LAST WILL AND TESTAMENT

OF

PAULINE P. SMITH

I, PAULINE P. SMITH, domiciled in 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 my just debts, my funeral expenses, all estate, inheritance, succession, and other taxes assessed by reason of my death, and the costs of administration of my estate by paid as soon as practical after my death.

ARTICLE-II

I bequeath to my daughter, PAMELA PALMORE WEHNER, any and all real property which I my own at the time of my death, including but not limited to my home which is commonly known as 8594 Sawyer Brown Road, Nashville, Tennessee 37221.

ARTICLE-III

I bequeath equally unto my children, PAULA ELAINE PALMORE and PAMELA PALMORE WEHNER, all my cash on hand and on deposit and any life insurance payable to me or my estate, and owned by me at the time of my death. If either of my daughters should predecease me, the deceased daughter's share shall go to the surviving daughter.

Davidson County WILL
Recvd: 09/05/00 15:48 5pgs
Fees:22.00 Taxes:0.00
20000905-0087666

Pauline P. Smith

JACOBS, HOLT & MASTEN
ATTORNEYS AT LAW
311 WHITE BRIDGE ROAD
NASHVILLE, TN. 37209

ARTICLE-IV

All the rest, residue and remainder of my property personal, tangible, and intangible of whatsoever nature and wheresoever situated including but not limited to all clothing, household goods, personal effects, automobiles, jewelry, and all other personal property of whatsoever nature, owned by me at the time of my death, I bequeath and devise in fee unto my dear daughter, PAMELA PALMORE WEHNER.

ARTICLE-V

I appoint EUGENE MITCHELL to be the Executor of this my Last Will and Testament and direct that no bond be required for the faithful performance of his duties. If he shall predecease me or shall be unable to serve, I appoint MARTHA CAROLINE RICHARDSON, as alternate Executrix to also serve without bond.

I give my Executor or Executrix, as the case may be, all the powers set forth in Tennessee Code Annotated, Section 35-50-110, which are incorporated herein by reference into this Will. A successor Executor has the duty, right and power given to the Executor originally appointed. Any successor may accept the account rendered and assets delivered to it by its predecessor as a complete discharge to the predecessor Executor or Executrix. I further excuse my Executor from filing an inventory and making reports or accountings to the Court having jurisdiction over my estate. I further direct that if I own any realty at the time of my death, I vest my said Executor/Executrix with full power to sell without the joinder of any party and any purchaser shall not be required to look to the application of the proceeds.

Pauline P. Smith

IN WITNESS WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament, said Will this and two (2) preceding typewritten page, and for the purpose of identification, I have signed each such page, all in the presence of persons witnessing it at my request on this 13 day of October, 1998, at Nashville, Tennessee.

Pauline P. Smith
PAULINE P. SMITH

Pauline P. Smith
PAGE THREE OF THE LAST WILL AND TESTAMENT OF
PAULINE P. SMITH

The foregoing instrument, consisting of this and three (3) preceding typewritten pages, was signed, sealed, published and declared by PAULINE P. SMITH, 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 13th day of October, 1998, at Nashville, Tennessee.

P.J Gambel
WITNESS

311 White Bridge Rd
ADDRESS

Nashville, TN 37209

Tracy S. Ulmer
WITNESS

311 Wht. Bridge Rd
ADDRESS

Nashville, TN 37209

AFFIDAVIT OF WITNESSES TO PROVE WILL

We, the undersigned, after being duly sworn according to law depose and say:

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

2. That we witnessed the execution of the Last Will and Testament of PAULINE P. SMITH, dated the 13th day of October, 19 98, to which this AFFIDAVIT is attached, and that this Affidavit is being made at the request of the Testator, and in accordance with TENNESSEE CODE ANNOTATED, Section 32-2- 110.

3. That our signatures are affixed to said Last Will and Testament, that we signed or affixed the same at the instance and at the request of the Testator and in his/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 Testator signed said paper writing as and for his/her Last Will and Testament in our sight and presence.

5. That at the time we witnessed said Will, the Testator was, in our opinion, of sound mind and disposing memory, was under no duress, compulsion or constraint and was fully cognizant of the nature of his act.

P J. Gambel

Tracy S. Ulmer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Subscribed and sworn to before me this 13 day of October, 1998

NOTARY PUBLIC

My Commission Expires: July 28, 2001

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 234 Page 12

Given under my hand and official seal, at office in Nashville, this 6th day of September 2000

RICHARD R. ROOKER, CLERK

By Joyce Lovdale
Deputy Clerk

a: jsh\10-13;98\tsu