LAST WILL AND TESTAMENT

OF

MAXINE J. DAVIS

I, Maxine J. Davis, of 114 Old Trinity Lane, Nashville, Davidson 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.

FIRST: I direct that all my just debts, including my funeral expenses, be paid by my Executor as soon as practicable after my death.

SECOND: I give, devise and bequeath to my husband, Charles E. Davis, if he survives me, all the property, real, personal or mixed and wherever located, of which I die seized and possessed.

THIRD: In the event my husband, Charles E. Davis, does not survive me, or if he and I die at the same time, or in a common disaster, I give, devise and bequeath all my funds on deposit at Third National Bank in Nashville, whether an I R A Account or otherwise, to Helen Kirby as Trustee, to be managed, controlled, invested, reinvested and distributed by my Trustee upon the following terms and conditions:

1. The trustee shall pay to or for the benefit of my son, Richard A. Davis, the entire net income of this trust or so much thereof as the trustee, in her sole discretion, may deem necessary, in monthly, quarterly, semi-annual or annual installments, until my son, Richard A. Davis, attains the age of forty-five (45) years.

2. If at any time the trustee, in her sole discretion, shall be of the opinion that it is necessary or desirable to encroach upon the corpus of the trust to maintain my son or to

provide for any necessary education or any necessary hospital, medical, nursing, or other type of care, the trustee is hereby authorized to encroach upon the corpus of the trust to whatever extent she may determine to be necessary, proper or desirable, and to pay over to my son all of said amounts or to others for his use or benefit. This power of encroachment upon the corpus of this trust is a continuing power for the duration of this trust.

3. It is my desire that the income from this trust and so much of the corpus as is necessary, be used to guarantee adequate maintenance of my son. For this purpose I direct that my trustee accumulate the income from the trust, or encroach upon the corpus as aforesaid, and make payments to or for the benefit of my son in such amounts and at such times as the trustee, in her sole discretion may deem to be for the best interest of my son.

4. While it is my desire that my son be assured of comfortable support and maintenance by the payments of income from this trust, I do not wish such payments to be used for any purpose other than education, such support, maintenance, or any necessary hospital, medical, dental, nursing, or other health care. I, therefore, authorize my trustee to withhold all or such part of the income to which my son would otherwise be entitled as, in the trustee's absolute discretion, it appears will not be so used.

5. I direct that the assets of this trust, whether principal or income, while in the hands of my trustee, shall not be anticipated, alienated, or in any other manner assigned or transferred by my son, and such shall be for the sole and separate use of my son and shall be free and exempt from anticipation, execution, assignment, pledge, attachment, and other legal or equitable process which may be instituted by and on behalf of any creditor or assigns of my son.

6. I authorize my trustee in the exercise of a reasonable discretion with respect to all property, real and personal, at any time forming part of this trust, to exercise any or all the powers set forth in T.C.A. §35-50-110 to the extent applicable, all of which provisions and powers are incorporated herein by reference as fully as if copied verbatim herein.

7. When my son attains the age of forty-five (45) years of age, I direct the trustee to turn over the corpus and the income then remaining in the trust fund to my son.

FOURTH: All the rest, residue and remainder of my estate, real, personal and mixed, of every nature and wheresoever situated, including lapsed legacies and devises, remainders, reversions, expectancies, income collected 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, Richard A. Davis, absolutely in fee simple.

FIFTH: I hereby nominate, constitute and appoint my husband, Charles E. Davis, Executor of this my Last Will and

Testament. In the event my said husband shall not survive me, or shall fail to qualify, die, resign, or cease to act for any reason as my Executor, I appoint Helen Kirby Executrix in place of my said husband. I direct that no bond or other security shall be required of my said husband or the said Helen Kirby for the faithful performance of their duties as such, and that they shall not be required to file any inventory of my estate.

IN WITNESS WHEREOF, I have hereunto signed my name, this 28th day of December, 1989, at Dechaville, Tennessee.

Maxine J. Davis
MAXINE J. DAVIS

Signed, sealed, published and declared by the Testatrix, MAXINE J. DAVIS, to be her Last Will and Testament in the presence of all of us at one and the same time and we at her request and in her 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 Testatrix and to the performance of the aforesaid act of execution at the place and on the date hereinabove set forth.

Pat Black — WITNESS — 2028 Rosemary Lane 37210 — ADDRESS

Tommy Lee Lemmons — WITNESS — 713 So. 14th St. 37206 — ADDRESS

STATE OF TENNESSEE )
)
COUNTY OF DAVIDSON )

The undersigned, after being first duly sworn according to law, depose and say:

1. That they are adult citizens of the State of Tennessee.

2. That they witnessed the execution of the Last Will and Testament of MAXINE J. DAVIS dated the 28th day of December, 1989, to which this affidavit is attached, and that this affidavit is being made at the request of the Testatrix and in accordance with Tennessee Code Annotated § 32-2-110.

3. That their signatures are affixed to said Last Will and Testament, that they signed or affixed the same at the instance and at the request of the Testatrix and in her presence and in the presence of each other at the place and on the date recited in said Last Will and Testament.

4. That the Testatrix signed said paper writing as and for her Last Will and Testament in their sight and presence.

5. That at the time they witnessed said Last Will and Testament Testatrix was, in their opinion, of sound mind.

Wanda Gallaher
WITNESS

Ronald Gallaher
WITNESS

Sworn to and subscribed before me this 28th of December, 1989.

Helen Long
NOTARY PUBLIC

My commission expires:

3-11-90

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SEP 24 11 39 AM '90

I HEREBY CERTIFY THAT THIS IS A TRUE COPY OF ORIGINAL INSTRUMENT FILED IN MY OFFICE THIS 24 DAY OF Sept, 19 90
BILL COVINGTON, CLERK
BY: Betty Nelson
DEPUTY CLERK

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