LAW OFFICES
WATKINS, MCGUGIN, MCNEILLY & ROWAN
18TH FLOOR, FIRST AMERICAN CENTER
NASHVILLE, TENNESSEE 37238

BOOK 7856 PAGE 620

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LAST WILL AND TESTAMENT

OF

NINA VAN LANDINGHAM KENNELL

I, NINA VAN LANDINGHAM KENNELL, a citizen and resident of Davidson County, Tennessee, do make and declare this to be my Last Will and Testament as follows:

ITEM ONE: I direct that all my just debts be paid. My Executor in its sole discretion is authorized to use the proceeds from life insurance payable to my estate for the payment of my debts, taxes and administration expenses.

ITEM TWO: I nominate and appoint the First American National Bank of Nashville, Tennessee as Executor of my Will.

ITEM THREE: I give, devise and bequeath one-half (1/2) of the residue of my estate to my son, James C. Kennell, presently residing at 2125 Woodstock Court, Troy, Ohio.

ITEM FOUR: I give, devise and bequeath the remaining one-half (1/2) of said residue of my estate to my son, James C. Kennell, as Trustee, to be held in trust in equal separate shares for the benefit of my two grandsons, James Christopher Kennell and Adam Jared Kennell.

Nina V. Landingham Kennell

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The share of each shall be held in trust until his twenty-fifth (25th) birthday at which time the trust shall terminate and principal and any accummulated income shall be paid and delivered to him. In the event of his death, prior to his twenty-fifth (25th) birthday, either before or after mine, his said share shall vest in his children if any, equally, and if he leaves no child surviving him and living after my death, such share shall be added to the share of my other said grandchild or his children, subject to the same trust herein provided as to his or their shares. The share of each grandchild above provided, though fully vested, shall be held in trust for him by the Trustee until his eighteenth (18th) birthday, at which time the trust as to his share shall terminate, and the principal and any accummulated income shall be paid and delivered to him.

During the continuation of each of the trusts herein created, the Trustee shall accummulate and reinvest the income, but shall have full emergency power in his sole discretion to expend income or principal for the beneficiary's education, illness, accident or other unusual circumstances, not otherwise reasonably provided for.

ITEM FIVE: I appoint my said son as Trustee of all the trusts herein created, and if he shall fail for any reason to serve or to complete the admininstration of any of such trusts, I appoint First American National Bank of Nashville, Tennessee as substitute or successor Trustee.

Nina Van Landingham Kennedy

I give to my aforesaid Executor and Trustee and any successors, all the powers set out in the introductory paragraph and thirty-two (32) subparagraphs of Tennessee Code Annotated Section 35-618, all of which is incorporated herein by reference as fully as though copied verbatim, all of which powers may be exercised without recourse to any Court, and until final distribution has been made.

No beneficiary hereunder shall have the power to mortgage, anticipate or in any way alienate the principal or income of any part of my estate, nor shall the same be subject in any way to his debts.

Pronouns used herein in the masculine form shall be construed to include the feminine or neuter.

IN WITNESS WHEREOF, I have executed this my Last Will and Testament and published the same in the presence of witnesses this 2nd day of ~~April~~ May, 1980.

Nina Van Landingham Kennell
NINA VAN LANDINGHAM KENNELL

The foregoing instrument was signed, published and declared by the said NINA VAN LANDINGHAM KENNELL as and for her Last Will and Testament in the joint sight and presence of the undersigned, who, at her request and in her sight and presence and in the sight and presence of each other, have hereunto subscribed our names as attesting witnesses on the day and date last above written.

Virginia K. Worden residing at Nashville, Tn

Fitzgerald Parham residing at Nashville, Tenn

PAGE THREE AND FINAL PAGE OF THIS MY LAST WILL AND TESTAMENT.

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Affiants, being first duly sworn, make oath as follows:

On May 2, , 1980, we subscribed our names as attesting witnesses to the Will of NINA VAN LANDINGHAM KENNELL at her request and in her sight and presence and in the sight and presence of each other. Said Will was executed by the Testatrix in our presence. We considered her to be of sound mind at the time said Will was executed, and she was more than eighteen (18) years of age. The original Will is attached to this Affidavit.

Elaine K. Warden

Fitzgerald Parker

SUBSCRIBED AND SWORN to before me on this the 2nd day of May, 1980.

Jean Brown
NOTARY PUBLIC

My Commission Expires:

10/11/82

STATE OF TENNESSEE, DAVIDSON COUNTY

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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 AND TESTAMENT OF NINA VAN LANDINGHAM KENNELL, Probated August 13, 1986, entered in Minute Book 308 Page 88, Recorded in Will Book 155 Page 335/

which remains of record on file in said office.

Given under my hand and official seal, at office, in Nashville, this 3rd *day of* October *19* 86.

Bill Covington
Clerk of Probate Court.

By
Deputy Clerk.