LAST WILL AND TESTAMENT

OF

PAULINE E. KRUEGER

I, Pauline E. Krueger, now domiciled at Nashville, Davidson County, Tennessee, do make, publish and declare this to be my Will and I hereby revoke any and all wills and codicils previously made by me.

ARTICLE I

I authorize my Executor to pay my debts, funeral expenses, and the expenses incident to the administration of my estate.

ARTICLE II

I give to my son, Jeffrey F. Krueger, the house and lot owned by me at 740 Greeley Drive, Nashville, Tennessee, together with all policies of fire, casualty and similar insurance covering said house and lot.

In the event my son predeceases me, I give the house and lot and all insurance policies covering said house and lot, as described above, to my husband Harold E. Krueger.

ARTICLE III

I give to my granddaughter, Holly Sue Krueger, if she survives me, ten (10) Western Union Bonds, my diamond wrist watch, my 80 point carat diamond ring and my diamond ring given to me by my Aunt Helen.

I give to my granddaughter, Heather Lynn Krueger, if she survives me, ten (10) Western Union Bonds, my 2 carat diamond ring, and my small diamond drop on a white gold chain.

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I give to my granddaughters, Holly Sue Krueger and Heather Lynn Krueger, if they survive me, and in as nearly equal shares as they shall agree, my sterling silver flatware, my china, my silverplate trays, my coffee set and lusters, and any other jewelry that I may own at the time of my death.

Should either one of my granddaughters predecease me, I give the above-described personal property to the surviving granddaughter. Should both of my granddaughters predecease me, I desire that the above-described personal property become a part of my residuary estate as herein disposed of.

ARTICLE IV

I give to my husband, Harold F. Krueger, and my son, Jeffrey F. Krueger, in such shares as they shall determine with my husband's decisions as final, the remainder of my tangible personal property, including household furniture and miscellaneous personal effects (excluding cash, choses in action, stocks, bonds, or other securities), together with all policies of insurance on said tangible personal property insuring against loss of whatever kind and, in the case of automobiles, all policies of liability insurance protecting against liability on account of the use of the same.

ARTICLE V

I give the entire remaining residue of my estate, including property of every kind and character, real, personal, or mixed, and wheresoever the same may be situated, which I may own or have an interest in at the time of my death, including the proceeds of any policies of insurance on my life which may be payable to my Executor, my Administrator, or my estate, to my son, Jeffrey F. Krueger, if he survives me.

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ARTICLE VI

In the event my son predeceases me, I give the entire remaining residue of my estate to Third National Bank of Nashville as Trustee of the Pauline E. Krueger Family Trust for the benefit of my granddaughters, Holly Sue Krueger and Heather Lynn Krueger to be administered in accordance with the following special provisions:

1. Until each of my granddaughters attains the age of twenty-one (21) years, the Trustee shall retain the entire remaining principal of this trust in trust for the benefit of my granddaughters who then survive, and the issue of any granddaughter who may then be deceased, or who may die during the remainder of the term of this trust. The Trustee shall use the principal and net income of the trust estate for the benefit of such beneficiaries in such manner and proportions as the Trustee shall determine necessary in order to adequately provide for their respective maintenance, health, support, and education. In so doing, the Trustee shall not be required to equalize any such payments of income or principal among the beneficiaries of this trust, it being my desire that the Trustee shall use its best judgment in order to properly and adequately provide for each of the beneficiaries hereof in accordance with their respective needs. Furthermore, the Trustee shall not be required to distribute all of the net income in any year, and any income not distributed shall be retained, added to the trust principal, and invested and reinvested thereafter in accordance with the terms of this trust.

2. Upon the attainment of twenty-one (21) years of age by each of my granddaughters the Trustee shall divide the then remaining trust principal into equal shares for the benefit of my granddaughters who are then living, with the

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issue of any who are then deceased taking the share of their parent, per stirpes. Thereafter, the Trustee shall distribute to or for the benefit of the beneficiaries for whom such share is held, so much of the net income or principal of his share as the Trustee, in its sole discretion determines, with any undistributed amounts to be invested and reinvested for the benefit of such beneficiaries.

3. After the separation of the trust into equal shares for my said granddaughters as provided in paragraph 2 above, as each of my granddaughters attains the age of twenty-five (25) years, she shall be entitled to receive her entire share of the trust principal and all income accumulated thereon. To the extent that either of my granddaughters has attained the age of twenty-five (25) years, prior to the separation of the trust into equal shares for my granddaughters, such granddaughter shall be entitled to receive her share of the trust principal and all income accumulated thereon, without condition or limitation.

