IN THE PROBATE COURT FOR DAVIDSON COUNTY, TENNESSEE

IN RE:

PROBATE OF THE LAST WILL AND TESTAMENT OF HARRY CHARLES LEE

BEVERLY YVONNE LEE JACOBS AND ANDRE ROOSEVELT LEE

No. 92111

ORDER TO PROBATE "ONLY"

This cause came to be heard before the Honorable Robert Bradshaw, Probate Master, upon the petition of Beverly Yvonne Lee Jacobs and Andre Roosevelt Lee that a paper writing purporting to be the Last Will and Testament of Harry Charles Lee, deceased, be admitted to probate and that Letters Testamentary be issued to the Petitioner.

WHEREUPON, the Petitioner produced a paper writing purporting to be the Last Will and Testament of Harry Charles Lee, deceased, said paper writing bearing the date of July 7, 1978, having the mark of the deceased made thereto as the testator, being subscribed by the attesting witnesses, Kindell Stephens, James A. Culp and Nader Baudoun, and naming Beverly Lee Jacobs and Andre Roosevelt Lee as co-executors;

AND, it appearing to the Court that each of the attesting witnesses did subscribe his or her name respectively as an attesting witness to the said paper writing; that the said paper writing was written in the lifetime of Harry Charles Lee, deceased, and his mark made by him, in the presence of the attesting witnesses; that the said Harry Charles Lee was then of sound mind, and then at his request, the said attesting witnesses signed said paper writing in his presence and in the presence of each other on July 7, 1978;

AND, it further appearing to the Court that said paper writing bears the mark of Harry Charles Lee, deceased; that his usual place of domicile and residence at the time of his death was Davidson County, Tennessee; and that he died in this county on September 10, 1990, and that Beverly Yvonne Lee Jacobs and Andre Roosevelt Lee are entitled to be appointed as co-executors of the Estate of Harry Charles Lee.

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

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED by the Court that said paper writing is a true, whole and Last Will and Testament of Harry Charles Lee, deceased; and that the same is hereby admitted to probate as such; and that the Clerk is directed to file and record the same without administration.

ENTER this the 2nd day of December, 1993.

ROBERT BRADSHAW
Probate Master

APPROVED FOR ENTRY:

Rebecca Freeman
B.P.R. #11490
Attorney for the Petitioners
2016 Eighth Avenue South
Nashville, Tennessee 37204
(615) 297-5900

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

CERTIFICATE OF SERVICE

I hereby certify that a true and exact copy of the foregoing Order has been mailed or hand-delivered to Beverly Yvonne Lee Jacobs, 906 31st Avenue North, Nashville, TN 37209 and to Mr. Andre Roosevelt Lee, 125 Shacklett Lane Court, Antioch, TN 37013 on this the 22nd day of October, 1993.

Rebecca Freeman

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

STATE OF TENNESSEE, DAVIDSON COUNTY

I Richard R. Rooker, Clerk of the Probate Court in and for said County, State aforesaid, do hereby certify that the foregoing is a full, true and complete copy of the original order in my office. Minute Book 378, Page 152

Given under my hand and official seal, at office, in Nashville, this 30TH of Dec 19 93.

RICHARD R. ROOKER, CLERK

By _____ Deputy Clerk

BOOK 9204 PAGE 701

LAST WILL AND TESTAMENT

OF

HARRY CHARLES LEE

* * * * * * * * * * * * *

I, HARRY CHARLES LEE, of Nashville, Tennessee, do hereby make, publish, and declare this to be my Last Will and Testament, and I hereby revoke all wills and codicils heretofore made by me.

FIRST. My Executors are directed to pay my just debts, including any mortgage debts on our house, funeral expenses, and all other proper charges against my estate as soon as convenient after my death. My Executors are directed also to pay all federal and state estate, inheritance, and other transfer taxes assessed against my estate or against any beneficiary, including estate and inheritance taxes assessed on account of life insurance proceeds or any other property which shall be included in my gross estate for the purposes of such taxes, whether included in my probate estate out of that part of my residuary estate.

SECOND. If my wife, JINNIE MITCHELL LEE, survives me, I hereby give, devise, and bequeath to my said wife my automobile and pension benefits that may be payable to my estate after my death. If my said wife should predecease me, then my automobile

Harry Charles Lee,
TESTATOR

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

STATE OF TENNESSEE
I Richard R. Rooker, Clerk [illegible] County, State aforesaid, do hereby certify the foregoing to be a full, true and complete copy of the original as the same is in my office. Will Book 80 Page 616
Given under my hand and official seal, at office in Nashville, this 30TH day of JUNE 1993.
RICHARD R. ROOKER, CLERK
By [illegible]
Deputy Clerk

and ... such pension benefits shall go to my children, BEVERLY LEE JACOBS and ANDRE ROOSEVELT LEE. The said pension benefits referred to above are not to include any proceeds from life insurance policies.

THIRD. I hereby give, devise, and bequeath to my children, BEVERLY LEE JACOBS and ANDRE ROOSEVELT LEE, all the rest and residue of my property of every nature and wherever situated, real, personal, or mixed, lapsed, or void legacies and devises, and property over which I have a general power of appointment, I hereby bequeath, devise, and appoint to my said children.

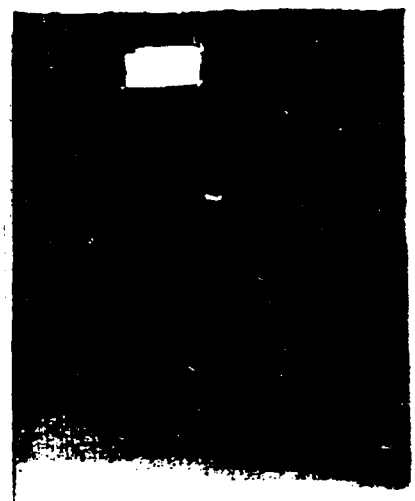
FOURTH. I appoint my children, BEVERLY LEE JACOBS and ANDRE ROOSEVELT LEE, to be the Co-Executors under this my Will.

