BOX 21-B

This Instrument Prepared By:
T. Richard Travis
Manier & Herod, a Tennessee
Professional Corporation
One Nashville Place, Suite 2200
150 Fourth Avenue, North
Nashville, TN 37219

RE-RECORD

Davidson County AFFIDAVIT
Recvd: 07/23/04 14:59 8pgs
Fees:42.00 Taxes:0.00
20040723-0088464

Davidson County AFFIDAVIT
Recvd: 05/05/04 15:48 2pgs
Fees:12.00 Taxes:0.00
[redacted]
20040505-0051670

AFFIDAVIT OF INHERITANCE REGARDING

REAL PROPERTY

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL
Vance C. Batts	**Vance C. Batts**	**Map-083-5**
1310 Calvin Avenue	**1310 Calvin Avenue**	**Parcel-326**
Nashville, TN 37206	**Nashville, TN 37206**	

KNOW ALL MEN BY THESE PRESENTS, that the undersigned surviving son and beneficiary of the Estate of Gloria C. Batts, after being duly sworn, makes oath as follows:

1. That Gloria C. Batts ("Decedent") died on the 3rd day of May, 2003, a resident of Davidson County, Tennessee;

2. That Decedent was survived by her children, Vance C. Batts, Clay Kevin Batts, Kelly Ann Bilbrey, Paula Hoffman Appleby and Wayne Alan Batts;

3. That at the time of her death, Decedent owned certain real property located in Davidson County, Tennessee, which is more fully described below:

Situated in the Sixth Civil District of Davidson County, Tennessee and more particularly described as follows:

Being Lot No. 53 on the Plan of F. O. Beasley's Subdivision of Block "C", Douglass Place, as of record in Plan Book 2, page 66, Chancery Court at Nashville.

Said Lot. No. 53 fronts 50 feet on the southerly side of Calvin Avenue and runs back between parallel lines, 170 feet to an alley.

Being the same property conveyed to Gloria C. Batts (now deceased), a single person by Special Warranty Deed dated December 23, 1969, of record in Book 4392, Page 353 in the Register's Office of Davidson, Tennessee.

4. That Decedent's Last Will and Testament was admitted, without administration, to Probate Court for Davidson County, Nashville, Tennessee, Docket Number 04P-731 on April 23, 2004 (See Exhibits A and B); and

5. That pursuant to the laws of the State of Tennessee and Article Sixth, of the Decedent's Last Will and Testament, upon Decedent's death, the undersigned surviving son, Vance C. Batts, is the sole owner of the Decedent's fee simple interest in and to said Property.

WITNESS MY HAND this 3rd day of May, 2004.

Vance Batts

Vance C. Batts, Affiant

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 3rd day of May, 2004, before me personally appeared Vance C. Batts, to me known or proved to me on the basis of satisfactory evidence to be the person described in and who executed the foregoing instrument for the purposes therein contained and acknowledged that he executed the same as his free act and deed.

WITNESS MY HAND and notarial seal.

Notary Public
My Commission Expires: 5/23/05

This conveyance is exempt from Tennessee recordation tax pursuant to Tennessee Code Annotated, Section 67-4-409(a)(3)(D) and Tennessee Code Annotated, Section 67-4-409(a)(5) further provides the valuation oath is unnecessary, the affidavit being used to evidence transfer of title to the property to a beneficiary.

LAST WILL AND TESTAMENT
OF
GLORIA BATTS

COPY
FILED
04 APR 23 AM 9:09
RICHARD R. ROOKER, CLERK

I, GLORIA BATTS, a resident of Davidson County, Tennessee, being of sound mind and disposing memory, do hereby make, publish and declare this as my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

1. Appointment of Executor. I nominate and appoint my son, Vance C. Batts, as Executor of this my Last Will and Testament, and I direct that no bond shall be required. In the event my said son ceases or fails to serve, then I nominate and appoint my son, Clay Kevin Batts, as Executor, without bond. Whenever the term "Executor" is used herein, it shall be deemed to apply to the party or parties acting, and any reference to such party or parties in one gender shall be deemed to mean the proper gender.

2. Ancillary Administration. If the appointment of an Executor of my estate is necessary or desirable in any jurisdiction in which the Executor named herein is unable or unwilling to act, I appoint as my Executor in that jurisdiction such person or corporation as may be designated in an instrument signed by the Executor named herein, to serve without security or any bond, and to have all the powers with respect to my estate in that jurisdiction that my Executor named herein is given with respect to my domiciliary estate (including the power to sell real or personal property at public or private sale for any purpose), to be exercisable without the joinder of any beneficiary or the approval of any court.

3. Administration of Real Property. I give to my Executor all real property which I may own at the time of my death and direct my Executor to hold, administer and distribute my real property as a part of my probate estate. It is my intention that my Executor have possession and control of my real property during the period of administration, including the power to sell, lease, encumber and otherwise convey all or any portions of such real property or interests therein without the joinder of any beneficiary of my estate or the approval of any court.

