STATE OF TENNESSEE

I, RICHARD R. ROOKER, Clerk of the Circuit Court for Davidson County, do hereby certify that the foregoing is a true and complete copy of the LAST WILL AND TESTAMENT heretofore assigned to Seventh Circuit Court (Probate Division) for Davidson County, Tennessee, Case No. 16P1077

ESTATE OF KENNETH W. FRANKLIN

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 14th day of July in the year Two Thousand and Sixteen.

RICHARD R. ROOKER, Clerk

By: _____
Deputy Clerk

RICHARD R. ROOKER CIRCUIT COURT CLERK

BILL GARRETT, Davidson County
Trans:T20160065984 WILL
Recvd: 08/01/16 14:36 8 pgs
Fees:42.00 Taxes:0.00
20160801-0079182

14P107 FILED JUL 14 2016 RICHARD D. AKER, Clerk By Deputy

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH FILED

I, Gena Friscia, A Deputy Clerk to Pat Frank, Clerk of the Circuit Court of Hillsborough County, State of Florida, having by law the custody of the seal and all the records, books, documents, and papers of or appertaining to the Circuit Court, do hereby certify that the above and foregoing is a true and correct copy of the Order Admitting Will to Probate and Appointing Personal Representative, filed June 27, 2014; Last Will and Testament of Kenneth West Franklin, recorded in O R Book 22661, Pages 379-384, filed June 27, 2014; and Amended Petition for Administration, filed November 21, 2014; in re Estate of Kenneth W. Franklin, Deceased; Case No. 14-CP-1538, Division W, as the Same Appears from the Records and Files of this Court. ____ B.C.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Circuit Court, this the 13th day of October, 2015.

PAT FRANK
Clerk of the Circuit Court
Hillsborough County, Florida

By: _____
Gena Friscia
Deputy Clerk

CIRCUIT COURT * CLERK HILLSBOROUGH COUNTY

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, Herbert Baumann, Jr., one of the Judges of the Circuit Court of the Thirteenth Judicial Circuit of the State of Florida, in and for Hillsborough County, do hereby certify that Pat Frank is the Clerk of the Circuit Court of said County, State of Florida, and the signature attached to the above certificate and attestation, purporting to be of, Gena Friscia, a Deputy Clerk of the Circuit Court of Hillsborough County, Florida, and as such full faith and credit are due all her acts, and that said attestation is in due form of law and by the proper officer.

IN WITNESS WHEREOF, I have hereunto set my hand this the 13 day of October, 2015.

_____
Judge of Circuit Court of the Thirteenth
Judicial Circuit of the State of Florida
In and for Hillsborough County

CIRCUIT COURT * CLERK HILLSBOROUGH COUNTY

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, Gena Friscia, a Deputy Clerk to Pat Frank, Clerk of the Circuit Court of Hillsborough County, Florida, having by law the custody of the seal and all the records, books, documents, and papers of or appertaining to the said Circuit Court, do hereby certify that Herbert Baumann, Jr., whose signature is affixed to the foregoing certificate is one of the Judges of the Circuit Court of the Thirteenth Judicial Circuit of the State of Florida and duly qualified and commissioned, and that said signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of said Court this the 13 day of October, 2015.

PAT FRANK
Clerk of the Circuit Court
Hillsborough County, Florida

By: _____
Gena Friscia
Deputy Clerk

CIRCUIT COURT * CLERK HILLSBOROUGH COUNTY

INSTRUMENT#: 2014218047, BK: 22661 PG: 379 PGS: 379 - 384 07/02/2014 at 10:56:56 AM, DEPUTY CLERK:BLEE Pat Frank,Clerk of the Circuit Court Hillsborough County

16P1077

FILED
JUL 14 2016
14-1
RICHARD R. HOOKER, Clerk
By
Deputy
CLERK CIRCUIT COURT
HILLSBOROUGH COUNTY, FLA
TAMPA CITY
2014 JUN 27 PM 3:08
FILED

LAST WILL & TESTAMENT

of

KENNETH WEST FRANKLIN

I, KENNETH WEST FRANKLIN, a resident of Hillsborough County, Florida, being of sound mind and disposing memory, do make and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils made by me at any time heretofore

ARTICLE I

A I nominate and appoint my son, Ken Franklin, Jr , a resident of Hillsborough County, Florida, and my daughter, Sharon Franklin Lewis, a resident of Davidson County, Tennessee as Co-Executors of my Will

B My Executors may be referred to herein as my "personal representatives"

C No bond shall be required of any personal representatives for the faithful performance of their duties

D I waive the filing of an inventory and I waive the filing of court accountings of receipts, disbursements and distributions in the administration of my estate, by any personal representatives named in my Will

