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FILED
OCT 12 2011
RICHARD R. ROOKER, Clerk
By _____ Deputy
1423

LAST WILL AND TESTAMENT OF JOHN MARK WEHNER, III

I, John Mark Wehner, III, a resident of Davidson County, Tennessee, being of sound mind and disposing memory and realizing the uncertainty of life, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all former Wills and Codicils to Wills heretofore made by me.

FIRST: I direct that those in charge of my estate pay my funeral and burial expenses from the first money coming into their hands, and I direct that they not be required to file with the Court an inventory of the assets of my probate estate, nor be required to file an inventory or a final accounting of the receipts and disbursements.

Further, I hereby direct that my Wife, Mary Leland Wehner, shall have full authority and responsibility for making my funeral arrangements and being in charge of all aspects of my funeral and burial.

SECOND: If those in charge of my estate find any memorandum hand-written by me and signed by me, and attached to this Will, designating persons to whom I desire to give certain of my articles of personal property, not otherwise disposed of by this Will, I direct that said articles be delivered to the persons so designated in such memorandum. Any such hand-written and signed memorandum shall be deemed a part of this Will, by reference, as if fully copied herein. If no such hand-written, signed memorandum be found attached to this Will, those in charge of my estate shall assume that none exists, and I hereby direct that my Wife, Mary Leland Wehner, shall have full authority to divide and

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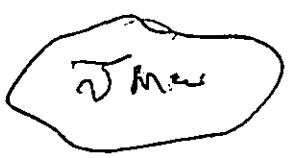
distribute all of my articles of personal property.

THIRD: Statement of My Assets and Debts:

I have bank accounts at Renasant bank, and I have investments that are managed by Janney Montgomery Scott, LLC. Additionally, my marital residence is a house and lot located at 31 Erwin Ct., Nashville, Davidson County, Tennessee. And, I own articles of personal property, including musical instruments, certain items of furniture, and art. I have articles of personal property that I owned before my marriage to my Wife, Mary Leland Wehner, and some that I acquired during my marriage to my Wife, Mary Leland Wehner. My Wife, Mary Leland Wehner, knows which articles of personal property I owned before the marriage and which ones I acquired during the marriage. If there is no hand-written, signed memorandum by me and attached to this Will, those in charge of my estate shall assume that none exists, and I hereby direct that my Wife, Mary Leland Wehner, shall have full authority to divide and distribute all of my articles of personal property.

There is a 1st and 2nd mortgage on my marital residence located at 31 Erwin Ct., Nashville, Davidson County, Tennessee. The first mortgage is with Wells Fargo Home Loans in the approximate amount of $400,000, with a monthly payment of approximately $3,000, and, the second mortgage is with Bank of Nashville in the approximate amount of $160,000, with an interest-only monthly payment of $775.00.

FOURTH: I hereby direct that the house located at 31 Erwin Ct., Nashville, Davidson County, Tennessee, does not have to be sold until my wife, Mary Leland



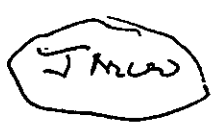
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Wehner, elects to sell said house. It is my intent and desire that my Wife, Mary Leland Wehner, shall be allowed to live in the house as long as she wants to. I therefore, give, will, devise, and bequeath to my Wife, Mary Leland Wehner, a life estate in my real property located at 31 Erwin Ct., Nashville, Davidson County, Tennessee, and direct that my Wife, Mary Leland Wehner, shall be responsible for paying the monthly payments for the first mortgage and the second mortgages, along with the property taxes, property insurance, utilities, repairs, and maintenance.

Upon the house being sold, the first and second mortgages shall be paid off and the net proceeds shall be divided as follows: One-half (50%) to my Wife, Mary Leland Wehner, One-fourth (25%) to my Daughter, Amanda Atterbury Wehner, and One-fourth (25%) to my Son, John Philipp Wehner. However, if either of my children shall not have reached the age of Thirty-Five (35) at the time of my death, then I hereby direct that the share(s) belonging to my child that has not reached the age of Thirty-Five (35) shall be held in the separate, individual testamentary trusts established herein, and the share belonging to my child that has reached the age of Thirty-Five (35) shall be paid to that child immediately.

FIFTH: I hereby give, will, devise, and bequeath to my Wife, Mary Leland Wehner, Thirty Thousand Dollars ($30,000).

SIXTH: I hereby give, will, devise, and bequeath Thirteen Thousand Dollars ($13,000) to my son, John Philipp Wehner. Prior to my death, I have given my daughter this amount and I want to my son to receive this amount from my estate.



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SEVENTH: I have articles of personal property that I owned before my marriage to my Wife, Mary Leland Wehner, and some that I acquired during my marriage to my Wife, Mary Leland Wehner. My Wife, Mary Leland Wehner, knows which articles of personal property I owned before the marriage and which ones I acquired during the marriage. I hereby direct that my Wife, Mary Leland Wehner, shall have full authority to divide and distribute all of my articles of personal property.

EIGHTH; I hereby give, will, devise and bequeath all of my intellectual property, including all of my interests, financial or otherwise, related to my music and songs, to my Wife, Mary Leland Wehner, without restrictions, such that she is the copyright owner and receives both my writer and publisher share of any completed works or any works that might be created from unfinished works. Also, I hereby give, will, devise and bequeath to my Wife, Mary Leland Wehner, all of my share and interest in the project currently known as "Only The Best" or "Nashville Center Stage". I also direct that my Wife, Mary Leland Wehner, becomes the sole executive producer and has 100% of the rights afforded the executive producers as per the contract.

