AFFIDAVIT OF INHERITANCE FOR REAL ESTATE
PURSUANT TO T.C.A. § 30-2-712

PICK-UP

OWNERS: Sue Carolyn Arrington
Amy Laverne Brown
Mary Elizabeth Davis
Howard Michael Hudgens
Gary Reuther Hudgens

Map & Parcel No. 080-04-0 041.00

Davidson County AFFIDAVIT
Recvd: 03/29/04 10:45 9pgs
Fees:47.00 Taxes:0.00
20040329-0034832

Send Tax Notice To: Mary Elizabeth Davis
1804 South Hamilton Rd.
Nashville, TN 37218

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The undersigned, being duly sworn, depose and say as follows:

Howard F. Hudgens, and wife, Mary Edith Hudgens, a/k/a Edith Hudgens, the owners of the real estate described in the warranty deed attached as Exhibit A to this affidavit, said deed being of record at Book 2202, page 143 in the Register of Deeds Office for Davidson County, Tennessee, are deceased. Mary Edith Hudgens having died on August 24, 2002 in Davidson County, Tennessee and Howard F. Hudgens having died on December, 22, 1978 in Davidson County, Tennessee.

The undersigned are the owners of the decedent's real estate described above and in the warranty deed attached as Exhibit A pursuant to the provisions of Edith Hudgens' Will, a copy of which is attached hereto as Exhibit B. The undersigned are all the children of Howard F. Hudgens and Mary Edith Hudgens. Sue Carolyn Arrington and Sue Caroline Arrington are the same person.

There are no debts or encumbrances remaining which are or might become a lien on said interest in the described real estate.

PREPARED BY:
Michael M. Castellarin
Moody, Whitfield & Castellarin, P.C.
95 White Bridge Rd.
Nashville, TN 37205

Sue Caroline Arrington
SCA

Before me, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared Sue Caroline Arrington, the within named bargainor, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence to be the person described in the foregoing, who signed, sealed and delivered the foregoing instrument in my presence, and who, upon oath, acknowledged that Sue Caroline Arrington executed the foregoing instrument for the purposes therein contained as her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at my office in said County, on this 27th day of February, 2004.

My Commission Expires:
6/4/07

Notary Public

ANGELA J. CHOWNING
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Amy Laverne Brown

Before me, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared Amy Laverne Brown, the within named bargainor, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence to be the person described in the foregoing, who signed, sealed and delivered the foregoing instrument in my presence, and who, upon oath, acknowledged that Amy Laverne Brown executed the foregoing instrument for the purposes therein contained as her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at my office in said County, on this 24th day of February, 2004.

My Commission Expires:
9-30-06

Susan Long Oliver
Notary Public

SUSAN LONG OLIVER
NOTARY PUBLIC AT LARGE

Mary Elizabeth Davis

Before me, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared Mary Elizabeth Davis, the within named bargainor, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence to be the person described in the foregoing, who signed, sealed and delivered the foregoing instrument in my presence, and who, upon oath, acknowledged that Mary Elizabeth Davis executed the foregoing instrument for the purposes therein contained as her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at my office in said County, on this 24th day of February, 2004.

My Commission Expires:
9-30-06

Notary Public

SUSAN LONG OLIVER NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

Howard Michael Hudgens

Before me, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared Howard Michael Hudgens, the within named bargainor, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence to be the person described in the foregoing, who signed, sealed and delivered the foregoing instrument in my presence, and who, upon oath, acknowledged that Howard Michael Hudgens executed the foregoing instrument for the purposes therein contained as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at my office in said County, on this 24th day of February, 2004.

My Commission Expires:
9-30-06

Notary Public

SUSAN LONG OLIVER NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

Gary Reuther Hudgens

Before me, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared Gary Reuther Hudgens, the within named bargainor, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence to be the person described in the foregoing, who signed, sealed and delivered the foregoing instrument in my presence, and who, upon oath, acknowledged that Gary Reuther Hudgens executed the foregoing instrument for the purposes therein contained as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at my office in said County, on this 24 day of FEBRUARY, 2004.

My Commission Expires:
7.30.05

Notary Public

10 16U34

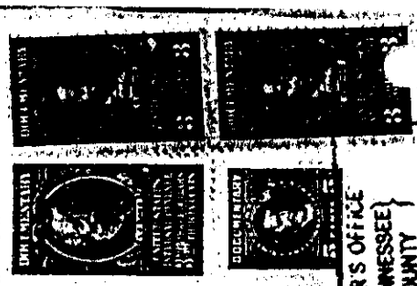
WARRANTY DEED

FROM Thomas Woodrow Rash et al.

