Last Will and Testament

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FLORENCE WELCH WALTERS

I, FLORENCE WELCH WALTERS, of Nashville, Davidson County, Tennessee, being of sound mind and memory, do hereby revoke any and all wills and codicils heretofore made by me, and do make, publish and declare this to be my Last Will and Testament.

ITEM 1

A. I direct that all my just debts, my funeral expenses, and the cost of administration of my estate be paid by my executor as soon as practicable after my death.

B. I direct that all estate, inheritance, succession, death or similar taxes assessed with respect to my estate herein disposed of, or any part thereof, or on any bequest or devise contained herein, or on any insurance upon my life, or upon any property jointly held by me with another, or on any transfer made by me during my lifetime, or on any other property or interest in property included in my estate for such tax purposes, be paid out of my residuary estate and shall not be charged to or against any recipient, beneficiary, or owner or any such property or interest in property included in my estate for such tax purposes.

ITEM II

I give, devise and bequeath to my son, HARRY G. WALTERS, III, all of my property of all kinds, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, to be his absolutely and forever. My property includes, but is not limited to, the following:

1. My interest in the family residence located at 3731 Whitland Avenue, Nashville, Davidson County, Tennessee;

 Florence Welch Walters

2. A one-half undivided interest as Tenant-in-Common with my son, Harry G. Walters, III., in unimproved real estate located in Lot 119 at the Four Seasons Community located in Dekalb County, Tennessee; said property having been purchased in November of 1967.

3. The remaining unpaid balance of a promissory note executed in December of 1968 for the purchase of my 193 shares of Washington Realty Company stock.

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4. Bank accounts representing funds deposited in First American National Bank and in other financial institutions located in Nashville, Davidson County, Tennessee; plus the contents of a safe deposit box located at the Belle Meade Branch of First American National Bank, Nashville, Tennessee.

5. A 1969 two-door Jaguar, Type E Roadster, purchased in December of 1968, bearing Title No. 13530033 and Vehicle Identification No. IR7076.

6. All my furniture, clothing, household and personal effects at my family residence situated at 3731 Whitland Avenue, Nashville, Davidson County, Tennessee.

7. Six burial lot sites located at Mt. Olivet Cemetery, Lebanon Road, Nashville, Davidson County, Tennessee; said lots being Burial Lot #82A, sites 3-4, #82B, sites 1, 2, 3, & 4, known as Garden of Gethsemane; being the same burial lots purchased in January of 1964. Lot #82B-1 is occupied by my deceased husband, Harry G. Walters, Jr.

ITEM III

In the event my son, Harry G. Walters, III, should predecease me, I direct that my Executor sell the 1969 two-door Jaguar, Type E Roadster, the real property located at 3731 Whitland Avenue, Nashville, Davidson County, Tennessee and my remaining personal effects and combine the net proceeds of said sales, after the deduction of the reasonable costs of sale, with the cash in my various bank accounts. I then direct that my Executor distribute

all the accumulated cash available for distribution to the following people on a percentage basis, if living, or to their issue per stirpes in the manner set forth below. In the event that any beneficiary, listed below in this ITEM III of my Will shall have predeceased me and shall have left no issue, I direct that his or her percentage share be divided among the remaining beneficiaries listed under ITEM III of my will on a pro rata basis.

The following people or their issue, as the case may be, shall receive distributions of property under this ITEM III as follows:

1. To my nephew, Alec Dryden-7.5%;

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2. To my nephew, Jack Dryden, II.-7.5%;

3. To my nephew, Ray Dryden-7.5%;

4. To my niece, Eve Dryden Howard-7.5%;

5. To my sister, Mary Welch Emigh-25%;

6. To my sister, Ruth Welch Mason-5%;

7. To my neice, Carol Welch Westbrook-5%;

8. To my neice, Mary Welch Francis-5%;

9. To my neice, Nancy Lee Welch-5%;

10. To my sister-in-law, Elizabeth Walters Fox-5%;

11. To my sister-in-law, Lillian Walters Gaither-5%;

12. To my friend, Patti Louise O'Connor-5%;

13. To my friend, Roger Arling Milam-5%;

14. To my friend, Paul R. Francis-5%

ITEM IV

If my son, Harry G. Walters, III, should predecease me, I direct that the real property consisting of Lot 119, Four Seasons Community, DeKalb County, Tennessee, shall pass to my sister, Mary Welch Emigh or to her issue per stirpes if she not be living at the time of my death.

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If my son, Harry G. Walters, III, should predecease me, I direct that the remaining, unoccupied, family burial lot sites at Mt. Olivet Cemetary, Lebanon Road, Nashville, Davidson County, Tennessee, shall pass to my sisters-in-law, Elizabeth Walters Fox and Lillian Walters Gaither or to their respective issue per stirpes if either or both of them not be living at the time of my death.

ITEM VI

I hereby nominate, constitute and appoint my son, Harry G. Walters, III, as executor of this my Last Will and Testament. In the event that my said son should predecease me or should fail to qualify, or having qualified, should die, resign or become incapacitated during the period of administration of my estate, then I nominate, constitute and appoint my attorney, Thomas Thorp Pennington, as Successor Executor.

I further direct that no bond or other security be required of my Executor or Successor Executor for the faithful performance of their duties as such.

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ITEM VII

In addition to such authorization and powers which may exist by statute or court decision, I authorize my Executor (including any substitute, successor or other personal representative) in the exercise of reasonable discretion with respect to all property, real and personal, at any time forming a part of my estate, to exercise any and all the powers, and the same shall have those specific powers, duties and obligations as enumerated in Tennessee Code Annotated 35-50-110, which is hereby incorporated by reference into this my Last Will and Testament.

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IN WITNESS WHEREOF, I have executed this my Last Will and Testament on this the 15th day of June, 1990, at Nashville, Davidson County, Tennessee.

Florence Welch Walters

FLORENCE WELCH WALTERS
Testatrix

Signed, sealed, published and declared by the Testatrix, to be her Last Will and Testament, and acknowledged by her to be such in the presence of us, the undersigned, who at her request and in her sight and presence, and in the sight and presence of one another have hereto subscribed our names as witnesses at the place and on the date above written.

Joseph J. Cliffe

June Wayman

James L Tate

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We, the undersigned witnesses to the Last Will and Testament of FLORENCE WELCH WALTERS, dated June 15th, 1990, do hereby depose and make affidavit that we witnessed the execution of said will; that this affidavit is being made at the request of the Testatrix; that we signed as witnesses to said will at the request of the Testatrix and in her sight and presence and in the sight and presence of each other, at the place and on the date recited in said Will; that the Testatrix signed said Will as, and declaring the same to be, her Last Will and Testament; and that at said time we considered the Testatrix to be of sound mind and disposing memory.

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Sworn to and subscribed before me on this the 15th day of June, 1990.

Notary Public

My Commission Expires: 11-27-93

WALTERS.WIL

93 SEP 14 PM 4:19

FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

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IDENTIF. ↑ REFERENCE

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