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RICHARD R. ROOKER, CLERK

D.C.

LAST WILL AND TESTAMENT

OF

WILLIAM T. CARLISLE, SR.

Davidson County WILL
Recvd: 05/08/03 08:53 7pgs
Fees:37.00 Taxes:0.00
20030508-0061513

I, WILLIAM T. CARLISLE, SR. ("BILL CARLISLE"), a resident of Davidson County, Tennessee, being of sound mind and disposing memory do hereby make and publish this my Last Will and Testament, hereby revoking all prior wills and codicils made by me.

ITEM I: I direct that all my lawful debts, including my funeral expenses and the cost of administration of my estate, be paid by my Executor/Executrix as soon as practical after my death. I further direct that my Executor/Executrix pay all the estate, inheritance, succession and other death taxes which shall become payable by reason of my death, whether in respect of property passing under this will or otherwise, as an expense of administration, without apportionment.

ITEM II: I hereby nominate and appoint my son, William T. Carlisle, Jr., presently of Davidson County, Tennessee to be Executor of my estate. If my son, William T. Carlisle, Jr., shall predecease me or for any reason shall fail to qualify as Executor hereunder, or, having qualified, shall die or resign, then in such event I appoint my granddaughter, Robin Ott, presently of Davidson County, Tennessee, to be the Executrix of this my Last Will and Testament. I direct that no bond or other security be required of my said Executor/Executrix for the faithful performance of his/her duties as such.

I authorize my Executor/Executrix, in such capacity, in the exercise of a reasonable discretion with respect to all property, real and personal, at any time forming a part of my

 Bill Carlisle, Sr

estate, to exercise any and all powers set forth in T.C.A. § 35-50-110, to the extent 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set out in said statute) on the date of the execution of this will, are granted even should said statute be amended or repealed at the time of my death.

ITEM III: I own a tract of land, my farm on Lickton Pike where I presently live, consisting of tracts described in the boundary survey of the Carlisle Property by Dale & Associates, dated February 2, 2000, which includes:

Tract 1 - 40.776 acres, more specifically described in Exhibit A attached hereto.

Tract 2 - 35.441 acres, more specifically described in Exhibit B attached hereto.

Tract 3 - 35.442 acres, more specifically described in Exhibit C attached hereto.

I give, devise and bequeath the tracts of my property as follows:

1. Having already deeded to Robin Samantha Ott a 49% interest in Tract 1 in fee simple, I hereby give, devise and bequeath to Robin Samantha Ott the remaining 51% of Tract 1 in fee simple. In addition, all farming implements, tractors, tools, etc. located on Tract 1, I hereby give, devise and bequeath to Robin Samantha Ott.

2. I hereby give, devise and bequeath Tract 2 in fee simple to Clifford Spence Carlisle.

3. I hereby give, devise and bequeath Tract 3 in fee simple to William Toliver Carlisle, III.

ITEM IV: All the rest, residue and remainder of any property that I may die seized and possessed of, I hereby give, devise and bequeath to my son, Bill Carlisle, Jr., including but not limited to a catalog of songs, writer's rights, bank accounts, and any other assets of whatever nature or description, real, personal or mixed.

 Bill Carlisle, Sr

IN WITNESS WHEREOF, I have hereto set my hand to this my Last Will and Testament, consisting of this and the preceding two typewritten pages, and for the purpose of identification, I have signed each such page at the bottom thereof, all in the presence of the persons witnessing it, at my request, on this the 3rd day of July, 2000 at Nashville, Tennessee.

Bill Carlisle, Sr.
WILLIAM T. CARLISLE, SR.
Testator

ATTESTATION

Signed, sealed, published and declared by **WILLIAM T. CARLISLE, SR.**, the Testator, to be his **LAST WILL AND TESTAMENT**, in the presence of all of us at one and the same time, and we, at his request and in his 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 said Testator and to the performance of the aforesaid act of execution at the place and on the date hereinabove set out.

