LAST WILL AND TESTAMENT

OF

TERESA AGNES WOOLLARD

Davidson County WILL
Recvd: 02/17/06 13:22 6 pgs
Fees:32.00 Taxes:0.00
20060217-0019454

I, TERESA AGNES WOOLLARD, a resident of Davidson County, Tennessee, being of sound mind and disposing memory, do hereby make, publish and declare this my last will and testament, hereby revoking all other wills at any time heretofore made by me.

ITEM I. I direct my Executor, hereinafter named, as soon as practicable after my death to pay all of my just debts and funeral expenses. I further direct my Executor to pay all estate, inheritance and succession taxes payable by or chargeable against my estate or any of the beneficiaries thereof out of my general estate before general distribution, to the end that same may be paid as a charge against my general estate.

ITEM II. All the rest, residue and remainder of my property, real, personal or mixed, wherever situated, of which I may die seized or possessed, I give, devise and bequeath to my daughter, Mary Tom Brown, provided she is living sixty days after my death, and direct that my said daughter assume the mortgage payments on my home at 2909 McGavock Pike. In the event that my daughter fails or refuses to assume said mortgage payments, then I direct my Executor to pay the balance owing on said mortgage out of my general estate before distribution.

ITEM III. If my said daughter is not living sixty days after the date of my death and my youngest living grandchild is then under twenty-one years of age, then, in such event, I give, devise and bequeath all my said property to my Trustee, hereinafter named, upon the following uses and trusts:

(a) My Trustee shall take and hold the same and collect the rents, issues, profits and income therefrom and, after paying all taxes and deducting all reasonable expenses and commissions of the Trustee, shall apply the net income therefrom to the payment of educational and living expenses of my grandchildren now living or hereafter born who shall be under twenty-one years of age at the time this trust fund is set apart. My living grandchildren at the time of the execution of this will are Joseph Bradshaw Brown, III, and Thomas Carr Brown, both of Davidson County, Tennessee.

(b) My Trustee may in its discretion pay a reasonable allowance direct to such of my grandchildren as are under twenty-one years of age to be applied by such grandchildren to the payment of expenses while attending school.

(c) Said Trustee is authorized, empowered and directed to encroach upon the corpus of said Trust for expenses of education or any emergency needs of any of my said grandchildren, whenever, in the opinion of the Trustee, such encroachments are necessary.

(d) My said grandchildren shall not have the right or power to anticipate, assign or transfer in advance of the date of payment their share of either the income or corpus of the trust and such share shall not be subject to seizure or appropriation under any process of law for the payment or satisfaction of any debt or obligation of my grandchildren.

(e) The trust created under this Item III shall terminate as to each grandchild of mine when such child attains the age of twenty-one years, at which time my Trustee shall

distribute to such grandchild his share of the trust. If one or more of my grandchildren shall have attained the age of twenty-one years when such trust fund is directed to be set apart, such part or parts or all, as the case may be, of the trust fund (instead of holding the same in trust) shall be distributed to such grandchild or such grandchildren free and clear of all trusts.

(f) In the event that, prior to final distribution hereunder, one or more of my grandchildren shall die leaving issue surviving; his share shall be divided and distributed to his issue per stirpes. If said deceased grandchild leaves no issue surviving, his share shall be divided and held in trust or distributed, as the case may be, among my surviving grandchildren.

ITEM IV. If my said grandchildren do not survive me, and leave no issue surviving, then I give, devise and bequeath all the property which otherwise would have passed under Item III of this will to my brothers, Walter Quest, William Quest, Peter J. Quest and Charles Quest, and my sisters, Loretta Wolf and Julia Smith, equally. In the event any of my brothers and sisters do not survive me, his, her or their share (as the case may be) shall be divided among my surviving brothers and sisters.

ITEM V. If my said brothers and sisters do not survive me, then I give, devise and bequeath the property which otherwise would have passed under the terms of Item IV of this will to the Holy Rosary Catholic Church, Graylynn Drive, Donelson, Tennessee.

ITEM VI. My Executor and my Trustee, in their absolute and uncontrolled discretion, are authorized and empowered:

(a) to execute contracts, leases (for the purpose and for a term extending beyond the duration of the trust) and deeds with respect to any real estate or other property that I may own at the time of my death;

(b) to place any stock or securities belonging to my estate in the name of a nominee for convenience in making transfers;

(c) to execute proxies for the voting of any stock which they may hold hereunder and to participate in the reorganization of any corporation whose stock or securities are held hereunder, and, in general, to participate in any plan for merger, foreclosure or liquidation or plan of like nature which my Executor or Trustee may deem advisable;

(d) to hold, invest or reinvest property, stocks or other securities hereunder; in their absolute discretion, irrespective of whether or not the same are authorized by law for the investment of trust funds;

(e) to sell either real property or personal property or both; without distinction as between such classes of property;

(f) to distribute my estate to the beneficiaries thereof in kind, or partly in kind and partly in cash, and to sell all or any part of such estate in order to divide and distribute the same among the beneficiaries;

(g) to employ such attorneys, accountants, investment managers or counsel, custodians and agents as they may consider advisable in connection with the administration hereunder and to charge the expenses thereof to income or principal as they may determine; and

(h) in general, to have all the rights, powers and privileges set forth in T.C.A. 35-618, which are incorporated herein by reference, to the extent appropriate.

ITEM VII. I nominate and appoint my daughter, Mary Tom Brown, as Executrix of this will and direct that she be excused from giving bond for the faithful performance of her duties as such Executrix. If my said daughter shall fail to qualify or act as such Executrix, then in such event, I nominate and appoint the Commerce Union Bank, Nashville, Tennessee, as Executor under this will, likewise to serve without bond.

ITEM VIII. I nominate and appoint Commerce Union Bank, Nashville, Tennessee, as Trustee under this will and direct that it be excused from giving bond for the faithful performance of its duties as such Trustee.

IN WITNESS WHEREOF, I have executed this my last will and testament, typewritten upon five pages, and for the purpose of identifying the same, I have signed my initials to the foregoing pages this 12th day of June, 1969.

Teresa Agnes Woollard

Signed, published and declared by the said Teresa Agnes Woollard as and for her last will and testament in the presence of us, the undersigned, who at her request and in her sight and presence and in the presence of each other, have subscribed our names hereto as attesting witnesses the day and date above written.

Nashville, Tennessee
Address

Nashville, Tennessee
Address

STATE OF TENNESSEE, DAVIDSON COUNTY

I, Richard R. Rooker, Clerk of the Probate Court of Davidson County, State aforesaid, do certify that the foregoing is a full, true and complete copy, of the original on file in my office. Will Book 201 Page 325

Given under my hand and official seal at office in Nashville, this 30th of January

RICHARD R. ROOKER, CLERK

By _____ D.C.