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RICHARD R. ROOKER, CLERK
D.C.

Last Will and Testament

OF

Charles E. Haines

05P-16

Exordium: I, Charles E. Haines, domiciled in Davidson County, Tennessee, do make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ARTICLE I

PAYMENT OF DEBTS, EXPENSES AND COSTS

Unsecured Debts: I direct that all of my just debts, my funeral expenses (including the cost of a suitable monument at my grave), unpaid charitable pledges (whether or not the same are enforceable obligation of my estate) and the costs of administration of my estate be paid as soon as practicable after my death. My Executor in its sole discretion, may pay from my domiciliary estate all or any portion of the cost of ancillary administration and similar proceedings in other jurisdictions.

In the event that any property or interest in property passing under this will, by operation of law, or otherwise by reason of my death (other than as a part of my residuary estate), shall be

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BILL GARRETT, Davidson County
Trans:T20100029447 WILL
Recvd: 05/17/10 11:51 8 pgs
Fees:42.00 Taxes:0.00
20100517-0037733

encumbered by mortgage or lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee legatee, joint owner taking by survivorship, or beneficiary receiving such property or interest in property shall take it subject to all encumbrances existing at the time of my death.

Any insurance on my life or other similar insurance payable to Executor or Administrator of my estate, or to my estate, shall be free from the claims of creditors and shall be governed by the provisions of my Will; provided, however, that my Executor may in its sole discretion pay my personal debts from the proceeds of such policies, but my Executor shall in its sole discretion, determine which, if any, of my debts shall be so paid.

ARTICLE II

PAYMENT OF DEATH TAXES

All To Be Paid From Residuary Estate: I direct that there shall be paid out of my residuary estate, without apportionment, all estate, inheritance, succession and other taxes (together with any penalty thereon), assessed by reason of my death, imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such

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governments, whether the property passes under this will or otherwise, including property over which I have a taxable power of appointment (but excluding Qualified Terminable Interest Property), without contribution by any recipient of any such property.

ARTICLE III

PERSONAL EFFECTS

Omnibus Clause: I bequeath to my grandson, Timothy C. Haines in fee, all clothing, jewelry, guns, sporting equipment, household goods, personal effects, and automobiles. I direct that any expenses incurred in safeguarding or delivering such property be paid from my estate as an administrative expense thereto. If my said grandson shall not survive me, I bequeath all of the aforesaid property to Christopher Haines, my great grandson.

ARTICLE IV

DISPOSITION OF THE RESIDUE

Defining residue: All the rest, residue and remainder of the property which I may own at the time of my death, real, personal and mixed, tangible and intangible, of whatsoever nature and wheresoever situated, including all property which I may acquire or become entitled to after the execution of this Will, including all lapsed legacies and devises and all life insurance payable to my estate (but excluding any property over or concerning which I may have any power of appointment), I bequeath and devise in fee to my grandson, Timothy C. Haines. If my said grandson shall not survive

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me, then I bequeath and devise the said property in fee to my great grandson Christopher Haines.

ARTICLE V

ADVANCEMENTS

Advancements - not to be charged: I have heretofore made gifts to certain of the beneficiaries hereunder and I may make additional gifts to them and to other beneficiaries. I hereby ratify and confirm all such gifts and I direct that no gift shall be deemed or construed as an advancement to any beneficiary hereunder nor shall any such gift be taken into account in the settlement of my estate.

ARTICLE VI

POWERS OF EXECUTOR

Grant of powers by reference to statute: I authorize my Executor (Executrix) (including any substitute or successor personal representative) in the exercise of reasonable discretion with respect to all property, real and personal, at any time forming part of my estate or any trust, to exercise any or all the powers set forth in Section Three of Chapter 110 of the Tennessee General Assembly 1963, TCA 35-50-110, to the extent applicable, all of which provisions and powers are incorporated herein by reference as fully as if copied herein verbatim. These powers (as set out in said statute on the date of the execution of this Will) are

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granted, notwithstanding that said statute may be amended hereafter or repealed at the time of my death.

ARTICLE VII

APPOINTMENT OF EXECUTOR/EXECUTRIX

Individual Executor/Executrix: I appoint my grandson, Timothy C. Haines, as Executor/Executrix of this my Last Will and Testament. I direct that no bond, inventory and/or accounting be required of my said Executor/Executrix or alternate Executor/Executrix for the faithful performance of their duties. I vest my Executor/Executrix with full power and authority to sell, transfer and convey any property, real or personal, which I may own at the time of my death at such time and price and upon such terms and conditions (including credit) as they (or it) may determine and to do every other act and thing necessary or appropriate for the complete administration of my estate.

TESTIMONIUM

IN TESTIMONY WHEREOF, I have here unto subscribed my name to this my Last Will and Testament, consisting of this and 4 preceding typewritten pages, and for the purpose of identification I have initialed each page, all in the presence of the persons witnessing it at my request on this 12th day of March, 2003, at Nashville, Tennessee.

Charles E. Haines

Charles E. Haines

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ATTESTATION

The foregoing, instrument, consisting of this and 5 preceding typewritten pages, was signed, sealed, published and declared by Charles E. Haines, to be his Last Will and Testament in our presence and we at his request and in his presence and in the presence of each other, have hereunto subscribed our names as witnesses, this 12th day of March, 2003, at Nashville, Tennessee.

Harry McNutt residing at 120 Donelson Pike
witness Nashville, TN 37214

Larry [illegible] residing at 120 Donelson Pike
witness Nashville, TN 37214

AFFIDAVIT OF WITNESS TO PROVE WILL

Harry McNutt AND Harry McNutt after being duly sworn according to law, depose and say:

1. That they are adult citizens of Nashville, Davidson County, Tennessee.

2. That they witnessed the execution of the Last Will and Testament of Charles E. Haines, dated March 12, 2003, to which this affidavit is attached, and that this affidavit is being made at the request of the Testator, and in accordance with Tennessee Code Annotated 32-2-211.

C.E.H.
Initial

3. That their signatures are affixed to said Last Will and Testament, that they signed or affixed their name at the instance and at the request of the Testator and in his presence, and in the presence of each other, at the place and on the date recited in said Last Will and Testament.

4. That the Testator signed said paper writing as and for his Last Will and Testament in their sight and presence.

5. That at the time they witnessed said Will, the Testator was, in their opinion, of sound mind.

Harry McNutt

STATE OF TENNESSEE}
COUNTY OF DAVIDSON}

Subscribed and Sworn to before me this 12th day of March, 2003.

NOTARY PUBLIC AT LARGE

NOTARY PUBLIC

My commission expires: 5/20/06

Prepared by:
Harry McNutt
Attorney at Law
120 Donelson Pike, Suite 102
Nashville, TN 37214-2911
(615) 885-6400

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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 05 day of JANUARY , 2005 , in Case Number 05P16 between HAINES, TIMOTHY C. Petitioner, and HAINES, CHARLES 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 17 day of MAY 2010

RICHARD R. ROOKER, Clerk,

By _____ Deputy Clerk.

SEAL

RICHARD R. ROOKER CIRCUIT COURT CLERK