Davidson County WILL
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RICHARD R. ROOKER, CLERK
D.C.

Last Will and Testament

OF

JAMES H. BRANTLEY

I, JAMES H. BRANTLEY, domiciled in 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 former Wills and Codicils to Wills at anytime heretofore made by me.

ARTICLE I

I direct that all my just debts, my funeral expenses and the costs of the administration of my estate be paid as soon as practicable after my death. My Executrix or Co-Executrices in her or their sole discretion may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceeding in other jurisdictions.

ARTICLE II

I hereby will, devise, and bequeath all my property, whether real, personal, or mixed, tangible, or intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including the proceeds of all life insurance payable to my estate not otherwise disbursed or distributed in the course of administration of my estate (but excluding any property over or concerning which I may have the power of appointment), I hereby will, devise, and to my wife, Virginia Ruth Brantley, in fee simple.

ARTICLE III

If my wife, Virginia Brantley and I shall die under such circumstances that there is not sufficient evidence to determine the order of our deaths, of if she shall die within a period of

Testator

six (6) months of the date of my death, then all bequests, devises, and provisions made in this Will to her or for her benefit shall be administered, in all respects, as though my wife, Virginia Ruth Brantley had not survived me.

ARTICLE IV

If in the event my wife, Virginia Ruth Brantley should predecease me or die under such circumstances as to be deemed to have predeceased me, then I will and devise my real property (my house and lot) and all furnishings therein, to Ronald Wade Claiborne and Terry Lynn Claiborne, in equal shares. If either of Ronald Wade Claiborne or Terry Lynn Claiborne should predecease me, then I will my real property (my house and lot) and all furnishings therein, to the survivor.

All the rest, residue and remainder of my estates, including all monies which I have, I hereby will, devise, and bequeath to my great grandchildren, in equal shares. If any of my great grandchildren have not attained the age of 21, then that great grandchild's share of my estate shall be placed in trust for said beneficiary until he or she attains the age of 21 years.

ARTICLE V

I hereby nominate and appoint Jaunita Lamb to be Trustee of the trust estate. My Trustee shall, in such capacity, shall possess and exercise all power and authority herein described. The said Trustee shall hold, manage, and control all of the aforesaid property as a trust estate, with all the rights and powers and subject to the limitations hereinafter enumerated for the following uses and purposes:

A. The Trustee shall collect the income from the property comprising the trust estate, and may remit the net income in monthly or other convenient installments to my beneficiary or apply the same for his or her benefit as herein specified.

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Testator

B. At such time as each beneficiary of the trust estate has attained the age of 21 years, said beneficiary shall receive his/her share of the trust estate, thereby terminating that beneficiary's trust estate.

C. Until such time as the beneficiary attains the age of 21, the Trustee in her sole and absolute discretion, at any time and from time to time, is to disburse from the principal of any of the trust estate created under this Article (even to the point of completely exhausting his/her share of the principal), such amounts as it may deem advisable to provide adequately and properly for the health, support, maintenance and education of the current beneficiary, including but not by way of limitation, expenses incurred by reason of illness and disability. In determining the amount of principal to be so disbursed, the Trustee shall take into consideration, any other income or property which such beneficiary may have from any other source, and the Trustee's discretion shall be conclusive and the advisability of any such disbursement and the same shall not be questioned by anyone. All such disbursements from the principal shall be charged against the trust fund from which they are made, and shall not be charged against any other individual's share of principal subsequently distributed to any beneficiary.

ARTICLE VI

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

Testator

ARTICLE VII

I hereby nominate and appoint my wife Virginia Ruth Brantley as my Executrix of this my Last Will and Testament. If she shall predecease me or is unable to serve, then I nominate and appoint Mary Smith and Jaunita Lamb as Co-Executrices to serve in her stead. I authorize my Executrix or Co-Executrices to do any and all things which are in her or their sole opinion are necessary to complete the administration and settlement of my estate. I expressly give my Executrix or Co-Executrices power to convey land and grant title within the terms of this Will. I further direct that my Executrix or Co-Executrices serve without bond and I waive inventory and accounting.

IN WITNESS WHEREOF, I have subscribed my name on this the 8 day of Feb., 1999 at Nashville, Tennessee.

James H. Brantley, Testator

The foregoing instrument consisting of four (4) typewritten pages was, at the date thereof, signed, published, and declared by the said JAMES H. BRANTLEY, as and for his Last Will and Testament in our presence, and we, the undersigned, at his request, and in his presence, and in the presence of each other, have subscribed our signatures as witnesses, this attestation clause having been read by us and we having noted that the events herein enumerated took place as stated.

WITNESS — ADDRESS: 101 Wiemontct Antioch TN

WITNESS — ADDRESS: 101 Colemont Ct. Antioch

Page four of four pages and last.

BRANTLYH/sonywill96

AFFIDAVIT

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The undersigned, after first being duly sworn according to law, depose and say:

1. That they are adult citizens of the State of Tennessee.

2. That they witnessed the execution of the Last Will and Testament of JAMES H. BRANTLEY, dated the 8th day of February, 1999, 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, 32-2-110.

3. That their signatures are affixed to said Last Will and Testament, that they signed or affixed the same at the instance and at the request of the Testator and in his 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 Last Will and Testament in their sight and presence.

5. That at the time they witnessed said Will, the Testator was, in their opinion, of sound mind.

Mona A. Dixon
WITNESS

Mary M. Dixon
WITNESS

Sworn to and subscribed before me, a Notary Public, on this the 8th day of February, 1999.

Elaine P. Driggs
Notary Public

My Commission Expires: 10-12-01

Last Will and Testament of James H Br[illegible]

I James H Brantley of Davidson County Tennessee being of sound mind and [illegible] memory do make public and declare this my last Will and Testament hereby revoking all other Wills made by me at any time prior to the date here of.

First I desire and direct that all my lega[illegible] debts be paid out of my estate as soon as practicle after my Death by my executor here after appointed.

Second I hereby nominate Constitute and Appoint Mary Smith Jaunita Sand[illegible] executor of this Will served without bond of any kind.

Third it is my desire and will I hereby direct that all property Wheather in present enjoyment or expectancy of which I may die sieged and possessed to my beloved Wife Virginia Ruth Brantle[illegible]

Fourth in the event my Wife Virginia Ruth Brantley should become deceased prior to my death then therefore it is my Will and desire and I hereby direct that house lot and all furnishing[illegible] go to Ronald Wade Claiborne and Terry Lynn Claiborne devided equally.

Fifth In the event my wife Virginia Ruth Brantley should become deceased Prior to my death then therefore it is my will and desire that I hereby direct that all money from my estate go to my three Great Grand Children When they become 21 yrs of age.

Natoshia Marie Claiborne
Amber Brook Claiborne
Taylor Michelle Claiborne

devided equally and any others born after my death.

James H Brantley

STATE OF TENNESSEE

I, **RICHARD R. ROOKER,** Clerk of the Circuit Court for Davidson County, in the State aforesaid, do hereby certify that the foregoing is a true and correct copy of the Last Will and Testament heretofore entered in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 26 day of AUGUST , 2003 , in the Case Number 02P1992 BRANTLEY, JAMES HENRY deceased,
as same remains of record in Vol. 5485 , Page 1230199 of the Minutes of said Court.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 03 day of OCTOBER in the year two thousand three and in the 227th year of American Independence.

RICHARD R. ROOKER, Clerk,

By Brenda Osborne
Deputy Clerk

SEAL

