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LAST WILL AND TESTAMENT

OF

BOOK 9820 PG 18

SARAH YARBROUGH CURTIS

I, Sarah Yarbrough Curtis, domiciled in Nashville, Davidson County, Tennessee, 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 my just debts, my funeral expenses (including the cost of a suitable monument at my grave), unpaid charitable pledges (whether or not the same are enforceable obligations of my estate) be paid as soon as practicable after my death. My executor, in its sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions.

In the event that any property or interest in property passing under this will, by operation of law, or otherwise by reason of my death (other than as a part of my residuary estate), shall be encumbered by mortgage or lien, or shall be pledge to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship, or beneficiary receiving such property shall take it subject to all encumbrances existing at the time of my death.

ARTICLE II

I direct that there shall be paid out of my residuary estate, which is not included in the share qualifying for the marital deduction, without apportionment, all estate, inheritance, succession and other taxes (together with any penalty thereon), assessed by reason of my death, imposed by the government of the United States, or any state or territory

EXHIBIT "A"

thereof, or by any foreign government or political subdivision thereof in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such governments, whether the property passes under this will or otherwise, including property over which I have a taxable power of appointment, without contribution by any recipient of any such property.

ARTICLE III

I give and bequeath to my son, William Lee Curtis, in fee, the real property and home located at 311 Pullen Avenue, all furniture, furnishings, household goods, silverware, china and ornaments, and all personal effects and all other tangible personal property not otherwise specifically bequeathed, except cash on hand or on deposit, owned by me at the time of my death. I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereof. If my said son, William Lee Curtis, shall not survive me, I bequeath all of aforesaid property to my son, Grant B. Curtis, Jr., who shall be living at the time of my death.

ARTICLE IV

I give and bequeath to my two sons, William Lee Curtis and Grant B. Curtis, Jr., all the proceeds from any and all life or accident insurance policies held by or for me at the time of my death.

ARTICLE V

I give and bequeath in equal share to my two sons, William Lee Curtis and Grant B. Curtis, Jr., my interest in two certificates of deposit, #'s 001-113437 and 056-1187080, which are maintained at First American National Bank, in Nashville, Tennessee.

ARTICLE VI

I give, devise, and bequeath all the rest and residue of my estate as follows:

A. If my two sons, William Lee Curtis and Grant B. Curtis, Jr., survived me by more than thirty (30) days, then I direct

that all the rest and residue of my estate be given outright and in fee in equal shares to my said sons.

B. If one of my two sons does not survive me by more than thirty (30) days, then I direct that all the rest and residue of my estate be delivered to my surviving son, who shall be living.

ARTICLE VII

I direct that the proceeds of any life insurance policies that may be payable to my Trustee be administered and distributed by it in accordance with Article VI of this Will, just as though the proceeds were part of the rest and residue of my estate.

ARTICLE VIII

My Executor and my Trustee may make payments and distribute property under the provisions of this Will on behalf of any minor or incompetent beneficiary to any such person having the care, custody or control of said beneficiary, or to any other person my fiduciaries may deem proper, or directly to said beneficiary, without the necessity of the intervention of the legally appointed guardian, and without any duty on the part of my fiduciary to supervise or inquire into the application thereof.

ARTICLE IX

I incorporate by reference, as fully as if copied verbatim, all the provisions and powers set forth in Tennessee Code Annotated Section 35-50-110, which section enumerates the administrative powers that I hereby confer upon my Executor and my Trustee.

Without in any way limiting the applicability of the foregoing, I specifically direct my Executor to use the proceeds from any life or accident insurance policies held by or for me, and bequeathed to my two sons, William Lee Curtis and Grant B. Curtis, Jr., for the purpose of paying my funeral expenses, the debts and expenses of administering my estate, and any estate or inheritance taxes that may be imposed by reason of my death, without requiring reimbursements from my Executor or the beneficiaries of my estate. Such insurance proceeds, however, shall be free from the claims of all creditors except to the

extent that my trustee deems it desirable to pay any claims from this source.

