Davidson County ORDER
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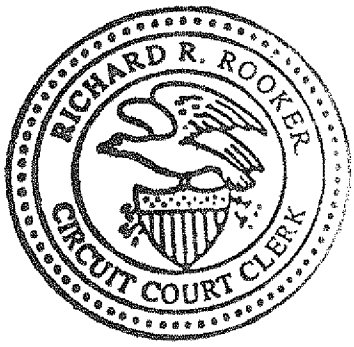
STATE OF TENNESSEE

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 FINAL ORDER heretofore entered in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 04 day of SEPTEMBER , 2014 , in Case Number 14P1434 between HILL, WILLIAM TIMOTHY Petitioner, and HILL, ERWART BROWN 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 15 day of SEPTEMBER 2014

RICHARD R. ROOKER, Clerk,

SEAL



By _____
Deputy Clerk

IN THE CIRCUIT COURT FOR TWENTIETH JUDUICIAL DISTRICT
DAVIDSON COUNTY, TENNESSEE
PROBATE DIVISION

FILED

SEP 4 2014

RICHARD R. ROOKER, Clerk
By _____ Deputy

IN RE:	)	
	)	
ERWART BROWN HILL	)	NO. 14-P-1434
	)	
Deceased.	)	

ORDER TO PROBATE FOR MUNIMENT OF TITLE ONLY

Petition to probate for Muniment of Title only was heard on September 4, 2014; The court finds that **ERWART BROWN HILL**, died on May 3, 2013 in Orange County, Florida leaving a Last Will and Testament and Codicil which was subject to Probate Administration of the Probate Court of Orange County. A Certified copy of the said Last Will and Testament has been filed with this court, and the deceased owned property in Tennessee which is subject of a disposition in the Last Will and Testament and Codicil. This court finds that it is appropriate to admit the certified copy of the Last Will and Testament and Codicil from Orange County Florida for the limited purpose of establishing a muniment of title to real estate without the necessity of granting letters of testamentary or otherwise proceeding with administration in Tennessee.

It is ORDERED, ADJUDGED AND DECREED that:

1. The last will and testament of **ERWART BROWN HILL** shall be and is hereby admitted into probate for the limited purpose of establishing a muniment of title to real estate, and no formal administration shall be required, and the Clerk is hereby directed to file and record the same.

2. The Clerk shall certify a copy of this order with the will and codicil of **ERWART BROWN HILL** whereby the same can be recorded in the Register's Office for

Williamson and Davidson County, Tennessee, the situs of decedent's real property, for establishment of muniment of title in the respective counties.

ENTERED this 4th day of Sept, 2014.

PROBATE MASTER

APPROVED FOR ENTRY:

William Timothy Hill, BPR# 9487
PRICE, HILL & KOLARICH
201 Fourth Avenue, North Suite 1800
Nashville, Tennessee 37219
tim@wthillatty.com
(615) 256-1577

Copy

Electronically Filed 07/22/2013 03:47:56 PM ET

FILED
SEP 4 2014
RICHARD R. BOOKER, Clerk
By _____ Deputy

LAST WILL AND TESTAMENT

OF

ERWART BROWN HILL

I, ERWART BROWN HILL, a resident of Winter Park, Orange County, Florida, hereby make this Will and revoke all prior Wills.

FIRST

I devise my tangible personal property to my wife, MARY ELVA HILL, if she survives me.

If my wife, MARY ELVA HILL, predeceases me, then I devise such of my tangible personal property to those persons designated in a separate writing in existence at the time of my death which is signed by me and which describes the items of the devisees with reasonable certainty. All of the rest of my tangible personal property I devise to my children, MARK P. HILL, W. TIMOTHY HILL and PHILLIP A. HILL, who are living at the time of distribution, in portions of approximately equal value determined by their agreement. If they cannot agree upon a distribution within six (6) months after the appointment of my Personal Representative, then my Personal Representative, in his discretion, shall determine the distribution of those items to my children.

SECOND

A. If my wife, MARY ELVA HILL, survives me, I devise to my Trustee, W. TIMOTHY HILL, in trust, the largest sum I can give without incurring or increasing the state and federal estate tax liability of my estate. This amount will be calculated by taking into account my applicable exclusion amount and all other tax credits, deductions and other preferences allowed to my estate. In determining that amount, my Personal Representative shall consider all other transfers of assets included in my gross estate for federal estate tax purposes and all my adjusted taxable gifts. The values finally determined for Federal estate tax purposes are to be used in determining the amount of the distribution to this trust.

