FILE #1

LAST WILL AND TESTAMENT

OF

BOOK 7844 PAGE 15

FLOYD EDWARD PARKER

I Floyd Edward Parker a resident of Davidson County, Tennessee being of sound mind and disposing memory do hereby make publish and declare this to be my Last Will and Testament hereby revoking all wills and codicils heretofor made by me.

ITEM I

DEBTS, COSTS OF ADMINISTRATION AND TAXES

I direct that that all of my just debts, funeral expenses and costs of administration including taxes be paid out of my residuary estate.

ITEM II

HOMEPLACE

I authorize and direct that my homeplace at 1211 Gartland Avenue in Nashville, Tennessee be sold at public or private sale as deemed best by my fiduciary in his sole discretion, and that the net sales proceeds be divided equally between my seven children and William Payne Rose, each to have a one-eighth share. Such share of any of such beneficiaries as does not survive me shall be distributed to the issue of such decedent per stirpes.

ITEM III

RESIDUARY ESTATE

All of the rest, residue and remainder of my estate shall be applied first to payment of debts and final expenses as aforesaid, and the balance, if any, shall be divided equally among my seven children, per stirpes.

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POWERS OF FIDUCIARIES

In extension and not in limitation of the powers given by law or provisions of this Will I direct that the executors under this Will and any successors shall have all powers and authority as set out in the introductory paragraph and all numbered subparagraphs of Section 35-618 of the Tennessee Code Annotated as it presently exists and as it may be amended from time to time.

I further direct that my executor, executrix, or other fiduciaries as the case may be, shall have the following additional powers:

1. To make payments to or for beneficiaries, in the exercise of my fiduciary's sole discretion, in any one or more of the following ways:

(a) Directly to such beneficiary,

(b) Directly in payment of the expenses of support, maintenance, schooling and medical, surgical, hospital, or other institutional care of such beneficiary,

(c) To the legal or natural guardian of such beneficiary,

(d) To the person with whom such beneficiary may reside,

(e) To any other person, whether or not appointed guardian of the person, or having care or custody of the person, provided due care is exercised in the selection of the person to whom such funds are paid.

In any of the foregoing circumstances, my fiduciary shall not be liable to see to the proper application of such payment of for the failure of such beneficiary or other person to make proper application of such payment. The fiduciary shall be under no duty to inspect or to supervise the way in which such money is expended by the person to whom it is paid, and the receipt of such person shall be full acquittance to my fiduciary.

FEP

2. All the rights, duties, powers, authorities, and immunities given to the executor, executrix, or fiduciary herein shall continue after termination of the estate created herein and until the fiduciaries have made actual distribution of all property held by them hereunder.

3. I direct the executor named herein, or any successor executor to collect the proceeds of all insurance policies on my life without qualifying in any court. No insurance company shall inquire into the application of the proceeds of any insurance policy on my life, and the receipt of my executor shall be full acquittance to the insurance company.

4. My fiduciary may, within its discretion, purchase assets from my estate at a fair value. The propriety of the purchase, the amount of such assets purchased, and the ascertainment of fair market value shall be solely within the discretion of the fiduciary.

5. My trustee shall have the sole and absolute discretion in making distribution of property as to whether the same should be made wholly in cash, wholly in kind, or partly in cash, partly in kind.

ITEM V

FIDUCIARIES

I appoint as executors of this my Last Will and Testament my step-son, William Payne Rose, and my son, Orman Parker.

I direct that all fiduciaries named in this Will and all successors or substitutes appointed be not required to execute bond. I further direct that they be not required to make annual reports to any court but such reports shall be made to the beneficiaries or their guardians at least annually.

FEP

IN WITNESS WHEREOF I have hereunto subscribed my name in Nashville, Tennessee this 2 day of June, 1977 to this My Last Will and Testament and have also initialled each of the pages for identification.

FLOYD EDWARD PARKER

FLOYD EDWARD PARKER

Signed, published and declared by the said Floyd Edward Parker as his Last Will and Testament, in the presence of us, the undersigned, who at his request, and in his sight and presence, and in the sight and presence of each other, have subscribed our names hereto as attesting witnesses on the 2 day of June, 1977.

Edward Lee Clark
WITNESS

Nashville Tenn.
ADDRESS

Frances B. Williams
WITNESS

Nashville, Tennessee
ADDRESS

Richard Rhyan
WITNESS

Nashville, Tennessee
ADDRESS

We, the undersigned, being the attesting witnesses to the foregoing Will of Floyd Edward Parker consisting of 4 pages, this page not included, on the 2 day of June, 1977, in our joint sight and presence and declared the same to be his Last Will and Testament; and that we in his sight and presence and in the sight and presence of each other, at his request signed our name thereto as attesting witnesses; that we believed the said Floyd Edward Parker to be, at that time, of sound and disposing memory; and that this affidavit is being made at the request of the said Floyd Edward Parker.

WITNESS our signature on this the 2 day of June, 1977.

David Lee Clark

Frances B. Williams

Richard Thyne

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Sworn to and subscribed before me this 2 day of June, 1977.

NOTARY PUBLIC

MY COMMISSION EXPIRES: 1-31-78

STATE OF TENNESSEE, DAVIDSON COUNTY

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 the original on file in my office. Will Book 166 Page 433

Given under my hand and official seal, at office, in Nashville, this 15th of May 1983.

BILL COVINGTON
Clerk of Probate Court

By Grace Bailey
Deputy Clerk