BILL GARRETT, Davidson County
Trans:T20160075051 WILL
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Fees:102.00 Taxes:0.00
20160829-0089970

STATE OF TENNESSEE,
SHELBY COUNTY

I, Paul Boyd, Clerk of the Probate Court of said County, do hereby certify that the foregoing 19 pages contain a full, true and exact copy of THE ORDER ADMITTING WILL TO PROBATE, PETITION TO PROBATE WILL, & LAST WILL AND TESTAMENT OF GERTRUDE SCHLANGER

as the same appears of record on file in THE ESTATE OF GERTRUDE SCHLANGER PR005689

of this office

In Testimony, Whereof, I have hereunto set my hand and affixed the seal of said Court, at office, in the City of Memphis, this 19TH day of AUGUST 20 16.

Paul Boyd
Clerk

PROBATE COURT OF SHELBY COUNTY MISERIS SUCCOPERE TENN.

STATE OF TENNEESSEE

PROBATE COURT

SHELBY COUNTY

Memphis, Tennessee

I, KAREN WEBSTER, presiding Judge of Division Two of Probate Court of said County, certify that Paul Boyd, who gave the foregoing Certificate, is now, and was at the time of signing the same, Clerk of Court, and that said Court is a Court of Record, and that his attestation is in due form, and his official acts, as such, are entitled to full faith and credit.

Witness my hand, this 19TH day of AUGUST 20 16.

Judge

PROBATE COURT OF SHELBY COUNTY MISERIS SUCCOPERE TENN.

STATE OF TENNEESSEE
SHELBY COUNTY

I, Paul Boyd, Clerk of Probate Court of said County, certify that HON. KAREN WEBSTER whose signature appears to the above and hereto annexed Certificate, is and was at the time of signing, presiding Judge of Division Two of the Probate Court in and for the County and State aforesaid, duly commissioned and qualified, and that all his official acts, as such, are entitled to full faith and credit.

In Testimony, Whereof, I have hereunto set my hand and affixed the seal of said Court, at office, in the City of Memphis, this 19TH day of AUGUST 20 16.

Paul Boyd
Clerk

PROBATE COURT OF SHELBY COUNTY MISERIS SUCCOPERE TENN.

IN THE PROBATE COURT OF SHELBY COUNTY, TENNESSEE

IN THE MATTER OF:

No. PR- 5689

THE ESTATE OF GERTRUDE SCHLANGER,
Deceased

ORDER ADMITTING WILL TO PROBATE AND GRANTING LETTERS TESTAMENTARY

BEFORE THIS COURT UPON HEARING ON THIS DATE, based upon an examination of the Petition for Admission of Will to Probate and for Grant of Letters Testamentary ("Petition") filed in the Estate of GERTRUDE SCHLANGER, Deceased ("Estate"), the Decedent's Last Will and Testament, the Affidavit of Attesting Witnesses and the sworn testimony of Petitioner, the Court finds the following:

1. GERTRUDE SCHLANGER ("Decedent") died on November 30, 2015, at the age of ninety (90) years. At the time of Decedent's death, Decedent's place of residence was Apple Grove, 3575 Hacks Cross Road, Memphis, Shelby County, Tennessee 38125.

2. Decedent executed a document purporting to be a Last Will and Testament, dated August 13, 1998 ("Decedent's Will"), which was properly signed and witnessed.

3. The residuary beneficiary under Decedent's Will consists of one (1) Tax Class A beneficiary.

4. Item V, Paragraph A. of Decedent's Will appointed DINA R. ROMEO and HILDA S. GOLDEN as Personal Representatives of Decedent's Will.

5. Item V, Paragraph A. of Decedent's Will excused Petitioners from furnishing bond for the performance of Petitioners' duties.

6. Item V, Paragraph A. of Decedent's Will excused Petitioners as Personal Representatives from filing any inventory.

7. The estimated gross value of Decedent's Estate for Tennessee Inheritance Tax purposes is less than $5,000,000.00 (2015).

