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LAST WILL AND TESTAMENT

OF

VIRGINIA N. MANN

11P.1252
FILED
2011 AUG 18 PM 2:41
RICHARD R. ROOKER, CLERK
D.C.

I, Virginia N. Mann, domiciled in Nashville, 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

I direct that all my just debts, my funeral expenses and the cost of the administration of my estate be paid prior to any distribution of this my Last Will and Testament.

I direct that any and all estate, inheritance or other taxes be paid prior to any distribution of this my Last Will and Testament.

ARTICLE II

I bequeath the following:

A. To my daughter, Melinda N. Carlyle, the portrait of her great grandmother, grandmother and grandfather.

B. To my granddaughters, Karyn S. Warf, Nicole S. Martin and Danielle S. White, in equal shares, my Certificate of Deposit located at Bank of America, Donelson branch.

ARTICLE III

All the rest, residue and remainder of my estate of whatsoever kind or nature, and wherever located, I give, devise and bequeath to my daughters, Sherry G. Gafford and Debbie G. Sweeney, in equal shares. There are certain items of furniture that each daughter would like to have, and it is my request that my Executrix distribute those items of furniture to the individuals. I have prepared a written list of the items to be given to each individual. In the event my daughters cannot distribute the remaining personal property, it is to be sold and the proceeds divided equally between my daughters.

ARTICLE IV

I authorize my Executrix and including any substitute or successor Executrix in the exercise of a 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 T.C.A. §35-50-109, 110 et seq., 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on the date of the execution of this will) are granted, notwithstanding that said statute may be amended hereafter or repealed at the time of my death.

I also grant to my Executrix or any substitute or successor Executrix the continuing, absolute, discretionary power to deal with any property, real or personal, held in my estate or in any trust, as freely as I might in the handling of my own affairs. Such power may be exercised independently and without the prior or subsequent approval of any court or judicial authority, and no person dealing with the Executor or Trustee shall be required to inquire into the propriety of any of their actions.

ARTICLE V

I hereby appoint my daughter, Debbie G. Sweeney, as Executrix of this my Last Will and Testament and direct that no bond be required for the faithful performance of her duties and I further direct that my Executrix not be required to file an inventory or final accounting for the faithful performance of her duties. In the event my daughter, Debbie G. Sweeney, should predecease me or be otherwise unable to serve, I hereby appoint my daughter, Sherry G. Gafford, to serve as Executrix and direct that no bond be required of her and the filing of inventory and final accounting is waived.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name to this my Last Will and Testament and for the purposes of identification I have initialed each such page, all in the presence of the persons witnessing it at my request on this the 2 day of December, 2005 at Nashville, Tennessee.

Virginia N. Mann
VIRGINIA N. MANN, TESTATRIX

The above instrument was this day presented to us and it was declared, published and acknowledged by Virginia N. Mann to be her Last Will and Testament, and she signed and subscribed same in our presence as and for her Last Will and Testament, and the undersigned, at her request and in her presence, and in the presence of each other, have signed and subscribed our names on this the 2nd day of Dec, 2005.

W. Wayne LeFlay
Witness

2720 Overhill Cir.
Address

Carolyn LeFlay
Witness

2720 Overhill Circle
Address

PAGE 3 OF MY LAST WILL AND TESTAMENT: Virginia N. Mann

AFFIDAVIT

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned Notary Public in and for said County and State _____ and _____, with whom I am personally acquainted, and who, after first being duly sworn, depose and say that they on this date executed the Last Will and Testament of Alice B. Boyd as attesting witnesses of said Will, and that the said Virginia N. Mann executed said Last Will and Testament in their presence and that the said Virginia N. Mann thereupon stated said instrument to be her Last Will and Testament and requested that the said _____ and _____ _____ signed the Last Will and Testament in his presence and in the presence of each other and that all three signatures appearing on the Last Will and Testament were affixed to said Last Will and Testament at one and the same time and in the presence of each other and on the date thereof and that on said date and at the time of the execution of said Last Will and Testament, it is our opinion that the said Virginia N. Mann was of sound mind and disposing memory, did not appear to be under any undue influence, was over eighteen (18) years of age and that they were over eighteen (18) years of age.

Carolyn LeRoy

W. Dayne LeRoy

Subscribed and sworn to before me, this the 2nd day of December, 2005.

BARBARA M. BARNES
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TN

Barbara M. Barnes
Notary Public

My Commission Expires:

X:\Wayne\Mann, Virginia\will.wpd

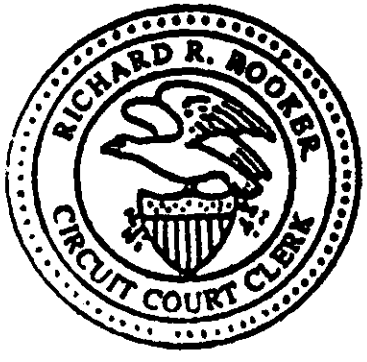
STATE OF TENNESSEE

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 18 day of AUGUST , 2011 , in Case Number 11P1252 between SWEENEY, DEBBIE G. Petitioner, and MANN, VIRGINIA N. 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 19 day of AUGUST 2011

RICHARD R. ROOKER, Clerk,

SEAL



By _____

Deputy Clerk