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BILL GARRETT, Davidson County
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This Instrument Prepared By:
THEODORE H. FAILEY, Attorney
1906 South Street
Nashville, Tennessee 37212

W I L L
OF
JAMES WILLIAM BALEY

I, James William Baley, reside in Davidson County, Tennessee and declare this to be my WILL. I revoke any previous Wills and Codicils.

FILED
2011 FEB 15 AM 10:06
RICHARD R. ROOKER, CLERK
D.C.

PART ONE

APPOINTMENTS AND IDENTIFICATIONS

1.01 CHILDREN. At the time of signing this Will I have one child, James W. Baley, Jr.

1.01 EXECUTOR. I appoint my son, James W. Baley, Jr., of Davidson County, Tennesse as my Executor.

PART TWO

DISPOSITIONS

2.01 GENERAL. I intend to dispose of all my property.

2.02 DISPOSITION. I give all my property to my son, James W. Baley, Jr.

PART THREE

ADMINISTRATION OF ESTATE

3.01 PAYMENT OF DEBTS AND TAXES. I direct that all my legally enforceable debts, funeral expenses, expenses of administration of my estate, and any federal estate and state inheritance taxes, including interest and penalties thereon, becoming payable because of my death be paid out of my estate.

3.02 POWERS OF EXECUTOR. (1) I give the Executor at any time acting powers as set forth in Tennessee Code Annotated, Section 35-50-110.

(2) In addition to the powers given to my Executor by law, I grant to my Executor the following powers with respect to my estate:

(a) To retain any property of my estate;

(b) To convey, sell, transfer, exchange, partition, mortgage, pledge, lease, assign, or otherwise dispose of, hypothecate, or

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deal with any and all properties in my estate;

(c) To borrow or lend money for such purposes and on such terms and conditions as my Executor deems appropriate;

(d) To invest and reinvest any assets, funds, properties, or income of my estate in such properties or investments as my Executor deems appropriate;

(e) To extend or renew any indebtedness upon such terms and for such time or times as my Executor deems appropriate;

(f) To settle claims in favor of or against my estate; and

(g) To continue the operation of any proprietorship, partnership, corporation, or other business owned by my estate, including the power to carry out and enforce the provisions of any agreement for the disposition of my interest in any such business enterprise, even though my Executor may be financially interested in such business or agreement.

My Executor may exercise these powers for any purpose and upon such terms, conditions, and limitations (whether or not to exist longer than the administration of my estate) which in the judgement of my Executor shall be in the best interest of my estate and the beneficiaries thereof.

(3) TIME AND METHOD OF DISTRIBUTION. Final distribution of my estate shall be made when my Executor determines the time to be appropriate. Prior thereto, partial distributions may be made whenever my Executor shall deem it advisable. Distributions may be made in cash or in kind, or partly in each, and for this purpose, the determination of my Executor as to the value of any property distributed in kind shall be conclusive.

3.03 BOND. My son, as Executor, shall be excused from furnishing bond.

3.04 ACCOUNTING. My son as Executor shall be excused from the responsibility of submitting an accounting to the Probate Judge.

3.05 LIABILITY OF EXECUTOR. The Executor shall be liable only for his own negligence or willful misconduct.

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3.06 EXECUTOR TO ACT IN UNSUPERVISED ADMINISTRATION. I direct that my son, as Executor, act in unsupervised administration so as to administer my estate with a minimum of court supervision.

I, James William Baley, the Testator, sign my name to this instrument, upon each page of which I have placed my initials or signature, this 8th day of August, 1990, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my last WILL and that I sign it willingly, that I execute it as my free and voluntary act for the purposes therein expressed, and that I am eighteen (18) years of age or older, of sound mind, and under no constraint or undue influence.

James William Baley,
Testator

We, THEODORE H. PAILET and SHIRLEY A. JAYNES the Witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority that James William Baley, the Testator, on the above date signed, published, and declared this instrument to be his last WILL and that he signed it willingly in the presence of each of us, and at the same time we, at his request, in his presence, and in the presence of each other, sign this WILL as witness to the Testator signing, and that to the best of our knowledge the Testator is eighteen (18) years of age or older, of sound mind, and under no constraint or undue influence and that each of said witnesses is at least twenty-one (21) years of age.

Theodore H. Pailet of Nashville, Tn
Witness City and State

Shirley A. Jaynes of Nashville, Tn.
Witness City and State

Subscribed, sworn to and acknowledged before me by the said James William Baley, the Testator, and subscribed and sworn to before me by T. H. Pailet and S. A. Jaynes witnesses, this 8th day of August, 1990.

Ted W. Johnson
Notary Public

My commission expires: 9/29/93

THIS IS PAGE THREE OF MY THREE PAGE WILL.

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 15 day of FEBRUARY , 2011 , in Case Number 11P228 between BALEY JR., JAMES W. Petitioner, and BALEY, JAMES WILLIAM 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 14 day of OCTOBER 2011

RICHARD R. ROOKER, Clerk,

SEAL

By _____
Deputy Clerk