LAST AND TESTAMENT

OF

M. E. HORNBUCKLE

FILED
2008 JUL 29 AM 9:23
RICHARD R ROOKER, CLERK
08P-1207

I, M. E. Hornbuckle, of the City of Nashville, County of Davidson, State of Tennessee, being of lawful age, sound mind and memory, and under no restraint, do hereby publish and declare this to be my Last Will and Testament (this "Will"), revoking all prior wills and codicils that I have made.

A PERSONAL NOTE TO MY FAMILY

I trust that the formal terminology in this Will and the absence of personal messages will not cause you to doubt my love and affection for you. You are well aware of my love and affection. Because a will is a legal instrument, the purpose of which is to dispose of property, I do not feel that it is an appropriate place for extensive personal messages. Suffice it to say that I love each of you and that my last thoughts are of you.

ARTICLE I

I direct that all of my just debts and funeral expenses be paid by my Personal Representative (my "Personal Representative") out of my general estate as soon as may be practicable after my death. I further direct that any obligations of mine secured by a deed of trust, mortgage, or other lien on any real estate (whether owned by me jointly or individually), or by pledge or lien against any of my personal property or life insurance, be considered in full as obligations of my estate and be paid as soon as practicable by my Personal Representative following my death. My Personal Representative shall likewise pay out of my general estate, and not out of the share of any beneficiary, all fees and expenses incident to the administration of my estate and all inheritance, succession and estate taxes, including those assessed on account of policies of insurance on my life, jointly held property or other property taxable as a part of my estate, but not coming into the hands of my Personal Representative.

ARTICLE II

I direct that the proceeds of all policies of insurance on my life, including accident policies, which are payable to my Personal Representative, or to my administrator, or to my estate, shall be included in my general estate and used, so far as may be necessary, in paying debts, taxes and specific legacies, or in making any other payments authorized to be made by my Personal Representative, with any portion thereof not so used becoming a part of my residuary estate. It is especially my intention that the provisions of Section 56-7-201, Tennessee Code Annotated, as now or hereafter amended, shall not apply to any insurance on my life, including accident policies, except such policies as may designate a specific beneficiary other than my estate, and on account of such designation shall pass outside the terms of this Will.

ARTICLE III

I give to my grandson, Lance Harrison Hornbuckle: (a) my seven (7) diamond cluster gold ring, and (b) my gold chain necklace with "1904" Fifty Dollars ($50.00) gold piece.

Davidson County WILL
Recvd: 07/31/08 09:47 6 pg
Fees:32.00 Taxes:0.00
20080731-0078424

ARTICLE IV

I give to my grandson, William Alexander Hornbuckle: (a) my "Seiko" gold wristwatch, (b) my diamond horseshoe ring, (c) my gold wedding band with five (5) diamonds, and (d) my "hammered" gold bracelet.

ARTICLE V

I give to my grandson, Lance Harrison Hornbuckle, Fifty Thousand and No/100 Dollars ($50,000.00).

ARTICLE VI

I give to my grandson, William Alexander Hornbuckle, Fifty Thousand and No/100 Dollars ($50,000.00).

ARTICLE VII

I give to my grandsons, Lance Harrison Hornbuckle and William Alexander Hornbuckle, in shares of substantially equal value, my "green cashbox," my "brown leather case" and all items of personalty contained within (including, but not limited to, all pocket knives, rings, watches, coins and other miscellaneous items contained therein), to be divided in such manner as they shall agree or, if they shall fail to agree upon a division within six (6) months after the date of my death, as my Personal Representative shall determine.

ARTICLE VIII

I give to my grandsons, Lance Harrison Hornbuckle and William Alexander Hornbuckle, in shares of substantially equal value, my entire collection of firearms including all handguns, long guns, shotguns and associated equipment (e.g. cleaning kits, holsters, ammunition, gun covers, etc.) and specifically including, but not limited to, my .44 caliber pistol and my .32/.20 caliber pistol, to be divided in such manner as they shall agree or, if they shall fail to agree upon a division within six (6) months after the date of my death, as my Personal Representative shall determine.

ARTICLE IX

Upon my death I direct that a certain promissory note executed by Lance M. Hornbuckle, Maker, dated March 27, 1996, in the amount of Two Hundred Fifty-Five Thousand and No/100 Dollars ($255,000.00), shall be forgiven in its entirety with no further obligation on the part of Lance M. Hornbuckle thereunder.

ARTICLE X

Upon my death I direct that a certain promissory note executed by Ernest C. Midgett, Maker, dated March 27, 1996, in the amount of Two Hundred Forty-Five Thousand and No/100 Dollars ($245,000.00), shall be forgiven in its entirety with no further obligation on the part of Ernest C. Midgett thereunder.