SCANNED

BASED ON THESE FINDINGS, THE COURT HEREBY ORDERS THE FOLLOWING:

FIRST, That Decedent's Will dated August 13, 1998, which was properly signed and witnessed, be and is admitted to probate as the Last Will and Testament of Decedent; and

SECOND, That, upon the Clerk administering the oath to Petitioners, letters testamentary be issued to Petitioners, DINA S. ROMEO and HILDA S. GOLDEN, as Personal Representatives; and

THIRD, That the Personal Representatives shall give notice by publication to the creditors of the Estate as required by law; the Personal Representatives shall give actual notice to all creditors of Decedent of whom the Personal Representatives have actual knowledge or who are reasonably ascertainable by the Personal Representatives as required by law; and that notice shall be given to the Tennessee Department of Revenue as required by law; and

FOURTH, The requirement of the Personal Representatives to make and post bond be and is excused as directed by Decedent's Will; and

FIFTH, That the Tennessee Secretary of State shall be appointed as the registered agent for service of process for Personal Representative HILDA S. GOLDEN in the State of Tennessee; and

SIXTH, That the requirement of the Personal Representatives to prepare and file an inventory be and is excused as directed by Decedent's Will; and

SEVENTH, That the Personal Representatives shall be allowed sixty (60) days from the date of this Order to file an Affidavit certifying that the Personal Representatives provided a copy of Decedent's Will to each residuary beneficiary and a copy of the relevant portion of Decedent's Will to each specific legatee; and

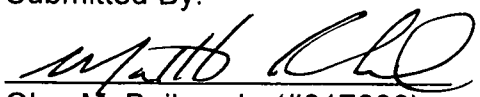
EIGHTH, That the Personal Representatives shall be allowed sixty (60) days from the date of this Order to file an Affidavit certifying that the Personal Representatives provided notice of Decedent's death to the Bureau of TennCare as required by law.

SO ORDERED AND ENTERED THIS THE 22ND DAY OF MARCH, 2016.

PROBATE COURT JUDGE

MAR 22 2016

Submitted By:



Olen M. Bailey, Jr. (#017633)
Matthew A. Rhoads (#026900)
The Bailey Law Firm,
A Professional Corporation
5100 Wheelis Drive, Suite 215
Memphis, Tennessee 38117
(901)843-2760 Voice
(901)843-2761 Fax
Attorneys for Petitioners

This case assigned
to
KAREN D. WEBSTER, JUDGE
Division Two

FILED
MAR 2 2 2016
TIME 9:10 BSW
PAUL BOYD, CLERK

IN THE PROBATE COURT OF SHELBY COUNTY, TENNESSEE

IN THE MATTER OF:

No. PR- 5689-II

THE ESTATE OF GERTRUDE SCHLANGER,
Deceased

**PETITION FOR ADMISSION OF WILL
TO PROBATE AND FOR GRANT OF LETTERS TESTAMENTARY**

TO THE HONORABLE JUDGES OF THE PROBATE COURT OF SHELBY COUNTY, TENNESSEE:

COME NOW, Your Petitioners, DINA S. ROMEO and HILDA S. GOLDEN, in the Matter of the Estate of GERTRUDE SCHLANGER, Deceased ("Estate"), and present and file this their Petition for Admission of Will to Probate and for Grant of Letters Testamentary, and would establish unto this Court the following:

1. Decedent. GERTRUDE SCHLANGER ("Decedent"), died on November 30, 2015, at the age of ninety (90) years. At the time of Decedent's death, Decedent's place of residence was Apple Grove, 3575 Hacks Cross Road, Memphis, Shelby County, Tennessee 38125.