Copy

SELF PROOF OF WILL AFFIDAVIT

STATE OF FLORIDA)
) ss.
COUNTY OF ORANGE)

We, ERWART BROWN HILL, CAROL ROBERTS, and PAMELA L. DALBOW, the Testator and the witnesses respectively, whose names are signed to the attached or foregoing instrument, having been sworn, declared to the undersigned officer that the Testator in the presence of witnesses signed the instrument as his last Will, that he signed and that each of the witnesses, in the presence of the Testator and in the presence of each other, signed the Will as a witness.

Erwart Brown Hill
TESTATOR

Carol Roberts
WITNESS

Pamela L Dalbow
WITNESS

Subscribed and sworn to before me this 25th day of July, 2003, by ERWART BROWN HILL, the Testator, and by CAROL ROBERTS and PAMELA L. DALBOW, the witnesses, all who are personally known to me.

Kenneth E. Hannah
NOTARY PUBLIC
My Commission Expires:
(NOTARIAL SEAL)

Copy

In funding this trust, assets and cash are to be selected that have an aggregate fair market value at the date or dates of distribution equal to the amount required to be distributed to the trust.

The trust established under this Paragraph SECOND A. may be referred to as the ERWART BROWN HILL CREDIT SHELTER TRUST and shall be managed and administered by my Trustee upon the following terms and conditions:

1. The Trustee shall pay to or apply for the benefit of my wife, MARY ELVA HILL, all of the net income, in not less than quarterly installments, during her lifetime.

2. The Trustee is authorized to distribute to my wife so much of the principal of the trust as may be necessary for the health, maintenance and support of my wife.

3. In the event I own any property with one of my sons as a tenancy in common at my death and my interest in such property has passed to the Trustee, my Trustee shall make every effort during my wife's lifetime to avoid selling this property. At the time of my wife's death, this property shall be distributed to my son with whom I owned the property during my lifetime.

4. Upon the death of my wife, the balance of the trust property shall be divided into three equal shares for my three children. If then living, my son, W. TIMOTHY HILL, shall receive his share outright and in fee. If he is not then living, his share shall be distributed to his then living lineal descendants, per stirpes. The shares set aside for my sons, PHILLIP A. HILL and MARK P. HILL, shall be retained by my Trustee and shall be administered as separate trusts thereafter in accordance with the following terms and conditions:

a. The trust share of PHILLIP A. HILL shall be administered as follows:

(1) My Trustee shall pay to or apply for the benefit of my son, PHILLIP A. HILL, so much of the income from his trust as my Trustee determines, in his sole discretion, to be necessary for the health, support or maintenance of my son, PHILLIP A. HILL. The Trustee shall make income distributions to PHILLIP A.

Copy

HILL only if the Trustee determines that such distributions will be for the benefit of my son and not injurious to him after considering any factors deemed relevant by my Trustee.

(2) If my Trustee determines that my son, PHILLIP A. HILL, is using or abusing alcoholic beverages or drugs or violating local, state or federal laws in a manner injurious to him, then the Trustee shall withhold distributions of income to my son, PHILLIP A. HILL, until such time as the Trustee, in his sole discretion, is satisfied that my son, PHILLIP A. HILL, is no longer engaging in such activities. The Trustee is authorized to take such steps as he deems necessary and prudent in order to determine whether my son, PHILLIP A. HILL, is engaged in any of the above mentioned activities and the trust shall bear all reasonable and necessary expenses of the Trustee in making this determination including, but not limited to, long distance telephone charges and air travel.

(3) At the time of the death of my son, PHILLIP A. HILL, the balance of his trust share shall be distributed in equal shares (on a per capita basis and not per stirpes), to my grandchildren who are then living.

b. The trust share of MARK P. HILL shall be administered as follows:

(1) My Trustee shall pay to or apply for the benefit of my son, MARK P. HILL, so much of the income from his trust as my Trustee determines, in his sole discretion, to be necessary for the health, support or maintenance of my son, MARK P. HILL. The Trustee shall make income distributions to MARK P. HILL only if the Trustee determines that such distributions will be for the benefit of my son and not injurious to him after considering any factors deemed relevant by my Trustee.

