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RICHARD R. ROOKER, CLERK

LAST WILL AND TESTAMENT

OF

THOMAS ANTON SCHAFER

I, Thomas Anton Schafer, a resident and citizen of the State of Tennessee, being of sound and disposing mind and memory and over the age of eighteen (18) years, and not being actuated by any duress, menace, fraud, mistake, or undue influence, do make, publish, and declare this to be my Last Will and Testament, hereby expressly revoking all my prior Wills and Codicils.

I. MARRIAGE AND CHILDREN

I am married to Eudora Jones Schafer, and all references in this Will to my spouse are references to her. I have the following children:

Michal Ann Schafer	Date of Birth: July 26, 1947
Polly Ruth Schafer	Date of Birth: February 17, 1949
David Anton Schafer	Date of Birth: August 25, 1953
Daniel Evan Schafer	Date of Birth: August 27, 1964

At the time of this instrument if have the following grandchildren, both of them children of Daniel Evan Schafer:

Vladimir Vladimirovich Schafer	Date of Birth: November 20, 1991
Jacob Anton Schafer	Date of Birth: May 6, 1993

II. EXECUTORS

I authorize one or two of the individuals or entities listed below to render executor service to my estate. Based on their knowledge of my affairs and mindful of how much this service would impose on them, I have listed them in order of my preference. While serving, any executor may request the next available individual or entity to serve and they shall thereafter serve as co-executors until one becomes unwilling or unable.

A. My son, Daniel

B. My daughter, Polly

C. My daughter, Michal Ann

D. Any individual, bank or trust company having power to serve and combined agency and trust assets under management equal to at least One Hundred Million Dollars ($100,000,000) which is selected by a majority of the group composed of my adult children, the guardians of any minor child or child which is disabled, and my spouse.

Davidson County WILL
Recvd: 11/04/08 11:13 8 pgs
Fees:42.00 Taxes:0.00
20081104-0109648

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If ancillary probate or administration of this Will is necessary in another jurisdiction, the executor may appoint a co-executor, if required, in the ancillary jurisdiction. If a non-resident executor is required to have a co-executor who is resident of Tennessee the non-resident executor may appoint a qualified person or corporation as co-executor. Any co-executor or ancillary administrator appointed by any named executor shall be vested with all of the powers granted to my executors in my Will and shall also serve without bond, unless any named executor should determine bond to be desirable. Accountings to the court shall not be required.

III. POWERS OF EXECUTORS

A. In extension and not in limitation of the powers given by law or other provisions of this Will, I give my executors and any successor executors all powers and authority described in the introductory paragraph and all numbered subparagraphs of § 35-50-110 of the Tennessee Code Annotated ("T.C.A.") as it presently exists and as it may be amended from time to time, except that with respect to gifts to or for the benefit of my spouse, Eudora Jones Schafer, my executors will not have the powers described in subparagraphs 18 and 19 of T.C.A. § 35-50-110 or any other powers which would prevent gifts to my spouse from qualifying for the state or federal death tax marital deductions. Similarly, my executors may not satisfy any gifts for my spouse with terminable interest assets which would not qualify for either state or federal marital deductions.

B. All executors may serve without executing bond. All executors must deliver statements of receipts and disbursements at least annually to the adult beneficiaries and to the guardians of minor beneficiaries. My executors need not file inventories or accountings with any court to the extent such filings may be legally waived.

C. My executors may give each insurance policy and any insurance proceeds covering an item of my property to the recipient of that property without charge for any unearned premium previously paid.

D. Any executor may resign by giving thirty (30) days written notice to the current income beneficiaries. No executor may receive any severance or termination fee.

E. If my executors join with my spouse on my behalf in filing income tax returns, or consent for gift tax purposes to having gifts made by either of us during my life considered as made one-half by each of us, any resulting liability shall be borne by my estate, except such portion as my executors and my spouse agree should be borne by my spouse, and my estate must exonerate my executors from personal liability therefore.

F. With the exception of specific bequests, my executors may sell all or any part of my property in which event, the proceeds of the sale must be distributed in accordance with my directions as set forth in this Will.

G. If any beneficiary is incapacitated my executors may personally receipt to the estate for his property and store it, or deliver it to him, or deliver it to any person with whom he may reside in

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any case without requiring bond and having all powers with respect to the estate as are otherwise provided in this will.

