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RICHARD R. ROOKER, CLERK
D.C.

LAST WILL AND TESTAMENT

OF

SHERRYLL COOPER COTE

Dated: August 26, 2011

Prepared by:

Honeycutt, Guin & Hooper, PLLC
20 Music Circle East
Nashville, TN 37203
615-244-0749

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LAST WILL AND TESTAMENT

OF

SHERRYLL COOPER COTE

I, Sherryll Cooper Cote, a resident of and domiciled in the State of Tennessee, make, publish and declare this to be my Last Will and Testament, revoking all wills and codicils at any time heretofore made by me.

FIRST: I direct that the expenses of my last illness and funeral, the expenses of the administration of my estate, and all estate, inheritance and similar taxes payable with respect to property included in my estate, whether or not passing under this will, and any interest or penalties thereon, shall be paid out of my residuary estate, without apportionment and with no right of reimbursement from any recipient of any such property.

SECOND: It is my desire that, upon my death, my body be cremated.

THIRD: I give all real estate owned by me at the time of my death, and all rights that I have under any related insurance policies, to my husband William Earnest Cote, if he survives me.

FOURTH: I give all tangible personal property owned by me at the time of my death, including without limitation personal effects, clothing, jewelry, furniture, furnishings, household goods, automobiles and other vehicles, and all rights that I have under any related insurance policies, to my husband William Earnest Cote, if he survives me, or if he does not survive me, to those of my children Brandt Lee Vaupel and Connie Vaupel Overbey and grandchildren Cooper Vaupel and Sarah Vaupel who survive me, in substantially equal shares, to be divided between them as they shall agree, or if they cannot agree, as my Executor shall determine.

FIFTH: I give the sum of Five Thousand Dollars ($5,000.00) to Nashville Humane Association, for its charitable purposes.

SIXTH: I give all the rest, residue and remainder of my property and estate, both real and personal, of whatever kind and wherever located, that I own or to which I shall be in any manner entitled at the time of my death (collectively referred to as my "residuary estate"), as follows:

(a) If my husband William Earnest Cote survives me, to my husband outright.

(b) If my husband does not survive me, then to those of my children Brandt Lee Vaupel and Connie Vaupel Overbey and grandchildren Cooper Vaupel and Sarah

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Vaupel who survive me, and to the issue who survive me of those of my children and grandchildren who predecease me, per stirpes.

(c) If my husband does not survive me and there shall be no issue of mine then living, I give my residuary estate to those who would take from me as if I were then to die without a will, unmarried and the absolute owner of my residuary estate, and a resident of the State of Tennessee.

SEVENTH: If any property of my estate vests in absolute ownership in a minor or incompetent, my Executor, at any time and without court authorization, may: distribute the whole or any part of such property to the beneficiary; or use the whole or any part for the health, education, maintenance and support of the beneficiary; or distribute the whole or any part to a guardian, committee or other legal representative of the beneficiary, or to a custodian for the beneficiary under any gifts to minors or transfers to minors act, or to the person or persons with whom the beneficiary resides. Evidence of any such distribution or the receipt therefor executed by the person to whom the distribution is made shall be a full discharge of my Executor from any liability with respect thereto, even though my Executor may be such person. If such beneficiary is a minor, my Executor may defer the distribution of the whole or any part of such property until the beneficiary attains the age of eighteen (18) years, and may hold the same as a separate fund for the beneficiary with all of the powers described in Article NINTH hereof. If the beneficiary dies before attaining said age, any balance shall be paid and distributed to the estate of the beneficiary.

EIGHTH: I appoint my husband William Earnest Cote to be my Executor. If my husband does not survive me, or shall fail to qualify for any reason as my Executor, or having qualified shall die, resign or cease to act for any reason as my Executor, I appoint Carylon Killebrew as my Executor. I direct that no Executor shall be required to file or furnish any bond, surety or other security in any jurisdiction.

NINTH: I grant to my Executor all powers conferred on executors under Tennessee Code Annotated Section 35-50-110, as amended, or any successor thereto, and all powers conferred upon executors wherever my Executor may act. I also grant to my Executor power to retain, sell at public or private sale, exchange, grant options on, invest and reinvest, and otherwise deal with any kind of property, real or personal, for cash or on credit; to borrow money and encumber or pledge any property to secure loans; to exercise all powers of an absolute owner of property; to compromise and release claims with or without consideration; and to employ attorneys, accountants and other persons for services or advice. I recommend that all of my charitable gifts, bequests and devises be made, to the extent possible, from "income in respect of a decedent" as that term is defined under U.S. income tax law.

The term "Executor" wherever used herein shall mean the executors, executor, executrix or administrator in office from time to time. The term "Executor" wherever used herein shall mean the trustees or trustee in office from time to time. Each Executor and Trustee shall have the same rights, powers, duties, authority and privileges, whether or not discretionary, as if originally appointed hereunder.

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TENTH: If any beneficiary under this will and I die in a common accident or under circumstances in which it is difficult or impractical to determine who survived the other, such beneficiary shall be deemed to have predeceased me.

IN WITNESS WHEREOF, I, Sherryll Cooper Cote, sign, seal, publish and declare this instrument as my last will and testament this 26th day of August, 2011.

Sherryll Cooper Cote

Sherryll Cooper Cote

The foregoing instrument was signed, sealed, published and declared by Sherryll Cooper Cote, the above-named Testatrix, to be her last will and testament in our presence, all being present at the same time, and we, at her request and in her presence and in the presence of each other, have subscribed our names as witnesses on the date above written.

Lloyd Hitt

residing at

30948 St. Hwy BB
Advance Mo. 63730

Jim Johnson

residing at

1512 Gartland Ave
Nashville TN 37206

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AFFIDAVIT

STATE OF TENNESSEE, COUNTY OF DAVIDSON

We, _____ and _____, the undersigned, being first duly sworn, do hereby declare to the undersigned authority that the Testatrix, Sherryll Cooper Cote, signed and executed said instrument as her last will and testament in the presence and hearing of the witnesses, and that she stated that said instrument was her last will and testament, and that she had signed willingly, and that she executed it as her free and voluntary act and deed for the purposes therein expressed, and that each of the witnesses at the request of the Testatrix, in the presence and hearing of the Testatrix and each other, signed the will as witness, and that to the best of his or her knowledge the Testatrix was at the time at least eighteen years of age, of sound mind and under no constraint, duress, fraud or undue influence.

_____
Sherryll Cooper Cote
Testatrix

_____
Witness

_____
Witness

Subscribed, sworn to and acknowledged before me by the said Sherryll Cooper Cote, Testatrix, and subscribed and sworn to before me by the said

as witnesses, this 6th day of August, 2011.

_____
Notary Public
My commission expires on 8/6/2014

BEVERLY M. HOBBS
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TN

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 21 day of MARCH , 2012 , in Case Number 12P467 between COTE, WILLIAM EARNEST Petitioner, and COTE, SHERRYLL COOPER 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 JANUARY 2013

RICHARD R. ROOKER, Clerk,

By _____

Deputy Clerk

SEAL