(2) If my Trustee determines that my son, MARK P. HILL, is using or abusing alcoholic beverages or violating local, state or federal laws in a manner injurious to him, then the Trustee shall withhold distributions of income to my son, MARK P. HILL, until such time as the Trustee, in his sole discretion, is

Copy

satisfied that my son, MARK P. HILL, is no longer engaging in such activities. The Trustee is authorized to take such steps as he deems necessary and prudent in order to determine whether my son, MARK P. HILL, is engaged in any of the above mentioned activities and the trust shall bear all reasonable and necessary expenses of the Trustee in making this determination including, but not limited to, long distance telephone charges and air travel.

(3) At the time of the death of my son, MARK P. HILL, the balance of the trust estate shall be distributed in equal shares to his then living lineal descendants, per stirpes.

B. If my wife, MARY ELVA HILL, survives me, the residue of my estate shall be held in trust by my Trustee, W. TIMOTHY HILL, in a separate trust which may be known as the ERNART BROWN HILL QTIP TRUST under the following terms and conditions:

1. The Trustee shall pay to or apply for the benefit of my wife, MARY ELVA HILL, all of the net income of the trust, in not less than quarterly installments, during her lifetime.

2. The Trustee may distribute to my wife so much of the principal of the trust as the Trustee deems necessary for my wife's health, maintenance and support.

3. My wife shall have the power at any time to require my Trustee to make productive or convert into productive property, within a reasonable time, any unproductive or underproductive property which is not producing a reasonable income. This power shall be exercised by an instrument in writing delivered to the Trustee designating the unproductive or underproductive asset.

4. Upon the death of my wife, MARY ELVA HILL, the remaining balance of the trust shall be distributed as follows:

a. Any undistributed net income which has accrued at the time of my wife's death shall be distributed to my wife's estate.

b. The Trustee shall pay to the Executor of my wife's estate, an amount equal to all death taxes which may be levied or assessed by reason of her death with respect to any part or all of the property in this marital trust at her death.

Copy

C. The remaining balance of the trust estate shall be distributed in accordance with the provisions of Subparagraph A.4. of the Paragraph SECOND of my Will.

C. It is my intention that the trust established under Paragraph SECOND B. of this Will and all of the residuary assets of my estate be entitled to qualify for the marital deduction against Federal estate taxes. I, therefore, direct as follows:

1. My Personal Representative or Trustee, as the case may be, shall have the authority to elect that the amount passing under Paragraph SECOND B. of this Will or any portion thereof may be treated as qualified terminable interest property for the purposes of qualifying for the marital deduction; and

2. I direct that no authorization, direction or other provisions contained in this Will which would prevent this marital trust from so qualifying shall apply to this trust.

D. If my wife, MARY ELVA HILL, shall predecease me, then the remaining balance of my trust estate at my death shall be distributed in accordance with the provisions of Subparagraph A.4. of the Paragraph SECOND of my Will.

THIRD

I appoint my son, W. TIMOTHY HILL, as Personal Representative of this my Last Will and Testament. In the event he is unable to serve, then I appoint his wife, GAYLE HILL, as Personal Representative. I direct that my Personal Representative shall serve without a bond.

I appoint my son, W. TIMOTHY HILL, as Trustee of all trusts created hereunder. In the event he is unable to serve, then I appoint his wife, GAYLE HILL, as Trustee. I direct that my Trustee shall serve without a bond. If W. TIMOTHY HILL and his wife, GAYLE HILL, are unable to serve as Trustee, then I authorize them to appoint their successor Trustee in an instrument in writing.

I grant to my Personal Representative and the Trustee of the trusts established in this Will the power and authority in all matters and questions pertaining to the administration of my

Copy

estate, in executing the provisions of this my Last Will and Testament and in administering the provisions of the trusts herein created, including complete power and authority to sell and convey any property, real or personal, at public or private sale, without court order; to mortgage and lease any property at such times and under such terms as to them may seem proper; to insure any property within their control hereunder, against any risk constituting an insurable risk; to make distribution and division in kind and determine the value of any property so distributed and divided; to pay the costs of distributing tangible personal property as an administrative expense of my estate; to delegate among themselves the authority to perform any act of administration of my estate or any trust; and to determine, in a fiduciary capacity, how trust administration expenses and receipts are to be apportioned between principal and income.

