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68638

LAST WILL AND TESTAMENT

OF

WILLIAM LEWIS

IDENTIFICATION REFERENCE

SEP 25 11 18 AM '87

DAVIDSON COUNTY, TN

I, WILLIAM LEWIS, a resident of Davidson County, Tennessee do make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

ITEM I: I direct that all of my legally enforceable debts, my funeral expenses, and the costs of administration of my estate be paid as soon as practicable after my death. My Executor, in its sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions.

ITEM II: I direct that there shall be paid out of my residuary estate, without apportionment, all estate, inheritance, succession and other taxes, (together with any penalty thereon) assessed by reason of my death, imposed by the government of the United States, or any state or territory thereof, in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such governments, whether the property passes under this Will or otherwise, without contribution by any recipient of any such property.

ITEM III: I give all of the rest, residue and remainder of my property of whatever kind and wherever situated, in equal shares to each of the following designated groups which has at least one named person in that groupwho survives me:

Group A: I give to my daughter, GERALDINE PILLOW of Nashville, Tennessee, one share of such property, if she survives me, or if she does not survive me, I give such share equally to those of the following named persons who survive me: my grandson, AARON PILLOW, of Nashville, Tennessee and my granddaughter, JACQUELINE PILLOW of Nashville, Tennessee.

Group B: I give to my grandson, DOUGLAS LYONS, JR., of Dallas, Texas, one share of such property, if he survives me, or if he does not survive me, I give such share equally to those of the following named persons who survive me: my daughter, GERALDINE PILLOW, my grandson EMMETT NELSON LYONS, and my grandson, JAMES WILLIAM LYONS.

Group C: I give to my grandson, EMMETT NELSON LYONS of Nashville, Tennessee, one share of such property, if he survives me, or if he does not survive me, I give such share equally to those of the following named persons who survive me: my daughter, GERALDINE PILLOW, my grandson, DOUGLAS LYONS, JR., and my grandson, JAMES WILLIAM LYONS.

Group D: I give to my grandson, JAMES WILLIAM LYONS of Nashville, Tennessee, one share of such property, if he survives me, or if he does not survive me, I give such share equally to those of the following named persons who survive me: my daughter, GERALDINE PILLOW, my grandson, DOUGLAS LYONS, JR., and my grandson, EMMETT NELSON LYONS.

There shall be no share distributed to any group where all of the named members of the group die before my death.

ITEM IV: If my wife and I shall die under such circumstances that there is not sufficient evidence to determine the order of our deaths, then it shall be presumed that I survived her; and my estate shall be administered and distributed, in all respects, in accordance with such presumption.

ITEM V: I authorize my Executor (including any substitute or successor personal representative) in the exercise of a reasonable discretion with respect to all property, real and personal, at any time forming part of my estate, to exercise any or all the powers set forth in Section 3 of Chapter 110 of the Tennessee General Assembly of 1963, T.C.A. §35-618, to the extent applicable, all of which provisions and powers are incorporated herein by reference as fully as if copied herein verbatim. These powers (as set out in said statute on the date of the execution of this Will) are granted, notwithstanding that said statute may be amended hereafter or repealed at the time of my death.

ITEM VI: I appoint my daughter, GERALDINE PILLOW and my grandson, DOUGLAS LYONS, JR. as Co-Executors of this my Last Will and Testament, and direct that no bond be required of them in such capacity.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament, consisting of this and one preceding typewritten page, and for the purpose of identification I have signed each such page, all in the presence of the persons witnessing it at my request on this 20 day of Dec, 1979, at Nashville, Tennessee.

William Lewis
WILLIAM LEWIS

PAGE TWO OF MY WILL: William Lewis
WILLIAM LEWIS

The foregoing instrument was signed, published and declared by the said WILLIAM LEWIS, as and for his Last Will and Testament on the day and year written above, in our presence and in the presence of each of us who, at his request, in his presence and in the presence of each other, have subscribed our names as witnesses this 20th day of December, 1979, at Nashville, Tennessee.

Linda F. Jernigan residing at Nashville, Tennessee

S. Colleen Pratt residing at Lyles, Tennessee

Warren Willis residing at Nashville, Tennessee

PAGE THREE OF MY WILL: William Lewis
WILLIAM LEWIS

FIRST CODICIL TO

THE LAST WILL AND TESTAMENT OF

WILLIAM LEWIS

I, William Lewis, a resident of Davidson County, Tennessee do make, publish and declare this to be the First Codicil to the Last Will and Testament executed by me on December 20, 1979, in the presence of Linda F. Jernigan, S. Colleen Plott and Warren H. Wild, Jr.