2. Petitioners. The names, relationships to Decedent, and addresses of Petitioners are as follows:

Name:	DINA S. ROMEO
Relationship:	Daughter
Address:	5333 W. Hayne Circle Memphis, TN 38119

Name:	HILDA S. GOLDEN
Relationship:	Daughter
Address:	2285 Strathmore Drive Highland Village, TX 75077

3. Decedent's Property:

Decedent owned the following property:

SCANNED

(A) **Real Property.** Decedent owned the following real property located in Tennessee:

TRACT ONE
401 Wilson Boulevard, Nashville, Davidson County, Tennessee, and more particularly described as follows:

> Being Lot No. 6 of Block "H", Cherokee Park, Second Section, as of record in Book 547, pages 175 and 176, Register's Office for said [Davidson] County. Said lot fronts 66.03 feet on the westerly side of Wilson Avenue and runs back between lines, 140 feet on the northerly line and 140.06 feet on the southerly line along the northerly margin of Aberdeen Road, to a dead line and measures 61.76 feet. Being the same property conveyed to Decedent by Quitclaim Deed recorded in Book 5541, Page 134, in the Register's Office for Davidson County, Tennessee.

TRACT TWO
4100 Aberdeen Road, Nashville, Davidson County, Tennessee, and more particularly described as follows:

> Land in Davidson County, Tennessee, being Lot No. 19 of Block "K" on the MAP OF CHEROKEE PARK, SECTION NO. III, as of record in Book 843, pages 2 and 3, Register's Office for said County, and a part of Mockingbird Road, that was closed by Ordinances of the City of Nashville, being known as Bill #63-501, approved March 27, 1963, and described according to a survey made by Hal R. Swann, Jr., Surveyor, dated April 4, 1964, as follows:
> BEGINNING at a point in the northerly margin of Aberdeen Road, at the corner of Lots 18 and 19; thence with the line between said lots, northerly 176.9 feet to the line of Lot No. 20; thence along the line of Lot 20, and said line extended, easterly 92.5 feet to the northwest corner of the lot that was conveyed to Darlean Bell Lewis, et al, by deed of record in Book 3641, pg. 243; thence southerly 180 feet to the north margin of Aberdeen Road, in the exact center of said Mockingbird Road, now closed; thence with the margin of said Aberdeen Road, westerly 85 feet to the point of beginning.
> Being the same property conveyed to Decedent by Quitclaim Deed recorded in Book 5541, Page 134, in the Register's Office for Davidson County, Tennessee.

(B) **Personal Property.** Decedent owned personal property which Petitioners believe is worth less than $5,000,000.00 (2015).

(C) **Inventory.** Petitioners will fully determine the extent and value of Decedent's real and personal property ("Decedent's Property"). Petitioners will file in this matter an inventory of Decedent's Property according to law, unless the requirement of filing an inventory is waived by Decedent's Will or unless all of the residuary beneficiaries, who are adults and are *sui juris*, agree to waive the inventory as evidenced by an Agreement to Waive Inventory to be filed in this matter.

(D) **Interim Accountings**. Petitioners will prepare interim accountings of Decedent's property to be filed according to law, and prepare a final accounting, unless all of the residuary beneficiaries, who are adults and are *sui juris*, agree to waive the final account as evidenced by an Agreement to Waive Final Account to be filed in this matter.

4. Decedent's Will. Decedent executed a testamentary document dated August 13, 1998, purporting to be, and which Petitioners believe to be, the Last Will and Testament of Decedent ("Decedent's Will"), and which Petitioners believe is duly signed, declared, published and attested. A true and correct copy of Decedent's Will is attached as Exhibit A to, and made a part of, this Petition. Petitioners have made a thorough search for additional wills, codicils or other testamentary documents signed by Decedent prior to, on the same date as and/or later than Decedent's Will, but have found no other such valid prior dated, same dated or later dated testamentary document(s).

5. Attesting Witnesses: The attesting witnesses to Decedent's Will are Jack W. Robinson, Sr., and LeaAnn M. Rodriguez. Petitioners present an Affidavit of Attesting Witnesses from both witnesses which was attached to Decedent's Will.