4. If, in the opinion of the Trustee, the trust created herein shall at any time be of a size which, in its sole judgment, makes it inadvisable or unnecessary to continue such trust, notwithstanding anything contained herein, the Trustee shall have the power to terminate this trust and distribute the trust principal and accumulated income to my granddaughters or to the guardian of the property of my granddaughters for their benefit.

ARTICLE VII

All transfer, estate, inheritance, succession and other death taxes which shall become payable by reason of my death, whether in respect of property passing under this Will or otherwise (exclusive of any tax imposed as a result of

Section 2044 or Chapter 13 of the Internal Revenue Code of 1954, as amended, or a corresponding provision of state law) shall be paid out of the portion of my residuary estate disposed of by Article V of this Will.

ARTICLE VIII

I nominate, constitute, and appoint my husband, Harold F. Krueger, as Executor of my Will and excuse him from giving any bond for the faithful performance of his duties. Should my named Executor predecease me, or should he for any reason be unwilling or unable to serve at any time as Executor, I direct that Third National Bank of Nashville, Tennessee serve as Executor, also without bond.

ARTICLE IX

Without diminution or restriction of the powers vested by law or elsewhere in my Will, and subject to all of the provisions of my Will, I authorize and empower my Executor with respect to the administration of my estate, and the Trustee with respect to the administration of any trust created hereunder, without the necessity of procuring any judicial authorization therefor or approval thereof, in the application of his best judgment and discretion on behalf of the beneficiaries of this instrument, to exercise all or any of the following powers:

1. I authorize my Executor and the Trustee to exercise the powers specifically enumerated in Section 35-618 Tennessee Code Annotated. 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.

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2. My Executor or Trustee shall, in his sole discretion, make reasonable allocations of the property comprising my estate or any trust created hereunder, in satisfaction of any devise or bequest contained herein. My Executor shall not, however, exercise the discretion given him in this paragraph in a manner that will result in a loss of, or decrease in, the marital deduction otherwise allowable to my estate in determining either the federal estate tax or Tennessee inheritance tax liability of my estate.

3. In addition to all other powers, and notwithstanding any other provision of my Will, my Executor shall have full discretion to apply the deductions allowable for claims, expenses, indebtedness, taxes, and losses, as contemplated by Sections 642, 2053, and 2054 of the Code, as the same now exist or may hereafter be amended, to either income tax or estate tax in such manner as to minimize the total state and federal income and death taxes payable by my estate or as a result of my death. Such allocation may be made regardless of whether its effect is to favor one beneficiary or class of beneficiaries over another or whether such charges shall be charged to income or principal for distribution purposes.

4. During the period of administration of my estate, my Executor shall be fully authorized and empowered to exercise all of the powers and duties of the Trustee, and I direct that he shall do so to the end that payments of income and making of encroachments for the benefit of the beneficiaries of my Will shall not be delayed pending the administration of my estate.

5. Throughout this Will the masculine gender shall be deemed to include the feminine, and vice versa, and the singular shall include the plural, and vice versa.

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Whenever the words "child," "children," "grandchildren," "issue," or words of similar import are used in my Will, they are intended to include adopted as well as natural born children and grandchildren.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Will, consisting of seven (7) pages, each of which bears my original signature, at Nashville, Tennessee, this 15 day of February, 1983.

Pauline E. Krueger
PAULINE E. KRUEGER

Signed, published, and declared by Pauline E. Krueger as and for her Last Will and Testament, in the presence of us, the undersigned, who, at her request and in her sight and presence and in the sight and presence of each other, have hereunto signed our names as attesting witnesses on the day and date and at the place above written.

Lacy Harrison

Sara Gray Kramer

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Mary Ann McClure, a Notary Public in and for said State and County, Lacy Jamison and Sara Gray Kramer to me known, who made oath as follows:

1. That they were requested by the Testatrix, Pauline E. Krueger, to witness her signature to the attached instrument, which purports to be her Last Will and Testament, and they were further requested by the Testatrix to execute this affidavit;

2. That the Testatrix signed said instrument and declared the same to be her Last Will and Testament in the presence of each of the undersigned, on the date set forth therein;

3. That each of the undersigned in turn signed the said instrument on the same date, as attesting witnesses, in the sight and presence of the Testatrix and of each other;

4. That the Testatrix was of apparent sound mind at the time of the execution of said instrument; and

5. That this affidavit is made pursuant to Section 32-211, Tennessee Code Annotated.

Lacy Jamison

Sara Gray Kramer

Subscribed and sworn to before me this 16th day of February, 1983.

Mary Ann McClure
Notary Public

My Commission Expires: 7/2/85

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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 170 Page 659

Given under my hand and official seal, at office, in Nashville, this 12th of Feb. 1991

BILL COVINGTON
Clerk of Probate Court

By Betty Mooney
Deputy Clerk