LAST WILL AND TESTAMENT

PICK-UP

FILED

OF

Davidson County WILL
Recvd: 04/16/04 12:57 6pgs
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SARAH ANN MCCORD FOSTER

20040416-0043134

RICHARD R. ROOKER, CLERK

I, SARAH FOSTER, domiciled in Madison, Davidson County, Tennessee, being of sound mind and disposing memory, 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.

(A) I direct that all my just debts, my funeral expenses, unpaid charitable pledges and the costs of administration of my estate be paid out of my general estate by my Executor as soon as practicable after my death. My Executor, in his or her sole discretion, may pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions.

(B) In the event that any property or interest in property passing under this will, by operation of law, or otherwise by reason of my death shall be encumbered by mortgage or lien, or shall be pledged to secure any obligation it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship, or beneficiary receiving such property or interest in property shall take it subject to all encumbrances existing at the time of my death.

(C) My Executor is further directed to pay out of that portion of my residuary estate, without apportionment, except as otherwise indicated expressly in this Will, all taxes payable by reason of my death, including any penalties thereon, whether the property subject to such taxes passes under this Will or otherwise, including life insurance proceeds and any property over which I have a power of appointment, without requiring any recipient to reimburse my estate for the taxes so paid.

ARTICLE II.

I declare that I am widowed, having been predeceased by my husband, Herschel E. Foster, who is the father of my only child, a daughter, Patricia Foster Simpson, born June 28, 1936. There are no predeceased children nor any issue of any predeceased children. I have the following grandchildren by my daughter, Patricia Foster Simpson:

Mary Lynn Simpson Highers, born May 20, 1955;
Mark William Simpson, born November 26, 1958;
Daniel Paris Simpson, born January 31, 1961.

ARTICLE III.

I bequeath to my daughter, Patricia Foster Simpson, the issue of my deceased daughter representing and taking the deceased parent's share per stirpes, in fee, all clothing, jewelry, household goods, personal effects, automobiles, cash on hand or on deposit and all other tangible, personal property not otherwise specifically bequeathed, owned by me at the time of my death. I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereof. In making such division, if there shall be any disagreement among my daughter's issue, if deceased, I direct that the executor shall determine and put into effect the method of settling any such disagreement and that the

result of the method so determined shall be conclusive.

ARTICLE IV.

The following listed personal items I ultimately bequeath to my grandchildren. However, I give a life interest in such items to my daughter, Patricia Foster Simpson, for her use during her lifetime; and, then all title and interest in same shall vest to my grandchildren upon her death.

I bequeath to my granddaughter, Mary Lynn Simpson Highers, the following items, if owned by me at the time of my death: cherry corner cupboard, Haviland china (Rosalinde pattern), Alvin Sterling silver flatware, place settings, all crystal ware and my Singer sewing machine.

I further bequeath to my grandson, Mark William Simpson, the following items, if owned by me at the time of my death: maple bedroom suit, white stoneware china, Japanese tea set, stainless flatware and drop leaf mahogany end tables.

I further bequeath to my grandson, Daniel Paris Simpson, the following items, if owned by me at the time of my death: cherry jackson press, walnut single bed and my sterling silver serving pieces.

ARTICLE V.

I devise to my daughter, Patricia Foster Simpson, the issue of my deceased daughter representing and taking the deceased parent's share per stirpes, interest in my residence located at 708 Hamblen Drive, Madison, Tennessee 37115 as recorded with the Davidson County, Tennessee Register of Deeds in Book 3998, Page 398. If at the time of my death, I shall no longer have an interest, then this devise shall be void and of no effect; provided, however, that if at the time of my death I shall own and be using any other real estate as my residence, then and in such event I devise such other real estate to my daughter, Patricia Foster Simpson, the issue of my deceased daughter representing and taking the deceased parent's share per stirpes.

ARTICLE VI.

