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LAST WILL AND TESTAMENT

OF

NANCY GLENN STEADMAN WHITEHOUSE

Dated: May 8, 2014

BILL GARRETT, Davidson County
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LAST WILL AND TESTAMENT

OF

NANCY GLENN STEADMAN WHITEHOUSE

I, Nancy Glenn Steadman Whitehouse, 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 and the expenses of the administration of my estate shall be paid from my residuary estate without apportionment. I direct that 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 apportioned among the people interested in my estate in the manner provided by law in the absence of a contrary direction in this will.

SECOND: I give my real estate located at the southeast corner of Lealand Lane and Draughon Avenue, otherwise known as 972 Draughon Avenue or 3600 Lealand Lane, Nashville, Tennessee, described as follows:

> The northerly parts of Lots Nos. 90, 91, and 92 on the Map of Section No. 2, Oriental Golf Club Subdivision. Beginning at the southeast corner of Draughon Avenue and Lealand Lane; thence with the southerly margin of Draughon Avenue eastwardly 204.6 feed to the northwest corner of Lot No. 93; thence with the westerly line of Lot No. 93, southwardly 88 feet to a point 88.3 feet north of the southwest corner of Lot No. 93; thence westwardly 217 feet, more or less, to the easterly margin of Lealand Lane; thence with the easterly margin of Lealand Lane northwardly 95 feet to the beginning.

Being the same property transferred to "Donald S. Whitehouse and wife, Nancy S. Whitehouse" on July 2, 1974 recorded in the Davidson County Deed Book 4832, Page 308, and all rights that I have under any related insurance policies, to Donna Glenn Whitehouse, or her heirs and assigns, to have and to hold, together with any and all appurtenances and improvements thereunto belonging, in fee simple, forever.

I further direct my Executor to pay off in full, from my residuary estate, without apportionment, any and all outstanding liens, mortgages, lines of credit, trust deeds, notes, or tax debt that may encumber the aforementioned property at the time of my death.

THIRD: I give to Nancy Virginia Whitehouse, or her heirs, the sum of Seventy Five Thousand ($75,000) Dollars to be paid from my residuary estate without apportionment. I

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give to Donna Glenn Whitehouse, or her heirs, the sum of Five Thousand ($5,000) Dollars to be paid from my residuary estate without apportionment.

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 Donna Glenn Whitehouse, or her heirs.

FIFTH: I authorize my Executor, in addition to any rights conferred by law and in the absolute discretion of my Executor, and without the consent of any court having jurisdiction over my estate, to disclaim or renounce, in whole or in part or with respect to specific amounts, parts, fractional shares or assets, any legacy, devise, or interest in or privilege or power over any trust or other disposition provided for my benefit under the will or other instrument of any person at any time within nine months after the date of the transfer (whether by reason of such person's death or otherwise) which created an interest in me.

I authorize any person, in addition to any rights conferred by law, at any time within twelve months after my death, to disclaim or renounce, in whole or in part or with respect to specific amounts, parts, fractional shares or assets, any devise, legacy, interest, right, privilege, or power granted to that person by this will. Any such disclaimer or renunciation shall be made by a duly acknowledged, irrevocable, written instrument executed by that person or by his or her conservator, guardian, committee, attorney-in-fact, executor, or administrator, delivered to my Executor and filed in accordance with any requirements of applicable law. Any person considering making a disclaimer or renunciation should consult an attorney.

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) I direct that my residuary estate be divided equally into as many shares as there are the number of grandchildren of mine who are living three hundred (300) days after the date of my death. I give to each of my children Nancy Virginia Whitehouse, Donna Glenn Whitehouse, Kenneth Smith Whitehouse, and Benjamin Arthur Whitehouse, or their heirs, one of the aforementioned shares for each child of theirs living three hundred (300) days after the date of my death. At the time of the execution of this last will and testament, my grandchildren are Grace Rao Glenn Whitehouse and Jordan Glenn Xiudai Whitehouse (daughters of Donna Glenn Whitehouse), Kaili Virginia Whitehouse and, Marie Anyun Whitehouse (daughters of Nancy Virginia Whitehouse), Henry Smith Whitehouse and Peter Lockett Whitehouse (sons of Benjamin Arthur Whitehouse), and Adelin Elizabeth Whitehouse (daughter of Kenneth Smith Whitehouse). This bequest shall also include any grandchildren born after the execution of this last will and testament and on or before the 300th day after the date of my death. It is my desire and expectation that my children will use these funds solely for the health,

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maintenance, or education of my grandchildren. However, this bequest is given to my children freely, without any encumbrance, to use as they see fit.

(b) If none of the beneficiaries described in clause (a) above shall survive me, then 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 or liquidate the property and place the proceeds in a qualified tuition program established under 26 U.S.C. section 529, et. seq, (hereinafter "529 plan") or any successor program with the minor as the named beneficiary. Should my executor place the proceeds under this article in a 529 plan, my executor, in his sole discretion, may establish one or more new 529 plan accounts in the program of his choosing, designate the 529 plan account owner, or distribute the proceeds into an existing 529 plan account that names the heir as the account beneficiary.

