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D.C.

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RICHARD R. ROOKER, Clerk
By _____ Deputy

LAST WILL AND TESTAMENT

OF

WILLA MAE MAJORS

I, **Willa Mae Majors**, of **Nashville, Davidson County Tennessee**, hereby make, publish and declare this to be my Last Will and Testament and revoke all previous wills and codicils made by me.

Section 1. Identification of Family

1.01 My deceased husband's name is Richard Majors. All references in this will to my wife or my spouse, whether or not specifically named, shall mean only my deceased husband Richard Majors.

1.02 The names of my children now living are Henderson S. Majors, Steven Buchanan, and Fernando Kimbro. All references in this will to my children shall mean these children and any other children subsequently born to or lawfully adopted by me. Any reference in this will to my issue shall mean my children and their issue. I now have no deceased children.

Section 2. Nomination of Executor

2.01 I hereby nominate my son, Henderson Majors to serve as my Executor. Should this person be unable or unwilling at any time to serve as my Executor, I nominate Tamica Majors of Nashville Tennessee to serve as my Executor. Should both of the

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persons named above be unable or unwilling at any time to serve as my Executor, I nominate Steven Buchanan of Nashville Tennessee to serve as my Executor.

2.02 I direct that my Executor, and any successor thereto, be permitted to serve without bond in any jurisdiction.

Section 3. Specific and General Gifts

3.01 Bequest of Personal Effects. I give, devise and bequeath my items of tangible personal property, including furniture, jewelry, artwork, household furnishings, automobiles, and other personal effects, together will all policies of insurance on such effects to my living children in equal shares, My Executor is authorized to take the joint receipt of my children for this bequest, and it shall not be required to see the division among them. However, in the event my children are unable to agree on a division of such effects, my Executor shall be responsible for diving such effects among my children; and the decision of my Executor in this regard shall be final and binding on all concerned. The reasonable cost of packing, shipping and storing all of my personal household effects shall be charged against my estate as an expense of administration.

3.02.Specific Bequest of Real Property. I give my residence located at 3800 Lake Aire Drive, Nashville, Tennessee 37217, (subject to any debt secured by a mortgage, pledge or similar encumbrance on such property) to my son, Henderson Scott Majors, if he survives me. If my said son does not survive me, then this gift shall lapse and shall be distributed as a part of my residuary estate.

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3.03 Specific direction as to Robert Earl. Robert Earl is the son of my deceased husband. He is no relation of mine and it is my specific wish and intention that he not take from my estate nor benefit in any way from my death.

Section IV. Disposition of Residuary Estate

4.01 The balance of my residuary estate shall consist of all property or money owned by me at the time of my death and not otherwise effectively disposed of in this will, including all insurance proceeds or other death benefits that are payable to my estate but excluding any property over which I may have a power of appointment, less all valid claims asserted against my estate and all expenses incurred in administering my estate, including expenses of administering nonprobate assets.

4.02 I direct that my Executor shall distribute the entire residue of my estate to my children in equal shares, with the issue of a deceased child of mine representing such deceased child, *per stirpes*. In the event that a child of mine predeceases me without issue then living, the share of such deceased child shall be distributed pro rata to my other children, with the issue of the other deceased child of mine representing such deceased child, per *stirpes*. The share for any issue of a deceased child of mine shall be held in trust for the benefit of such issue by the executor as trustee, such trustee being vested with all applicable powers under Tennessee Code Annotated 35-50-110, such powers being incorporated herein. The trustee shall distribute the income and corpus to such issue as the trustee shall determine. When any such issue attain the age of twenty-one (21) the share for such issue shall be distributed outright and free of trust to such issue. If any issue shall

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die before attaining the age of twenty-one (21) the share for such issue shall be distributed outright and free of trust to such issue. If any issue shall die before attaining the age of twenty-one (21), the share for such issue shall pass to such issue's estate.

4.03 Alternate Disposition if Children and Issue deceased. If all of my children and their issue fail to survive me, I direct that my Executor shall divide the entire residue of my estate into two equal shares. One share shall be distributed by my Executor among such persons, and in such proportions, as would inherit from my spouse as if my spouse died intestate, unmarried, and a resident of Tennessee while owning such property. The remaining share shall be distributed among such persons, and in such proportions, as would inherit from me if I died instestate, unmarried, and a resident of Tennessee while owning such property.

Section V. General Powers of Executor

5.01 My Executor, and any successor thereto, shall have all of the powers granted to Executors and fiduciaries under the probate code and other applicable laws of the state Tennessee, including the power to execute any joint or individual tax return on my behalf or on behalf of my estate.

