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Davidson County AFFIDAVIT
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20050801-0089645

This instrument prepared by:
Devereaux D. Cannon, Jr.
Attorney and Counsellor at Law
201 Fourth Avenue North, Suite 150
Nashville, Tennessee 37219-2011

AFFIDAVIT OF HEIRSHIP

Comes now STEVE R. SMITH, who, having first been duly sworn according to law, deposes and say:

1. That NELLIE S. FREELS died in June, 2004, a widow, predeceased by her husband, James R. Freels, Sr.

2. That Nellie S. Freels had nine children, namely:

   JACK SMITH, who died as an infant.
   PAUL EDWARD SMITH, who died May 23, 1993, survived by his wife LINDA GAIL SMITH and one child, JACQUELINE E. SMITH, the only child born to or adopted by him.
   JIMMY NELSON SMITH
   JEANNE WELLBELOVED
   LARRY BOYD SMITH
   PERRY LEONARD SMITH
   STEVE R. SMITH
   CLAUDE WESLEY SMITH
   ROBERT LEE SMITH.

3. That the said NELLIE S. FREELS had no other children born to or adopted by her:

4. The said JACQUELINE E. SMITH, JIMMY NELSON SMITH, JEANNE WELLBELOVED, LARRY BOYD SMITH, PERRY LEONARD SMITH, STEVE R. SMITH, CLAUDE WESLEY SMITH, AND ROBERT LEE SMITH are the sole surviving heirs at law of NELLIE S. FREELS. LINDA GAIL SMITH is a devisee under the unprobated Will of Nellie S. Freels, attached hereto as an Exhibit.

5. Further affiant say not.

Steve R Smith
STEVE R. SMITH

State of Tennessee }
County of Davidson}

Sworn to and subscribed before me this 29 day of ~~December, 2004~~ July, 2005.

Joann Smith
NOTARY PUBLIC

My commission expires:
7-29-06

JO ANN SMITH
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires JULY 29, 2006

State of Tennessee }
County of Davidson}

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, STEVE R. SMITH, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office in the City of Nashville this 25th day of July, 2005

My commission expires:
7-29-06

Jo Ann Smith
NOTARY PUBLIC

JO ANN SMITH
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires JULY 29, 2006

EXHIBIT "A"

LAST WILL AND TESTAMENT

OF

NELLIE S. FREELS

I, **Nellie S. Freels**, a citizen and resident of 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 any and all former Wills and Codicils to Wills heretofore made by me.

FIRST: I direct that those in charge of my estate pay my funeral and burial expenses from the first money coming into their hands, and I direct that they not be required to file with the Court an inventory of the assets of my probate estate, nor be required to file a final accounting of the receipts and disbursements. I direct and authorize that my real estate, wherever located, be subject to the administration of my Estate and may be sold and/or mortgaged by my Executor without petitioning the Court for approval.

SECOND: I hereby give, will, devise and bequeath my music catalogue and all royalties that I may receive to my son, **Larry Boyd Smith**, and my grandson, **Josh Boyd Smith**, or the survivor of them, per stirpes.

THIRD: All the rest, residue and remainder of my estate, whether real, personal or mixed, of every name, nature, kind and description, whatsoever and wherever the same may be situated at the time of my death, I hereby give to **Jimmy Nelson Smith, Linda Gail Smith, Jeanne Wellbeloved, Larry Boyd Smith, Perry Leonard Smith, Steve R. Smith, Claude Wesley Smith, Robert Lee Smith**, in equal shares, per stirpes.

FOURTH: I hereby nominate, designate and appoint my son, **Steve R. Smith**, as Executor of this my Last Will and Testament and direct that he not be required to make bond. In the event my son, **Steve R. Smith**, shall refuse to serve, die, resign, fail or cease to act for any reason, then and in that event, I hereby direct that a simple majority of the remainder of my

residual heirs elect someone to serve in his stead, without bond. I hereby give my Executor full authority to sell, barter or encumber any or all of my estate as he, in his sole judgement, shall see fit without the further order of any court or tribunal, for the proper settlement of my estate.

IN WITNESS WHEREOF, I have hereunto set my hand and signed each of the two pages of this my Last Will and Testament, this 2nd day of May 2000 at Nashville, Tennessee.

Nellie S. Freels
NELLIE S. FREELS - Testatrix

ATTESTATION CLAUSE

Signed, signified, published and declared by the Testatrix, as and for her Last Will and Testament, in the presence of us, the undersigned attesting witnesses, who at her request and direction, and in her sight and presence and in the sight and presence of each other, have hereunto set our hands as such witnesses the day and date above written.

WITNESSES

(Signature) Robert B Young
(Address) 4800 Charlotte Ave.
Nashville, TN 37209

(Signature) L. M. Burnett Jr.
(Address) 4800 Charlotte Ave.
Nashville, TN 37209

THIS INSTRUMENT PREPARED BY:

Robert B. Young, Attorney
4800 Charlotte Ave.
Nashville, TN 37209

AFFIDAVIT OF WITNESS TO PROVE WILL

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Robert B. Young and L. G. Burnett, Jr., of legal age and after being duly sworn and according to law, depose and say:

1. That they witnessed the execution of the Last Will and Testament of **Nellie S. Freels** dated this 2nd day of May 2000, to which this affidavit is attached, and that this affidavit is being made at the request of the Testatrix, and in accordance with Tennessee Code Annotated 32-2-110.

2. 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 Testatrix and in her sight and presence, and in the sight and presence of each other, at the place and on the date recited in said Last Will and Testament.

3. That the Testatrix signed said paper writing as and for her Last Will and Testament in their sight and presence.

4. That at the time they witnessed said Last Will and Testament, the Testatrix was, in their opinion, of sound mind and disposing memory.

Robert B. Young
Witness

L. G. Burnett Jr.
Witness

Sworn to and subscribed before me this 2nd day of May, 2000, at Nashville, Tennessee.

Belinda C. Dixon
NOTARY PUBLIC

BELINDA C. DIXON NOTARY PUBLIC LARGE DAVIDSON COUNTY, TENN.

My commission expires: _____

My Commission Expires SEPT. 29, 2001