OOP-851

Last Will and Testament

OF

PAMELA M. PERRY

Davidson County WILL
Recvd: 09/24/02 10:16 5pgs
Fees:27.00 Taxes:0.00
20020924-0116255

I, PAMELA M. PERRY, of Davidson County, Tennessee, being of sound mind and disposing memory, do make, declare, and publish this my Last Will and Testament, hereby revoking all former wills and codicils to wills heretofore made by me.

ARTICLE I

I direct that all of my just debts, including my funeral expenses and the cost of administration, be paid out of my general estate by my executor as soon as practicable after my death. To this end, I authorize my executor to sell any of my property, real, personal, or mixed, and to execute all conveyances necessary to effectuate such sale. I expressly authorize my executor to make distributions in kind. I authorize my executor in his discretion to use insurance proceeds payable to my estate to satisfy any debts or taxes of my estate. All inheritance and estate taxes assessable by reason of my death shall be discharged by my estate without charge or apportionment against any beneficiary of assets whether passing under this will or otherwise.

ARTICLE II

I hereby give, devise and bequeath to my son, BRAD STANLEY PERRY, all of my property, real, personal, or mixed, that I have and any interest in any real or personal property that I may acquire to be held in trust according to the following provisions:

A. I authorize my executor and my trustee (including any substitute or successor, personal representative or trustee) in the exercise of a reasonable discretion with respect to all property, real and personal, at any time forming part of my estate or any trusts, to exercise any or all powers set forth in T.C.A. Section 35-50-110, except sub-paragraph 18 and 19, to the extent

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applicable, all of which provisions and powers are incorporated herein by reference as fully as if copied herein verbatim. These powers (as set out in said statute on the date of the execution of this Will) are granted notwithstanding that said statute may be amended hereafter or repealed at the time of my death.

Without in any way limiting the applicability of the foregoing, I specifically authorize my trustees to use my life insurance proceeds that may be payable to them for the purpose of paying the debts and expenses of administering my estate, inheritance or like taxes that may be imposed by reason of my death without requiring reimbursement from my executor for the beneficiary 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 and claims from this source.

B. Neither the principal nor income of the trust shall be pledged, assigned, transferred, sole or in any manner whatsoever accelerated, anticipated, or encumbered by the beneficiary, nor shall any income or corpus of said trust estate be in any manner subject or liable in the hands of the trustee for the debts, contracts, or engagements of the beneficiary or be subject to any assignment or any other voluntary or involuntary alienation or disposition whatsoever. All distributions of income or corpus shall be paid only upon receipt to the beneficiary entitled or to others for his use and benefit.

C. My trustee may in its sole and absolute discretion, terminate any trust created hereunder when in its option the principal amount thereof does not warrant the cost of continuing said trust or its administration would be impracticable. Upon such termination, my trustee shall pay over the then remaining balance in such trust to or for the benefit of the beneficiary.

D. In the event of educational expense, illness, accident or other unusual circumstances, the trustee is authorized to encroach upon the trust share of said beneficiary to the extent to which it determines necessary and proper and to pay over to or

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on behalf of the beneficiary the amount of said encroachment, said encroachment being limited to the educational or medical expenses incurred hereunder the beneficiary, this right being a continuing one.

I hereby direct that the said testamentary guardians continue to provide my son with a christian education.

E. I hereby direct that the corpus of this trust shall be paid to the beneficiary at the age of twenty-five (25) years.

F. I hereby nominate, constitute and appoint First American Trust Co. as trustee for the benefit of my son of all my property heretofore referred to under this will and trust.

ARTICLE V

In the event my son, BRAD STANLEY PERRY, survives me, I hereby appoint William Stanley Perry, Jr. as guardian of the person and property of my son should he not have attained the age of eighteen. Should he predecease me, or fail or refuse to serve, I nominate and appoint Steven E. and Kathy Thomas as alternate guardians of the person and property of my son should he not have attained the age of eighteen. I direct that no bond or other security be required of my said guardians for the faithful performance of their duties as such.

ARTICLE VI

I hereby nominate, constitute and appoint JAMES MONTGOMERY as executor of my estate. Should he predecease me, or fail or refuse to serve, I nominate and appoint John M. Cannon as executor under the same terms and conditions herein set out. I direct that no bond or other security shall be required of my said executor for the faithful performance of his duties as such and that he shall not be required to file any inventory of my estate.

IN WITNESS WHEREOF, I have hereunto set my hand to this Last Will and Testament at Goodlettsville, Tennessee, on this the 1 day of DECEMBER, 1992.

Pamela M. Perry

PAMELA M. PERRY

Signed, sealed, published and declared by the testatrix, PAMELA M. PERRY, to be her Last Will and Testament in the presence of us, the undersigned, who, at her request and in her sight and presence and in the presence of each other, have subscribed our names as witnesses and do hereby attest to the sound and disposing mind of said testatrix, PAMELA M. PERRY and to the performance of the aforesaid act of execution at the place and on the date herein set out.

Karen Funnelle
WITNESS

Marlene Windsor
WITNESS

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COUNTY OF DAVIDSON

Karen Burnette and Darlene Windsor

being duly sworn, make oath that they are the witnesses to the Last Will and Testament of Pamela M. Perry, said Will being dated on the 1 day of December, 1992, that at the time of the signing of said Will, they and the Testatrix were more than eighteen (18) years of age, that said Will was signed by her in their presence, and that they, at the request of the Testatrix, and in her sight and presence and in the sight and presence of each other, subscribed their names as witnesses to said Will, and, in their opinion, the Testatrix, PAMELA M. PERRY, was at the time of sound mind and disposing memory, and that said Will was entered into without undue influence or coercion.

Karen Burnette
WITNESS

Darlene Windsor
WITNESS

Sworn to and subscribed before me
this the 1st day of Dec., 1992.

NOTARY PUBLIC

My Commission Expires: 4/23/94

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 235 Page 358
Given under my hand and official seal, at office in Nashville this 1 of Oct 20 01

RICHARD R. ROOKER, CLERK

By Deputy Clerk

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