4. Payment of Debts and Taxes. I direct that all of my legally enforceable debts, funeral expenses, and expenses in connection with the administration of my estate be paid as soon as may be convenient after my death, except that any debt secured by a mortgage, pledge, or similar encumbrance on property owned by me at the time of my death may be retained in the discretion of my Executor and such property shall pass subject to such mortgage, pledge, or similar encumbrance. I further direct that all transfer, estate, inheritance and other death taxes (but not any generation-skipping transfer taxes) which are payable because of my death, including any interest or penalties thereon, with respect to the property comprising my estate for such tax purposes, whether or not such property passes under this Will and whether such taxes are payable by my estate or by any recipient or beneficiary of any such property, shall be paid entirely out of my residuary estate without apportionment and with no right of reimbursement from any recipient or beneficiary of any such property.

I direct that the proceeds of any life insurance payable to my estate or to my Executor may be used for the payment of debts or taxes.

EXHIBIT "A"

5. Disposition of Tangible Personal Property. I may leave a list attached to my Will indicating that certain items of tangible personal property are to be distributed to beneficiaries designated on said list, and my Executor is directed to comply with the instructions contained therein, which list is incorporated herein by reference. Any furniture, household furnishings, automobiles, personal effects and all other items of tangible personal property which I own at the time of my death which are not mentioned in such list, I give to my son, Vance C. Batts. If my son, Vance C. Batts, does not survive me, my said properties shall be divided equally between my son, Clay Kevin Batts, if he survives me, or his issue then living, per stirpes, if he does not survive me, and my daughter, Kelly Ann Bilbrey. In the event Kelly Ann Bilbrey does not survive me, her share vests in my son, Clay Kevin Batts, if he survives me, or his issue then living, per stirpes, if he does not survive me. It is my intent that my daughter, Paula Hoffman Appleby, and my son, Wayne Alan Batts, shall be excluded from this my Last Will and Testament. It is my intent that my son, Clay Kevin Batts and my daughter, Kelly Ann Bilbrey, shall also be excluded from this my Last Will and Testament if my son, Vance C. Batts, survives me. If in the discretion of my Executor any of my tangible personal property is not suitable for immediate delivery, my Executor may retain such property in safekeeping for future delivery. My Executor shall pay all expenses associated with safeguarding, insuring, packing, storing, delivering, and distributing the tangible personal property, and such expenses shall be deemed to be a proper part of the expenses of administering my estate. I hope that the recipient or recipients of my tangible personal property will dispose of the same in accordance with my wishes, however made known, but I impose no legal or equitable obligation in this regard.

6. Disposition of Residuary Estate. I direct my Executor to distribute all the rest and residue of my property, real, personal and mixed, of whatever kind and character and wherever situated, including the proceeds of any insurance policies payable to my estate, to my son, Vance C. Batts. If my son, Vance C. Batts, does not survive me, my residuary estate shall be divided equally between my son, Clay Kevin Batts, if he survives me, or to his issue then living, per stirpes, if he does not survive me, and my daughter, Kelly Ann Bilbrey. In the event Kelly Ann Bilbrey does not survive me, her share vests in my son, Clay Kevin Batts, if he survives me, or his issue then living, per stirpes, if he does not survive me. It is my intent that my daughter, Paula Hoffman Appleby, and my son, Wayne Alan Batts, shall be excluded from this my Last Will and Testament. It is my intent that my son, Clay Kevin Batts and my daughter, Kelly Ann Bilbrey, shall also be excluded from this my Last Will and Testament if my son, Vance C. Batts, survives me.

7. Powers of Executor. In addition to all powers given under applicable law, my Executor shall have all the powers enumerated in Section 35-50-110, Tennessee Code Annotated; and the introductory paragraph and all subparagraphs thereof, to the extent not inconsistent with the express provisions hereof, are hereby incorporated herein by reference.

8. Will Contest. If any legatee, devisee or beneficiary under this Will shall in any way directly or indirectly contest or object to the probate of this Will, or dispute any clause or provision hereof, or exercise or attempt to exercise any right of election or other right to take any part or share of my estate against the provisions of this Will, or institute or prosecute, or be in any way directly or indirectly interested or instrumental in the institution or prosecution of, any action, proceeding, contest or objection, or give any notice, for the purpose of setting aside or invalidating this Will, or any clause or

provision hereof, then and in each such case all provisions for such legatee, devisee or beneficiary or for his or her issue above contained in this Will shall be wholly void and ineffectual, and my estate shall be disposed of in like manner as though such legatee, devisee or beneficiary, if an individual, had predeceased me leaving no issue who survive me or, if a corporation or other entity, had ceased to exist prior to my death.

9. Miscellaneous.

(a) Adopted Persons Included. For all purposes under this instrument, persons who are adopted prior to attaining twenty-two (22) years of age shall be deemed to be persons who are natural-born descendants of the persons adopting them.