1797

TO Howard F. Hudgens et ux

2.25



REGISTER'S OFFICE
STATE OF TENNESSEE
DAVIDSON COUNTY
Received for record 28 day of Oct. 1953 at 10:00 AM
Noted in Book ____
Recorded in Book ____
Recording Fee ____
JAMES F. WILSON, Register
NASHVILLE, TENNESSEE
By ____ D.C.

Guaranty Title Company

G-127515

WARRANTY DEED

For and in Consideration of the sum of

Eight Thousand Five Hundred and no/100- - - - - - - - - - ($8,500.00) - - - DOLLARS

cash in hand paid by Howard F. Hudgens and wife, Mary Edith Hudgens, the receipt of which is hereby acknowledged,

We, Thomas Woodrow Rash, Rebecca Rash and Elizabeth Carney,

have bargained and sold, and by these presents do transfer and convey unto the said Howard F. Hudgens and wife, Mary Edith Hudgens, their

heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

Being Lot No. 11 on the plat of Newton Cannon's Subdivision of Block No. 4 in G. T. Sheegog's Subdivision at Bordeaux, as of record in Book 547, page 185, Register's Office for said County, described as follows:
Beginning on the southerly margin of South Hamilton Road at the corner of Lots Nos. 10 and 11, being 100 feet westerly from the westerly margin of Esther Street; running thence westwardly with the southerly margin of said road 100 feet to the corner of Lots Nos. 11 and 12; thence southwardly with the line between said two lots 159 feet 6 inches to the southeast corner of said Lot No. 12; thence continuning southwardly and parallel with Doak Avenue 50 feet to the northwest corner of Lot No. 9 on said plan; thence eastwardly with the northerly line of Lot No. 9, 106 feet 6 inches to the corner of Lots Nos. 10 and 11; thence northwardly with the line between said two lots 180 feet 10 inches to the beginning.
Premises were conveyed to Thomas Woodrow Rash, Rebecca Rash and Elizabeth Carney, by deed from W. L. Corlew and wife, of record in Book 1139, page 269, said Register's Office.

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Howard F. Hudgens and wife, Mary Edith Hudgens, their

heirs and assigns, forever.

And we do covenant with the said Howard F. Hudgens and wife, Mary Edith Hudgens that we are lawfully seized and possessed of said land in fee simple; have a good right to convey it, and the same is unencumbered, except taxes for 1953 which are pro-rated and assumed by purchasers.

OFFREC

And we

do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said Howard F. Hudgens and wife, Mary Edith Hudgens, their heirs and assigns against the lawful claims of all persons whomsoever.

Witness our hands this 10 day of October, 1953

Elizabeth Carney

Mary Rebecca Rash

Thomas W. Rash

STATE OF TENNESSEE
Davidson County.

Personally appeared before me, Margaret B. Johnson, a Notary Public in and for said County and State, the within named Rebecca Rash and Elizabeth Carney, part of

the bargainor..s., with whom I am personally acquainted, and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this 10 day of October, 1953.

Margaret B. Johnson Notary Public

Commission Expires 2-7-54

STATE OF

U. S. Naval Air Station

Agana, Guam, Marianas Islands

Personally appeared before me, George H. Maris, a commissioned officer of the United States Navy of the rank of LCDR, the within named Thomas Woodrow Rash, one of the bargainors, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Agana, Guam, Marianas Islands this 19th day of October, 1953.

I am authorized to exercise the general powers of a Notary Public outside the continental limits of the United States in accordance with article 136, UCMJ, 1951.

George H. Maris, LCDR, U.S. Navy
Administrative Officer

Commission expires

LAST WILL AND TESTAMENT OF

EDITH HUDGENS

I, Edith Hudgens, a resident of Nashville, Davidson County, Tennessee, being of full age and sound and disposing mind and memory, hereby make, publish and declare this to be my Last Will and Testament, and I hereby revoke any and all wills by me at any time heretofore made.

FIRST: I direct that all my just debts and funeral expenses be first paid out of my estate.

SECOND: I give and bequeath to my youngest daughter, Mary Elizabeth Davis, my diamond ring.