NINTH: All the rest, residue, and remainder of my estate, including real property, personal property, and / or mixed property, wheresoever the same may be located, and also including the net proceeds from the sale of my interest in my marital residence located at 31 Erwin Ct., Nashville, Davidson County, Tennessee, as well as my interest in the Coco and Paco LLC, I hereby give, will, devise and bequeath in equal shares to my two children,

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Amanda Atterbury Wehner, and John Philipp Wehner.

TENTH: If either of my children shall not have reached the age of Thirty-Five (35) at the time of my death, then I hereby direct that their share(s) from my estate shall be held in separate, individual trusts for each of my children that have not yet reached the age of Thirty-Five (35), and to be held, managed, used and disposed of upon the below-listed terms. And, if any of my children have reached the age of Thirty-Five (35) at the time of my death, then their share shall be paid to that child immediately.

Trustee. I appoint my sister, Meredith Luckewicz, as the Testamentary Trustee of the trust(s) for my children established in this Will without bond.

Purpose of Trust. The primary purpose of the trust(s) shall be to preserve the assets and provide emergency maintenance, necessaries, and support for my child(ren) as beneficiary of their own separate, individual trusts. The Trustee shall have sole discretion and authority to determine what expenditures shall be made in behalf of each beneficiary to carry out the purpose of the trust(s), taking into consideration the beneficiary's age, education completed, individual needs, and resources.

Powers of Trustee. It is my desire the Trustee shall have broad and liberal powers in the management of the Trust. The Trustee shall be vested with the authority to sell or purchase real estate, personal property or mixed property, to purchase insurance and to make investments with any assets in the Trust, without having to have Court approval. In addition, the Trustee shall hold title to the properties bequeathed in Trust, invest and/or

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manage the same with the powers and authorities herein conferred upon the Trustee, and out of the income derived therefrom shall pay all of the expenses of maintaining and executing the Trust hereby created. The Trustee shall be empowered in the exercise of reasonable discretion with respect to all property, real and personal, at any time forming a part of my Trust estate, to exercise any of the duties, powers and discretions provided by statute for fiduciaries in Tennessee Code Annotated, Section 35-50-110, to the extent applicable, all of which provisions and powers are incorporated herein by reference.

Encroachment on Corpus. The Trustee may encroach upon the corpus of the trusts if it should become necessary to carry out the purposes for which the trusts was established.

Spendthrift Provision. All payments or distributions to the beneficiaries of the trusts created by this Will shall not be grantable, transferable or otherwise assignable in anticipation of the payment thereof, in whole or in part, by voluntary or involuntary acts of such beneficiaries, including, without limiting the foregoing, claims for alimony or support of dependents; and any and all of the income and/or principal under any trusts herein created shall be transferable, payable and deliverable only to the beneficiaries designated hereunder, or for their use or benefit, at the time of such transfer, deliver or payment.

Termination of Trust. The respective trusts for each of my children shall cease and terminate upon the Thirty-Fifth (35) birthday of each of my children at which time the Trustee shall distribute all of the trust's assets to the beneficiary of the trust.

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ELEVENTH: I nominate, designate and appoint my Wife, Mary Leland Wehner, as the Executrix of this my Last Will and Testament without the necessity of bond, inventory or accountings. And, if she is unable to serve, then I hereby nominate, designate and appoint my sister, Meredith Luckewics, as the Successor Executrix of this my Last Will and Testament without the necessity of bond, inventory or accountings.

IN WITNESS WHEREOF, I have hereunto set my hand and signed each of the six pages of this my Last Will and Testament, this 10 day of August 2011 at Nashville, Tennessee.

JOHN MARK WEHNER, III, - Testator

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ATTESTATION CLAUSE

Signed, signified, published and declared by the Testator, as and for his Last Will and Testament, in the presence of us, the undersigned attesting witnesses, who at her request and direction, and in his sight and presence and in the sight and presence of each other, have hereunto set our hands as such witnesses the day and date above written.

(Signature) Katina Dees

(Address) 5812 Deer Estates Dr
Nashville, TN 37221

WITNESSES

(Signature) Allen's Whitsons

(Address) 3900 Woodmont Blvd.
Nashville, TN 37215

This instrument was prepared by:
Richard Hedgepath, Attorney
810 Dominican Dr.
Nashville, TN 37228
(615) 268-6575

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AFFIDAVIT OF WITNESS TO PROVE WILL

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Katherine A. Dread and Alexis Dow Whitcomb

of legal age and after being duly sworn and according to law, depose and say:

1. That they witnessed the execution of the Last Will and Testament of John Mark Wehner, III, dated this 10th day of August 2011, 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 32-2-110.

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

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

That at the time they witnessed said Last Will and Testament, the Testator was, in their opinion, of sound mind and disposing memory.

RICHARD HEDGEPATH JR. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Witness Katherine A Dread

Witness Alexis Whitcomb

Sworn to and subscribed before me this 10 day of August 2011, at Nashville, Tennessee.

NOTARY PUBLIC

My commission expires: 4-6-2014

JMW

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 ORIGINAL WILL FILED heretofore entered in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 12 day of OCTOBER , 2011 , in Case Number 11P1423 between WEHNER, MARY LELAND Petitioner, and WEHNER III., JOHN MARK 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 21 day of FEBRUARY 2013

RICHARD R. ROOKER, Clerk,

By _____
Deputy Clerk

SEAL