I revoke and annul each and every devise and bequest to Emmett Nelson Lyons contained in my Last Will and Testament. In so doing, I hereby delete from my Last Will and Testament the entire paragraph at the top of page 2 of my Will labeled "Group C" which is a part of Item III. In addition, I delete the name "Emmett Nelson Lyons" from the paragraphs designated "Group B" and "Group D" in Item III of my Last Will and Testament.

Prior to the division of the property in accordance with Item III of my Last Will and Testament, I make the following specific requests and devises:

1. I give and devise my home and real estate located at 1717 Villa Place, Nashville, Tennessee, equally to my grandsons, Douglas Lyons, Jr. and James William Lyons, or, if one of them does not survive me, I give all my home and real estate to the survivor of the two of them.

2. I give to my grandson, Douglas Lyons, Jr., if he survives me, my living room and dining room furniture.

3. I give to my grandson, James W. Lyons, if he survives me, the lamp on the front bedroom nightstand.

4. I give to my daughter, Geraldine Pillow, if she survives me, the two antique trunks that belonged to her mother and grandfather, and all of my china and silver.

5. I give to my grandson, Emmett Nelson Lyons, if he survives me, the front bedroom furniture. This is the only bequest which I make to my grandson, Emmett Nelson Lyons, inasmuch as I have enabled him to obtain all that I intended for him to receive during my lifetime

by his placing a mortgage on my home and his retaining most of the proceeds of the mortgage.

I give all of the rest, residue and remainder of my household furniture, furnishings and other personal belongings found in my home to my daughter, Geraldine Pillow, if she survives me, or if she does not survive me, to my grandson, Douglas Lyons, Jr., if he survives me, to be retained by them or distributed as they see fit.

In all other respects, I ratify and confirm all of the provisions of my said Will dated December 20,1979.

In testimony whereof, I have hereunto subscribed my name to this First Codicil to My Last Will and Testament, said codicil consisting of this and one proceeding typewritten page, and for the purpose of identification, I have initialed such page, all in the presence of the persons witnessing it at my request on this 8 day of NOVEMBER, 1983, at Nashville, Tennessee.

William Lewis

William Lewis

The foregoing instrument, consisting of this and one prcceeding typewritten page was signed, sealed, published and declared by William Lewis, the Testator, to be the First Codicil to his Last Will and Testament, in our presence, and we at his request and in his presence and in the presence of each other have hereunto subscribed our names as witnesses this 8th day of November, 1983, at Nashville, Tennessee.

Sue B. Honeycutt residing at Hendersonville, Tenn.

Deborah A. Hughes residing at Old Hickory, Tn.

PAGE 2 OF THE FIRST CODICIL
TO MY LAST WILL AND TESTAMENT: William Lewis

AFFIDAVIT BY WITNESS

TO FIRST CODICIL TO WILL

Each of the aforesaid witnesses, being Deborah A. Hughes and Sue R. Honeycutt, subscribed to the foregoing First Codicil to the Will of William Lewis, executed on the 8th day of November, 1983, having been rquested by the Testator to make and sign this Affidavit, and having first been duly sworn before the Notary Public whose name appears below, hereby state that the said William Lewis was over eighteen (18) years of age, was of sound mind, declared the foregoing instrument to be the First Codicil to his Last Will and Testament, published and executed it freely, without undue influence or coercion, by signing each page in the presence of all of us who were all present at the same time, and we, in his presence, at his request, and in the presence of each other, subscribed our names as witnesses on the 8th day of November, 1983.

Deborah A. Hughes

Sue R. Honeycutt

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Sworn to and subscribed before me, this 8th day of November, 1983.

Kathleen Tate Snow
Notary Public

My Commission Expires: 8/7/86

BILL COVINGTON
COUNTY CLERK
700 SECOND AVENUE SOUTH
NASHVILLE, TENNESSEE 37210

STATE OF TENNESSEE, DAVIDSON COUNTY

75640

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I, BILL COVINGTON, 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 & One Codicil in Re: Estate of William Lewis, deceased, filed 11-6-84 probated 11-13-84, Minute Book 294 page 604, recorded in Will Book 149 page 181.

which remains of record on file in said office.

Given under my hand and official seal, at office, in Nashville, this 25th *day of* September, *19* 87.

Bill Covington
Clerk of Probate Court.

By Minnie Davis
Deputy Clerk.