IDENTIF. REFERENCE
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LAST WILL AND TESTAMENT

OF

WILLIAM JAMES MAYES

BOOK 8003 PAGE 344

I, WILLIAM JAMES MAYES, a resident of Davidson County, Tennessee, make, publish, and declare this to be my Last Will and Testament. I revoke all prior wills and codicils.

ARTICLE I: Debts and Expenses. 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 from my residuary estate. My Executrix, in her sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions.

ARTICLE II: Taxes. I direct that there shall be paid out of my residuary estate, without apportionment and without contribution by any recipient of any property, all estate, inheritance, succession, and other taxes (together with any interest or penalty thereon) assessed by reason of my death 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 such governments, whether the property passes under this Will or otherwise. However, such taxes shall not include any additional tax imposed under Section 2032A of the Internal Revenue Code of 1986, as amended (the "Code") or any generation-skipping transfer tax imposed under Chapter 13 of the Code, or successor provisions, or corresponding provisions of state laws.

ARTICLE III: Tangible Personal Property. I authorize my Executrix, in her absolute discretion, to distribute all of my cash on hand or deposit, clothing, jewelry, personal effects, automobiles, and all other tangible personal property to whomever she desires, including but not limited to, herself.

ARTICLE IV: Specific Bequest. I leave the lot and house located at 3728 Park Avenue, Nashville, Tennessee 37209 to my sister, Frances Louise Orr.

ARTICLE V: Residuary Estate. I authorize my Executrix, in her absolute discretion, to distribute all the rest and residue of my property, of whatever kind and wherever located (my Residuary Estate) to whomever she desires, including but not limited to, herself.

ARTICLE VI: Statutory Powers. I authorize my Executrix 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 35-50-110 of the Tennessee Code Annotated, to the extent applicable, all of which provisions and powers are incorporated by reference as fully as if copied verbatim. These powers (as set out in that statute on the date of the execution of this Will) are granted, notwithstanding that the statute may be later amended or repealed.

ARTICLE VII. Miscellaneous.

A. In this Will, references in the singular shall include the plural and vice versa; references in the masculine shall include the feminine and neuter, as appropriate, and vice versa.

B. All headings to items of this Will are only for convenience and shall not be construed to have any effect or meaning with respect to the content of items, content being controlling as if the headings were omitted.

C. All references to Executrix (or similar terms) shall mean not only those fiduciaries as are originally appointed under this Will, but also their successors or substitutes as well.

ARTICLE VIII: Executrix. I appoint my sister, FRANCES LOUISE ORR, as Executrix of this my Last Will and Testament and direct that no bond shall be required of her in this capacity. If my sister shall be or become unable or unwilling to serve as Executrix, then I appoint, my sister, PAULINE RUSSELL, to serve as Executrix, without bond.

IN TESTIMONY WHEREOF, I subscribe my name to this my Last Will and Testament, consisting of this and two (2) preceding typewritten pages, and for the purpose of identification I have initialed each page, all in the presence of the persons witnessing it at my request on this 17 day of April, 1989, at Nashville, Tennessee.

William James Mayes
William James Mayes

The foregoing instrument was signed, published and declared by WILLIAM JAMES MAYES, 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, subscribe our names as witnesses this 17 day of April, 1989, at Nashville, Tennessee.

John A. Bean, Jr. residing at 807 Russwood Ave, Nashville, TN

Stephen S Seyton residing at 2000 Overhill Place, Nashville, Tn.

AFFIDAVIT BY WITNESSES TO WILL

Each of the aforesaid witnesses, being John A. Beam, III and Stephen C. Sexton, subscribed to the foregoing Will of WILLIAM JAMES MAYES, executed on the 17 day of April, 1989, having been requested 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 JAMES MAYES was over eighteen (18) years of age, was of sound mind, declared the foregoing instrument to be his Last Will and Testament, published and executed it freely, without undue influence or coercion, by signing each place 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 17 day of April, 1989.

John A. Beam, III

Stephen C. Sexton

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Sworn to and subscribed before me this

17th day of April, 1989.

Melanie Dawn Donegan
Notary Public

My Commission Expires: 1-23-93

I HEREBY CERTIFY, THAT THIS IS A TRUE COPY OF ORIGINAL INSTRUMENT FILED IN MY OFFICE THIS 12th DAY OF Dec., 1989
BILL COVINGTON, CLERK
BY: Debra Sanders
DEPUTY CLERK

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