My Personal Representative shall have the discretion to use the principal and income of my estate as my Personal Representative deems necessary or advisable for the payment of any legally enforceable obligations, costs of my last illness and funeral, and any estate transmission and management expenses incurred in the administration of my estate. My Personal Representative shall pay all estate taxes in the order and manner prescribed by law.

My Personal Representative and Trustee shall make distributions, whether of principal or income, to any person under age 21 or to any incapacitated person according to the terms of this Will by making distributions directly to that person whether or not that person has a guardian; to the parent, guardian, or spouse of that person; to a custodial account established by my Personal Representative or Trustee or others for that person under an applicable Uniform Gifts to Minors Act or Uniform Transfers to Minors Act; to any adult who resides in the same household with that person or who is otherwise responsible for the care and well-being of that person; or by applying any distribution for the benefit of that person in any manner my Personal Representative or

Copy.

Trustee deems proper. The receipt of the person to whom payment is made will constitute full discharge of my Personal Representative and Trustee with respect to that payment.

During the continuance of the trust created in this Will, no beneficiary of said trust, whether life tenant or remainderman, shall have any right or power to assign or otherwise to anticipate, mortgage, alienate, charge or encumber either income or principal, nor shall said trust in any way become liable for any of the indebtedness of the beneficiary or be subject to any legal process, bankruptcy proceeding, or the claims, interference or control of creditors or others.

Despite any contrary provisions of this Will, the share of each beneficiary will vest and be paid over immediately prior to the expiration of 21 years after the death of the last of my descendants who were living at my death.

IN WITNESS WHEREOF, I, ERWART BROWN HILL, have declared this instrument to be my Last Will and Testament, and I have signed it at Winter Park, Florida, this 25th day of July, 2003.

Erwart Brown Hill (SEAL)
ERWART BROWN HILL

On this 25th day of July, 2003, the foregoing instrument was in our presence signed and executed by ERWART BROWN HILL, and by him declared to us to be his Last Will and Testament, and at his request and in his presence, and in the presence of each other, we have subscribed our names as attesting witnesses thereto.

Carol Roberts of Winter Park, Florida

Denise A. Dallas of Windermere, Florida

Copy

Electronically Filed 07/22/2013 03:47:56 PM ET

FILED
SEP 4 2014
RICHARD R. ROOKER, Clerk
By Deputy

FIRST CODICIL TO
LAST WILL AND TESTAMENT OF
ERWART BROWN HILL

I, ERWART BROWN HILL, a resident of Winter Park, Orange County, Florida, hereby make this First Codicil to the Last Will and Testament executed by me on July 25, 2003, in the presence of CAROL ROBERTS and PAMELA L. DALBOW, as attesting witnesses.

FIRST

According to my Will, after the death of my wife, MARY ELVA HILL, or upon my death if she predeceases me, the ERWART BROWN HILL CREDIT SHELTER TRUST and the ERWART BROWN HILL QTIP TRUST (or the remainder of my estate, as the case may be) is to be divided into three equal shares. One share is to be distributed to my son, W. TIMOTHY HILL. The other two shares are to be retained in trust by my Trustee for the benefit of my sons, PHILLIP A. HILL and MARK P. HILL. Notwithstanding the foregoing however, if on the death of the last to die of my wife and me, either of the aforementioned trusts (or my estate if I am the last to die), owns any of the properties listed below in Davidson County and Williamson County, Tennessee, then these properties are not to be included in the assets divided into the three equal shares, but shall instead be distributed to my son, W. TIMOTHY HILL. The remaining assets of the aforementioned trusts (or my estate as the case may be) shall then be divided into three equal shares for my sons and distributed and administered in accordance with the terms of this Codicil and my Will. The properties in Davidson County and Williamson County, Tennessee to be distributed to my son, W. TIMOTHY HILL, are as follows:

1. 4755 Trenton Drive, Hermitage, Tennessee
2. 516-518 Cedar Drive, Nashville, Tennessee
3. 220 Maple Drive, Franklin, Tennessee
4. 5306 Edmondson Pike, Nashville, Tennessee

Copy

5. 5326 Edmondson Pike, Nashville, Tennessee

6. 163 Brenda Lane, Antioch, Tennessee.

Except as herein modified, I hereby ratify, confirm and republish my said Last Will and Testament.

