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Last Will and Testament

Instr:200002290019829 Page: 1 OF 5
REC'D FOR REC 02/29/2000 3:19:35PM
RECORD FEE: $22.00
M. TAX: $0.00 T. TAX: $0.00

OF

FLORENCE B. BAKER

I, Florence B. Baker of Davidson County, Tennessee, being of sound mind and disposing memory, do hereby 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, funeral expenses and expenses in connection with the administration of my estate be paid as soon as practicable after my death. I direct that my Executor pay all federal and state inheritance, estate, succession, transfer or other death taxes which may be assessed against my estate or against any beneficiary (including any estate or inheritance tax assessed on account of any life insurance proceeds or other property which shall be included in my estate for the purposes of such taxes, whether or not included in my estate for probate purposes) out of my gross estate.

ARTICLE II

I give, devise and bequeath all of my property, both real and personal, which I may own at the time of my death, to my son Robert Franklin Baker.

ARTICLE III

I authorize my Executor in the exercise of reasonable discretion, with respect to all property, both real and personal, at any time forming a part of my estate, to exercise any and all of the powers set forth in Section 3 of Chapter 110 of the Tennessee General Assembly of 1963, T. C. A. Section 35-50-110 to the extent applicable, all of which provisions and powers are incorporated herein by reference as fully as if copied verbatim. The powers (as set out in said statute on the

 Florence B. Baker
FLORENCE B. BAKER

date of the execution of this Will) are granted, notwithstanding that said statute may be amended or repealed at the time of my death.

ARTICLE IV

I hereby nominate and appoint my son Robert Franklin Baker, to be Executor of this my Last Will and Testament. I direct that my Executor shall not be required to file an inventory of my estate, and that no bond or other security shall be required of my Executor , and that if, notwithstanding this direction, a bond is required by law or special rule of Court, no surety shall be required thereon. I vest my 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 as he may determine and to do every other act and thing necessary or appropriate for the complete administration of my estate.

IN WITNESS WHEREOF, I, Florence B. Baker, have subscribed my name to this my Last Will and Testament, consisting of two typewritten pages, each of which bears my signature, this 10 day of June 1985.

Florence B. Baker
FLORENCE B. BAKER, Testatrix

The foregoing instrument consisting of 2 pages, was signed, published, and declared by the said Florence B. Baker to be her Last Will and Testament, in the presence of all of us at one and the same time, and we, at her request, and in her presence, and in the presence of each other, have hereunto subscribed our names as witnesses, and we do hereby attest to the sound and disposing mind of the said Testatrix and to the performance of the aforesaid act of execution on this 20th day of June 1985.

_____ Residing at _____

_____ Residing at _____

AFFIDAVIT

STATE OF TENNESSEE

COUNTY OF DAVIDSON

RE: WILL OF FLORENCE B. BAKER

The undersigned, who are witnesses to the Will of the above named Testatrix to which this Affidavit is attached, being duly sworn, according to law, make oath as follows:

1. That each of us is an adult resident of the State of Tennessee and that we are witnesses to a Will executed by Florence B. Baker on this 20th day of June, 1985.

2. That the Testatrix declared the above dated instrument to be her Last Will and Testament and requested that each of us be witnesses thereto. That the said Testatrix signed the said Will in the presence of each of us and that we, in her presence, and in the presence of each other, signed the said Will as witnesses on the date and at the place indicated above.

3. That at the time of execution of said Will each of us is of the opinion that the Testatrix was of sound mind and was over eighteen (18) years of age.

4. That this Affidavit is executed on this the 20th day of June, 1985 in accordance with Chapter 568 of the Public Acts of Tennessee of 1972.

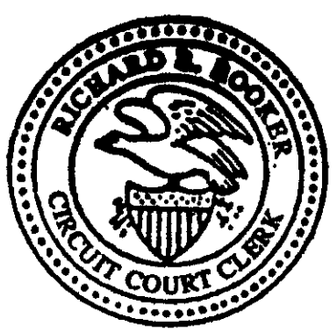
[signature]

Angela Jones

Subscribed and sworn to before me on this the 20 day of June, 1985.

[signature]
Notary Public

My Commission Expires:
7-27-86



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 complete copy, of the original on file in my office. Will Book 227 Page 831
Given under my hand and official seal, at office in Nashville, this 14th of February 2000.

RICHARD R. ROOKER, CLERK

By Thomas Bryan
Deputy Clerk