6. Will Beneficiaries. The names, ages, relationships, addresses, and Inheritance Tax Classes of the persons named as beneficiaries under Decedent's Will are as follows:

Specific Beneficiaries:

Name:	DINA S. ROMEO
Age:	Adult
Relationship:	Daughter
Address:	5333 W. Hayne Circle Memphis, TN 38119
Tax Class:	Class A

Name:	HILDA S. GOLDEN
Age:	Adult
Relationship:	Daughter
Address:	2285 Strathmore Drive

Highland Village, TX 75077
Tax Class: Class A

Residuary Beneficiary:

Name: Gertrude Schlanger Testamentary Trust
Hilda S. Golden and Dina S. Romeo, Co-Trustees
Age: N/A
Relationship: Testamentary Trust
Address: 5333 W. Hayne Circle
Memphis, TN 38119
Tax Class: Class A

7. Heirs Under the Statutes of Intestate Succession. Decedent was unmarried at her death and was survived by her two (2) children who are her heirs-at-law. The names, ages, relationships, and addresses of the persons who otherwise would be entitled to Decedent's Property under the statutes of intestate succession are as follows:

Name: DINA S. ROMEO
Age: Adult
Relationship: Daughter
Address: 5333 W. Hayne Circle
Memphis, TN 38119

Name: HILDA S. GOLDEN
Age: Adult
Relationship: Daughter
Address: 2285 Strathmore Drive
Highland Village, TX 75077

8. Identification of Appointed Personal Representatives. Item V, Paragraph A of Decedent's Will appoints DINA S. ROMEO and HILDA S. GOLDEN as Personal Representatives. The names, relationships to Decedent, and mailing addresses of the persons appointed as Personal Representatives under Decedent's Will are as follows:

Name: DINA S. ROMEO
Relationship: Daughter
Address: 5333 W. Hayne Circle
Memphis, TN 38119

Name: HILDA S. GOLDEN
Relationship: Daughter
Address: 2285 Strathmore Drive
Highland Village, TX 75077

9. Bond. Item V, Paragraph A. of Decedent's Will excuses Personal Representatives from furnishing bond for the performance of Petitioner's duties.

10. Inventory. Item V, Paragraph A. of Decedent's Will excuses Personal Representatives from filing an inventory.

11. Inheritance Tax Information. The estimated gross value of Decedent's Estate for Tennessee Inheritance Tax purposes is less than $5,000,000.00 (2015).

12. TennCare Information. Decedent was over fifty-five (55) years of age, and to the best of Petitioners' knowledge, information, and belief, Decedent was NOT a recipient of TennCare.

13. Petitioners' Request for Appointment. Petitioners are ready, willing and allege to be qualified to administer Decedent's Will and Estate according to law. Petitioners request to be appointed as Personal Representatives of Decedent's Will and Estate.

WHEREFORE, PREMISES CONSIDERED, PETITIONERS PRAY THAT:

FIRST, The affidavits of the subscribing witnesses to Decedent's Will be accepted by the Court so that Decedent's Will may be proved and established as the Last Will and Testament of Decedent and that probate of Decedent's Will may be granted and that the same be ordered for record; and

SECOND, Petitioners, DINA S. ROMEO and HILDA S. GOLDEN, be appointed to serve as Personal Representatives. The Clerk be directed to administer the oath to, and otherwise qualify, the Personal Representatives, and to issue letters testamentary to Petitioners; and

THIRD, Notice by publication be given to the creditors of the Estate as required in T.C.A. §30-2-306; notice be given to the Department of Revenue as required in T.C.A. §67-8-406; and notice be given to the Bureau of TennCare as required in T.C.A. §30-2-301(b)(5); and

FOURTH, The Personal Representatives be excused from filing an inventory as directed by Decedent's Will and as permitted by T.C.A. §30-2-301(a); and

FIFTH, The Personal Representatives prepare interim accounts of Decedent's property to be filed according to law, and prepare a final accounting, unless all of the residuary beneficiaries, who are adults and are *sui juris*, agree to waive the final account as evidenced by an Agreement to Waive Final Account to be filed in this cause; and

SIXTH, The Personal Representatives be excused from making and posting bond as directed by Decedent's Will; and

SEVENTH, The Tennessee Secretary of State be appointed as the registered agent for service of process for Personal Representative HILDA S. GOLDEN in the State of Tennessee; and

EIGHTH, Petitioners be granted such additional relief as the Court may deem proper under the circumstances.

