LAST WILL AND TESTAMENT

OF

MELBA FLEMING

BOOK 8522 PAGE 903

I, Melba Fleming, of Nashville, Davidson County, Tennessee, being of sound mind and desposing memory do hereby make, publish and declare this my Last Will and Testament, hereby revoking any and all other Wills by me at anytime heretofore made.

ITEM I

I direct my Executor to pay all of my just debts and funeral expenses out of the first funds coming into his hands.

ITEM II

I give and bequeath to my grandchildren, Catherine Elaine Fleming and Christopher Montgomery Fleming, each the sum of $10,000.00 to be held in trust for their benefit and to be used for their college education.

I direct that the trust be separated into two (2) accounts, one for each grandchild, and that any amount remaining in each grandchild's account upon their reaching the age of thirty (30) years be distributed to the respective grandchild and the trust terminated as to that grandchild's account.

ITEM III

I give, devise and bequeath to my son, William J. Fleming, if he survives me, all of the rest, residue and remainder of my property of whatever kind or character and wherever situated.

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IDENTIFICATION REFERENCE

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PICK-UP

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Melba Fleming

Melba Fleming

ITEM III (CONTNUED)

In the unlikely event that my son, William J. Fleming, should predecease me, I direct that the property bequeathed and devised in this Item become part of the corpus of the trust for my grandchildren created in Item II hereof. I further direct that the income derived from the investment of this portion of the trust corpus be used for the benefit and care of the beneficiaries thereof until the completion of their college education. Special invasion of corpus may be made upon the decision of the Trustee and the concurrence of the Probate Judge for Davidson County, Tennessee, in the event of emergency, sickness or other unusual circumstances.

ITEM IV

I hereby nominate, constitute and appoint my son, William J. Fleming of Nashville, Tennessee, as Executor of this my Last Will and Testament, and as Trustee for the trust for my grandchildren created in Item II hereof. I direct that my son serve as such Executor and Trustee without bond.

Should by son predecease me or in the event he is unwilling or unable to serve as Executor or Trustee under my Will, I hereby name and appoint my daughter-in-law, Elaine Hart Fleming, to serve as such Executor and Trustee, without bond.

ITEM V

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament at Nashville, Tennessee on this the _____ day of _____, 1986.

Melba Fleming

Melba Fleming

Signed, sealed, published and declared by the Testatrix, Melba Fleming, to be her Last Will and Testament in the presence of us at one and the same time, and we, at her request and in her sight and presence and in the sight and 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 herein-above set out.

Joy J. Hagan — Witness — 7121 Hwy 70 S. Nashville, 37221 — Address

Gladys V. Hulan — Witness — 7121 Hwy 70 S. Nash, Tn. 372[illegible] — Address

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 correct copy, of the original on file in my office. Will Book 177 Page 86
Given under my hand and official seal, at office, in Nashville, this 18 of Dec. 1991.

BILL COVINGTON
Clerk of Probate Court

By _____
Deputy Clerk

Melba Fleming
Melba Fleming