Last Will and Testament

OF

BOOK 9819 PG 907

THELMA V. CHESTER

I, THELMA V. CHESTER, domiciled in Nashville, Davidson County, Tennessee, being of sound mind and disposing memory of the natural objects of my bounty, do make, publish and declare this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

ARTICLE I.

I direct that all of my just debts, my funeral expenses (including the cost of a suitable monument at my grave), all estate, inheritance, succession and other taxes assessed by reason of my death, and the costs of administration of my estate be paid as soon as practicable after my death.

ARTICLE II

I bequeath to my dear husband, MALCOLM R. CHESTER, in fee, all clothing, jewelry, household goods, personal effects, automobiles, and all other tangible personal property not otherwise specifically bequeathed, including cash on hand or on deposit, or any stocks or bonds owned by me at the time of my death. If my said dear husband, MALCOLM R. CHESTER, shall not survive me, I bequeath all of the aforesaid property to my daughter, MRS. SUE CHESTER KESTNER. If my daughter, MRS. SUE CHESTER KESTNER, should predecease me, then I bequeath all of the aforesaid property to my grand daughter, CHRISTY ANN KESTNER, but if she is under 18 years of age then as directed in Article IV of this my Last Will and Testament.

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ARTICLE III.

All the rest, residue and remainder of the property which I may own at the time of my death, real, personal, tangible, and intangible, of whatsoever nature and wheresoever situated, including all lapsed legacies and devises and all life insurance payable to my estate, I bequeath and devise in fee to my dear husband, MALCOLM R. CHESTER. If my said dear husband, MALCOLM R. CHESTER, shall not survive me, then I bequeath and devise the said property in fee to my daughter, MRS. SUE CHESTER KESTNER. If my daughter, MRS. SUE CHESTER KESTNER, should predecease me, then I bequeath and devise the aforesaid property in fee to my grand daughter, CHRISTY ANN KESTNER, but if she is under 18 years of age, then as directed in Article IV of this my Last Will and Testament.

ARTICLE IV

If at my death my husband be dead and if my daughter be dead and if my grand daughter, CHRISTY ANN KESTNER, is not at my death attained the age of 18 years then I give, bequeath and devise that all of my estate, including all life insurance payable to my estate, shall vest JAMES W. KESTNER, of Nashville, Tennessee, as Trustee, for the use and benefit of my grand daughter, but without the necessity of giving bond as such and is excused from compliance with the laws of any jurisdiction regulating investments by fudiciaries. My trustee shall not be required to report to any Court nor to seek authority from any Court to buy or sell assets, whether real, personal, or mixed. However, he shall render, at least annually, to my grand daughter a report showing all transactions pertaining to the administration of the trust assets. My Trustee is given full and absolute discretion with respect to holding investments in the form received or to selling such assets and purchasing new

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assets, and he shall be liable only for gross negligence or fraud.

In addition to the powers herein granted, I authorize my Trustee to exercise any and all the powers set forth in Section 3, Chapter 110 of the Public Acts of 1963, now codified, in TCA 35-618, to the extent applicable, all of which provisions and powers are incorporated herein by reference as fully as if copied herein verbatim.

Until my grand daughter has attained the age of 18 years my Trustee is authorized to accumulate the net income or to pay or apply so much thereof to the use of my grand daughter in such amounts and proportions as my said Trustee, in his sole and absolute discretion shall deem advisable from time to time without regard to any other monies she might have in her possession. Any accumulated income shall be periodically, at least annually, incorporated into principal of the Trust fund as an integral part thereof to be held, administered, and distributed in accordance with all the terms, conditions, and limitations applying thereto.

Upon my grand daughter attaining the age of 18 years, my Trustee shall distribute the entire trust, both principal and interest, in fee, to my said grand daughter and the said Trust shall then cease.

Anything in this will to the contrary notwithstanding, no trust created hereunder shall continue beyond 21 years after the death of the last to die of those beneficiaries who were living at the time of my death; and upon the expiration of such period all trusts shall terminate and the assets thereof shall be distributed outright to those parties as are then receiving the income therefrom.

