Davidson County WILL
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LAST WILL AND TESTAMENT

OF

WINNIE E. RICHARDSON

I, WINNIE E. RICHARDSON, 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 daughter, Delores Richardson, as Executor of this my Last Will and Testament, and I direct that no bond shall be required. In the event my daughter ceases or fails to serve, then I nominate and appoint my two sons, Douglas Richardson and Dale Richardson, as Co-Executors, without bond.

2. 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. I further direct that all estate and inheritance taxes which are payable because of my death shall be paid entirely out of my residuary estate.

3. Gift of Residence to Delores Richardson. I give my primary residence, located at 124 Donald Street, Nashville, Tennessee, to my daughter, Delores Richardson, provided she survives me. If my daughter does not survive me, my said residence shall be distributed as a part of my residuary estate.

4. Disposition of Tangible Personal Property. All furniture, household furnishings, automobiles, personal effects and all other items of tangible personal property which I own at the time of my death I give to my daughter, Delores Richardson, provided she survives me. If my daughter does not survive me, then my tangible personal property shall be divided equally between my two sons, Douglas Richardson and Dale Richardson, with the issue of any deceased son of mine representing his or her parent, per stirpes. 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.

5. 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 three children, Douglas Richardson, Delores Richardson, and Dale Richardson, equally, with the issue of any child who does not survive me representing his or her parent, per stirpes. My Executor may distribute the share of any minor beneficiary directly to such beneficiary or to the person with whom such beneficiary is making his or her home, or to a custodian for such beneficiary under the Uniform Gifts to Minors Act or Uniform Transfers to Minors Act of any state, or in such other fashion as my Executor deems appropriate, without the requirement of the appointment of a guardian for such beneficiary or the approval of any court.

6. 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.

7. 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 4 day of Dec, 1998, 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.

Winnie E Richardson
WINNIE E. RICHARDSON

Signed, signified and declared by the said WINNIE E. RICHARDSON, 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:

Vivienne C Courtney ADDRESS: Nashville, Tenn

Brandi N Holloway ADDRESS: Nashville, Tenn.

A F F I D A V I T

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Vivienne C. Courtney and Brandi H. Holloway, being severally duly sworn, depose and say that:

We are acquainted with WINNIE E. RICHARDSON, who executed this annexed Last Will and Testament, consisting of three (3) typewritten pages, dated December 4, 1998, 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, WINNIE E. RICHARDSON declared the instrument so subscribed by her 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, WINNIE E. RICHARDSON 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 WINNIE E. RICHARDSON.

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

Vivienne C. Courtney

Brandi H. Holloway

SWORN TO AND SUBSCRIBED before me, this 4th day of December, 1998.

Deana J. Petway
NOTARY PUBLIC

My Commission Expires:

July 28, 2001

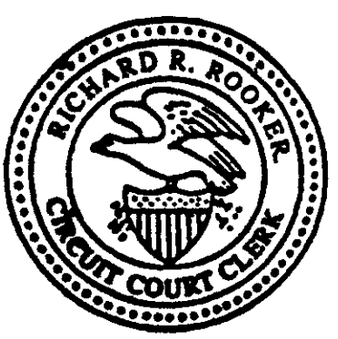
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STATE OF TENNESSEE

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 17 day of NOVEMBER , 2005 , in the Case Number 05P1761 RICHARDSON, WINNIE E. deceased,
as same remains of record in Vol. 6111 , Page 2108424 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 18 day of NOVEMBER 2005

SEAL



RICHARD R. ROOKER, Clerk,

By _____
Deputy Clerk