.

4. To Knob Creek Church of the Brethren, Five Hundred ($500.00) Dollars.

I authorize and empower my executors to sell and dispose of my Nashville real estate and personal property, heretofore mentioned, in connection therewith, in accordance with the terms of this will, at public or private sale, at such times and on such terms and conditions as they shall deem proper, and execute, acknowledge and deliver all paper writings, deeds of conveyance and transfers thereof.

If my executors in good faith decide that there is uncertainty as to the inclusion of particular property in my gross estate for federal estate tax or Tennessee inheritance tax purposes, they shall exclude such property from my gross estate in the estate or inheritance tax return. My executors shall not be personally liable for any loss to my estate or to my beneficiaries thereof resulting from their decision made in good faith that there is uncertainty as to the inclusion of particular property in my gross estate. Whenever my executors are given a choice of dates in valuing property in my gross estate, they shall elect the date which results in the lowest federal estate tax or state inheritance tax on my estate.

All the rest, residue and remainder of my estate, real, personal, and mixed of every nature and wheresoever situated, including lapsed legacies and devisee, remainders, reversions, expectancies, bank accounts, rents, or any other source, during the period of administration of my estate and all property of which I have power of testamentary disposition, control or appointment, I give, devise and bequeath to my son, John A. Pritchett, Jr., and my three grand-children, Cassandra Pritchett Mabe,

John A. Pritchett, III, and Charles L. Pritchett, each to receive equal amounts, share and share alike, absolutely in fee simple.

I hereby nominate, constitute and appoint my son, John A. Pritchett, Jr., and United American Bank in Washington County, Johnson City, Tennessee, as co-executors of this my Last Will and Testament. In the event that my son, John A. Pritchett, Jr., shall not survive me, or shall fail to qualify, die, resign, or cease to act for any reason, I appoint my grand-son, John A. Pritchett, III, as my co-executor in the place of my said son, John A. Pritchett, Jr. I direct that no bond or other security shall be required by my said co-executors for the faithful performance of their duties as such, and that they shall not be required to file any inventory of my estate.

IN TESTIMONY WHEREOF, I have hereunto set my hand to this my Last Will and Testament, at Johnson City, Washington County, Tennessee, this 18 day of November, 1980.

John A. Pritchett

Signed, sealed, published and declared by the testator, John A. Pritchett, to be his last will and testament in the presence of all of us at one and the same time, to the last page, and the three (3) preceding pages, and we at his request and in his presence and in the presence of each other, have hereunto subscribed our names as witnesses, and we do hereby attest to the sound and disposing mind of said testator and to the performance of the aforesaid act of execution at the place and on the date herein above set out.

Witnesses:	Addresses
[illegible]	[illegible]
[illegible]	[illegible]
Eula Bouge	Rt 2, Bolls, Haines, Texas.

The foregoing Will and Codicil filed and admitted to probate on this the 5th day of September, 1985. Court Order admitting same to probate and appointment of John A. Pritchett, Jr., Home Federal Savings and Loan Association of upper East Tennessee, entered in Minute Book 7, Page No. 317, Will Book 30, Page No. 33 .

Roy Phillips Clerk

[signature] DC

BOOK 7032 PAGE 6

AFFIDAVIT OF ATTESTING WITNESS

STATE OF NORTH CAROLINA DATE: 8/20/85

COUNTY OF Mecklenburg

I, Deborah J. Lackey, the undersigned, a resident of 3721 Slagle Drive Charlotte, North Carolina, being duly sworn, depose and say: That I was present on the 18th day of November, 19 80, at Johnson City, Tennessee, at the request of John A. Pritchett, Sr. (Testator/~~Testatrix~~); that I was of lawful age at that time; that I was present on said date when John A. Pritchett, Sr. (Testator/~~Testatrix~~) did sign, publish and declare his (his/~~her~~) Last Will and Testament; that John A. Pritchett, Sr. (Testator/~~Testatrix~~) did sign and signify that the instrument was his (his/~~her~~) Last Will and Testament in my sight and presence and in the sight and presence of Anna June Godd & Eula Gouge (Witnesses); that I signed my name as an attesting witness at the request of John A. Pritchett, Sr. (Testator/~~Testatrix~~) in the sight and presence of Anna June Good & Eula Gouge (Witnesses) and John A. Pritchett, Sr. (Testator/~~Testatrix~~), further, Anna June Good/Eula Gouge (Witnesses) and Deborah Lackey (Witness) and John A. Pritchett, Sr. (Testator/~~Testatrix~~) each signed our names in the sight and presence of each other at the aforesaid time and place; that I was personally acquainted with John A. Pritchett, Sr. (Testator/~~Testatrix~~) at that time and I knew John A. Pritchett, Sr. (Testator/~~Testatrix~~) to be a person of sound mind and disposing memory and more than eighteen (18) years of age on said date; and this affidavit is attached to the aforesaid Last Will and Testament and made a part thereof.

X Deborah J. Lackey
WITNESS

Sworn to and subscribed before me this the 20th day of August, 1985.