IV. SPECIAL BEQUESTS

I give to my spouse, Eudora Jones Schafer, all of my personal and household effects, including automobiles, furniture, jewelry, clothing and similar personal property, together with all policies on insurance on such personal property.

I acknowledge that many items of furniture and household goods have been given by me to my spouse over the years and I make no disposition of these items since they are the separate property of my spouse.

If my spouse does not survive me, I give all of my tangible personal effects to such of my children as survive me in substantially equal shares to be divided as they shall agree, and in the event they fail to agree, my executors, in their sole discretion, shall determine the division and the executor's decision shall be conclusive upon all parties.

I may leave signed handwritten instructions distributing certain personal property in my safe deposit box or some other appropriate place. I wish these instructions to control even if they conflict with the terms of this will.

Any beneficiary challenging the terms of this will or instructions regarding distribution of personal effects shall forfeit the share otherwise allocable to them, or alternatively, in the executor's discretion, shall have all costs of defending against such action allocated to that beneficiary's share.

V. REMAINDER TO SPOUSE AND DESCENDENTS

If my spouse, Eudora Jones Schafer, survives me, I give all the remainder of my property, real, personal, tangible and intangible, to my spouse, Eudora Jones Schafer. I intend the gift to my spouse to qualify for the marital deduction provided under both Tennessee and federal law.

If I survive my spouse, Eudora Jones Schafer, I give the remainder of my property to my children and into trust for my children's children.

My spouse and I have discussed a distribution arrangement which allocates our estate to our children and grandchildren in fractional shares. We wish the following arrangement to control, in the aggregate, distribution of all property which passes to our descendants by reason of our deaths, whether through our wills, our trusts, through life insurance, retirement accounts or other arrangements. Thus our executors may consider all such property passing to our descendants from any source in putting this distribution arrangement into effect.

At my death, the estate should be divided into five (5) shares with one share going to each of my four children and the fifth share to be divided equally between my grandchildren Vladimir and Jacob. The number of shares shall be increased by one half share for each additional grandchild

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born or adopted within nine (9) months of my death. The shares allocable to my children shall be distributed outright to them after my death. If any child or grandchild predecease me or dies within six (6) months of my death that child's share shall be allocated to other surviving beneficiaries in proportion to their existing shares. If any child has died leaving living issue, the deceased child's share shall be held in trust for those issue per stirpes. All property held for such grandchildren (or their descendents, if any predecease with living issue), shall be administered and distributed as indicated below.

If I leave no specific instruction regarding it, personal effects shall be distributed equally to my children with values agreed upon by them or by appraisal if they cannot agree.

VI. DEBTS, COST OF ADMINISTRATION AND TAXES

A. My executors must pay all legally enforceable debts, funeral expenses and costs of administration out of my general estate. Taxes may be imposed with respect to property not received by my executors as part of my probate estate, and my executors may seek reimbursement for the taxes from the recipients of the property. My executors may pay from my domiciliary estate all or any portion of the cost of ancillary administration and similar proceedings in other jurisdictions.

B. My executors may pay the current amounts due on any mortgage or other installment indebtedness and need not pay the entire principal balance of such indebtedness except such payments as may be in accordance with other specific provisions of this Will.

VII. TRUSTS HELD FOR GRANDCHILDREN

Regarding property held for grandchildren or succeeding generations, this property shall be held in trust with that grandchild's parents serving as co-trustees. My intent is that this property shall be used by the trustees to cover costs associated with my grandchildren's education up through their graduation from college and for medical expenses. When each grandchild reaches the age of twenty-five (25) years (or graduates from an accredited four (4) year college or university, if earlier), the Trustee will divide that grandchild's remaining trust assets into two equal shares. The foregoing grandchild will receive one-half (1/2) of its share at that time. Henceforth the trustee shall pay the net income of the trust to the grandchild at least quarter annually, and other such amounts at such times as the Trustee deems to be in the best interests of the grandchild. After any such grandchild's thirty-fifth (35th) birthday, the grandchild shall receive from the trustee the remainder of its share. The timing and amount of distribution herein are suggestions and would be followed in the ordinary course of events, but I leave it in the trustees' absolute discretion to modify them if doing so would be in the beneficiary's best interest. The trustees' determination of what constitutes the beneficiary's interests may not be questioned.

