LAST WILL AND TESTAMENT

OF

HARRY FRANKLIN JOHNSON, JR.

I, Harry Franklin Johnson, Jr., a resident of Colbert County, Alabama, over nineteen years of age, of sound mind and disposing memory, do hereby make, publish and declare this instrument as and for my Last Will and Testament, hereby revoking and annulling any other testamentary depositions heretofore by me made.

I

I hereby direct that my just debts including the expenses of my last illness and funeral shall be paid out of my estate by the Executrix hereinafter named as soon after my death as is practicable.

II

I hereby give, will, devise and bequeath unto my beloved sister, Susan J. Thorne, all my property of whatsoever kind and nature, whether real, personal or mixed, wherever located, owned by me at the time of my death or to which I may be entitled, including the proceeds of insurance policies, in trust, however, for the use and benefit of my minor children, Laura Jane Johnson, Rachel H. Johnson and Sally M. Johnson. I hereby specify and direct that Susan J. Thorne use and apply the property of my estate for the use and benefit and for the support, maintenance and education of my minor children in such a manner as she deems proper. I further herein and hereby appoint Susan J. Thorne as Trustee and Guardian of Laura Jane Johnson, Rachel H. Johnson and Sally M. Johnson, and direct that she use and manage the property bequeathed

herein in such a manner as it will derive the greatest amount of income from secure investments, and further hereby specifically empower her as Trustee and/or Guardian and/or as Executrix to execute bills of sale to personal property and deeds of conveyance to real property conveying title of my estate thereto as fully and effectually as if I were living and had done the same in my own stead. I direct my sister, Susan J. Thorne, to distribute the corpus of the trust to my three named children at such time as she in her sole discretion deems that each child has reached a level of maturity that she deems sufficient to be worthy of the property or the corpus of the trust being turned over to that child but I direct that in no event shall she do so at any time that either of the children has not reached the age of nineteen and I direct that the corpus of the trust be paid to each child at such time no later than each child's thirtieth birthday.

III

I hereby nominate, constitute and appoint as Executrix of this my Last Will and Testament my sister, Susan J. Thorne, and I hereby direct that letters testamentary be issued to her without her being required to make, execute or deliver any bond to secure the performance of her duties hereunder as such Executrix and I hereby vest in my Executrix full power to do any act necessary for the prompt and efficient settlement of my estate upon such terms and conditions as she may deem best, including the power to execute bills of sale to personal property and deeds of conveyance to real property conveying full title of my estate thereto without the consent or approval of any Court. I hereby exempt my Executrix from filing an inventory of my estate and from making an accounting to any Court whatsoever in pursuance of her duties hereunder as Executrix, Trustee or Guardian. In the event my sister, Susan J.

Thorne, does not survive as Executrix, Trustee or Guardian, then and in that event in her stead I appoint as Alternate Executor, Trustee and Guardian Joel I. Johnson, my brother, under the same terms and conditions as my sister, Susan J. Thorne was appointed.

IN WITNESS WHEREOF, I, Harry Franklin Johnson, Jr., have on this the 9 day of July, 1984, signed, sealed, published, and declared the foregoing instrument as and for my Last Will and Testament, in the presence of each and all of the subscribing witnesses, each of whom I have requested in the presence of each of the others, to subscribe his name as an attesting witness in my presence and in the presence of the other.

I CERTIFY THAT THIS IS A TRUE COPY OF ORIGINAL FILED IN MY OFFICE THIS 2nd DAY OF March, 1993
GEORGE L. ROOKER, CLERK
BY: _____ DEPUTY CLERK

H. Franklin Johnson, Jr. (SEAL)
Harry Franklin Johnson, Jr.

The foregoing instrument was subscribed, published and declared by Harry Franklin Johnson, Jr., as and for his Last Will and Testament in our presence, and in the presence of each other, and we, at the same time at his request and in his presence and in the presence of each other, hereunder subscribed our names as attesting witnesses this 9th day of July, 1984.

Carolyn J. Gautney
WITNESS
216 Dr. Hicks Blvd
ADDRESS
Florence, Al

Beverly D. Horton
WITNESS
Route 12 Box 459
ADDRESS
Florence, AL 35630

Jan Thompson
WITNESS
127 Hollywood Dr.
ADDRESS
Lacumbia, Al 35674

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

I, Harry Franklin Johnson, Jr., the testator, sign my name to this instrument on this the 9 day of July, 1984, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my last will and that I sign it willingly, that I execute it as my free and voluntary act for the purposes therein expressed, and that I am nineteen years of age or older, of sound mind, and under no constraint or undue influence.

Harry Franklin Johnson, Jr. (SEAL)

We, the undersigned, the witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority that the testator signs and executes this instrument as his last Will and that he signs it willingly, and that each of us, in the presence and hearing of the testator, hereby signs this Will as witness to the testator's signing, and that to the best of our knowledge the testator is nineteen years of age or older, of sound mind, and under no constraint or undue influence.

