LAST WILL AND TESTAMENT

OF

CATHERINE McWILLIAMS SHAW

I, Catherine McWilliams Shaw, a citizen and resident of Davidson County, Tennessee, being of sound mind and disposing memory, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

ITEM I

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I direct that my Executrix hereinafter named pay all my just debts, funeral expenses and taxes.

ITEM II

I nominate and appoint Ann Marie Tubbs as Trustee and Executrix to serve without bond.

ITEM III

I hereby direct my Executrix and Trustee shall be vested with all the rights and powers set out in Section 35-50-110 of Tennessee Code Annotated and said code section is hereby incorporated into this instrument by reference. The Trustee is excused from making any accounting or report to any court regarding the administration of the trust herein created.

ITEM IV

I give, devise and bequeath to Ann Marie Tubbs my diamond solitaire.

ITEM V

I give, devise and bequeath to Sheila S. Gregory my diamond wedding band.

ITEM VI

I give, devise and bequeath to Muriel Eileen Shaw my diamond watch.

Catherine McWilliams Shaw

ITEM VII

I give, devise and bequeath to Colleen Mary Thompson Grandmother's ring.

ITEM VIII

I give, devise and bequeath to Kathleen Patrice Shaw Woods my diamond earrings.

ITEM IX

William B. Shaw, Jr. and Brian David Shaw shall have their choice of my crystal, china and silver.

ITEM X

I give, devise and bequeath my gold jewelry to my grandchildren.

ITEM XI

I give, devise and bequeath my automobile that I may own at my death to Muriel E. Shaw.

ITEM XII

All the rest and remainder of my personal property I give, devise and bequeath to Ann Marie Tubbs, my Executrix, to be divided among my children in her sole discretion.

ITEM XIII

I give, devise and bequeath to my daughter, Muriel Eileen Shaw, the real property located at 164 Westfield Drive in Nashville, Davidson County, Tennessee.

ITEM XIV

I give, devise and bequeath to my daughter, Sheila S. Gregory, the real property located at 1096 General George Patton Drive, Nashville, Tennessee 37221.

ITEM XV

I give, devise and bequeath to my children the percentages of my estate as follows:

William B. Shaw, Jr.	13.5%
Colleen Mary Thompson	13.5%
Ann Marie Tubbs	13.5%
Sheila S. Gregory	13.5%
Brian David Shaw	13.5%
Kathleen Patrice Shaw Woods	13.5%
Muriel E. Shaw	19.0%

The sum of 19% devised to Muriel E. Shaw shall be placed in trust with my daughter, Ann Marie Tubbs, as Trustee.

I direct that my Trustee pay to or on behalf of Muriel E. Shaw so much of the income and principal in her trust as my Trustee in her uncontrolled discretion may determine is necessary for her health, education, support and welfare during her lifetime.

ITEM XVI

The sum of 13.5% devised to Sheila S. Gregory shall be placed in trust with my daughter, Ann Marie Tubbs, as Trustee for the benefit of Sheila S. Gregory's daughters, Catherine Paige Gregory and Mary Elizabeth Gregory, share and share alike, to be used for their health, education and welfare, and then to be paid to them absolutely upon their attaining the age of twenty-one (21) years.

ITEM XVII

My daughter, Colleen Mary Thompson, owes me $10,000.00, my daughter, Ann Marie Tubbs, owes me $11,000.00, my daughter, Sheila S. Gregory, owes me $21,000.00, my son, Bryan David Shaw, owes me $15,000.00, and my daughter, Kathleen Patrice Shaw Woods, owes me $10,000.00. The indebtedness owed me by each of my children shall be deducted from his or her share of my estate.

IN WITNESS WHEREOF, I have hereunto subscribed my name to this my Will, consisting of this and the preceding three (3) typewritten pages, and for the purpose of identification, I have signed each such page at the bottom thereof, on this the 27 day of March, 1992.

Catherine McWilliams Shaw
CATHERINE McWILLIAMS SHAW

Signed and declared by the Testatrix, Catherine McWilliams Shaw, to be her Will 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 out.

WITNESS

ADDRESS

WITNESS

Hermitage
ADDRESS

84641.

IDENTIFICATION REFERENCE

PICK-UP

JAN 20 1 47 PM '93

DAVIDSON COUNTY, TN

STATE OF TENNESSEE, DAVIDSON

I George L. Rooker, Clerk of the Probate Court aforesaid, do hereby certify the foregoing to be a full, true and complete copy of the Will as recorded in my office. Will Book 180, Page 625

Given under my hand and official seal, at office, in Nashville, this 20 of January 1993.

GEORGE L. ROOKER, CLERK

By Betty Woodard
Deputy Clerk