If one of the grandchild's parents dies before the trust is entirely disbursed, the remaining parent shall serve as single trustee. If both of the grandchild's parents die before the trust is entirely disbursed, the grandchild's remaining trust property will be merged with its parents' estate and treated according to the provisions of their will. If any grandchild dies before receiving its full share, the undistributed property should be divided among its surviving children, and if none,

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among the deceased grandchild's siblings, and if none then equally among the deceased grandchild's parents, aunts, and uncles who are descendants of mine.

Although property in trust may be used for medical or other care of my grandchildren, I direct the trustee not to provide such assistance to the grandchildren to the extent that doing so would jeopardize the grandchild's eligibility for state or federal medical care coverage.

If at any time, in the trustee's judgment, the balance held in trust for any beneficiary is small enough to render further administration of it cost prohibitive, the trustee may distribute all remaining trust to the child.

VIII. ORDER OF DEATH PRESUMPTION

If any beneficiary (other than my spouse, Eudora Jones Schafer), and I die under circumstances in which the order of our deaths cannot be factually determined, my estate must be administered and distributed as though I survived my beneficiary.

If my spouse, Eudora Jones Schafer, and I die under these circumstances, I wish property to be distributed to, or received from, my spouse, Eudora Jones Schafer, so as to equalize our taxable estates, thus minimizing estate tax.

IX. MISCELLANEOUS

A. Whenever the context requires, the use of the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable, where appropriate, to all genders.

B. All property held by me jointly with right of survivorship I intend to vest in the surviving joint tenant at my death.

IN WITNESS WHEREOF, I have hereunto subscribed my name in Nashville, Tennessee this 2d. day of December 2005 to this my Last Will and Testaments, and have also initialed each of the pages for identification.

Thomas A. Schafer

Thomas Anton Schafer
4713 Richmar Court
Nashville, Tennessee 37211

T.A.S. Testator's Initials Witness's Initials NPR Witness's Initials

WITNESSES

The foregoing instrument, consisting of six (6) pages, including this page, was signed in our presence by Thomas Anton Schafer and declared by him to be his last Will. We, at the request and in his sight and presence and in the sight and presence of each other, have subscribed our names below as witnesses. We declare that we are of sound mind and of the proper age to witness a Will, that to the best of our knowledge the testator is of the age of majority or is otherwise legally competent to make a will, and that he appears of sound mind and under no undue influence or constraint. Under penalty of perjury, we declare these statements are true and correct on this 2 day of Dec, 2005.

Signature of first witness

Shannon Smith — Printed name

5204 Maryland Way — Address, line 1

Brentwood TN 37027 — Address, line 2

Signature of second witness

Daniel Ellis — Printed name

5204 Maryland Way — Address, line 1

Brentwood TN 37027 — Address, line 2

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SELF-PROVING AFFIDAVIT

STATE OF TENNESSEE
COUNTY OF DAVIDSON

We, the undersigned, whose names are signed to the attached instrument, personally appearing before the undersigned authority and first being duly sworn, do hereby declare to the undersigned authority under penalty of perjury that the testator declared, signed, and executed the instrument as his Last Will and Testament in the sight and presence of us, the undersigned witnesses; that he signed it willingly or willingly directed another to sign for him; that he executed it as his free and voluntary act for the purposes therein expressed; that each of the witnesses, at the request of the testator, in his sight and presence, and in the sight and presence of each other, signed the will as witness; that to the best of our knowledge the testator was at that time eighteen (18) years of age or older, of sound mind and not acting under the fraud, menace, constraint or undue influence of any person; and that each of the attesting witnesses is over 18 years of age.

Thomas A. Schafer

Thomas Anton Schafer
4713 Richmar Court
Nashville, Tennessee 37211

_____ Signature of first witness

Shannon Smith Printed name

5204 Marylandway Address, line 1

Brentwood TN Address, line 2

_____ Signature of second witness

Daniel Ellis Printed name

5204 Marylandway Address, line 1

Brentwood TN 37027 Address, line 2

Sworn and affirmed and subscribed to before me this 2 day of Dec 2005.

Cathy S. Askins
NOTARY PUBLIC

My Commission Expires: ~~January 5, 2006~~

CATHY S. ASKINS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

T. A. S. Testator's Initials

Witness's Initials

Witness's Initials

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 09 day of OCTOBER , 2008 , in Case Number 08P1512 between SCHAFER, DANIEL E. Petitioner, and SCHAFER, THOMAS A. 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 21 day of OCTOBER 2008

RICHARD R. ROOKER, Clerk,

By _____
Deputy Clerk

SEAL