Witness

Witness

STATE OF ALABAMA)

LAUDERDALE COUNTY)

Subscribed, sworn to and acknowledged before me by Harry Franklin Johnson, Jr., the testator, and subscribed and sworn to before me by Carolyn L. Gautney, and Beverly D. Horton, this 9th day of July, 1984.

NOTARY PUBLIC

BOOK 8880 PAGE 379

= 757

CODICIL TO

LAST WILL AND TESTAMENT

OF

HARRY FRANKLIN JOHNSON, JR.

I, Harry Franklin Johnson, Jr., a resident of Colbert County, Alabama, over nineteen years of age, of sound mind and disposing memory, do hereby make, publish and declare this instrument as and for a Codicil to my Last Will and Testament of July 9, 1984.

I do hereby nominate, constitute and appoint Larry Whitten as Executor in lieu of my sister, Susan J. Thorne, as stated in Paragraph II of my Last Will and Testament.

In all other respects, with the exception of the effect of this Codicil to my Last Will and Testament, I expressly ratify and republish my former Last Will and Testament of July 9, 1984.

IN WITNESS WHEREOF, I, Harry Franklin Johnson, Jr., have on this the 19th day of September, 1991, signed, sealed, published and declared the foregoing instrument as and for a Codicil to my Last Will and Testament, in the presence of each and all of the subscribing witnesses, each of whom I have requested in the presence of each of the others to subscribe his or her name as an attesting witness in my presence and in the presence of the others.

J.P.
Ctg

I HEREBY CERTIFY THAT THIS IS A TRUE COPY OF ORIGINAL INSTRUMENT FILED IN MY OFFICE THIS 2nd DAY OF March, 1993
GEORGE L. ROOKER, CLERK
BY: _____ DEPUTY CLERK

Harry Franklin Johnson L.S.
HARRY FRANKLIN JOHNSON, JR.

The foregoing instrument was subscribed, published and declared by Harry Franklin Johnson, Jr., as and for a Codicil to his Last Will and Testament, in our presence and in the presence of each other, and we, at the same time at his request and in his presence, and in the presence of each other, hereunder subscribed our names as witnesses on this the 19th day of September, 1991.

Carolyn D. Gantney
WITNESS

318 Lucas St.
ADDRESS
Florence, Al

Sue Phillips
WITNESS

Route 1, Box 294
ADDRESS
Rogersville, Al 35652

I, Harry Franklin Johnson, Jr., sign my name to this instrument on this the 19th day of September, 1991, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as a Codicil to my last Will and that I sign it willingly, that I execute it as my free and voluntary act for the purposes therein expressed, and that I am nineteen years of age or older, of sound mind, and under no constraint or undue influence.

Harry Franklin Johnson, Jr. L.S.
HARRY FRANKLIN JOHNSON, JR.

We, the undersigned, the witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority, that Harry Franklin Johnson, Jr. signs and executes this instrument as a Codicil to his last Will and that he signs it willingly, and that each of us, in the presence and hearing of the testator, hereby signs this Codicil as witness to the testator's signing, and that to the best of our knowledge, the testator is nineteen years of age or older, of sound mind and under no constraint or undue influence.

Carolyn D. Gantney
WITNESS

Sue Phillips
WITNESS

THE STATE OF ALABAMA *

COUNTY OF LAUDERDALE *

Subscribed, sworn to and acknowlegded before me by Harry Franklin Johnson, Jr., the testator, and subscribed and sworn to before me by Carolyn J. Gautney and Sue Phillips, as witnesses, on this the 19th day of September, 1991.

Carol Jean Harper
NOTARY PUBLIC

CERTIFICATE TO THE PROBATE OF WILL

760

THE STATE OF ALABAMA
Colbert County.

I, Judge of the Court of Probate, in and for said State and County, do hereby certify that the foregoing instrument of writing ha this day, in said Court, and before me as Judge thereof, been duly proven by the proper testimony to be the genuine last Will and Testament of Harry Franklin Johnson, Jr. Deceased and that said Will together with the proof thereof have been recorded in my office in Will Record, Vol. A-5 Page 753-760

BOOK 8880 PAGE 332

In witness of all which I have hereto set my hand, and the seal of the said Court, this date 5/5/92.

W. Thomas Crosslin, Judge of Probate

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT, UNSATISFACTORY WHEN RECEIVED

State Of Alabama
COLBERT COUNTY

I, W. Thomas Crosslin, Judge of Probate in and for the State and County aforesaid do hereby certify that the foregoing is a true and correct copy of an instrument as shown of record in Vol. A-5 Will page 753-760 given under my hand and official Seal of Office this 18 day of May 1992

W. Thomas Crosslin
Judge of Probate

PICK-UP
9 7 5 8 1

IDENTIFICATION REFERENCE

MAR -4 1 35 PM '93

ELVA Z. WILSON REGISTER
DAVIDSON COUNTY, TN

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