If at anytime, in the opinion of the Trustee, income is insufficient to provide for the comfortable maintenance, medical care, welfare, and education of my grand daughter, the Trustee may pay to or for said beneficiaries benefit the sums as he deems advisable for such purposes from the principal ofthe trust estate.

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My primary intention in creating this contingent trust under my will is to provide for my grandchild under the living standard to which she has been accustomed during my life. While I do not desire to incourage waste or excessive spending by her, I request that the Trustee first consider her in exercising any discretion hereunder as it is my intention that she be the primary beneficiary rather than some ultimate remainder man.

I direct the Trustee to pay the net income from this trust monthly for the benefit of my grand daughter, as might be needed, taking into consideration her medical and educational needs as well as the needs for her every day living needs. If there appears no such needs, then the income is to be accumulated with the principal of the trust. My trustee may employ such attorneys, accountants, appraisers, or agents and other specialists as he may deem advisable from time to time. All compensation for the foregoing services may be paid from the principal or income or partly from each as the Trustee deems advisable without regard to any statute to the contrary.

ARTICLE V.

I appoint MALCOLM R. CHESTER, of Nashville, Davidson County, Tennessee, to be the Executor of this my Last Will and Testament and direct that no bond be required nor compensation be paid for the faithful performance of his duties; and I vest my said Executor with full power and authority to sell, transfer, and convey any property, real or personal, which I may own at the time of my death at such time and price and upon such terms and conditions (including credit) as he may determine and to do every other act and thing necessary or appropriate to the complete administration of this Will. If my husband should predecease me then I appoint my daughter, MRS. SUE CHESTER KESTNER, of Nashville, Davidson County, Tennessee, to be the Executrix of this my Last Will and Testament, and to serve without bond.

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IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament, consisting of five (5) typewritten pages, and for the purpose of identification, I have signed each page, all in the presence of the persons witnessing it at my request on this 3 day of March, 1982, at Nashville, Tennessee. Pursuant to the provisions of T.C.A. Section 32-211, I request the attesting witnesses to make the Affidavit set out below.

Thelma V Chester
THELMA V. CHESTER

The foregoing instrument, consisting of this and four (4) preceding typewritten pages, was signed, sealed, published and declared by THELMA V. CHESTER, the Testatrix, to be her Last Will and Testament, in our presence, and we, at her request and in her presence and in the presence of each other, have hereunto subscribed our names as witnesses, this 3 day of March, 1982, at Nashville, Tennessee.

BOOK 9819PG911

Laura J. Clowers — Suite 200, 430 Third Ave. No. Nashville, TN. 37201

Jewel T. Grubbs — Suite 200, 430 3rd Ave No. Nashville, Tn. 37201

AFFIDAVIT OF WITNESSES TO PROVE WILL

Laura J. Clowers and Jewel F. Grubbs, after being duly sworn according to law, depose and say:

1. That they are adult citizens of Davidson County, Tennessee.

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2. That they witnessed the execution of the Last Will and Testament of THELMA V. CHESTER, dated March 3, 1982, to which this Affidavit is attached, and that this Affidavit is being made at the request of the Testatrix, and in accordance with Tennessee Code Annotated Section 32-211.

3. That their signatures are affixed to said Last Will and Testament, that they signed or affixed the same at the instance and at the request 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 paperwriting as and for her Last Will and Testament in their sight and presence.

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

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IDENTIF. & REFERENCE
'93 OCT -5 PM 4:01
PHILLIP Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

Laura J. Clowers

Jewel F. Grubbs

STATE OF TENNESSEE:

COUNTY OF DAVIDSON:

Subscribed and sworn to before me this the 3rd day of March, 1982.

Andrew B. Gibson, Jr.
NOTARY PUBLIC

My Commission Expires: 1-22-84

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ANDREW B. GIBSON, JR. NOTARY PUBLIC DAVIDSON CO., TENN.