RESPECTFULLY REQUESTED,

DINA S. ROMEO, Petitioner

HILDA S. GOLDEN, Petitioner

STATE OF TENNESSEE:
COUNTY OF SHELBY:

Personally appeared before me, Matthew A. Rhoads, a Notary Public in and for the above State and County, duly commissioned and qualified, the within named DINA S. ROMEO, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in the foregoing document as one of the proposed Personal Representatives of the Estate of GERTRUDE SCHLANGER, and to be the person who executed the foregoing instrument, and to be the person who, under oath, acknowledged that such person executed the foregoing instrument for the purposes contained therein as the person's free act and deed.

WITNESS my hand and Notarial Seal at Memphis, Shelby County, Tennessee, this the 22nd day of March, 2019.

MATTHEW A. RHOADS STATE OF TENNESSEE NOTARY PUBLIC SHELBY COUNTY MY COMM. EXP 01-20-2020

Notary Public

My Commission Expires:

STATE OF TENNESSEE:
COUNTY OF SHELBY:

Personally appeared before me, Matthew A. Rhoads, a Notary Public in and for the above State and County, duly commissioned and qualified, the within named HILDA S.

GOLDEN, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in the foregoing document as one of the proposed Personal Representatives of the Estate of GERTRUDE SCHLANGER, and to be the person who executed the foregoing instrument, and to be the person who, under oath, acknowledged that such person executed the foregoing instrument for the purposes contained therein as the person's free act and deed.

WITNESS my hand and Notarial Seal at Memphis, Shelby County, Tennessee, this the 22nd day of March, 2016.



Notary Public

My Commission Expires:

Respectfully Submitted By:

Olen M. Bailey, Jr. (#017633)
Matthew A. Rhoads (#026900)
The Bailey Law Firm,
A Professional Corporation
5100 Wheelis Drive, Suite 215
Memphis, Tennessee 38117
(901) 843-2760 Voice
(901) 843-2761 Fax
Attorneys for Petitioners

WILL

OF

GERTRUDE SCHLANGER

I, Gertrude Schlanger, currently residing in Nashville, Davidson County, Tennessee, and a citizen of the United States of America, make and declare this document as my Will. I revoke all former wills and codicils.

ITEM I

FAMILY

A. Husband. I am married to Aron Schlanger, who is referred to in this Will as my spouse. If my spouse 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 my spouse predeceased me, and my estate shall be administered and distributed in accordance with such presumption.

B. Children. I have two (2) children, Hilda S. Golden and Dina S. Romeo, and I shall refer to them in this Will as my child or children.

Gertrude Schlanger

Gertrude Schlanger

ITEM II

TANGIBLE PERSONAL PROPERTY

I bequeath to my spouse, if my spouse survives me, all of my clothing, jewelry, personal effects, automobiles and all of my other tangible personal property. If my spouse does not survive me, I bequeath all the foregoing to my children, to be divided by them in approximately equal shares as they may agree.

ITEM III

MARITAL BEQUEST OUTRIGHT

If my spouse survives me, I bequeath to my spouse, outright and free of trust, a pecuniary amount no greater than is necessary to reduce my federal estate tax to zero, as provided in Section J of Item VI. If my spouse does not survive me, this bequest shall lapse and be distributed as a part of my residuary estate.

ITEM IV

RESIDUARY ESTATE

I bequeath all the rest of the property that I own at my death to the Trustee, in trust, in accordance with the remaining provisions of this Item.