Jay Bishop NAME	227 Lucia Ave. No, Nashville Tn. ADDRESS
Yvonne Toomey NAME	227 2nd Ave. N., Nashville TN 372 ADDRESS
Fred D Brandstetter NAME	227 2nd Ave N. Nashvi ADDRESS

AFFIDAVIT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

We, the undersigned witnesses to the LAST WILL AND TESTAMENT of WILLIAM T. CARLISLE, SR., dated the 3rd day of July, 2000, do hereby depose and make affidavit that we witnessed the execution of said LAST WILL AND TESTAMENT; that the facts stated in the foregoing ATTESTATION clause are true; that we signed as witnesses to said LAST WILL AND TESTAMENT at the request of the Testator and in his sight and presence and in the sight and presence of each other, at the place and on the date recited in said LAST WILL AND TESTAMENT; that Testator signed said LAST WILL AND TESTAMENT as, and declaring the same to be, his LAST WILL AND TESTAMENT; that we execute this AFFIDAVIT at his request, and that at said time we consider the Testator to be of sound mind and disposing memory, not acting under fraud, menace or undue influence of any person, and was more than eighteen (18) years of age; and that each of the attesting witnesses is more than eighteen (18) years of age.

Jon Bishop

Yvonne Looney

Ted D Brandenstein

SUBSCRIBED AND SWORN to before me this 3rd day of July, 2000

Janice M. Cheng
NOTARY PUBLIC

MY COMMISSION EXPIRES: 3-27-2004

JANICE M. CHENG NOTARY PUBLIC DAVIDSON COUNTY, TENN.

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 5199 Page 1085027
Given under my hand and official seal, at office in Nashville, this 24th of April 2003

RICHARD R. ROOKER, CLERK

By _____
Deputy Clerk

RICHARD R. ROOKER CIRCUIT COURT CLERK

PAGE 4 OF MY 4 PAGE WILL Bill Carlisle, Sr.

PROPERTY DESCRIPTION - TRACT 1
Beginning at an iron rod situated in the southerly margin of Lickton Pike, said point being the northeast corner of the Susan D Clark property of record in Book 10730, Page 269, R.O.D.C., TN.;

Thence, along said road, N 71deg58'53" E, a distance of 56.02 feet to an iron rod;

Thence, leaving said road, S 08deg47'40" W, a distance of 237.23 feet to an iron rod;

Thence, S 14deg46'14" E, a distance of 149.38 feet to an iron rod;

Thence, S 04deg34'04" E, a distance of 141.77 feet to an iron rod;

Thence, S 11deg49'43" W, a distance of 166.06 feet to an iron rod;

Thence, N 70deg35'12" E, a distance of 416.90 feet to an iron rod;

Thence, S 36deg12'39" E, a distance of 666.97 feet to an iron rod;

Thence, N 54deg32'29" E, a distance of 60.06 feet to an iron rod;

Thence, S 01deg21'43" E, a distance of 85.80 feet to an iron rod;

Thence, S 45deg47'26" W, a distance of 396.75 feet to an iron rod;

Thence, S 35deg55'02" W, a distance of 364.41 feet to an iron rod;

Thence, S 02deg48'26" W, a distance of 1057.82 feet to an iron rod;

Thence, N 44deg33'40" W, a distance of 1605.62 feet to an iron rod;

Thence, N 38deg11'34" E, a distance of 1125.56 feet to an iron rod;

Thence, N 70deg35'12" E, a distance of 92.56 feet to an iron rod;

Thence, N 11deg49'43" E, a distance of 196.39 feet to an iron rod;

Thence, N 04deg34'04" W, a distance of 135.43 feet to an iron rod;

Thence, N 14deg46'14" W, a distance of 153.22 feet to an iron rod;

Thence, N 08deg47'40" E, a distance of 211.96 feet to the point of beginning and containing 40.776 acres of land more or less.

Being the same property conveyed to William T. & Leona Carlisle of record in Book 7123, Page 816 and a portion of the property conveyed to William T. & Leona Carlisle of record in Book 2736, Page 367 in the Register's Office for Davidson County, Tennessee.