 M L Hornbuckle

ARTICLE XI

A. I give all of the rest, residue and remainder of my tangible personal property that I own at my death, not heretofore effectively disposed of, including any household furniture and furnishings, automobiles, books, pictures, jewelry, art objects, hobby equipment and collections, wearing apparel, and other articles of household or personal use or ornament and specifically including, but not limited to, the following items of personal property: (a) Grandmother Addie Ikard's old wooden mantel clock; (b) Grandmother Addie Ikard's sewing machine; (c) old magazine stand of my mother, Geneva Hornbuckle; (d), the three-legged table in my den, and (e) the decorated washbowl and pitcher to my son, Lance M. Hornbuckle, per stirpes; however, if any heir of mine has not reached legal age under the law of the jurisdiction in which that heir is domiciled at the time of distribution under this Article, then distribution of his or her share shall be made instead to then the person having legal custody of the heir under the Tennessee Transfers to Minors Act (the "Act"), and all provisions of the Act as they exist at the time of this Will shall apply to the distribution.

B. All costs of safeguarding, insuring, packing, and storing my tangible personal property before its distribution and of delivering each item to the place of residence of the beneficiary of that item shall be deemed to be expenses of administration of my estate.

ARTICLE XII

I give the rest residue and remainder of my residuary estate not effectively disposed of by this Will, which shall not include any property over which I have power of appointment, to my son, Lance M. Hornbuckle, per stirpes, however, if any heir of mine has not reached legal age under the law of the jurisdiction in which that heir is domiciled at the time of distribution under this Article, then distribution of his or her share shall be made instead to the person then having legal custody of the heir under the Act, and all provisions of the Act as they exist at the time of this Will shall apply to the distribution.

ARTICLE XIII

I name my son, Lance M. Hornbuckle, as Personal Representative of this Will (my "Personal Representative), and I excuse him from giving any bond in the faithful performance of his duties. If my son, Lance M. Hornbuckle, shall fail to qualify or having qualified, fails to serve in said capacity, then I name Charles B. Reasor, Jr. to serve as my Personal Representative, and likewise I excuse him from giving any bond in the faithful performance of his duties.

To the extent allowable under applicable Tennessee law at the time of my death, I hereby relieve my Personal Representative from any duty or responsibility to file accountings, reports or inventories with any court having jurisdiction over my estate.

During the period of administration of my estate, my Personal Representative shall be fully authorized and empowered to exercise all of the powers and duties of any trustee hereunder, and I direct that my Personal Representative shall so do to the end that payments of income and making of encroachments for the benefit of the beneficiaries of this Will shall not be delayed pending the administration of my estate.

 M E. Hornbuckle

Without diminution or restriction of the powers vested by law or elsewhere in this Will, and subject to all of the provisions of this Will, my Personal Representative and any trustee, without the necessity of procuring any judicial authorization therefor or approval thereof, shall be vested with and, in the application of the best judgment and discretion of my Personal Representative and any trustee on behalf of the beneficiaries of this Will, shall be authorized to exercise all or any of the powers specifically enumerated in Section 35-50-110 of the Code.

ARTICLE XIV

Whenever the word "heir" or words of similar import are used in this Will, they are intended to include adopted as well as natural born children.

IN WITNESS WHEREOF, I have hereunto set my hand to this Will, consisting of four (4) pages, each of which bears my original signature, at Nashville, Tennessee, this 14th day of February, 2006.

M. E. HORNBUCKLE

Signed, published and declared by the said M. E. Hornbuckle, as and for his Last Will and Testament, in the presence of us, the undersigned, who at his request and in his sight and presence and in the sight and presence of each other, have hereunto signed our names as attesting witnesses on the day and date and at the place above written.

STATE OF TENNESSEE

COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Jan Minshall, a Notary Public in and for said State and County, Charles B. Reason III and Van P. East III, to me known, who made oath as follows:

1. That they were requested by the Testator, M. E. Hornbuckle, to witness his signature to the attached instrument, which purports to be his Last Will and Testament, and they were further requested by the Testator to execute this affidavit;

2. That the Testator signed said instrument and declared the same to be his Last Will and Testament in the presence of each of the undersigned, on the date set forth therein;

3. That each of the undersigned in turn signed the said instrument on the same date, as attesting witnesses, in the sight and presence of the Testator and of each other;

4. That the Testator was of apparent sound mind at the time of the execution of said instrument; and

5. That this affidavit is made pursuant to Section 32-2-110, Tennessee Code Annotated.

Charles B. Reason III

Van P. East, III

SUBSCRIBED and sworn to before me this 14th day of February, 2006.

Notary Public

JAN MINSHALL STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires:
9-19-09

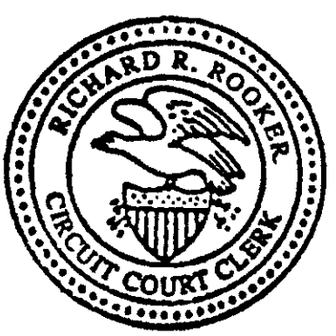
STATE OF TENNESSEE

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 29 day of JULY , 2008 , in Case Number 08P1207 between HORNBUCKLE, LANCE M. Petitioner, and HORNBUCKLE, MILTON E. 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 31 day of JULY 2008

RICHARD R. ROOKER, Clerk,

SEAL



By _____

Deputy Clerk