A. Disposition During Spouse's Life. For as long as my spouse lives, the Trustee shall pay to my spouse such portion of the trust income (all, part or none) as the Trustee, in the Trustee's sole discretion, determines that it would be appropriate for my spouse to have after considering all available financial resources; any income not distributed to my spouse shall be

Gertrude Schlanger

Gertrude Schlanger

accumulated and added to the principal of the trust at least annually. The Trustee may also pay to my spouse any amounts of the principal of the trust, payable at any time and from time to time, which such Trustee, in the Trustee's sole discretion, determines necessary or appropriate for the health, support or maintenance of my spouse. Upon the death of my spouse, any undistributed income of the trust shall be distributed to the personal representative of the spouse's estate.

B. Disposition of Assets at Spouse's Death. Upon the death of my spouse (or upon my death if my spouse shall not survive me), the trust shall terminate and the assets shall be distributed absolutely (free of trust) equally to my children (with the issue of any deceased child to receive her share, per stirpes, subject to Section C of this Item).

C. Distribution to Young Issue. If any issue of a child of mine to whom the Trustee is directed in the preceding Section B to distribute any share of the trust principal is under the age of thirty-five (35) years when the distribution is to be made, his or her portion shall vest in interest in him or her but shall be retained in trust by the Trustee until he or she attains such age, with the Trustee in the meantime paying to or for the benefit of him or her such amounts of income and principal as the Trustee, in the Trustee's sole discretion, deems necessary or desirable for his or her health, education, maintenance or support.

Gertrude Schlanger

Gertrude Schlanger

ITEM V

FIDUCIARIES

A. Executor. I nominate Hilda S. Golden and Dina S. Romeo to serve jointly as the Executors of this Will (herein the "Executor"). If either fails to serve, the other shall be the sole Executor. To the extent permitted by applicable law, no Executor shall be required to furnish bond, file any inventory or file any accountings with respect to the performance of the Executor's duties.

B. Trustee. I appoint the following persons to serve as the Trustees of the trust created herein: Hilda S. Golden and Dina S. Romeo, acting jointly (herein the "Trustee"). I appoint as successor Trustee to the former Richard M. Golden, and I appoint as successor Trustee to the latter Stephan C. Romeo. I direct that no bond be required of any Trustee.

ITEM VI

ADMINISTRATIVE PROVISIONS

A. Payment of Debts, Administration Expenses and Taxes. All of my legally enforceable debts (except secured debts, which may be paid or retained in the discretion of the Executor, and if paid shall be without right of contribution from my spouse), my funeral expenses and the expenses of administration of my estate, both domiciliary and ancillary, shall be paid by my Executor as soon as practicable after my death. My Executor shall pay out of my residuary estate all estate, inheritance and other death taxes which shall become payable by reason of my death (except for any generation skipping tax), whether in respect of property passing under this Will or otherwise, as an expense of administration, without apportionment. My Executor may claim each administration expense as a deduction on any income or death tax return as the Executor sees fit, and no compensating adjustments between income and principal are to be made because of any such decision.

Gertrude Schlanger

Gertrude Schlanger

B. Life Insurance. The proceeds of any life insurance payable to my Executor, my Trustee or my estate are to be free from the claims of creditors, and are to be held and distributed as provided by the terms of this Will. My Executor may use (but shall not be required to use) any portion of such proceeds as my Executor deems advisable, exercising a reasonable discretion, for the payment of debts, expenses and taxes, but only if my Executor deems such use of the proceeds to be in the best interests of my legatees and beneficiaries hereunder.

C. Casualty Insurance. Each casualty insurance policy covering an item of property passing under this Will passes with such property. The recipient of such property is not to be charged for any unearned premium already paid.

D. Real Property. Any real property I own at my death is to be part of my probate estate for purposes of administration. So long as the Executor so serves, the Executor shall have the same power over the title to real property as an absolute owner would have, except that the Executor shall be acting in a fiduciary capacity.