Jane Johnson
NOTARY PUBLIC

My Commission Expires:

10-13-85

AFFIDAVIT OF ATTESTING WITNESS

STATE OF TENNESSEE DATE: Aug 16 1985

COUNTY OF WASHINGTON

I, Anna June Good, the undersigned, a resident of Johnson City, Tennessee, being duly sworn, depose and say: That I was present on the 18th day of November, 19 80, at Johnson City, Tennessee, at the request of John A. Pritchett, Sr. (Testator/~~Testatrix~~); that I was of lawful age at that time; that I was present on said date when John A. Pritchett, Sr. (Testator/~~Testatrix~~) did sign, publish and declare his/~~her~~ Last Will and Testament; that John A. Pritchett, Sr. (Testator/~~Testatrix~~) did sign and signify that the instrument was his/~~her~~ Last Will and Testament in my sight and presence and in the sight and presence of Deborah J. Lackey & Eula Gouge Witness; that I signed my name as an attesting witness at the request of John A. Pritchett, Sr. (Testator/~~Testatrix~~) in the sight and presence of Deborah J. Lackey & Eula Gouge Witness and John A. Pritchett, Sr. (Testator/~~Testatrix~~), further Deborah J. Lackey/Eula Gouge Witness and Anna June Good Witness and John A. Pritchett, Sr. (Testator/~~Testatrix~~) each signed our names in the sight and presence of each other at the aforesaid time and place; that I was personally acquainted with John A. Pritchett, Sr. (Testator/~~Testatrix~~) at that time and I knew John A. Pritchett, Sr. (Testator/~~Testatrix~~) to be a person of sound mind and disposing memory and more than eighteen (18) years of age on said date; and this affidavit is attached to the aforesaid Last Will and Testament and made a part thereof.

Anna June Good
WITNESS

Sworn to and subscribed before me this the 16th day of August, 1985.

Lawana Edmonds
NOTARY PUBLIC

My Commission Expires:
9-22-87

CODICIL NO. 1 TO THE
LAST WILL AND TESTAMENT OF JOHN A. PRITCHETT BOOK 7032 PAGE 8

I, JOHN A. PRITCHETT, am withdrawing my Will, which I executed on the 18th day of November, 1980, and I wish to change my Co-Executor, which I nominated, along with my son, John A. Pritchett, Jr., from United American Bank to Home Federal Savings and Loan Association of Upper East Tennessee, to act, along with my said son, as Co-Executor, both of whom are to serve without bond.

In all other respects, I reaffirm and republish my Will dated the 18th day of November, 1980.

IN TESTIMONY WHEREOF, I have herewith set my hand to this Codicil No. 1 to my Last Will and Testament, at Johnson City, Washington County, Tennessee, this 28th day of October, 1983.

John A. Pritchett

Signed, sealed, published, and declared by the Testator, John A. Pritchett, to this Codicil No. 1, to his Last Will and Testament, in the presence of all us us at one and in the same time, to the last page, and we at his request and in his presence and in the presence of each other, have herewith subscribed our names as witnesses, and we do hereby attest to the sound and disposing mind of said Testator and to the performance of the aforesaid act of execution at the place and on the date heretofore set out.

Exmogenie K. Adorante — 211 E. Holston Ave. Johnson City, Tn.
V.A. Medical Center

Jane A. Presley — Johnson City, Tn.

BOOK 7032 PAGE 9

AFFIDAVIT OF ATTESTING WITNESS

STATE OF MARYLAND

COUNTY OF City of Baltimore

DATE: August 20, 1985

I, Jane S. Presley, the undersigned, a resident of 3900 Lockraven Blvd. Baltimore, Maryland 21218, being duly sworn, depose and say: That I was present on the 28th day of October, 19 83, at Johnson City, Tennessee, at the request of John A. Pritchett Sr. (Testator/~~Testatrix~~); that I was of lawful age at that time; that I was present on said date when John A. Pritchett, Sr. (Testator/) did sign, publish and declare his/~~her~~ Codicil No. 1 to his Last Will and Testament; that John A. Pritchett Sr. (Testator/~~Testatrix~~) did sign and signify that the instrument was his/~~her~~ Last Will and Testament in my sight and presence and in the sight and presence of Emmogene K. Adorante Witness; that I signed my name as an attesting witness at the request of John A. Pritchett Sr. (Testator/~~Testatrix~~) in the sight and presence of Emmogene K. Adorante Witness and John A. Pritchett, Sr. (Testator/~~Testatrix~~), further, Jane S. Presley Witness and Emmogene K. Adorante Witness and John A. Pritchett, Sr. (Testator/~~Testatrix~~) each signed our names in the sight and presence of each other at the aforesaid time and place; that I was personally acquainted with John A. Pritchett, Sr. (Testator/~~Testatrix~~) at that time and I knew John A. Pritchett, Sr. (Testator/~~Testatrix~~) to be a person of sound mind and disposing memory and more than eighteen (18) years of age on said date; and this affidavit is attached to the aforesaid Last Will and Testament and made a part thereof.

X Jane S. Presley
WITNESS

Sworn to and subscribed before me this the 20th day of August, 1985.

Clara Sommers
NOTARY PUBLIC

My Commission Expires:

July 1, 1986