All the rest, residue and remainder of property which I may own at the time of my death, real, personal and mixed, tangible and 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 all lapsed legacies and devises and all life insurance payable to my estate, I bequeath and devise in fee to my daughter, Patricia Foster Simpson, the issue of my deceased daughter representing and taking the deceased parent's share per stirpes.

ARTICLE VII.

If none of my issue are living upon my death, I hereby devise and bequeath that all of my property shall vest in and be distributed to the person or persons who would be my heirs at law, their identities and respective shares to be determined as of the date of my death, and according to the laws of Tennessee then in force respecting intestate succession to separate property not acquired from a parent, grandparent or previously deceased spouse.

ARTICLE VIII.
APPOINTMENT OF EXECUTOR

I hereby nominate and appoint my grandson, Daniel Paris Simpson, as Executor of this my Will and direct that no bond be required for the faithful performance of his duties in this capacity. In the event that he for any reason declines or is

unable to serve or dies after appointment or qualification as Executor, I hereby nominate and appoint my grandaughter, Mary Lynn Simpson Highers. It is my desire that any successor Executor serve without bond.

ARTICLE IX.
POWERS OF EXECUTOR

I authorize my Executor, including all successors thereof, in the exercise of reasonable discretion with respect to all property, real and personal, at any time forming part of my estate, to exercise any or all the powers allowed by law including those enumerated in T.C.A. Section 35-50-110, as it now exists or may later be amended, which is incorporated herein, and specifically including the power to sell, mortgage, rent or otherwise enter into any transaction involving any real estate I may own at my death, which I hereby entitle to my Executor to administer along with all of my other assets.

IN TESTIMONY WHEREOF, I have subscribed my name to this my Last Will and Testament, consisting of this and 4 other typewritten pages, and for the purposes of identification I have subscribed my initials to each page, all in the presence of the persons witnessing it at my request on this 12 day of May, 1994 at 708 Hamilton Dr. Madison TN.

Sara M. Foster
Sarah Ann McCord Foster

This instrument was, on the day and year above written, signed, published and declared by Sara M. Foster, to be her Last Will and Testament in our presence, and we, at her request, have signed our names hereinbelow, as attesting witnesses to this instrument, in her presence and in the presence of each other.

WITNESS:	ADDRESSES:
Richard M. Coolidge	211 3rd AVE NO. Nash TN.
Mary C. Lawrence	211 3rd Ave. No, Nash. TN.

WITNESSES' AFFIDAVIT

We, the undersigned, being duly sworn, make oath as follows:

That on the day and date below written, Sarah Ann McCord Foster declared and signified to us that the foregoing instrument was her Last Will and Testament; that she signed the same in our sight and presence; and in her sight and presence and in the sight and presence of each other we subscribed our names hereto as attesting witnesses; that at the time, she was more than eighteen (18) years of age, of sound mind and memory, and not under any undue influence; and that we, being all of the attesting witnesses to said instrument, make and sign this Affidavit at her request the 12th day of May, 1994.

WITNESS:

(signature) Richard M. Coolidge

(signature) Mary C. Lawrence

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Julie E Officer
a Notary Public for said State and County,

WITNESS:

(type/print) Richard N. Coolidge

(type/print) Mary C. Lawrence

with whom I am personally acquainted and who signed and executed the foregoing attestation clause and affidavit, and who, being duly sworn, acknowledged that they signed and executed the same for the purposes therein contained.

WITNESS my hand and Notary Seal at 708 Hamblen Dr. Nashville, TN
on this 12th day of May, 1994.

Notary Public

My Commission Expires: 7-23-94

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 13 day of FEBRUARY , 2004 , in the Case Number 04P308 FOSTER, SARA ANNA deceased,
as same remains of record in Vol. 5578 , Page 1408375 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 10 day of MARCH in the year two thousand four and in the 227th year of American Independence.

RICHARD R. ROOKER, Clerk,

By _____ Deputy Clerk

SEAL