E. Powers of Executor and Trustee. In addition to any powers and other related administrative provisions granted or contained elsewhere in this Will, the Executor and Trustee, in the exercise of a reasonable discretion with respect to all property, real and personal, at any time forming a part of my estate or the trust hereunder, may exercise any and all of the powers set forth in Tennessee Code Annotated Section 35-50-110, to the extent applicable, all of which provisions and powers are incorporated herein by reference (as set out in this statute on the date I sign this Will), even if this statute is amended or repealed hereafter and even if my estate or any trust hereunder is administered in a state other than Tennessee. Without in any way limiting the foregoing, the Executor shall at all times during the administration of my estate be vested with all the powers, duties and authority of the Trustee herein provided, and shall be authorized to make payments in the same manner and to the same extent as if the Executor were acting as Testamentary Trustee. I grant to my fiduciaries the power and authority to appoint resident fiduciaries to serve with them when applicable law so requires.

F. Rule Against Perpetuities. Anything in this Will to the contrary notwithstanding, all trusts created hereunder shall terminate one day prior to the expiration of the permissible period under the relevant application of the rule against perpetuities, if any; and upon such termination, all the assets thereof shall be distributed absolutely to those persons (and in the same proportions) as are then receiving or entitled to receive the income therefrom.

G. Distribution to a Minor or Incapacitated Beneficiary. During the minority or incapacity of any beneficiary to whom income or principal is payable under this Will, the

Gertrude Schlanger

Gertrude Schlanger

Trustee, exercising a reasonable discretion, may make distribution in any one or more of the following ways: (a) directly to such beneficiary such amount as the Trustee may deem advisable as an allowance; (b) to the guardian, conservator or limited guardian (other than the Trustee) of the person or of the property of such beneficiary; (c) to a custodian (other than the Trustee) under the Uniform Transfers to Minors Act, including a custodian selected by the Trustee; (d) to a relative (other than the Trustee) of such beneficiary upon the agreement of such relative to expend such income or principal solely for the benefit of the beneficiary; or (e) by expending such income or principal directly for such beneficiary. The Trustee shall have the power, in the Trustee's reasonable discretion, to determine whether a beneficiary is incapacitated, and the Trustee's determination in such regard shall be conclusive.

H. Spendthrift Provision. Neither the income nor principal of the trust herein created, or any share thereof, shall be pledged, assigned, transferred, sold or in any manner whatsoever accelerated, anticipated or encumbered by any beneficiary, nor shall any income or principal of any trust estate hereunder be in any manner subject to or liable in the hands of the Trustee for the debts, contracts or engagements of any beneficiary or be subject to any assignment or any other voluntary or involuntary alienation or disposition whatsoever; but in all distribution of income or principal, the same shall be paid only to the beneficiary entitled, upon receipt of the beneficiary, or to others for the benefit of the beneficiary.

I. Reports of Trustee. I excuse the Trustee from making any accounting or report to any court or person regarding the administration of any trust herein created, but the Trustee shall furnish to each current income beneficiary of each trust (or to the parent or guardian of any minor beneficiary) a statement showing the receipts, disbursements and the estimated net value of the trust, on an annual or more frequent basis.

J. Marital Deduction Provisions.

(1) In determining the marital bequest amount, it is my objective that my estate fully utilize the maximum amount of unified credit for federal estate tax purposes available in the year of my death and that the marital bequest not be any greater than is necessary to accomplish this objective. However, the state death tax credit shall only be used to the extent its use will not result in an increase, or the imposition, of Tennessee inheritance tax. The marital bequest amount shall be determined and satisfied based on federal estate tax values as finally allowed. The marital bequest amount shall be satisfied only with assets that qualify for the marital deduction and only with assets that fairly reflect the net appreciation or depreciation in the value of all eligible assets from the date of death to the date of funding.