5.02 My Executor shall be entitled to reasonable compensation for services actually performed and to reimbursement of expenses properly incurred.

5.03 My Executor shall have, in addition to any other powers, the power to invest, reinvest, sell, mortgage, lease or otherwise transfer or dispose of any part or all of my estate, without the necessity of obtaining prior or subsequent court approval.

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5.04 My Executor may make distributions either in cash or in kind. Distributions in kind may be made at the discretion of my Executor. My Executor may make any distributions under this will either (1) directly to the beneficiary, (2) in any form allowed by applicable state law for gifts or transfers to minors or persons under disability, (3) to the beneficiary's guardian, conservator, or caregiver for the benefit of the beneficiary, or (4) by direct payment of the beneficiary's expenses.

Section 6 Construction and Definitions

The following rules and definitions shall apply in the construction of this instrument and in the administration of my estate:

6.01 Any reference to "child," "children," or "issue," shall be construed as including all persons who are descended from the person referred to under the intestacy laws of the state of Tennessee, as those laws exist on the date of my death. An adopted child or issue shall be considered as descended from the person referred to only if such child or issue was adopted prior to age 18. A child in gestation who is later born alive shall be considered as a living child throughout the period of gestation. The term "issue" includes "child."

6.02 When an interest is given to the issue of a deceased person, distributions shall be made by representation whereunder the issue of the deceased person take and share equally the share of the estate that would have been taken by deceased person if he or she were alive.

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6.03 Any reference to my "Executor" in whatever form refers to the person, persons, or institution then acting as the Executor of my estate.

6.04 If any devisee or other beneficiary under this will dies within 10 days after my death or under such circumstances where there is insufficient evidence in the judgment of my Executor to determine whether such person has died within 10 days after my death, the devisee or beneficiary shall be deemed to have failed to survive me.

6.05 All questions as to the validity and construction of this will shall be governed by the laws of the state of Tennessee.

6.06 The term "estate and death taxes" shall mean all estate, inheritance, transfer, succession, or other taxes or duties payable by reason of my death, including interest and penalties thereon.

Section 7. Payment of Taxes and Expenses

7.01 I direct my Executor to pay the expenses of administering my estate, the expenses created by reason of my death, and all estate and death taxes payable with respect to property includable in my gross estate or taxable by reason of my death, whether or not such property is part of my probate estate and whether or not such taxes are payable by my estate or by the recipient of any such property. Such taxes and expenses should be paid out of my residuary estate without apportionment.

IN WITNESS WHEREOF, I hereby subscribe my name to this instrument this 17th day of December, 2010 Nashville, Tennessee.

Testator

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The foregoing instrument, consisting of ___ pages of which this is the last, was on the 17th day of December, 2010 signed and published by Willa Mae Majors Henderson, the testator, and declared by the testator to be her Last Will and Testament in the presence of each of us, who, at the testator's request and in the testator's presence, and in the presence of each other now subscribe our names as witnesses.

signature of witness

Shawna Powell
2305 Edencrest Dr
Antioch, TN. 37013
Name and address of witness

signature of witness

Sylvia Buchanan
149 N. 6th street
Nashville, TN 37206
Name and address of witness

STATE OF Tennessee

COUNTY OF Davidson

We, Willa Mae Majors, Shawna Powell, and Sylvia Buchanan the testator and the witnesses, respectively, whose names are signed to the attached or foregoing instrument, being first duly sworn, do hereby declare to the undersigned authority that the testator signed and executed the instrument as her last will and that he had signed willingly (or directed another to sign for him), and that he executed it as her free and voluntary act for the purposes therein expressed; and that each of the witnesses,

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in the presence and hearing of the testator, signed the will as witness and that to the best of his or her knowledge the testator was at the time 18 or more years of age, of sound mind and under no constraint or undue influence.

Willa Mae Majors

Witness

Witness

Subscribed, sworn to and acknowledged before me by Willa Mae Majors the testator, and subscribed and sworn to before me by [illegible] and [illegible] witnesses, this 17 day of December, 2010.

Sylvia Buchanan

(SEAL)

Notary Public

SYLVIA BUCHANAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires September 9, 2014

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 04 day of AUGUST , 2011 , in Case Number 11P1065 between MAJORS, HENDERSON SCOTT Petitioner, and MAJORS, WILLA MAE ET.AL 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 04 day of OCTOBER 2012

RICHARD R. ROOKER, Clerk,

By _____
Deputy Clerk

SEAL