ARTICLE II

A I direct that my personal representatives pay all my just debts, including funeral expenses, expenses of administration, and any and all inheritance and estate taxes, including taxes

 Kenneth West Franklin

VERIFIED

assessed on account of life insurance proceeds or any other property included in my gross estate for tax purposes, whether or not included in my estate for probate purposes All such taxes shall be paid from my residuary estate, and no specific bequest shall be charged with any portion of any debts, taxes, or expenses

B I direct that the proceeds of all life insurance which may be or become payable to my estate or personal representatives shall not be deemed or treated in any respect as a part of my general estate and, as such, same shall not be available for the satisfaction of the obligations of my estate

C In the exercise of a reasonable discretion with respect to all property, both real and personal, at any time forming a part of my estate, my personal representatives may exercise any or all of the fiduciary powers set forth in any applicable statute, rule, or law, to the extent applicable, all of which provisions and powers are hereby incorporated in my Will by reference These powers (as set out in the aforementioned statute, rule, or law on the date of the execution of this Will) are granted notwithstanding that said statute, rule, or law may be amended or repealed at any time after the execution of this Will

D I direct that any real property or interest in real property that I may own at the time of my death shall be administered as a part of my estate and subject to the control of my personal representatives

ARTICLE III

A If my wife survives me I give, devise and bequeath all my property, both real, personal and mixed, wheresoever situated, to her absolutely

 Lynne R. W. Franklin

VERIFIED

B If my wife and I die under such circumstances that there is not sufficient evidence to determine the order of our deaths, then it shall be presumed that she survived me, my estate will be administered and distributed, in all respects, in accordance with such presumption

ARTICLE IV-SPECIFIC BEQUESTS

It is my will that if my husband does not survive me, I give to my daughter, Sharon Franklin Lewis, our real estate in Tennessee located at 5222 Southfork Blvd , Old Hickory, Tennessee 37138, owned by my spouse and I as tenants by the entirety It is my will that if my husband does not survive me I give my son, Ken Franklin, Jr , any interests I have in any Moe's or Shane's restaurants, other entity holding or owning such interests, wherever such companies are located, with full and complete title and possession to all of such interests or property

ARTICLE IV-RESIDUARY

A If my wife does not survive me, I give all of the property, real, personal or mixed, tangible and intangible, of whatsoever type and wherever situated, owned by me at the time of my death or that I may acquire or become entitled to after execution of this Will, including any lapsed legacies, and not otherwise disposed of herein, including but not limited to personal effects, furniture, furnishings, household goods, clothing, jewelry, cash, stocks, bonds, and all financial holdings to my children, Sharon Franklin Lewis, and Ken Franklin, Jr , in equal shares, and to their descendants by representation or *per stirpes* These equal shares shall be divided between my children or their representatives as my personal representative shall determine, which determination shall be conclusive and binding upon all persons interested in my estate

 Kenneth W. Franklin

VERIFIED

B I direct that any expenses incurred in obtaining possession, appraising, safeguarding, delivering, or selling such property be paid from my estate as an administration expense

ARTICLE V

A As used in my Will, unless some other meaning and intent is apparent from the context, the plural shall include the singular and vice versa, masculine, feminine and neuter words may be used interchangeably

B It is my intent that no gift made by me in this will be diminished or extinguished by any inter vivos gifts I have previously made to any beneficiary named before the execution of this will

C I have, except as otherwise provided in this will, intentionally and with full knowledge, omitted to provide for my daughter, Tina Marie (Franklin) Corley, who may be living at the time of my death

IN WITNESS WHEREOF, I sign, seal, publish and declare this instrument as my last Will and Testament, consisting of four (4) pages, on this 10th day of June 2009 at Nashville, Tennessee

Kenneth West Franklin
KENNETH WEST FRANKLIN

VERIFIED

The foregoing instrument was signed, published and declared by the said Kenneth West Franklin, as and for his Last Will and Testament, in our sight and presence, and we at his request, and in his sight and presence, and in the sight and presence of each other, have hereunto subscribed our names as witnesses, this 10 day of June 2009

Terry J. Ellis III

ADDRESS 306 Gay St. Ste 206
Nashville, TN 37201

Ron Mabbe Jr

ADDRESS 306 Gay St Suite 307
Nashville TN 37201

VERIFIED

AFFIDAVIT TO PROVE WILL

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

We, KENNETH W. FRANKLIN, Leroy J Ellis III and Ron MunKeboe Jr, the Testator and the witnesses, respectively, whose names are signed to the attached or foregoing document, 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

Kenneth West Franklin

Leroy J Ellis III

Ron Munkeboe Jr

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Subscribed and sworn to before me, this the 16 day of June 2009

LEROY JOHNSTON ELLIS IV NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN

NOTARY PUBLIC
My Commission Expires 3-10-2012

VERIFIED