Gertrude Schlanger

Gertrude Schlanger

(2) It is my intention that the marital bequest in Item III shall fully qualify for the marital deductions for federal estate tax and Tennessee inheritance tax purposes; accordingly, all provisions of this Will shall be interpreted and limited so as to carry out this intention. Any provision of this Will which cannot be so interpreted or limited or which is inconsistent with such intention shall be void. No power or discretion granted to my Executor or the Trustee shall be exercised or exercisable in a manner inconsistent with the foregoing.

(3) The marital bequest shall carry with it (as income, not principal) its proportionate share of the income earned during the administration of my estate.

(4) If my spouse or (to the extent permitted by applicable law) the personal representative of my spouse's estate disclaims, in whole or in part, any interest in or power over any property passing under Item III, then the property or portion to which the disclaimer of interest pertains shall be distributed by the Executor to my children in equal shares. Any disclaimer must comply with the requirements of the Internal Revenue Code and applicable state law. A disclaimer by my spouse under this provision shall not affect my spouse's rights under any other Item of this Will.

K. References To Internal Revenue Code. All references in this Will to the Internal Revenue Code refer to the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax law. All references in this Will to the federal estate tax, the unified credit, the state death tax credit, the marital deduction, or to related terms refer to those terms as defined within the estate tax provisions of the Internal Revenue Code. All references in my Will to the generation skipping tax refer to those terms as defined within the generation skipping tax provisions of the Internal Revenue Code.

L. References to Fiduciaries. For convenience, the fiduciaries named in this Will (including any alternates or successors) are sometimes referred to in the singular person and masculine gender, regardless of the number or gender of those actually named herein.

M. Captions. The captions and headings of this Will are for convenience only and shall not define or limit the provisions contained herein.

IN WITNESS WHEREOF, I sign this Will, consisting of this and the preceding six (6) printed pages, and for the purpose of identification, I have signed or initialled each page, all in the presence of the persons witnessing it, at my request, on this the 13 day of August, 1998, at Nashville, Tennessee.

Gertrude Schlanger

Gertrude Schlanger

Signed and declared by Gertrude Schlanger, to be such person's Will in the presence of all of us at one and the same time, and we, at such person's request and in such person's presence and in the presence of each other, have subscribed our names as witnesses, and we do hereby attest to the sound and disposing mind of Gertrude Schlanger and to the performance of the aforesaid act of execution at the place and on the date hereinabove set out.

WITNESSES:

Jack W. Robinson, Sr.
Signature

JACK W. ROBINSON, SR.
Print or Type Name

NASHVILLE, TN.
Address

Lea Ann M Rodriguez
Signature

Lea Ann M Rodriguez
Print or Type Name

Nashville TN
Address

THIS WILL PREPARED BY:

GULLETT, SANFORD, ROBINSON & MARTIN, PLLC
230 Fourth Avenue North, Third Floor
P. O. Box 198888
Nashville, Tennessee 37219-8888
(615) 244-4994

AFFIDAVIT

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The undersigned persons, after first being duly sworn according to law, depose and say:

1. They are adult citizens and residents of Tennessee.

2. They witnessed the execution of the Will of Gertrude Schlanger, dated the 13TH day of AUGUST, 1998, to which this Affidavit is attached, and that this Affidavit is being made at the request of such person and in accordance with the provisions of Tennessee Code Annotated, Section 32-2-110.

3. Their signatures are affixed to the Will, they signed the Will at the request of such person, and in the presence of such person, and in the presence of each other witness, at the place and on the date recited in said Will.

4. Gertrude Schlanger signed said paper writing as and for a Will in their sight and presence.

5. At the time they witnessed the Will, Gertrude Schlanger was, in their opinion, of sound mind.

Witness

Witness

Sworn to and subscribed before me by the two (2) persons whose signatures are affixed hereto on this 13TH day of AUGUST, 1998.

Notary Public

My Commission Expires: 9/23/2000