Copy

13p1490

BILL GARRETT, Davidson County
Trans:T20140009014 WILL
Recvd: 02/07/14 12:17 10 pgs
Fees:52.00 Taxes:0.00
20140207-0011000

LAST WILL AND TESTAMENT
OF
MAX THURMOND

FILED
OCT 4 2013
RICHARD R. ROOKER, Clerk
By ____ D.C.

I, MAX THURMOND, a resident of Davidson County, Tennessee, and a citizen of the United States, make, publish and declare this to be my Last Will and Testament, revoking all former Wills and Codicils made by me.

I am married to CAROLYN THURMOND; references to wife in this document shall refer to CAROLYN THURMOND.

ARTICLE I
APPOINTMENT OF EXECUTOR

1. Executor: I appoint ANNETTE HAWKINS to be the Executrix of this my Last Will and Testament, and direct that no bond shall be required of my Executrix in any jurisdiction. If ANNETTE HAWKINS is unable to serve I appoint MICHAEL E. THURMOND to be the Executor of this my Last Will and Testament, and direct that no bond shall be required of my Executor in any jurisdiction. If MICHAEL E. THURMOND is unable to serve I appoint SUZANNNE THURMOND to be the Executrix of this my Last Will and Testament, and direct that no bond shall be required of my Executrix or Executor in any jurisdiction.

Should an ancillary administration of my estate be necessary, I authorize my Executor to appoint an ancillary administrator who shall be vested with all of the powers granted to my fiduciaries in my Will and shall also serve without bond, unless any named Executor should determine bond to be desirable.

ARTICLE II
DISPOSITION OF ESTATE

1. Personal Effects: I give and bequeath certain items of my personal and household effects to those persons designated in a separate writing that may be in existence at the time of my death, which will be written entirely in my own handwriting and signed and dated by me, and which will describe the items and the legatees with reasonable certainty. If no separate writing

M.M

Copy

or list is found and properly identified by my Executor within sixty (60) days after my Executor's qualification as such, it shall be presumed that no such separate writing exists, and any subsequently discovered separate writing or list shall be ignored. In the event any person named in such separate writing shall predecease me, then the bequest made to such person shall lapse and become null and void.

2. Residuary Estate. **If my wife dies before I do,** I give all of my property as follows:

to ANNETTE HAWKINS: one-third (1/3) of my residuary estate;
to MICHAEL E. THURMOND: one-third (1/3) of my residuary estate;
to SUZANNNE THURMOND: one-third (1/3) of my residuary estate.

If my Wife survives me, I hereby bequeath the remainder of my estate to ANNETTE HAWKINS to hold as Trustee of the CAROLYN THURMOND Supplemental Needs Trust. If ANNETTE HAWKINS is unable to serve I appoint MICHAEL E. THURMOND to be the Trustee. If MICHAEL E. THURMOND is unable to serve I appoint SUZANNNE THURMOND to be the Trustee. Neither ANNETTE HAWKINS, nor MICHAEL E. THURMOND, nor SUZANNNE THURMOND shall be required to post a bond in their service as Trustee of this Supplemental Needs Trust.

This trust continues for the life of CAROLYN THURMOND as "Beneficiary" and is not revocable. The Trustee shall hold, manage, and distribute the trust estate for the benefit of the Beneficiary as follows:

Supplemental Needs of Beneficiary. The Beneficiary of this trust suffers from a disability that substantially impairs her ability to provide for her own care and custody and constitutes a substantial handicap. The purpose of this trust is to supplement, not supplant, the public benefits that would be available to the Beneficiary if this trust did not exist. This trust cannot be used to pay for or reimburse the cost of Beneficiary's care provided by governmental or private funds which care would not be available if the Beneficiary had no assets. It is the express purpose of this trust that its assets be used only to supplement other benefits received by the Beneficiary.

M.T.

Copy

Supplemental Needs Trust Distributions. The beneficial interest in this trust shall in no way affect the Beneficiary's entitlement to any Social Security benefits, disability benefits, SSI, Medicare, Medicaid, other governmental benefits, or benefits from any private agency providing services or benefits to elderly, handicapped or disadvantaged persons. Rather, it is the express purpose of this trust that the assets of this trust shall be used only to supplement all such benefits available to the Beneficiary.

Restriction on Distributions. Consequently, the Trustee shall make no payments to or for the benefit of the Beneficiary that might threaten or jeopardize the Beneficiary's eligibility for such benefits, or that might cause all or a portion of the assets in this trust to be counted as a resource for Medicaid or other similar programs, or which would result in the Beneficiary being disqualified from receiving benefits from any type of assistance program, whether public or private.