I direct that no Executrix or Executor herein named shall be required to furnish bond or other security in any jurisdiction where she or he may be called upon to act. Any and all substitute or successor executors hereof shall have all of the powers, authorities and discretions herein granted to my Executors originally named.

FIFTH. I specifically authorize my Executors to elect to file a joint return of income with my widow for any period or periods for which such a return may be permitted following my death, and to pay from my estate the full amount of the tax due on such return or any adjustment thereof. I further authorize my Executors to consent to any gifts made by me or my wife prior to my death which, for gift tax purposes, may be considered as having been made half by me and half by her, and if such consent is given, to pay from my estate any and all gift taxes that may be due because of such gifts.

Harry C. Lee
TESTATOR

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



SIXTH. My Executors shall have with respect to any and all property, real and personal, whether principal or income and whether owned by me at the time of my death or thereafter received, the following powers, authorities, and discretions without limitation by their specifications:

1. To retain any such property without regard to the proportion such property or similar property held may bear to the entire amount held and whether or not the same is of the class in which fiduciaries are authorized by law or any rules of court to invest funds;

2. To sell any such property upon such terms and conditions as may be deemed proper at either public or private sale either on credit for such period of time as may be deemed proper or for cash and with or without security and the purchaser of such property shall have no obligation to see to the use or application of the proceeds of sale; to exchange, lease, sublease, mortgage, pledge or otherwise encumber any such property upon such terms and conditions as he may deem advisable; to grant options for any of the foregoing and to make any lease or sublease, including any oil, gas or mineral lease, for such period of time and to include therein any covenants or options for renewal as may be deemed proper without regard to the duration of any trust and without approval of any court;

3. To invest and reinvest in and to acquire by exchange property of any character, foreign or domestic, or interests or participations therein, including by way of illustration but not of limitation, real property, mortgages, bonds, notes, debentures, certificates of deposit, capital, common and preferred

Harry C. Lee
TESTATOR

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

stocks, and shares of interests in investment trusts, mutual funds or common trust funds, without regard to the proportion any such property or similar property held may bear to the entire amount held and whether or not the same is of the class in which fiduciaries are authorized by law or any rules of court to invest funds;

4. To borrow at any time and from time to time from any person or corporation (including any fiduciary acting hereunder) for such periods of time and upon such terms and conditions as may be deemed proper such sums of money as may be deemed necessary or advisable and to secure such loans by the pledge or hypothecation of any property held hereunder and the decision with respect thereto shall be conclusive on all persons interested hereunder; no person making such loan shall be bound to inquire into the necessity, expediency or propriety thereof or to see to the application of the sums loaned;

5. To hold any personal property in any state; to register and hold any property of any kind, whether real or personal, at any time held hereunder in the name of a nominee or nominees; and to take and keep any stocks, bonds or other securities, unregistered or in such condition as to pass by delivery;

6. To decide with absolute discretion whether Co-Executor's commissions, attorney's fees and other administration expenses in my estate shall be taken as estate tax or income tax deductions and the determination in this respect shall be final and conclusive upon all persons interested hereunder whether or not the amount of their respective interests or shares is thereby affected, provided however, that adjustments between principal and income may, in the exercise of absolute discretion, be made if deemed advisable;

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

Harry C. Lee
TESTATOR

7. To employ in the exercise of absolute discretion investment counsel, accountants, depositaries, custodians, brokers, attorneys and agents, irrespective of whether any person so employed shall be a fiduciary hereunder or a firm or corporation in which a fiduciary hereunder shall have an interest and to pay them the usual compensation for their services out of the principal or income of the property held hereunder in addition to and without diminution of or charging the same against the commissions or compensation of any fiduciary hereunder; and any fiduciary who shall be a partner in any such firm shall nevertheless be entitled to receive his share as partner of the compensation paid to such firm.

SEVENTH. My Executor shall not be required to give bond, and if, notwithstanding this direction, a bond is required by any law, it is requested and directed that no sureties be required thereon. Throughout this will, the masculine gender shall be deemed to include the feminine and the singular shall include the plural and vice versa.

EIGHTH. I specifically direct that all life insurance policies on my life which are made payable to my estate or to my Executors shall be administered under the terms of this my Last Will and Testament, and such life insurance proceeds shall be added to my probate estate and used for the payment of claims, expenses, and taxes, as the need may arise, and the residue thereof shall be disposed of as property consituting a part of my probate estate.

IN WITNESS WHEREOF, I have hereunto set my hand and

Harry C. Lee
TESTATOR

seal this 7 day of July, 1978.

Harry C. Lee.
TESTATOR

SIGNED, SEALED, PUBLISHED AND DECLARED by Harry Charles Lee, the Testator, as and for his Last Will and Testament, in our presence; and we, thereupon at his request, and in his presence and in the presence of each other have hereunto subscribed our names as attesting witnesses and our respective places of residence on the date of the execution thereof.

Kindell Stephens Residing at Nashville Tennessee

James A Cole Residing at Nashville TN-

Nader Bayloun Residing at Hendville TN.

02395

93 DEC 30 PM 1:38

FEE
DAVIDSON COUNTY REGISTER

PICK-UP

Harry C. Lee.
TESTATOR

01812 12/30/93 0101 01CASH 32.00