(b) "Per Stirpes" Distributions. Whenever property is to be divided "per stirpes" among the then living issue of an individual, said property shall be divided into as many equal shares as there are children of that individual then living and children of that individual then deceased with issue then living, and each share for the then living issue of each deceased child shall be redivided in the same manner into shares for that deceased child's then living issue.

10. Waiver of Requirement of Inventory and Accountings. I hereby expressly excuse my Executor from filing any inventory, interim accountings, and final accounting which might otherwise be required pursuant to applicable law, unless such reports are specifically requested by any beneficiary of my residuary estate.

IN WITNESS WHEREOF, I have hereunto set my hand on this 11th day of March, 2003, to this my Last Will and Testament, and have subscribed each of the foregoing two (2) pages at the bottom thereof for the purpose of identification.

Gloria E. Batts
GLORIA BATTS

Signed, signified and declared by the said GLORIA BATTS, being of sound mind and disposing memory, as and for her Last Will and Testament, in the presence and sight of us, present at the same time, who, at her request, in her presence and sight, and in the presence and sight of each other, have subscribed our names as attesting witnesses on the day and year last above written.

WITNESSES: Margie Tabbe

Gloria E. Batts ADDRESS: 803 Nextop Dr.

Sarah L. Engels ADDRESS: 6131 Robin Hill Rd.

AFFIDAVIT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

x MARIE HOBBS and x SARAH L. ENGELS, being severally duly sworn, depose and say that:

We are acquainted with GLORIA BATTS, who executed this annexed Last Will and Testament, consisting of three (3) typewritten pages, dated MARCH 11, 2003, on that date at Nashville, Tennessee, by subscribing her name at the end thereof in the presence and sight of each of us.

At the time of subscribing said Will, GLORIA BATTS declared the instrument so subscribed by him to be her Last Will and Testament, and we thereupon signed our names as witnesses at the end of said instrument at her request and in her presence and sight, and in the presence and sight of each other.

At the time of executing said Last Will and Testament, GLORIA BATTS was over the age of eighteen years and in our opinion was of sound mind, memory and understanding and not under any restraint or in any respect incompetent to make a Last Will and Testament.

This affidavit is made at the request of said GLORIA BATTS.

The annexed Last Will and Testament was examined by the undersigned witnesses at the time this affidavit was made.

x Marie Hobbs

x Sarah L. Engels

SWORN TO AND SUBSCRIBED before me, this 11th day of March, 2003.

Kathryn L Payne
NOTARY PUBLIC

My Commission Expires:
11/24/04

NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY

2353817.1

IN THE SEVENTH CIRCUIT COURT FOR DAVIDSON COUNTY, FILED

TENNESSEE, PROBATE DIVISION 04 APR 23 PM 9:06

RICHARD R. ROOKER, CLERK

IN THE MATTER OF THE ESTATE	)	
	)	
OF GLORIA BATTS,	)	No. 04P-0473
	)	
Deceased,	)	
	)	
VANCE C. BATTS,	)	
	)	
Personal Representatives.	)	

ORDER ADMITTING LAST WILL AND TESTAMENT TO PROBATE WITHOUT ADMINISTRATION

Based on an examination of the Petition for Probate of Last Will and Testament Without Administration, the Decedent's Last Will and Testament and the affidavit of the subscribing witnesses, the Court finds the following:

1. Decedent, Gloria Batts died on May 3, 2003, at the age of seventy (70) years. Decedent resided at 1310 Calvin Avenue, Nashville, Davidson County, Tennessee.

2. Decedent left a Last Will and Testament dated March 11, 2003, which was properly signed and witnessed.

3. At the time of death, Decedent owned certain real property located in Davidson County, Tennessee.

4. Article 6 of Decedent's Last Will and Testament devises the real property to Vance C. Batts.

5. Decedent owned no other real or personal property at the time of her death subject to Court supervised administration.

6. The Petitioner will file a Tennessee Inheritance tax return and will file the closing letter with the Court when received.

7. All of the debts of Decedent have been paid in full.

EXHIBIT "B"

THEREFORE, THE COURT ORDERS THAT:

1. The Decedent's Last Will and Testament dated March 11, 2003, be admitted to probate for the sole purpose of establishing title to said real property and transferring said property to the name of Vance C. Batts pursuant to Tennessee Code Annotated, Section 32-2-111.

2. No formal Court supervised administration is required in this matter.

3. No Personal Representative will be appointed for this estate and no Letters Testamentary will be issued; and

4. Notice by publication as provided in TCA Section 30-2-306; and notice as provided in TCA Section 67-8-406 are waived.

5. Petitioner will file the Tennessee Closing letter with this Court when received.

ENTERED: April 23rd, 2004.

Robert H. Bradshaw, Jr.,
Probate Court Master

APPROVED FOR ENTRY:
MANIER & HEROD, a Tennessee
Professional Corporation

By: T. Richard Travis

T. Richard Travis-#10306
Attorney for Petitioner
One Nashville Place, Suite 2200
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Nashville, Tennessee 37219
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