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LAST WILL AND TESTAMENT

OF

ELEANOR H. RICHARDS BOOK 8666 PAGE 955

I, ELEANOR H. RICHARDS, of Nashville, Davidson County, Tennessee, do hereby make, declare and publish this as my Last Will and Testament, hereby revoking all former Wills and Codicils.

ARTICLE I

Payment of Debts, Expenses & Taxes

1.1 Debts and Expenses. I direct my Executor to pay all legally enforceable debts incurred by me, my funeral and burial expenses, expenses of my last illness, if any, and the administration expenses of my estate. All debts and expenses should be paid first out of funds on hand in my name in checking or savings accounts, as soon as practical after my death, and shall not be apportioned.

1.2 Taxes. My Executor shall pay all the estate, inheritance, succession or other death taxes which shall become payable by reason of my death, whether in respect to property passing under this Will or otherwise, as an expense of administration, without apportionment.

ARTICLE II

Distribution

2.1 Except for items specifically named herein in my Will, I devise and bequeath my house at 1612 Peerman Drive, in Nashville, Davidson County, Tennessee, and all of its contents to Margaret Mims DeGeorge.

2.2 I devise and bequeath my Potomac Electric Power Company stock, which is in a safe deposit box at the Third National Bank, downtown branch, my cash on hand, and my bank accounts including the one at Third National Bank, to my sister-in-law, Rose

E.H.R. MHC

Hamby, and her four children, Joan Hamby Brinkley, Jean Hamby Stinson, Jane Hamby Miller and Joe Robert Hamby, or the survivor, to be divided equally. I direct that the above stock be sold, at a time which, in my Executor's opinion, is right for such sale.

2.3 My Gorham Hunt Club Sterling Silver I devise and bequeath to Libby A. Gillis of Lexington, Maryland. If she predeceases me, I devise it to her youngest daughter, Gay Gillis Carroll. This consists of 131 pieces of silver and a two drawer lift top mahogany chest.

2.4 All the rest and residue of the property which I may own at the time of my death, real, personal and mixed, of whatever kind and character and wheresoever situated, I devise and bequeath to Margaret Mims DeGeorge.

ARTICLE III

PROVISIONS RELATIVE TO MY REMAINS

3.1 I want to buried in Spring Hill Cemetary. My lot number is 58 1/2, Meadow Ridge Section.

3.2 I hereby donate any useful organs I may have to be used to save other lifes and to be transplated after my death.

ARTICLE IV

EXECUTOR

I appoint Third National Bank in Nashville, Tennessee, as Executor of my estate.

ARTICLE V

PROVISIONS RELATIVE TO EXECUTOR

5.1 Bond. No bond is required of any Executor appointed under this Will or by the Court.

5.2 Executor Powers. The Executor is authorized to exercise with respect to my estate, together with all powers otherwise granted in this instrument, any and all 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 even if said statute shall be amended or repealed hereafter.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament consisting of this and two preceding typewritten pages, for the purpose of identification, I have initialed each page, all in the presence of persons witnessing it at my request on this 21st day of May, 1992, at Nashville, Davidson County, Tennessee.

Eleanor H. Richards
ELEANOR H. RICHARDS

The foregoing instrument consisting of this and two preceding typewritten pages was signed, sealed, published and declared by ELEANOR H. RICHARDS, the Testatrix, to be her Last Will and Testament, at her request and in our presence, and in her presence, and in the presence of each other, have hereto subscribed our names as witnesses this 21st day of May, 1992, Nashville, Davidson County, Tennessee.

Judith A. Copeland Residing At 845 Stirrup Ct
Nashville, TN 37221

Mary H Coats Residing At 4113 Saunders Ave.
Nashville, Tn 37216

Betty J. Lind Residing At 1102 Sunnymede
Nashville, Tn 37216

AFFIDAVIT OF WITNESS TO PROVE WILL

We, Judith A. Copeland, Mary H. Coats and Betty J. Lind, after being duly sworn according to law, depose and say:

E.H.R. M.H.C.
J.A.C. B.J.L.

1. They are adult citizens of Nashville, Davidson County, Tennessee;

2. That they witnessed the execution of the Last Will and Testament of ELEANOR H. RICHARDS, dated May 21st, 1992, to which this Affidavit is attached, and that this Affidavit is being made at the request of the Testatrix in accordance with Tennessee Code Annotated § 32-2-110;

3. That their signatures are affixed to this said Last Will and Testament, that they signed or affixed the same at the insistence and at the presence 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 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;

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

Witness

Witness

Witness

24528

IDENTIF. TREFERENCE

JUL 1 3 56 PM '92

FELIX Z. WILSON II REGISTER DAVIDSON COUNTY TN.

PICK-UP

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STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Sworn to and subscribed before me this 21st day of May, 1992.

Notary Public

My Commission Expires:

11-27-1993

STATE OF TENNESSEE, DAVIDSON COUNTY

I, George L. Booker, 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 580 Page 185

Given under my hand and official seal, at office, in Nashville, this 1st day of July 19 92

GEORGE L. BOOKER, CLERK

By Deputy Clerk