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RICHARD R ROOKER, CLERK

D.C.

07P-131

This Instrument Prepared By:
Wm. Carter Conway, Attorney
236 Public Square, Ste. 205
Franklin, TN 37064

LAST WILL AND TESTAMENT
OF
JUDITH WARREN MARTIN

My name is **Judith Warren Martin**. I presently reside in Davidson County, Tennessee, and I declare this to be my Last Will and Testament, hereby revoking all prior testamentary instruments.

ARTICLE I

1.1 Appointment of Personal Representative. I appoint my sons, **David Aldrich Martin** and **Douglas Warren Martin**, as Co-Executors of my estate, without bond and excuse either of them from any accounting or detailed inventory. In the event that one of my sons does not survive me, does not desire to serve or is unable to serve, then in such event, I appoint the survivor of them and direct that no bond, inventory or accounting be required of him.

ARTICLE II

2.1 Expenses, Debts and Taxes. All of my lawful debts, funeral expenses and expenses of the administration of my estate are to be paid from my general estate as soon as is practicable after my death at the direction of my personal representative.

All inheritance, estate and similar taxes assessed by reason of my death shall be paid in respect of all property and interest required to be included in my estate for tax purposes whether the same passes under this Will, or otherwise and without contribution from any recipient of any property required to be included for tax purposes.

2.2 Secured Debts. I do provide, however, that any debts of mine which are secured by mortgages, deeds of trust, or other security instruments may be paid from my general estate, or such debts may be continued according to their terms and the property interest delivered to the beneficiary subject to the unpaid balance of the obligation, with the

Davidson County WILL
Recvd: 09/18/07 08:29 4 pgs
Fees:22.00 Taxes:0.00
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option at the discretion of my personal representative.

2.3 Ancillary Administration. If, at the time of my death, I own or have an interest in property located outside the state of my domicile and requiring ancillary proceedings, I authorize the payment from my domiciliary estate of the cost of ancillary and similar proceedings in other jurisdictions. To such extent as may be allowed by the laws of another jurisdiction, I authorize my personal representative to serve in the same or similar capacity, alone or with someone else, if required, and without bond unless required by law.

ARTICLE III

3.1 Residuary Bequest. I give, devise and bequeath all of my property, whether real or personal, of whatever kind and character and wheresoever situated, after the payment of all debts, taxes and expenses to my sons, **David Aldrich Martin** and **Douglas Warren Martin** and their issue, per stirpes, subject only to the two (2) year life estate in my residence to my son, **Douglas Warren Martin**.

ARTICLE IV

4.1 Fiduciary Powers. My personal representatives shall have all of the powers set forth in TCA §35-50-110, which are incorporated in this Will by reference as fully as if set forth verbatim.

IN WITNESS WHEREOF, I have hereunto set my hand on this the 23rd day of October, 2006 and do publish and declare this as my Last Will and Testament, in the presence of each and all of the subscribing witnesses, who I have requested to act as such by signing the Attestation Clause and Affidavit below, pursuant to the provisions of T.C.A. §32-2-110.

Judith Warren Martin
JUDITH WARREN MARTIN
TESTATRIX

ATTESTATION CLAUSE AND AFFIDAVIT

STATE OF TENNESSEE
COUNTY OF DAVIDSON

We, the undersigned, being first duly sworn, make oath that **Judith Warren Martin**, on the day and date first above written, declared and signified that the foregoing instrument is her Last Will and Testament, and that she then signed said instrument in our sight and presence; that we, at her request, and in her sight and presence, and in the sight and presence of each other, then subscribed our names hereto as attesting witnesses; that at the time of execution, the Testator was more than 18 years of age, of sound mind and disposing memory, and did not appear to be under any undue influence; and that the undersigned, each being more than 18 years of age, made and signed this Affidavit at the Testatrix's request on the day and date above written.

William Carter Conway
WITNESS (Signature)

William Carter Conway
(Print Name)

Tabetha Colbert
WITNESS (Signature)

Tabetha Colbert
(Print Name)

SWORN to and subscribed before me on this the 20th day of October, 2006 at Nashville, Tennessee.

Diane Hood
NOTARY PUBLIC

DIANE HOOD NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

My Commission Expires:
6/19/07

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 24 day of APRIL , 2007 , in Case Number 07P131 between MARTIN, DOUGLAS W ET.AL Petitioner, and MARTIN, JUDITH CELESTINE Respondent, as same remains in the records of said Court.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 17 day of SEPTEMBER 2007

RICHARD R. ROOKER, Clerk,

By _____
Deputy Clerk

SEAL