Trustee's Sole, Absolute, and Uncontrolled Discretion. Accordingly, any provisions in this trust providing for distributions to or for the benefit of the Beneficiary, including any incremental terminating distributions to the Beneficiary, shall be subject to the foregoing limitations.

Subject to the foregoing, the Trustee shall be authorized to pay to or apply for the benefit of the Beneficiary as much of the trust net income and principal as the Trustee, in the Trustee's sole, absolute, and uncontrolled discretion, considers necessary or advisable from time to time to meet the Beneficiary's supplemental needs. Any income not distributed shall be accumulated and added to principal.

As used in this instrument, "supplemental needs" are the requisites for maintaining the Beneficiary's good health, safety, and welfare when, in the Trustee's discretion, such requisites are not being provided by any public agency, office, or department of any city, county, or state government; the federal government; or any private agency. "Supplemental needs" may include,

M.R.

Copy

but are not limited to the following: (a) dental care; recreation and entertainment; special equipment and programs of training, education and treatment supplemental to those that the beneficiary is entitled to receive under a government assistance program; (b) therapy (including physical, occupational, and speech therapy); rehabilitation services; special equipment such as splints, braces, and wheelchairs; programs of training, education, and treatment; transportation services (including purchase of a vehicle and adaptation for disability); psychological services; specialized dietary needs; attendant and companion care; educational aides; and recreation and entertainment. The intent of this trust is to preserve and ensure the Beneficiary's good health, safety, and welfare. Consequently the availability of public benefits to pay for a specific need shall not deprive the Trustee of the authority, in the Trustee's discretion, to make distributions of trust assets for the specific need, even if the distributions cause the loss of public benefits.

If a claimant attempts to reach the Beneficiary's interest at time of distribution, the Trustee may transfer that distribution to third parties who will provide services or benefits to the Beneficiary or the Beneficiary's dependents in any manner that the Trustee decides in the Trustee's sole discretion.

Authority to Purchase Residence. The Trustee may purchase and maintain real estate as an asset of the trust. In addition, the Trustee is specifically authorized to purchase and maintain as a trust asset a home for the beneficiary on terms that the Trustee considers advisable, including purchase money financing. If the Beneficiary is permitted to reside in the premises, arrangements shall be made in the Trustee's discretion to ensure the Beneficiary's continued eligibility for public benefits. Such arrangements include charging rent to the Beneficiary when necessary to maintain the beneficiary's eligibility for Supplemental Security Income (SSI).

Spendthrift Provision. No interest in the principal or income of this trust shall be anticipated, assigned or encumbered, or shall be subject to any creditor's claim or to legal process, prior to its actual receipt by the Beneficiary. It is my intent that because this trust is to be conserved and maintained for the supplemental benefit of the Beneficiary, no part of the corpus, principal or undistributed income shall be subject to the claims of voluntary or

M.R.

Copy

involuntary creditors for the provision of care and services, including residential care, by any public or governmental entity, office, department, or agency. For purposes of determining the Beneficiary's eligibility for such benefits, no part of the principal or income of the trust estate shall be considered available to the Beneficiary. It is my express intent that the assets of this trust shall at all times be free of the claims of all governmental bodies.

If a claimant attempts to reach the Beneficiary's interest at time of distribution, the Trustee may transfer that distribution to third parties who will provide services or benefits to the Beneficiary or the Beneficiary's dependents in any manner that the trustee decides in the trustee's sole discretion.

Termination of Trust. Upon the death of the Beneficiary, this trust shall terminate and the Trustee shall distribute the remaining assets as is provided for residuary beneficiaries in Article II of this Will.

ARTICLE III

DEBTS, ADMINISTRATION EXPENSES AND TAXES

1. Payment of Debts and Administration Expenses: My Executor in the Executor's sole discretion may pay my legal debts, including funeral expenses, the cost of a suitable monument, unpaid charitable pledges (whether or not they are enforceable obligations of my estate), and costs of administration of my estate, and I hereby authorize my Executor, in case of any claim made against my estate, to settle and discharge the same in the absolute discretion of my Executor.

In the event any property or interest in property passing under this Will, or by operation of law, or otherwise by reason of my death shall be encumbered by a mortgage or lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not mandatorily be charged to or paid by my estate, but that my Executor shall have absolute discretion as to whether said indebtedness shall be paid either in whole or in part.

MR.

Copy

I direct that the proceeds of my life insurance payable to my estate or my Executor may, in the sole discretion of the Executor, be used for the payment of debts or taxes.

