Davidson County WILL
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Last Will and Testament

OF

FLETCHER A. SMITH, SR.

I, FLETCHER A. SMITH, SR., domiciled in Nashville, Davidson County, Tennessee, 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

I direct that all of my just debts, funeral expenses and the cost of the administration of my estate be paid as soon as practicable after my death.

ARTICLE II

I direct that my Executors pay out of my residuary estate, without apportionment, all estate, inheritance, succession and other taxes (together with any penalty or interest thereon), assessed by reason of my death, imposed by the government of the United States, or any state or territory thereof, in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such governments, whether the property passes under this Will or otherwise, without contribution by any recipient of any such property.

ARTICLE III

I hereby give, devise and bequeath to my children the following:

A. To my daughter, Mary Louise Smith Gattis, of Davidson County, Tennessee, forty per cent (40%) of my entire estate, after certain items hereinafter mentioned are distributed.

B. To my son, Fletcher A. Smith, Jr., of Robertson County, Tennessee, twenty per cent (20%) of my entire estate, after certain items hereinafter mentioned are distributed.

 Fletcher A. Smith

C. To my son, Robert E. Smith, of Davidson County, Tennessee, twenty per cent (20%) of my entire estate, after certain items hereinafter mentioned are distributed.

D. To my son, Ned Davis Smith, of Davidson County, Tennessee, twenty per cent (20%) of my entire estate, after certain items hereinafter mentioned are distributed.

E. To my son, Paul Benjamin Smith, of Davidson County, Tennessee, the sum of Ten Dollars ($10), for reasons best known to me and my son, which need not be mentioned herein.

ARTICLE IV

I appoint my daughter, Mary Louise Smith Gattis, and my son, Fletcher A. Smith, Jr., to be the Co-Executors of this my Last Will and Testament and direct that no bond be required for their faithful performance of their duties. I vest my said Executors with full power and authority to sell, transfer and convey any property, real or personal, which I may own at the time of my death, at such time and price and upon such terms and conditions (including credit).

I direct my daughter, Mary Louise Smith Gattis, to seek the advice of my son, Fletcher A. Smith, Jr., and rely completely on his advice and opinion as to the value of that portion of my estate which is to be sold, because of his sound judgment in matters of this sort.

Prior to any sale, however, as hereinafter set out, I direct my Executors to give to each one of my children whatever they feel they would want, or what they are willing to distribute to each of them on an equal and equitable basis. However, in case of a dispute, etc., in expressing their desires, the disputed items in my estate are to be sold, and the money divided and distributed to my children according to the percentages set out in Article III herein. After such distribution, it is my desire that the remaining portion of my estate be sold and reduced to cash, and then distributed to my children on the percentage hereinabove set out.

 Fletcher A. Smith

ARTICLE V

It is my desire that my Executors be diligent in their duties and that my estate be entirely completed within one year from the date of my death.

ARTICLE VI

All the rest, residue and remainder of the 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 (but excluding any property over or concerning which I may have a power of appointment), I give, bequeath and devise in to my children, Mary Louise Smith Gattis, Fletcher A. Smith, Jr., Robert E. Smith, and Ned Davis Smith, in accordance with the percentages set out in Article III above.

ARTICLE VI

I authorize my Executors (including any substitute or successor personal representative) in the exercise of a 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 set forth in Section 3 of Chapter 110 of the Tennessee General Assembly of 1963, 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.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament, consisting of this and two preceding typewritten pages, and for the purpose of identification, I have initialed each such page, all in the presence of the persons witnessing it at my request on this 13th day of December, 1994.

Fletcher A. Smith

FLETCHER A. SMITH, SR.

The foregoing instrument, consisting of this and three preceding typewritten pages, was signed, sealed, published and declared by FLETCHER A. SMITH, SR., the Testator, to be his Last Will and Testament, in our presence, and we, at his request and in his presence and in the presence of each other, have hereunto subscribed our names as witnesses, this 13th day of December, 1994, at Nashville, Tennessee.

Paul R. White residing at 133 Laird Road
Nashville, TN. 37205

Jim Dixon residing at 1004 Windsor Park Ln.
Hendersonville, Tn.
37075

PAGE FOUR OF MY WILL Fletcher A. Smith

AFFIDAVIT

We, the undersigned, after being duly sworn, according to law depose and say:

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

2. That we witnessed the execution of the Last Will and Testament of FLETCHER A. SMITH, SR., dated the 13th day of December, 1994, 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, Section 32-2-110.

3. That their signatures are affixed to said Last Will and Testament, that we 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 our sight and presence.

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

Paul R. White

Jim Dixon

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

SWORN TO AND SUBSCRIBED before me this 13th day of December, 1994.

Maxine Stubblefield
NOTARY PUBLIC

MY COMMISSION EXPIRES:

1/22/95

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 15 day of APRIL , 2004 , in the Case Number 04P690 SMITH SR., FLETCHER A. deceased, as same remains of record in Vol. 5611 , Page 1472669 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 07 day of FEBRUARY in the year two thousand five and in the 228th year of American Independence.

RICHARD R. ROOKER, Clerk,

By _____ Deputy Clerk

SEAL