ARTICLE X

I appoint my son, William Lee Curtis, to be the Executor of this my Last Will and Testament. If my said son should for any reason fail or cease to serve as Executor, hereunder, then in such event, I appoint my other son, Grant B. Curtis, Jr., of 1566 Briarwood Road, Decatur, Georgia, as sole Executor of my estate. I further appoint my son, William Lee Curtis, as the Trustee of all trusts which may be created hereunder. If my said son, William Lee Curtis, should for any reason fail or cease to serve as Trustee, hereunder, then in such event, I appoint my other son, Grant B. Curtis, Jr. I direct that no bond or other securities shall be required of any of the above-named fiduciaries for the faithful performance of their respective duties.

ARTICLE XI

I hereby appoint DAVID O. HUFF, Attorney-at-Law, of Nashville, Tennessee, as attorney for my estate.

ARTICLE XII

IN WITNESS WHEREOF, I have hereunto set my hand this twenty-sixth day of May, 1987, and do publish and declare this as my Last Will and Testament, in the presence of each and all of the subscribing witnesses whom I have requested to act as such by signing their names as attesting witnesses in my presence and in the presence of each other, and by signing the affidavit below pursuant to the provisions of Tennessee Code Annotated Section 32-2-110.

Sarah Y. Curtis
SARAH YARBROUGH CURTIS

SIGNED, DECLARED and PUBLISHED by the said Sarah Yarbrough Curtis, as her Last Will and Testament, in the presence of attesting witnesses, who have hereunto subscribed our names in

PAGE 4 OF MY 5 PAGE WILL SYC

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

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the presence and request, this, the twenty-sixth day of May, 1987, A.D.

Beverly J. Parkerson
WITNESS

1661 Parkway Towers
Nashville, TN 37219
ADDRESS

Jeri McClain-Watson
WITNESS

113 Foxwood Lane
Franklin, TN 37064
ADDRESS

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

BEFORE ME, the undersigned authority, on this day personally appeared Beverly J. Parkerson and Jeri McClain-Watson, known to me to be the person who executed the foregoing will and the witnesses, respectively, whose names are also subscribed to the foregoing will in the respective capacities, and all of said persons being duly sworn, the said Sarah Yarbrough Curtis declared to me and to said witnesses in my presence that said instrument is her Last Will and Testament, and that she had therein expressed; and the said witnesses, each on their oath stated to me in the presence and hearing of the person who executed the foregoing will, that she declared to them that said instrument is her Last Will and Testament and that she executed same as such and wanted each of them to sign it as a witness; and upon their oaths each witness stated further that they did sign the same as witnesses in the presence of the person who executed the foregoing will and at her request; that she was at that time eighteen years or over and was of sound mind, and that each of said witnesses was then at least eighteen years of age.

Beverly J. Parkerson
WITNESS

Jeri McClain Watson
WITNESS

SUBSCRIBED AND ACKNOWLEDGED before me by the said Sarah Yarbrough Curtis as the person who executed the foregoing will, and subscribed and sworn to before me by the said Beverly J. Parkerson and Jeri McClain-Watson, witnesses, this the twenty-sixth day of May, 1987 A.D.

Sharon Ulrickson
NOTARY PUBLIC
IN AND FOR DAVIDSON COUNTY, TENNESSEE
My Commission Expires:
3-11-91

STATE OF TENNESSEE, DAVIDSON COUNTY

I Richard R. Rooker, Clerk of the Probate Court of Davidson County, State aforesaid, do certify that the foregoing is a full, true and correct copy of the original on file in my office. Will Book 165 Page 592
Given under my hand and official seal at office, in Nashville, this 21st of September 19 95.

RICHARD R. ROOKER, CLERK

By Bri Y Jackson
Deputy Clerk

PAGE 5 OF MY 5 PAGE WILL 5

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FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN

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