(a) Payment of Taxes: I direct that my Executor pay as an expense of administration, without apportionment against the share of any beneficiary, all transfer, estate, inheritance, succession and other death taxes (including the supplemental estate tax on qualified plan benefits, but not including generation-skipping taxes), together with any interest or penalty thereon, payable by reason of my death, whether in respect of property passing under this Will or otherwise (exclusive of any tax imposed as a result of Sections 2036, 2041 or 2044 of the Internal Revenue Code, or a corresponding provision of state law). Any generation-skipping tax resulting from a transfer occurring under this Will shall be charged to the property constituting the transfer in the manner provided by applicable law, and any tax attributable to property included in my estate under Sections 2036, 2041 or 2044 of the Internal Revenue Code shall be apportioned against and paid by the persons in possession thereof or benefitted thereby, in the manner provided by law.

ARTICLE IV
POWERS OF EXECUTOR

My Executor, including any substitute or successor thereto, in the exercise of reasonable discretion with respect to all property, real and personal, at any time forming a part of my estate, may exercise any and all of the powers set forth in T.C.A. 35-50-110, to the extent applicable, all of which provisions and powers are incorporated herein by reference (as set out in said statute on the date of the execution of this will), even if said statute be amended or repealed hereafter and even if my estate or the trust hereunder be administered in a state other than Tennessee. Further, my Executor shall exercise, in general, all power with respect to the property included in my estate which any individual would exercise in the management of similar property owned in his own right and not to be responsible for losses, if any, resulting from honest mistakes of judgment. Except for real property specifically devised in this Will, I direct that all real property in my estate is to be administered as a part of the estate subject to the control of the Executor.

MT

Copy

Pursuant to Sections 30-2-301 and 30-2-601, Tennessee Code Annotated, I excuse the requirements for making and filing an inventory, appraisals, and court accountings of my probate estate.

ARTICLE V

ALLOCATIONS BY EXECUTOR

At anytime when it shall be come necessary to divide assets between any of the beneficiaries herein named, or to distribute any of said assets, such division or distribution shall be made in such manner as the Executor deems proper and may be made in cash or in kind, or partly in cash and partly in kind. The judgment of the Executor on the relative value of assets shall be binding and conclusive on all parties interested. Further, in making distribution of assets the Executor shall not be required to distribute a particular asset pro rata to all beneficiaries entitled to receive a distribution, and the Executor may make division and distribution of assets without regard to the basis of such assets for Federal or State income tax purposes.

ARTICLE VI

MISCELLANEOUS PROVISIONS

All references in this Will to the "Executor" or "Executrix" shall mean the Executor or Executrix named herein or any alternate or successor thereto. The foregoing terms are used for convenience, regardless of the gender or number of parties serving in such capacities, and such terms shall be read as the context shall require. Throughout this Will, the singular number shall be deemed to include the plural, the plural the singular, and the use of any gender shall be applicable to all genders, as the context may require. Paragraph headings are used for convenience only, and shall not be resorted to for interpretation of this Will.

IN WITNESS WHEREOF, I have hereunto set my hand on this 11th day of May, 2009, to this my Last Will and Testament and have initialed each page at the bottom thereof for Initials

MRL

Copy

the purpose of identification.

Max Thurmond

MAX THURMOND

Signed, published and declared by the said MAX THURMOND, being of sound mind and disposing memory, as and for his Last Will and Testament in the presence and sight of us, present at the same time, who at his request, in his presence and sight, and in the presence and sight of each other, have subscribed our names as attesting witnesses on the day and year last written above, and we do hereby attest to the sound and disposing mind of MAX THURMOND and to the performance of the aforesaid act of execution at the place and on the date hereinabove set out.

WITNESS:	ADDRESS:
Tiffany Zimmerman	9005 Overlook Blvd Brentwood, TN 37027
	9005 Overlook Blvd. Brentwood, TN 37027

Copy

AFFIDAVIT OF WITNESSES TO PROVE WILL

TIFFANY ZIMMERMAN and Michael Verble after being duly sworn according to law, depose and say:

1. That they are adult citizens of Tennessee.

2. That they witnessed the execution of the Last Will and Testament of MAX THURMOND dated the _____ day of _____, 2009, 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.

3. 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 presence, and in the presence of each other, at the place and on the date recited in said Last Will and Testament.

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

5. That at the time they witnessed said Will, the Testator was, in their opinion, of sound mind.

Tiffany Zimmerman
WITNESS

WITNESS

STATE OF TENNESSEE)
COUNTY OF Williamson)

Sworn to and subscribed before me by the two (2) persons whose signatures are affixed hereto on this 11 day of May, 2009.

NOTARY PUBLIC

THERESE CASLER
STATE OF TENNESSEE NOTARY PUBLIC
SUMNER COUNTY

My Commission Expires: 11-3-2010

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 OCTOBER , 2013 , in Case Number 13P1490 between HAWKINS, ANNETTE Petitioner, and THURMOND, MAX W. 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 FEBRUARY 2014

RICHARD R. ROOKER, Clerk,

SEAL

By _____

Deputy Clerk