IN WITNESS WHEREOF, I, ERWART BROWN HILL, have declared this instrument to be the First Codicil to my Last Will and Testament dated July 25, 2003, and I have signed it at Winter Park, Florida, this 11 day of March, 2005.

Erwart Brown Hill (SEAL)
ERWART BROWN HILL

On this 11th day of March, 2005, the foregoing instrument was in our presence signed and executed by ERWART BROWN HILL, and by him declared to us to be the First Codicil to his Last Will and Testament dated July 25, 2003, and at his request and in his presence, and in the presence of each other, we have subscribed our names as attesting witnesses thereto.

Casey E Bobo of Orlando, Florida

Thomas J Farrow of Windermere, Florida

Copy

SELF PROOF OF CODICIL TO WILL AFFIDAVIT

STATE OF FLORIDA)
) ss.
COUNTY OF ORANGE)

I, ERWART BROWN HILL, declare to the officer taking my acknowledgment of this instrument, and to the subscribing witnesses, that I signed this instrument as the Codicil to my Last Will and Testament dated July 25, 2003.

Erwart Brown Hill
TESTATOR

We, CAREY E. BIGBY and PAMELA L. DALBOW, have been sworn by the officer signing below, and declare to that officer on our oaths that the Testator declared the instrument to be the Testator's Codicil to his Last Will and Testament dated July 25, 2003, and signed it in our presence and that we each signed the instrument as a witness in the presence of the Testator and of each other.

Carey E Bigby
WITNESS

Pamela L Dalbow
WITNESS

Acknowledged and subscribed before me by the Testator, ERWART BROWN HILL, who is personally known to me, and sworn to and subscribed before me by the witnesses, CAREY E. BIGBY, who is personally known to me, and PAMELA L. DALBOW, who is personally known to me, and subscribed by me in the presence of the Testator and the subscribing witnesses, all on this 11th day of March, 2005.

Kenneth F. Murrah
NOTARY PUBLIC
My Commission Expires:
(NOTARIAL SEAL)

KENNETH F. MURRAH
MY COMMISSION EXPIRES
February 15, 2008
#DD29 408
NOTARY PUBLIC STATE OF FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE
I, THE UNDERSIGNED, Clerk of the Circuit Court, Orange County, Florida DO HEREBY CERTIFY the within foregoing is a true and correct copy of the original as appears on record and the same is in full force and effect.
WITNESS my hand and Seal of the Circuit Court at Orlando, Florida, this the 29 day of Aug A.D. 20 13.
LYDIA GARDNER
Clerk Circuit Court
By K Deputy Clerk

CLERK CIRCUIT COURT ORANGE COUNTY FLORIDA

Copy

14p1434

IN THE CIRCUIT COURT OF THE
NINTH JUDICIAL CIRCUIT, IN AND FOR
ORANGE COUNTY, FLORIDA

PROBATE MENTAL HEALTH DIVISION
CASE NUMBER: 2013-CP-001559-O

ESTATE OF
ERWART BROWN HILL

DECEASED

STATE OF FLORIDA
COUNTY OF ORANGE

FILED

SEP 4 2014

RICHARD R. ROOKER, Clerk
By [signature] Deputy

The undersigned, clerk of the circuit court, in and for the county and state aforesaid, DO HEREBY CERTIFY that the foregoing, comprising eleven page (s), constitutes a true copy of what it purports to be, listed as follows:

- **Last will and Testament of Erwart Brown Hill**
- **First Codicil to the Last will and Testament of Erwart Brown Hill**

As the same now appear(s) among the files and records of said court.

I FURTHER CERTIFY that the said circuit court is a court of record with an official seal and that I am the custodian of the records and of the seal of the said court and that this attestation is in due form and in accordance with the laws of the State of Florida.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of this court at Orlando, Orange County, Florida this 29th day of August, 2013

Clerk of the Courts

[signature]
Deputy Clerk

CLERK CIRCUIT COURT
ORANGE COUNTY FLORIDA

AFFIDAVIT

I, William Timothy Hill, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

William Timothy Hill
PRICE, HILL & KOLARICH
201 4th Avenue North, Suite 1800
Nashville, TN 37219
(615) 256-1577

State of Tennessee)
)
County of Davidson)

Personally appeared before me, Phyllis Ashby, a notary public for this county and state, (William Timothy Hill) who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

PHYLLIS ASHBY STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

Notary Public

MY COMMISSION EXPIRES: September 11, 2017