EXHIBIT
A

NUMBER	DIRECTION	DISTANCE
L1	N 54°32'29" E	60.06'

PROPERTY DESCRIPTION - TRACT 2
Commencing at an iron rod situated in the southerly margin of Lickton Pike, said point being the northeast corner of the Susan D. Clark property of record in Book 10730, Page 269, R.O.D.C., TN.;

Thence, leaving said road, S 08deg47'40" W, a distance of 211.96' to an iron rod;

Thence, S 14deg46'14" E, a distance of 153.22 feet to an iron rod;

Thence, S 04deg34'04" E, a distance of 135.43 feet to an iron rod;

Thence, S 11deg49'43" W, a distance of 196.39 feet to an iron rod;

Thence, S 70deg35'12" W, a distance of 92.56 feet to an iron rod;

Thence, S 38deg11'34" W, a distance of 1125.56 feet to an iron rod, said point being the point of beginning of the herein described tract of land;

Thence, S 44deg33'40" E, a distance of 977.82 feet to a point;

Thence, S 42deg05'29" W, a distance of 228.74 feet to a point;

Thence, N 84deg43'04" W, a distance of 272.13 feet to a point;

Thence, S 65deg07'39" W, a distance of 154.87 feet to a point;

Thence, N 84deg48'47" W, a distance of 221.70 feet to a point;

Thence, S 66deg49'55" W, a distance of 152.83 feet to a point;

Thence, S 85deg42'07" W, a distance of 209.31 feet to a point;

Thence, S 72deg40'43" W, a distance of 233.41 feet to a point;

Thence, S 53deg27'49" W, a distance of 919.08 feet to an iron rod;

Thence, N 02deg24'08" E, a distance of 988.67 feet to an iron rod;

Thence, S 88deg14'40" E, a distance of 520.85 feet to an iron rod;

Thence, N 02deg15'20" E, a distance of 243.91 feet to an iron rod;

Thence, N 34deg09'42" E, a distance of 451.64 feet to an iron rod;

Thence, S 88deg59'22" E, a distance of 584.85 feet to the point of beginning and containing 35.441 acres of land more or less.

Being a portion of the same property conveyed to William T. & Leona Carlisle of record in Book 2736, Page 367 in the Register's Office for Davidson County, Tennessee.

EXHIBIT
B

PROPERTY DESCRIPTION - TRACT 3
Commencing at an iron rod situated in the southerly margin of Lickton Pike, said point being the northeast corner of the Susan D. Clark property of record in Book 10730, Page 269, R.O.D.C., TN.;

Thence, leaving said road, S 08deg47'40" W, a distance of 211.96' to an iron rod;

Thence, S 14deg46'14" E, a distance of 153.22 feet to an iron rod;

Thence, S 04deg34'04" E, a distance of 135.43 feet to an iron rod;

Thence, S 11deg49'43" W, a distance of 196.39 feet to an iron rod;

Thence, S 70deg35'12" W, a distance of 92.56 feet to an iron rod;

Thence, S 38deg11'34" W, a distance of 1125.56 feet to an iron rod;

Thence, S 44deg33'40" E, a distance of 977.82 feet to a point, said point being the point of beginning of the herein described tract of land;

Thence, S 44deg33'40" E, a distance of 627.80 feet to an iron rod;

Thence, S 02deg48'26" W, a distance of 444.98 feet to an iron rod;

Thence, N 87deg00'14" W, a distance of 1680.46 feet to an iron rod;

Thence, S 49deg19'14" W, a distance of 701.87 feet to an iron rod;

Thence, N 83deg22'53" W, a distance of 320.88 feet to an iron rod;

Thence, N 02deg24'08" E, a distance of 342.48 feet to an iron rod;

Thence, N 53deg27'49" E, a distance of 919.08 feet to a point;

Thence, N 72deg40'43" E, a distance of 233.41 feet to a point;

Thence, N 85deg42'07" E, a distance of 209.31 feet to a point;

Thence, N 66deg49'55" E, a distance of 152.83 feet to a point;

Thence, S 84deg48'47" E, a distance of 221.70 feet to a point;

Thence, N 65deg07'39" E, a distance of 154.87 feet to a point;

Thence, S 84deg43'04" E, a distance of 272.13 feet to a point;

Thence, N 42deg05'29" E, a distance of 228.74 feet to the point of beginning and containing 35.442 acres of land more or less.

Being a portion of the same property conveyed to William T. & Leona Carlisle of record in Book 2736, Page 367 in the Register's Office for Davidson County, Tennessee.

DALE

EXHIBIT

C