THIRD: I direct that Five Thousand Dollars ($5,000.00) be paid to my oldest son, Howard Michael Hudgens, to repay the money spent by him to construct the garage built behind my home at 1804 South Hamilton Road, Nashville, Tennessee.

FOURTH: After the payment of all my just debts and funeral expenses and the specific bequests listed above, I give, devise and bequeath all of my estate, real, personal and mixed of every kind and nature whatsoever and wheresoever situated, to my children, Sue Caroline Arrington, Amy Laverne Brown, Mary Elizabeth Davis, Howard Michael Hudgens and Gary Reuther Hudgens, absolutely and in fee simple, in equal shares. If any of my children shall not be living at the time of my death, the share of any deceased child shall go to the issue, per stirpes, of said deceased child, but if there be no such issue living, then the share of such child dying without issue shall be paid to my issue, then living, and to the issue of any deceased child, per stirpes.

FIFTH: If a child taking under the preceeding clause is under the age of 21 at the time of my death, then I give, devise and bequeath the share of each such child to Gary Reuther Hudgens, IN TRUST NEVERTHELESS, for the following purposes and under the following terms:

(1) to invest said share according to the law of the State of Tennessee;

(2) to pay the income and principal of said share to such child or for the benefit of such child, in the discretion of said trustee;

(3) to accumulate the said income in his discretion and to pay the accumulated income to such child or for the benefit of such child, in whole or in part, as said trustee sees fit;

(4) to pay the accumulated income, if any, and the balance of the principal, if any, to such child when he or she reaches the age of 21.

If such child dies before reaching the age of 21, then to pay said accumulated income, if any, and the balance of the principal, if any, to the child's estate.

In the event Gary Reuther Hudgens should pre-decease me or any child taking under the preceeding clause or in the event that he be unable or unwilling to so serve, I nominate and appoint Mary Elizabeth Davis as substitute trustee to serve under the same terms and conditions.

SIXTH: I hereby nominate and appoint my son, Howard Michael Hudgens as executor of my Last Will and Testament. I direct that my Executor shall not be required to furnish a bond for the faithful performance of his duties in any jurisdiction, any provision of the law to the contrary notwithstanding. If any bond is required by law, no surety shall be required on such bond. My Executor shall be excused from the statutory requirement of making and filing an inventory of my estate with the court exercising probate jurisdiction unless such filing is demanded by any of the residuary distributees or legatees of my estate. Further, my Executor shall also be excused from the statutory requirement of making and filing an accounting of the administration of my estate to such court.

If the said Howard Michael Hudgens has pre-deceased me, is unable or unwilling to act as Executor, then I appoint my son, Gary Reuther Hudgens, as successor Executor of my Last Will and Testament with the same provisions as provided above.

Further, I authorize and empower my Executor to sell and dispose of any and all of my real estate and personal property in accordance with the terms of this will, at public or private sale, at such times and on such terms and conditions as he shall deem proper, and execute, acknowledge and deliver all paper writings, deeds of conveyance and transfers therefore.

IN WITNESS WHEREOF, I hereunto set my hand, and declare the foregoing instrument to be my Last Will and Testament.

Dated this 20 day of December, 1993.

Edith Hudgens
EDITH HUDGENS

On this 20th day of December, 1993, Edith Hudgens, of the City of Nashville, County of Davidson, State of Tennessee, declared the foregoing to be her Last Will and Testament, and asked us to witness the execution thereof, signed her name, Edith Hudgens, in our presence, at the end of said instrument in our presence, and as witnesses thereof, we do now, at her request, in her presence and in the presence of each other, hereunto subscribe our names and addresses, this clause having been first read to us, and we having noted and hereby certifying that the matters herein stated took place in fact and in the other herein stated.

John Whitfield — Nash. Tn.
NAME — ADDRESS

Jim D. — Nash Tn
NAME — ADDRESS

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, a Notary Public for the above State and County, the within-named witnesses, who after being duly sworn according to law, deposed and said that they are the subscribing witnesses of the foregoing Will of Edith Hudgens; that each of them signed the attestation clause of the said Will at the request of Edith Hudgens and in her sight and presence, and in the sight and presence of each other, and that all facts stated in the foregoing attestation clause are true.

John Whitfield

Jim D.

Sworn to and subscribed before me this 20th day of December, 1993.

Stephanie Zangler
NOTARY PUBLIC

My Commission Expires: July 23, 1994