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RICHARD H. ROOKER, CLERK
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Davidson County WILL
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20051110-0136330

WILL OF MARY SUE MENEES

05P-369

I, **Mary Sue Menees**, currently residing in Madison, Davidson County, Tennessee, make and declare this document as my Will. I revoke all former wills and codicils.

ITEM I

Family

A. Spouse. I am not married. My husband predeceased me.

B. Children. References in this Will to child or children shall refer only to my daughter, Sarah Jeannine Brahaney.

C. Issue. References to issue in this Will shall refer to both natural-born and adopted descendants. Unless otherwise provided herein, all issue shall take by representation, with the initial division into shares for such purpose to be the first generation below me.

ITEM II

Specific Bequests

Personal Effects. I bequeath to my daughter, Sarah Jeannine Brahaney, all of my clothing, jewelry, furniture, furnishings, appliances, tools, sporting goods, yard and garden equipment, automobiles and all of my other tangible personal effects. If my daughter does not survive me, I bequeath such items to her children, to be divided in an equitable manner as they agree, provided it is done in a peaceful manner. In the event her children are unable or unwilling to divide my personal effects in a peaceful manner, the Executor, exercising an absolute discretion, shall determine what is appropriate for each child to have. Any items not selected by my children shall, in the absolute discretion of the Executor, be distributed or disposed of by the Executor in any one or more of the following ways: to charity (with respect only to clothing, appliances, furniture or other items of relatively insignificant value); or sell any items, and add the cash proceeds from the sale to my residuary estate.

ITEM III

Residuary Estate

I bequeath all the rest of the property I own at my death to my daughter, Sarah Jeannine Brahaney. If she predeceases me and leaves issue then surviving, such issue shall

Mary Sue Menees

receive her share, equally. If she predeceases me and leaves no issue then surviving, her share shall be distributed to her spouse, James K. Brahaney. If any issue of a deceased child shall be under the age of twenty-one (21) years, the distributive share for such issue shall be distributed to an adult of the Executor's choosing (including the Executor) to hold as custodian for such issue until that child's twenty-first (21) birthday pursuant to the Uniform Transfers to Minors Act, and the receipt of such custodian shall constitute complete acquittance of my Executor.

ITEM IV

Executor

I appoint the following persons to serve as the Executor of this Will, with such persons to act successively, in the order named:

1. My daughter, Sarah Jeannine Brahaney.
2. My son-in-law, James K. Brahaney.

To the extent permitted by applicable law, no Executor shall be required to furnish bond, file any inventory or file any accountings with respect to the performance of the Executor's duties.

ITEM V

Administrative Provisions

A. *Payment of Debts, Administration Expenses and Taxes.* All of my legally enforceable debts (except secured debts, which may be paid or retained in the discretion of the Executor, and if paid shall be without right of contribution from my spouse), my funeral expenses and the expenses of administration of my estate, both domiciliary and ancillary, shall be paid by my Executor as soon as practicable after my death. My Executor shall pay out of my residuary estate all estate, inheritance and other death taxes which shall become payable by reason of my death, whether in respect of property passing under this Will or otherwise, as an expense of administration, without apportionment.

B. *Powers of Executor.* The Executor, in the exercise of a reasonable discretion with respect to all property, real and personal, at any time forming a part of my estate, may exercise any and all of the powers set forth in Tennessee Code Annotated, Section 35-50-110, to the extent applicable, all of which provisions and powers are incorporated herein by reference (as set out in this statute on the date I sign this Will), even if this statute is amended or repealed hereafter and even if my estate is administered in a state other than Tennessee. I grant to my Executor the authority to appoint a resident Co-Executor if applicable law requires.

C. *Real Property.* Any real property I own at my death is to be part of my probate estate and treated as forming part of my personal estate for purposes of administration.

D. *Life Insurance.* The proceeds of any life insurance payable to my Executor or my estate are to be free from the claims of creditors, and are to be held and distributed as provided by the terms of this Will. My Executor may use (but shall not be required to use) any portion of such proceeds as my Executor deems advisable for the payment of debts, expenses and taxes, but only if my Executor deems such use of the proceeds to be in the best interests of my legatees hereunder.

E. *Casualty Insurance.* Each casualty insurance policy covering an item of property passing under this Will passes with such property. The recipient of such property is not to be charged for any unearned premium already paid. If any insured item of property passing under this Will has been destroyed or damaged, the insurance proceeds recovered or recoverable therefrom are to be paid to the recipient of such damaged or destroyed item in place of any destroyed item and in addition to any damaged item.

F. *References to Executor.* For convenience, every Executor named in this Will (including every alternate) is referred to in the singular person and masculine gender, regardless of the number or gender of those actually named herein.

G. *Captions.* The captions and headings of this Will are for convenience only and shall not define or limit the provisions contained herein.

IN WITNESS WHEREOF, I sign this Will, consisting of this and the preceding Two (2) printed pages, and for the purpose of identification, I have signed or initialed each page, all in the presence of the persons witnessing it, at my request, on this the 18 day of October, 2001, at Hendersonville, Tennessee.

Mary Sue Menees
MARY SUE MENEES

Signed and declared by Mary Sue Menees, to be such person's Will in the presence of all of us at one and the same time, and we, at such person's request and in such person's presence and in the presence of each other, have subscribed our names as witnesses, and we do hereby attest to the sound and disposing mind of the Testatrix and to the performance of the aforesaid act of execution at the place and on the date hereinabove set out.

WITNESSES:

Signature — Print or Type Name: Ronald B. Buchanan

103 Hazel Path Court, Hendersonville, TN.
Address

Signature — Print or Type Name: Karen M. Welch

103 Hazel Path Ct., Hendersonville TN 37075
Address

AFFIDAVIT

STATE OF TENNESSEE)
COUNTY OF SUMNER)

The undersigned persons, after first being duly sworn according to law, depose and say:

1. They are adult citizens and residents of Tennessee.

2. They witnessed the execution of the Will of Mary Sue Menees, dated the 18 day of October, 2001, to which this Affidavit is attached, and that this Affidavit is being made at the request of such person and in accordance with the provisions of Tennessee Code Annotated 32-2-110.

3. Their signatures are affixed to the Will; they signed the Will at the request of such person, and in the presence of such person, and in the presence of each other witness, at the place and on the date recited in said Will.

4. Mary Sue Menees signed said paper writing as and for a Will in their sight and presence.

5. At the time they witnessed the Will, Mary Sue Menees was, in their opinion, of sound mind.

Witness

Witness

Sworn to and subscribed before me by the two (2) persons whose signatures are affixed hereto on this 18 day of October, 2001.

Notary Public

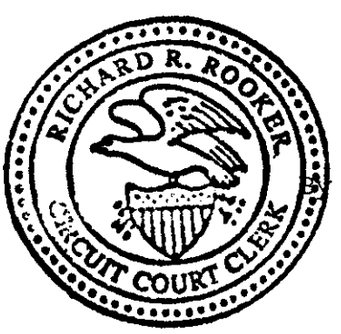
My Commission Expires: 11/02/03

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 08 day of MARCH , 2005 , in the Case Number 05P369 MENEES, MARY SUE deceased,
as same remains of record in Vol. 5785 , Page 1827209 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 NOVEMBER 2005

SEAL



RICHARD R. ROOKER, Clerk,

Deputy Clerk