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 twenty-one (21) 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 Benjamin Arthur Whitehouse to be my Executor. If Benjamin Arthur Whitehouse 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 Donna Glenn Whitehouse as my Executor. If Donna Glenn Whitehouse shall fail to qualify for any reason as my successor Executor, or having qualified shall die, resign or cease to act for any reason as my successor Executor, I appoint Nancy Virginia Whitehouse. If Nancy Virginia Whitehouse shall fail to qualify for any reason as my successor Executor, or having qualified shall die, resign or cease to act for any reason as my successor Executor, I appoint Kenneth Smith Whitehouse.

Any Executor, while acting alone hereunder, may designate a successor and/or co-Executor at any time by a written instrument signed and acknowledged before a notary public. If any Executor shall sign more than one such instrument, the most recent instrument shall govern. The provisions of this Will or any codicil hereto shall take precedence over any such instrument. If an Executor is required and that position is not filled under the terms of this Will, a codicil or a written instrument as provided above, then Donna Glenn Whitehouse shall

designate an Executor. I direct that no Executor shall be required to file or furnish any bond, surety or other security in any jurisdiction. I further direct that no Executor shall be required to file, in any court exercising jurisdiction over my estate, an interim or final accounting of my estate or inventory of my estate with said court,. To the fullest extent permitted by law, I hereby waive any requirement that my Executor be required to post a bond, surety, or other security, file an interim or final accounting of my estate, or inventory of my estate with any Court.

Any bank, trust company or similar institution at any time serving as Executor hereunder shall be entitled to receive compensation out of my estate for its services in accordance with its standard schedule of compensation in effect when such compensation is payable.

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 hold, manage, insure, repair, improve, demolish, divide, and otherwise deal with and dispose of any property; to borrow money and mortgage, encumber or pledge any property to secure loans; to pay any legacy or distribute, divide or partition property in cash or in kind, or partly in kind, and to allocate different kinds of property, disproportionate amounts of property and undivided interests in property among any parts, funds or shares; to determine the fair valuation of property, with or without regard to tax basis; 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.

If and to the extent permitted by applicable law in effect at the time of my death, my Executor shall have the authority to determine what property shall receive basis increases pursuant to the Internal Revenue Code and the amount of such increases and to make such determinations without regard to any duty of impartiality as between different beneficiaries.

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.

TENTH: I direct that for purposes of this will a beneficiary shall be deemed to predecease me unless such beneficiary survives me by more than thirty days. The terms "child" and "children" as used in this will include not only the child and children of the person designated, but also the legally adopted child and children of such person. The term "issue" includes not only the children and other issue of the person designated, but also the legally adopted children and issue of such person.

ELEVENTH: No disposition, charge or encumbrance on any income or principal of my estate by any beneficiary thereof shall be valid or binding upon my Executor.

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No beneficiary shall have the right to assign, sell, pledge, encumber, anticipate, dispose of, or otherwise transfer in any manner (voluntary or involuntary) any such income or principal until the same shall be paid to such beneficiary by my Executor. No such income or principal shall be subject in any manner to any claim of any voluntary or involuntary creditor of any beneficiary or liable to attachment, garnishment, execution or other legal or equitable process prior to its actual receipt by the beneficiary.

IN WITNESS WHEREOF, I, Nancy Glenn Steadman Whitehouse, sign, seal, publish and declare this instrument as my last will and testament this 8th day of May, 2014.

Nancy Glenn Steadman Whitehouse

The foregoing instrument was signed, sealed, published and declared by Nancy Glenn Steadman Whitehouse, 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.

Printed name:
David Allen residing at: 1304 Shelby Ave.
Nashville, TN 37206

Printed name:
Susan Arnell Willis residing at: 1342 General George Patton Rd.
Nashville, TN 37221

AFFIDAVIT

STATE OF TENNESSEE, COUNTY OF DAVIDSON

We, David Allen and Susan Arnell Willis, the undersigned, being first duly sworn, do hereby declare to the undersigned authority that the Testatrix, Nancy Glenn Steadman Whitehouse, 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.

Nancy Glenn Steadman Whitehouse
Testatrix

Witness

Witness

Subscribed, sworn to and acknowledged before me by the said Nancy Glenn Steadman Whitehouse, Testatrix, and subscribed and sworn to before me by the said David Allen and Susan Arnell Willis as witnesses, this 8th day of May, 2014.

Name:
Notary Public
My commission expires:

C. LOY CARNEY
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF DAVIDSON
My Commission Expires August 25, 2016

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 ATTACHED EXHIBITS heretofore entered in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 14 day of JULY , 2014 , in Case Number 14P1158 between WHITEHOUSE, BENJAMIN ARTHUR Petitioner, and WHITEHOUSE, NANCY STEADMAN 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 24 day of JULY 2014

RICHARD R. ROOKER, Clerk,

SEAL

By _____
Deputy Clerk